



PR10 CODE OF ETHICS AND CONDUCT

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1 Introduction

The Code of Ethics and Conduct is an official Istituto Oikos document, approved by the Board of Directors. It contains the principles and rules to be respected for all those who work for the organization. The purpose of this Code is to affirm and spread the values that Istituto Oikos intends to keep as a reference during its work.

Istituto Oikos, to protect its image and safeguard its resources, will not enter into any kind of relationship with subjects who do not intend to operate in strict compliance with current legislation and / or who refuse to adapt to the ethical principles and rules of conduct provided for in this document of code. All people who work or collaborate with Istituto Oikos without distinctions and exceptions undertake to observe, promote and enforce the principles of this Code.

The Code of Ethics and Conduct is available on the organization's website and can be consulted on the wall in the Italian office and in local offices.

The function of monitoring compliance with the Code is exercised by the Supervisory Body, established under Legislative Decree 231/01 (hereinafter simply "SB"), which guarantees compliance with the rules and principles expressed in this Code of Ethics and carry out verification and monitoring activities on the application of the same, proposing, where appropriate, the application of adequate sanctioning measures.

This Code is an integral part of the Organization, Management and Control Model under Legislative Decree 231/2001.

2 Recipients

All those who work in the name and / or on behalf of Istituto Oikos without exception (hereinafter referred to as "Recipients") are required to comply with the Code of Ethics and Conduct, specifically: Members, members of the Board of Directors, the President, the Board of Statutory Auditors, the General Manager, the subjects subject to their direction and supervision, employees, consultants, collaborators, suppliers, volunteers, partners who use the Istituto Oikos brand and all project partners.

Therefore, the principles and provisions of the Code are binding for all Recipients and constitute exemplary specifications of the general obligations of diligence, correctness and loyalty that must inspire them in carrying out their activities.

Under no circumstances does the claim to act in the interest of Istituto Oikos justify the adoption of behaviours contrary to those set out in this document. Compliance with the rules of this Code must, in particular, be considered an essential part of the contractual obligations of the employees and collaborators of the Association under and for the purposes of the provisions of art. 2104 and following of the Civil Code.

As regards external subjects that operate directly or indirectly for Istituto Oikos, in the absence of an expressed commitment to comply with the rules of this Code of Ethics by the latter, the Association undertakes not to conclude and / or not continue any relationship with the external subject. To this end, provision is made for the insertion, in assignment letters and / or agreements, of specific clauses aimed at confirming the obligation by the external subject to comply fully with this Code, as well as to provide, in case of violation, a warning to punctual compliance with the Code or the application of penalties, or even the termination of the contractual relationship.

The value and importance of the Code of Ethics are reinforced by the provision of a specific responsibility of the Bodies, as a consequence of the commission of the crimes and administrative offenses referred to in the Legislative Decree of 8 June 2001 n. 231.

3 General Ethical Principles

Istituto Oikos was founded in 1996 in Milan as a non-profit organization engaged in Europe and developing countries in the protection of biodiversity, for responsible management of natural resources, for the dissemination of more sustainable life models as development tools social and economic and fight against poverty. Since its creation, Istituto Oikos has conceived and developed over 200 projects in Italy, Europe and eleven countries in Asia, Africa and South America.

The VISION of Istituto Oikos is a future in which ecology, economy, equity are integrated, reconciling the needs of man and the environment.

The mission of Istituto Oikos is to contribute to conserving ecosystems by promoting development, with professionalism, innovation and participation.

The **general ethical principles** that inspire the work of Istituto Oikos represent the founding values through which it is intended to carry out this mission.

These general principles are as follows:

- **Independence.** Istituto Oikos is a secular, apolitical, multicultural and independent organization.
- **Legality.** Istituto Oikos undertakes to respect the laws and regulations in force in all the countries in which it operates and will not establish any relationship with those who do not respect this principle.
- **Equality.** Istituto Oikos rejects any form of discrimination based on sex, ethnicity, religion, political or sexual orientation, language or health conditions, providing equal treatment to all.
- **Responsibility.** Istituto Oikos requires its employees to always act with professionalism, attention and caution, using the best scientific information available and avoiding any abuse or waste of resources.
- **Transparency.** Istituto Oikos ensures and maintains transparency in all its activities. Each operation and transaction is recorded and authorized, is verifiable, legitimate, consistent and reasonable, according to the law in force, internal regulations and donor requests.
- **Privacy.** Istituto Oikos ensures compliance with privacy and confidentiality laws. Data protection and security are guaranteed at all times based on Decree no. 196/2003 of the Italian law.
- **Sustainability.** Istituto Oikos, according to its Vision and Mission, promotes and applies the principles of sustainable development in all its actions and projects in Italy and abroad.
- **Diversity.** Istituto Oikos is committed to involving local communities in the planning and implementation of its projects, respecting their cultural and economic needs, allowing them to protect natural resources.

- **Respect for the dignity of the person:** Istituto Oikos does not tolerate any form of harassment, be it psychological or moral or sexual, in that it is conducive to human dignity; it also ensures that victims are promptly protected from harm.
- **Occupational Health and Safety:** Istituto Oikos pursues the goal of guaranteeing the health and safety of the workplace with the utmost commitment. In this regard, it adopts the measures deemed most appropriate to avoid the risks associated with the conduct of its business and, where this is not possible, it works for an adequate assessment of the existing risks, to contrast them directly at the source, of managing them and, where possible, to ensure its elimination.
- **Use of the name and reputation of Istituto Oikos:** Membership and participation, in any capacity, in Oikos requires full institutional loyalty and cannot in any way be used for personal purposes. Any act carried out on behalf of Istituto Oikos or in its interest must in no way harm its image and respectability. All members are expected to respect his good name and not harm his reputation.

4 Inspirational Values

Istituto Oikos has identified and recognizes itself in the following **values** which express its mission and guide the work of all those who work for it:

Innovation and experimentation. Istituto Oikos considers innovation and experimentation essential tools for the realization of ever more efficient programs and responsive to the needs and requirements of the sector in which it operates. Through the search for cutting-edge solutions and the proposal of new models and good practices, Istituto Oikos intends to develop projects, products, methods and technologies that positively affect socio-economic, environmental and cultural processes, pursuing excellent results.

Concreteness and Sustainability of the actions. Istituto Oikos develops initiatives and strategies, in Italy and worldwide, such as to guarantee efficient management and realistic and concrete solutions. Istituto Oikos operates in such a way as to exclude any form of dispersion and waste of resources with a view to long-term sustainability.

Professional excellence. Istituto Oikos promotes excellence and attention to detail in all its forms. Founded on high levels of training and professional qualification, Istituto Oikos believes that the enhancement of human resources, also through constant development of skills, is an indispensable prerequisite for maintaining high-quality standards. Istituto Oikos responds to the needs of its interlocutors by showing an ability to listen, grasp expectations and develop effective solutions that are constantly subjected to verification and control procedures.

Scientific rigor. Istituto Oikos implements its projects and interventions by applying a rigorous scientific approach based on the recognition of a proven and in-depth competence of the topics addressed. The action of Istituto Oikos is based on a constant search for methodological and technological innovations and an integrated and multidisciplinary approach in the quantitative analysis of phenomena.

Sharing and Participation. Istituto Oikos believes in open communication and participation. He seeks full sharing of objectives in collaborators and favours transparent organizational relationships and decision-making processes oriented towards the development of a culture of confrontation and participation. Istituto Oikos acts through enlarged participatory processes involving Entities, Groups, Communities, Associations and Beneficiaries in the definition of strategies, in the planning and sharing of the results achieved.

Fairness and Solidarity. Istituto Oikos recognizes the economic and social role of environmental conservation and works for the rational use and management of natural resources in favour of balanced growth and a more equitable distribution of collective heritage.

Interculturality. Istituto Oikos recognizes the value of cultural diversity and promotes knowledge, deepening and mutual discussion. Through dialogue and mediation, it promotes the conscious use of natural resources, aimed at enhancing the cultural history of different contexts and pursuing social justice.

Consistency. Istituto Oikos works by verifying full adherence to the values adopted for each activity undertaken and promoting the consistency of its action as a factor of distinction and enhancement of its initiatives.

Protection of biodiversity. Istituto Oikos works for the conservation and enhancement of biological biodiversity, promoting its sustainable use and promoting the fair and equitable sharing of the advantages that derive from the use of natural resources. The coherence of its action in this context remains as a factor of distinction and enhancement of its initiatives.

5 Rules of conduct for internal relations

Istituto Oikos considers human resources as its main resource and promotes the development of their skills, aspirations and professionalism. At the same time, it requires all recipients to respect its mission and the ethical principles expressed in this Code.

a. *Discrimination based on sex, ethnicity, religion, political or sexual orientation, language or health conditions.* In no case are discrimination accepted.

b. *Use of drugs and alcohol.* In no case is it accepted that their functions are carried out under the effect of drugs or alcohol. The distribution or sale of illegal substances is not allowed, as well as their possession and use.

c. *Harassment, exploitation and abuse.* Any proven attempt at harassment, abuse or exploitation in person is not tolerated. Harassment means both physical and verbal harassment. Internal staff must use polite ways towards colleagues, partners, donors, beneficiaries, guests, superiors and observe the instructions received.

d. *Sexual relationships with beneficiaries and minors.* Any sexual relationship with the beneficiaries of Istituto Oikos' programs is strongly discouraged, as it could undermine the credibility of his work. Any type of sexual relationship with people under the age of 18 (or minors according to local laws) will not be accepted.

e. *Prostitution.* As an organization based on the principle of respect for human dignity, Istituto Oikos does not tolerate the exploitation of prostitution.

f. *Child labour.* Istituto Oikos guarantees that the people who work for it, in Italy and abroad, have reached the minimum age imposed by local laws and regulations on child labour. In the case of externally assigned services and supplies, a self-declaration form must be signed by the contractor.

g. *Risk prevention.* Each staff member is required to know and comply with the security plan for the country in which he will work for long or short missions.

h. *Impartiality.* As an apolitical organization, Istituto Oikos prohibits carrying out political activities directly or indirectly which can jeopardize the credibility and security of the organization.

g. *Privacy*. Disclosure of confidential information of organization data or other staff members is not permitted.

j. *Adequacy*. All members of Istituto Oikos staff are required to comply with an appropriate dress code to the workplace based on their role and responsibility in organizing and considering the customs and culture of the communities in which they operate.

k. *Respect for the environment*. Istituto Oikos, according to its Vision and Mission, does not accept actions that degrade the environment or natural resources of the countries in which it operates.

L. *Respect for animals*. All staff members of Istituto Oikos are required to respect animal welfare. It will not be allowed to leave your pets in Oikos facilities for a short or long period. In any case, the delegation of their custody by staff leaving the countries is not accepted.

m. *Use of vehicles*. The vehicles supplied by Istituto Oikos are available for the organization and projects. Any other use is not allowed. Only people expressly authorized by Istituto Oikos can drive. Volunteers, interns or non-staff members, are not allowed to drive vehicles under any circumstances. Each office must identify the responsible person (Project Manager, administrators or logisticians according to local rules) to verify that: i) each car has its logbook and that this is constantly updated; ii) each machine is regularly checked and insured.

n. *Use of equipment*. Each member of staff must ensure the correct use of the equipment provided for the exercise of their functions. Their loan to other parties is never allowed, except for specific expressly authorized exceptions. The equipment must be returned at the end of its functions.

o. *Use of guest rooms*. It is strictly forbidden to host non-staff members at Istituto Oikos guesthouses, except for specific exceptions expressly authorized.

6 Rules of conduct for external relations

The rules of conduct, deriving from the general ethical principles, also regulate relations with donors, partners, private companies, suppliers, beneficiaries, the press / media and auditors.

6.1 Relations with donors

Transparency and fairness must be ensured in relation between Istituto Oikos and its international or local donors. For this reason:

- it is forbidden to give, offer or promise money or other non-monetary benefits to receive the funds;
- it is forbidden to present untruthful declarations in order to receive funds or benefits;
- it is forbidden to use the money received as a donation for purposes other than those for which it was originally given.

6.2 Relations with partners

The partners must be carefully chosen for the carrying out of the project activities, according to the ethical principles of Istituto Oikos.

6.3 Relations with private companies

Istituto Oikos encourages collaboration with private companies whose principles and values are consistent with those indicated in this document, positively evaluating the adoption by the partner company of tools that demonstrate responsibility, sustainability and transparency such as the Code of Ethics, the Charter of Values, the Code of Conduct, the Social Report, social and environmental certifications.

For Istituto Oikos, the participation of the partner company in networks that promote CSR and sustainability and the awards obtained for social and environmental commitment are distinctive signs.

In choosing the companies to collaborate with, Istituto Oikos favours those organizations that pay particular attention to environmental sustainability, the protection of biodiversity, cooperation for development, the community and the territory.

In respect of our mission and the principles that guide us, Istituto Oikos does not collaborate with companies that are recognized as subjects that violate human rights, commit serious environmental crimes, have links with criminal activities, pornography, war industry, tobacco industry, gaming gambling.

In controversial cases, before becoming operational, the hypotheses of collaboration will be presented, discussed and approved by the Board of Directors of Istituto Oikos, which can express itself on the matter. This verification is necessary for the protection of the reputation of Istituto Oikos and for the protection of its brand.

In managing the collaboration with the partner company, Istituto Oikos deems it useful to define the work plan at the preliminary stage and with the necessary attention, to clarify the methods of carrying out the project, the communication strategy, the monitoring tools of the results.

In the case of Cause-Related Marketing initiatives, Istituto Oikos suggests referring to the Sodalitas Code of Conduct which defines the six principles (integrity, transparency, sincerity, mutual respect, partnership, mutual benefit) that must govern every CRM activity.

6.4 Relations with suppliers

Istituto Oikos enters into contracts for goods, works and services in accordance with internal and donor tender procedures, based on objective evaluations and in full compliance with the rules of free competition, quality and price. Suppliers must comply with local donor laws and regulations and the ethical principles contained in this Code.

6.5 Relations with beneficiaries

The beneficiaries must be fully informed of the ethical principles that inspire the field-work of Istituto Oikos, as well as of the resources used in the activities that concern them.

6.6 Relations with the press and the media

Communications with the press and the media must be based on the truthfulness principle and are always coordinated by the communications office at the headquarters. Only those authorized can speak on behalf of Istituto Oikos.

6.7 Relations with auditors

Relations with auditors must be conducted in cooperation and with total transparency. It is strictly forbidden to obstruct auditors in the performance of their duties.

7 Conflict of interests

There is a conflict of interest when the private interest of an active subject in the Association contrasts or is concurrent, even if only potentially, with the interest, not only economic, of the Association. This conflict is also substantiated in the prevalence of the interests of a subject external to the Association over the interests of the Association itself. The private interest, not only of an economic nature, referred to above, may concern: a) the immediate interest of the person who is a member of the Association; b) the interest of a family member, cohabiting partner or similar of a member of the Association, or of a relative within the second degree or related within the second degree; c) the interest of entities or legal persons over which the member of the Association has control or a significant function of participation in management; d) the interest of third parties, if they can knowingly derive benefits from the member of the Association.

All recipients are obliged not to hold positions, take on positions, perform functions or adopt behaviours that may be in conflict of interest with the values, principles, objectives and choices of the same Association. The subject who in a certain operation or circumstance has interests in conflict with those of the Association, must immediately inform his manager or the director, refraining in any case from any decisions or resolutions.

8 Protection of privacy and confidentiality

Istituto Oikos protects the confidentiality and confidentiality of information and data relating to employees, collaborators, suppliers, companies, collected on the basis or on the occasion of the performance of their work, and each Recipient, in the exercise of his functions, is required to comply with these principles and with the legislation in force from time to time.

All information obtained by the Recipients in relation to their work and collaboration relationship is owned by Istituto Oikos. By information owned by the Association we mean:

- Personal Data of Recipients and third parties. "Personal data" is considered to be any information relating to a natural or legal person, entity or association, identified or identifiable, even indirectly, by reference to any other information, including a personal identification number;
- Confidential information. Any information concerning third parties of a confidential nature is considered "confidential information" which, if disclosed in an unauthorized or involuntary manner, could cause damage to the same. By way of example, the following should be considered confidential: knowledge of a project, a proposal, an initiative, an event, a negotiation, an agreement, a commitment, an agreement, a fact or an act, even if future or uncertain, relating to the sphere of activity of Istituto Oikos, which is not in the public domain.

Istituto Oikos guarantees, in accordance with the provisions of the law, the confidentiality of the information in its possession and requires all Recipients to use it for purposes exclusively related to the exercise of their professional activities.

Istituto Oikos also respects the principles of equal access and transparency in the disclosure of confidential information, in full compliance with Law 196/2003.

9 Dissemination and implementation of the code of ethics

Istituto Oikos undertakes to guarantee a punctual internal and external diffusion of the Code of Ethics through:

- distribution to all recipients of this Code of Ethics;
- posting in a place accessible to all;
- making available to Third Party Recipients and to any other interlocutor through the Association's website.

To this end, Istituto Oikos requires all recipients to sign a declaration confirming that the Code has been acknowledged and to undertake in writing to comply with the provisions contained therein.

The SB promotes and monitors periodic training initiatives on the principles of this Code, also planned in consideration of the need to differentiate the activities based on the role and responsibility of the resources concerned.

The responsibility for following this Code of Ethics and conduct lies with each recipient. All employees and collaborators who take on a supervisory role are responsible for its promotion and application within the limits of their competences and functions.

10 Reports to the Supervisory Body and sanctioning system

The Association is required to adopt an adequate violation reporting policy, in order to mitigate the risk of future commission of any violations within the Association itself. This policy is described in the Whistleblowing Policy.

Any detected violation of the principles and provisions set out in this Code of Ethics by administrators, employees, collaborators, suppliers or other subjects required to comply with it, must be promptly reported to the SB. Specifically, the Association has provided appropriate communication channels to facilitate the reporting process of any violations to the SB.

In particular, an ad hoc e-mail box was activated (odv@istituto-oikos.org) from which to send reports on failure to comply with the Code or in any case on aspects that may also potentially be relevant for the application of the Legislative Decree 231/2001. Reports can be made in Italian, English, Portuguese, French and Kiswahili and also anonymously. In any case, Istituto Oikos, in compliance with current regulations, undertakes to guarantee confidentiality and to ensure the absence of forms of retaliation, discrimination or penalization against reporting persons. The Supervisory Body transmits reports relating to violations, even potential, of the Code of Ethics, which may not be relevant for the purposes of Legislative Decree 231/01 and of the Organization, Management and Control Model of Istituto Oikos, to the Board of Directors in order to be able to take all the consequent decisions.

The violation of the rules of the Code of Ethics and the relationship of trust established with the Association also leads as specified in the various Policies of Istituto Oikos (with particular attention to the PSEA and Anticorruption and Fraud Policies), to disciplinary actions, to the revocation of powers and functions, to the referral to the competent Authorities or to compensation for damage, without prejudice, for employees, to compliance with the procedures of the Workers' Statute, collective labour agreements, the internal Regulations adopted by the Association.

11 Entry into force

This Code must be adopted by resolution of the Board of Directors of Istituto Oikos. The Code of Ethics and Conduct is drawn up in Italian, English and Portuguese. In case of doubt, the Italian version prevails.

The Code does not replace the Association's current and future procedures which continue to be effective to the extent that they are not in conflict with the Code.

I, the undersigned, _____ declare that I have read and understood the text of the Code of Ethics and Conduct and I undertake to respect its contents

Name of the recipient

Signature

Place and Date



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