



Code of Good Practice Pasqual Maragall Foundation

On transparency and accountability

Board

11/06/2014

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1. Aim

The Pasqual Maragall Foundation subscribes to certain values, along with a policy of transparency and accountability, that are intended to guide its conduct through the identification of objectives, guidelines and tools. To this end, and through the present Code of Good Practice, the Foundation and its members shall adopt the principles and commitments detailed herein.

The Foundation is an organisation committed to efficiency and precision; it is results-oriented, transparent and dedicated to being accountable to society.

In terms of scientific research, the Foundation is committed to developing activities of the highest quality and integrity.

2. Scope of Application

The present Code is aimed at regulating the conduct of those holding institutional posts and positions of responsibility within the Pasqual Maragall Foundation, together with their workers. It is also aimed at organisations connected to the Foundation, solely within the context of their position, representation, working activity or relation to the Pasqual Maragall Foundation. This includes, in particular:

- Members belonging to the organisation's Governing Bodies: Board and Strategic Partners
- Managerial positions within the organisation: Director, Managing Director and scientific and technical staff
- Pasqual Maragall Foundation workers
- Volunteers
- Collaborating organisations
- Suppliers

3. Fundraising Guidelines

The Foundation follows general fundraising guidelines based on the 'Ethical Code of Fundraising Practice', produced by the "Asociación Española de Fundraising" (<http://aefundraising.org>), and as detailed below:

- 1) Fundraising must be based on standards of honesty, respect, integrity and transparency so as to build the confidence of society in the Foundation's professional work.
- 2) The fundraising team shall place the mission of the cause and the collective beneficiaries ahead of personal and professional interests.
- 3) The current law shall be respected in all matters relating, both directly and indirectly, to the work of the Foundation.
- 4) The materials used in fundraising must be unambiguous and clearly reflect the mission of the Foundation.
- 5) The wishes of funders or donors regarding the destination of the funds shall be respected at all times, and they shall always be consulted when the destination of their donations may change.
- 6) The Foundation's preferred fundraising techniques and channels are those which, at a low cost, yield the maximum results; fundraising should always follow the guideline of maximum efficiency and return on investment. These techniques and channels are not themselves an aim, but a way to obtain the maximum support possible for the Foundation's causes, activities and projects.
- 7) The Foundation rejects donations, whether corporate or private, when they conflict with the aims and values of the organisation.
- 8) Information regarding the management of the funds raised must be public, accurate and truthful, and accountability towards the donors is ensured through follow up reports, activity reports and results.
- 9) Confidentiality of the donors' personal information is guaranteed under the rules set out in the current Data Protection law regarding personal details.
- 10) The Foundation does not enter into any kind of commercial relationship with donors for its own profit, nor does it receive any personal remuneration from a supplier, economic or in kind, as compensation for a commercial relationship.

Furthermore, the Foundation has set a behavioural protocol called the 'Internal Regulation for the Prevention of Money Laundering', of which all employees are

aware, to ensure the legal origin of the obtained resources. This protocol is supported in the following laws:

- Law 10/2010, of 28 April, on the Prevention of Money Laundering and Terrorism Financing (BOE, Official State Gazette, 29/04/10) (LPBC).
- Law 19/1993, of 28 December, approved by Royal Decree 925/1995 of 9 June.

4. Activity selection process and guidelines

The Pasqual Maragall Foundation abides by guidelines and selection processes for activities approved by the Board. Activities are directed towards achieving the Foundation's aims, promoting and supporting scientific research in the area of Alzheimer's and neurodegenerative diseases.

The evaluation guidelines mainly, but not exclusively, take into account the following features:

- The economic and business viability of the project, that is, the coherence between the available resources, the planned activities and those in development or in progress, as well as an adequate assessment of its risks and barriers and the ability to overcome these.
- The impact and social benefit of the activity, that is, the potential effects or changes which the proposed action will have on the community, including considerations such as the number of beneficiaries and the multiplier effects of the activity.
- The scientific consistency of the activities, where applicable, and their coherence with the Foundation's scientific principles.
- The level of innovation of the activity, such as the development of new approaches or alternative ways of achieving objectives.
- The ethical value of the activity.

5. Guidelines on relationships with collaborating companies and organisations

The Pasqual Maragall Foundation's policy on relationships with companies is based on the “Fundación Lealtad¹” model of good practices. This policy must be respected by all companies or organisations who wish to collaborate with the Foundation:

- Companies and organisations must comply with current legislation in the countries in which they operate.
- Companies and organisations must respect human rights, as well as international labour standards.
- Companies and organisations must minimise their impact on the environment, complying with legislation both in the country in which they operate and on an international level.
- Companies and organisations must respect the principles of confidentiality regarding the information they have access to as a result of their relationship with the Foundation.
- Companies and organisations must avoid public controversy or behaviour which could damage the image of the Foundation.
- The Foundation will positively value those companies and organisations that recruit people at risk of social exclusion and/or those with disabilities.
- The Foundation will avoid collaborations with companies and organisations that manufacture or directly sell products that are health damaging.

¹ Founded in 2001, “Fundación Lealtad” is a pioneer non-profit organisation in Spain. Its mission is to build society's confidence in non-profit organisations with the aim of increase donations, as well as any other type of collaboration.

- The Foundation will avoid collaborations with companies and organisations that manufacture and/or sell munitions and weapons.
- All agreements with companies shall be made with formal contracts where the objective and clauses of the collaboration are set out in writing.
- Except by mutual agreement between the parties, no company or organisation shall be given permission to use the Foundation's logo. In the case that use of the logo is given, the conditions of use shall be established in writing through a contract.

The Foundation works with external partners wherever possible and appropriate, with the aim of maximising resources, developing synergies, improving creativity, motivating learning and heightening its impact. These collaborative efforts shall be maintained with the respect and understanding of both parties.

Collaboration with a company or organisation does not necessarily mean that the Pasqual Maragall Foundation supports or is responsible for that company or organisation's behaviour, or more specifically, its products, policies or services.

The Pasqual Maragall Foundation reserves the right to cancel at any time its contract with a company or organisation if it becomes aware that its activities do not respect the guidelines laid out in this contract, or if it compromises or may compromise in any way the prestige and reputation of the Foundation.

6. Recruitment process

During the staff selection and recruitment process, the Pasqual Maragall Foundation maintains a policy based on the general principles of objectivity, non-discrimination, merit, ability and equal opportunities, guaranteeing the right to employment, under conditions of equality, to minority groups.

Prior to the start of selection process, the profiles of the vacant positions are defined, taking into account the requirements of the organisation, the complementarity of its members, training, motivation, diversity and identification with the objectives of the Foundation. Therefore, selection, assignment of roles and promotion of staff of all

levels are based on ability, qualifications, knowledge and experience, ensuring at all times that no distinction, exclusion or preference is made based on other factors.

The Foundation offers professional development and training opportunities and resources to its employees; periodic performance reviews are also carried out.

Furthermore, employees must comply with the confidentiality and data protection policy. In this way, the organisation can guarantee the protection of individuals' personal data, civil liberties and fundamental rights, and especially their personal and family privacy.

7. Supplier selection -criteria

The supplier selection guidelines used by the Foundation, in addition to those used for collaborating companies and organisations (section 5 of this Code) include, but are not limited to, the below:

- Price of the supplier's product or service.
- Analysis of the supplier's general profile, public recognition, background, response capacity, geographical location, size, experience and compliance with quality standards.
- References and clients of the supplier.
- The supplier's way of working. Other features taken into account include customer focus, quality of the product or service, compliance with delivery times, flexibility regarding new requests.
- The supplier's after-sales service, including warranties, technical support and enquiries management.
- The supplier's distribution capacity.
- Level of personalisation in the supplier's service.

- Conflicts of interest which could affect the choice of supplier and/or the price and quality of the product.

8. Expenses policy

The Foundation uses pre-established expenses guidelines, with established procedures based on the amount of the expenses.

For general purchases made by the organisation, the 'Internal Procedure for Purchases, Supplies and Expense Claims' applies. For purchases above 600 euros, quotes must first be requested from three different suppliers.

Expenses can be authorised either by General Management and/or the CEO if the amount is below 6,000€. They are jointly authorised when expenses exceed this amount and for expenses up to €300,000. Expenses above this amount must be approved by the Executive Committee. These limits do not refer to individual purchases, but the total annual spend for each supplier. Therefore, an annual expenditure forecast must be completed for each supplier.

For purchases where Law 30/2007 on Public Sector Contracting (LCSP) applies, the contracting procedure, found in article 18 of the Internal Contracting Instructions (IIC) of the Pasqual Maragall Foundation, is followed. This can be found at the following link: <https://contractaciopublica.gencat.cat/fpm>

9. Monitoring and evaluation of activities

The Pasqual Maragall Foundation uses internal monitoring and evaluation systems to monitor its activities. This evaluation allows the Foundation to improve its activities, ascertain the resources used and assess the results.

Evaluation is carried out in the following way:

- 1) The area manager meets with the team periodically and according to requirements.
- 2) There is a weekly meeting to evaluate the Foundation's activities.
- 3) To evaluate Communication and Fundraising activities, internal progress reports are

prepared which detail the income and expenditure of publicity and outreach campaigns.

4) Since the Foundation manages the research projects carried out by the BarcelonaBeta Brain Research Centre, it has set up a scorecard to monitor projects.

10. Environmental responsibility

The Foundation has voluntarily taken on environmental commitments which go above and beyond its legal obligations. These commitments are part of the organisation's global strategy and are incorporated into its day-to-day activity. Specifically, the actions are aimed at doing everything possible to:

- Minimise CO2 emissions.
- Reduce, re-use and recycle waste.
- Encourage responsible consumption of energy resources.
- Use, where possible, recycled and recyclable materials.

11. Code of conduct for financial investments

On 20 November 2003, the Council of the Spanish National Securities Market Commission approved the Code of Conduct for non-profit organisations making Short-Term Financial Investments. Under these guidelines, the Pasqual Maragall Foundation adopted the aforementioned Code of Conduct, with the following specifications:

The Code of Conduct applies to short-term investments in transferable securities and financial instruments which fall under the supervision of the Spanish National Securities Market, in particular, shares, fixed-income securities, shares in collective investment institutions (investment fund), deposits, loans, repurchase of financial assets or similar actions which require reimbursement (term deposits).

The following criteria are considered in the selection of financial investments:

- Security: Assessment of the return on investment at maturity, or at the point when the decision is taken to sell the investment.
- Liquidity: Assessment of the ability to liquidise the financial assets, without paying a significant cost or suffering a loss of capital.
- Profitability: Assessment of the ability to generate a surplus through the risk taken with the investment.
- Diversification: Distribution of the investments between various issuers and between assets of different natures.
- Non speculation: Avoidance of trading based on a merely speculative use of financial resources.
- Ethical values: Assessing that the investment issuers have, as their working principles, social justice, solidarity, respect of human rights and protection of the environment.

12. Conflict of interests

A conflict of interest is a situation in which the personal, economic or institutional interest of a member of the Board, a member of the management, or an employee of the organisation holding a post of responsibility can inappropriately influence or interfere with that person's opinion, responsibilities and decision-making in relation to the interests of the Pasqual Maragall Foundation.

Conflicts of interest must be managed publicly and transparently. Because of this, the Pasqual Maragall Foundation adopts the following resolutions and tools:

1) Members of the Board and those in managerial positions cannot be involved in decision-making or the adoption of agreements on issues in which they have a conflict of interest with the Foundation. Equally, they abstain from participating in all

negotiations and financial activities which could compromise objectivity in the management of the Foundation.

2) Members of the Board, those in managerial positions and any other employee of the Foundation cannot conclude purchase contracts or tenancies of immovable properties or furnishings of extraordinary value, loan contracts or service contracts with the Foundation without the Protectorate's prior authorisation. This is in agreement with the legally established limits between the Foundation and members of the Board and the rest of the staff.

3) Members of the Board and any other person linked with the Foundation will advise the Board of any conflict of interest, direct or indirect, that they may have with the Foundation. Before an agreement is adopted in which there may be a conflict between a personal interest and the interest of the organisation, the person concerned will provide the governing body with the relevant information and will abstain from, in this case, deliberation and voting.

4) For the purpose of assessing the existence of a conflict of interest, the personal interest shall be compared with the interests of the following persons:

a) In the case of individuals: those of the spouse, those of persons linked through emotional ties, those of direct relations and those related collaterally, up until the fourth degree of consanguinity and the second degree of kinship by election, and those of the legal bodies in which they hold an administrative position or with whom they form, either directly or through another party, a decisive unit, in accordance with commercial legislation.

b) In the case of legal bodies: those of the persons who hold administrative positions or positions of authority, those of control partners or of the organisations who make up a decisive unit, in accordance with commercial legislation.

5) If there is a conflict of interest between the Foundation and a person who is involved in one of its bodies, the adoption of the agreement or the exclusion of the action in question, then this must be communicated to the Protectorate within thirty days, as set out in Law 7/2012 of 15 June, of modification of the third book of the Civil Code of Catalunya, relative to the legal persons.

13. Entry into force and application

The present Code of Good Practice will enter into force once it has been approved by the Foundation's Board.

Once approved, it will be communicated to the persons and organisations linked to the organisation, as referred to in point 2 of the present Code, and it will be publicised via the Foundation's website.

Following its entry into force, the prescriptions contained herein shall be included in the contracts, agreements and connections that formalise the Foundation's relation with the persons subject to them.

14. Bibliography

- Statutes of Pasqual Maragall Foundation
- "The transparency Policy of the Pasqual Maragall Foundation", standard operating procedure.
- "Internal Regulation for the Prevention of Money Laundering", standard operating procedure.
- "Internal Procedure for Purchases, Supplies and Expense Claims", standard operating procedure.
- "Internal Contracting Instructions (IIC)", standard operating procedure, (SOP) PMF. (<http://fpmaragall.org/wp-content/uploads/2015/05/Instruccions-internes-de-contractaci%C3%B3-FPM.pdf>)
- "Principles of Transparency and Good Practices", Fundación Lealtad (<http://www.fundacionlealtad.org>)
- "Fundraising Ethical Code of Conduct", Spanish Fundraising Association (<http://aefundraising.org>)

- "Code of Conduct for non-profit organisations regarding Short-Term Financial Investments", Council of the Spanish National Securities Market Commission (20 November 2003) - (http://fpmaragall.org/wp-content/uploads/2015/05/Codigo-de-Conducta-CNMV-20_11_2003.pdf)
- "EFC Principles of Good Practice", European Foundation Centre (<http://www.efc.be>)