



REG 06

CODE OF CONDUCT
of the- Euro-Mediterranean Center on Climate Change
(Compulsory publication, ex Legislative Decree 33/2013)

REV.	Date	Delivered to:	Checked copy <input type="radio"/>	Unchecked copy <input type="radio"/>
0	24/03/2015			
REASON OF THE REVISION				
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1. INTRODUCTION	3
2. GENERAL PRINCIPLES	3
2.1 HUMAN RESOURCES	3
2.2 STAFF SELECTION AND MANAGEMENT	4
2.3 SAFETY AT WORK	4
2.4 ENVIRONMENT PROTECTION	4
3. FUNDAMENTAL VALUES	5
3.1 Observance of laws and regulations	5
3.2 Observance of the company procedures	5
3.3 Observance of proxies and mandate	5
3.4 Diligence	5
3.5 Relations with the supervisory Ministries, the public Authorities of vigilance, the supervisory bodies and the Institutions in general	6
3.6 Relations among workers	6
3.7 Hierarchical relations	6
3.8 Safety and Health of the workers	6
4. OBLIGATIONS FOR THE RECIPIENTS OF THE CODE OF CONDUCT	7
4.1 Duty of loyalty	7
4.2 Duty of abstention	7
4.3 Duty of transparency	8
4.4 Collateral activities	8
4.5 Donations and free services	8
4.6 Use and conservation of property and instruments	9
4.7 Confidential information	10
4.8 Transparency and communications	10
4.9 Computer security	11
4.10 Copyright protection	11
5. DISCLOSURE AND OBSERVANCE	12
5.1 DISCLOSURE	12
5.2 Supervisory body	12
5.3 Violation of the code	12
5.4 Penalties	12
5.5 Final provisions	13

1. INTRODUCTION

The **Euro-Mediterranean Centre on Climate Change** (hereinafter "CMCC") has considered it opportune to identify some rules included in this Code of Conduct (hereinafter the "Code") in order to adapt the activity of the research centre to them. Therefore the Code aims at establishing a system of rules which must be observed by all those who work on behalf of CMCC, within the internal professional relationships and in the management of the external relations.

The Recipients of the Code are:

- all those who are part of the CMCC bodies¹
- the employees with a fixed-term contract and open-ended contract;
- the internal and external collaborators (hereinafter the "Collaborators") and
- the consultants who must be opportunely informed of the rules of conduct included in the Code which they have to observe for the whole duration of their professional relation with CMCC.

CMCC expects from people who have to observe this Code, in the exercise of their tasks, ethically impeccable behaviours as well as legally and professionally fair behaviours. The Recipients will have to work honestly and fairly with public administrations or bodies, suppliers, individuals or private companies with which CMCC has contractual, institutional or professional relationships. Moreover, they will have to avoid conflicts of interest and behaviours causing negative advertising for CMCC.

2. GENERAL PRINCIPLES

2.1 HUMAN RESOURCES

Human resources are an essential factor for the fulfilment and success of the CMCC scientific project. For this reason CMCC values competences, potentials and commitment of those who work to achieve the objectives of the company, it encourages and pays attention to the professional and personal growth of its employees and collaborators by preparing and keeping a receptive work environment, by stimulating a professional contribution of the individuals and by involving people to share objectives and take responsibilities.

¹ *Board of Directors, Executive Committee, Strategic Committee, Scientific Council, Committee of the Division Directors, and other possible bodies created by the Board of Directors.*

2.2 STAFF SELECTION AND MANAGEMENT

CMCC in the selection, payment and training of its employees and Collaborators observes the criteria of professionalism, competence and merit and refuses any type of discrimination or pressure of whatever origin aimed at supporting the employment or commitment of assignments to people or individuals who are not free to decide.

CMCC adopts a principle of non-discrimination which supports opportunities for training, career, access to benefits and resources without discriminating on the grounds of age, race, religion, sexuality, ethnic origin or any other characteristic which is not related to the individual's competence, productivity and qualification. Moreover, the working relationship is established in the full observance of all the legal and contractual laws by supporting the integration of the individual in the work environment.

It is not allowed nor admitted to subordinate the possibilities of career or any other advantage to the performance of sexual services or to the establishing of private personal relationships.

2.3 SAFETY AT WORK

CMCC encourages, spreads and strengthens the culture of safety by having as main reference Legislative Decree No. 81/2008. CMCC supports the employees' awareness of risks and the adoption of responsible behaviours, and regarding prevention it operates in order to protect the workers' health and safety.

CMCC does not accept any compromise in the field of protection of health and safety of its employees at work.

CMCC undertakes, within the limits of the applicable law on this subject, to keep a safe work environment and to provide the employees, according to their activities, with the suitable and necessary equipment in order to protect them from any risk or danger for their health.

CMCC has to inform all the employees and collaborators of the provisions established by the law, as well as the practices and procedures adopted by the company regarding safety and health.

2.4 ENVIRONMENT PROTECTION

CMCC pays particular attention to the environmental matters and therefore it undertakes to adopt strategies and techniques which improve the environmental impact of its activities by observing the applicable law and also by considering the developments of the scientific research and the best experiences.

In order to reduce the environmental risks, CMCC undertakes to work in line with the following principles: i) gradual integration of care of the environmental aspects in the activities carried out; ii) implementation of all the necessary actions to ensure the observance and the adaptation to the applicable laws; iii) continuous update of the staff about the legislative and regulatory evolution concerning the environment; iv) awareness and participation of the staff in the environmental problems.

Moreover, CMCC undertakes to assess and manage the environmental risks connected to all aspects of its activity and to carry out the planned recurring checks.

3. FUNDAMENTAL VALUES

3.1 Observance of Laws and regulations

The Recipients undertake to observe the laws and regulations of the countries where CMCC works.

3.2 OBSERVANCE OF THE COMPANY PROCEDURES

The Recipients, in the execution of their tasks, undertake to observe the statute, the internal regulations, the policies and procedures of CMCC.

3.3 OBSERVANCE OF PROXIES AND MANDATE

All those who act on behalf of CMCC by virtue of mandates or proxies must act within their limits and by respecting them. The Recipients undertake to carry out any activity, operation and/or transaction that was delegated to them by observing the respective proxies, powers and mandates received in order to allow always checks on the characteristics of the operation or activity carried out, the reasons which have allowed the execution, the authorizations, the ways of execution of the same operation.

3.4 DILIGENCE

The Recipients, with reference to the acquisition of goods, services and works, undertake to act by observing the principles of accuracy, economy, quality and lawfulness, as well as to work with the diligence of the good family father. The selection of suppliers is based on several criteria such as, in particular, the technical suitability of the services offered, their quality, the cheapness of the offer compared with the quality of the services and it must be focussed on the maximum competitive advantage by guaranteeing, at the same time, to all suppliers impartiality, openness and equal opportunities of collaboration.

3.5 RELATIONS WITH THE SUPERVISORY MINISTRIES, THE PUBLIC AUTHORITIES OF VIGILANCE, THE SUPERVISORY BODIES AND THE INSTITUTIONS IN GENERAL

Relations with the supervisory Ministries, the public Authorities of vigilance, the supervisory bodies possibly nominated within CMCC and the Institutions in general are inspired to principles of openness, promptness, completeness, truthfulness and accuracy of the information.

It is not allowed to omit or distort the information that, according to the applicable law, must be communicated to the above-mentioned subjects.

It is forbidden to impede the said Authorities in the exercise of their functions, to omit or state false facts in their communications and documents or to hide facts concerning the economic, property or financial situation of CMCC.

3.6 RELATIONS AMONG WORKERS

Relations among employees, collaborators and consultants must be always based on the principles of a civil cohabitation and must occur in the observance of the mutual respect of people's rights and freedoms.

3.7 HIERARCHICAL RELATIONS

Relations among different levels of responsibility, connected to the different hierarchical positions, must occur with loyalty and honesty, in the observance of the professional secret.

All Managers of the various offices must exercise the powers connected to the proxies and instructions received with impartiality and cautious balance by respecting the personal dignity of their collaborators and by adequately taking care of their professional growth.

All members of the various offices, in turn, must collaborate as much as possible with their superiors or coordinators in order to allow a proper and fair assessment of their actions.

Any employee and/or collaborator who learns of behaviours contrasting such principles has to inform his/her own superior promptly.

3.8 Safety and Health of the workers

Every worker must not expose the other workers to useless risks which may cause damages to their health or physical integrity. Everybody is responsible for the good

management and observance of the principles protecting health, safety and the environment.

Employees and collaborators, in turn, undertake to observe the provisions established by the law and any practice and procedure adopted by CMCC.

Employees and collaborators are obliged to report to the appropriate supervisor any action or condition not in compliance with safety. It is severely forbidden any type of retaliation towards the workers who raise, in good faith, issues about health and safety.

4. OBLIGATIONS FOR THE RECIPIENTS OF THE CODE OF CONDUCT

The Recipients, during the collaboration, pursue the objectives and general interests of CMCC. Every employee, collaborator or consultant must keep an independent position while working in order to avoid to take decisions or actions that, even if only apparently, are in conflict of interests and must inform promptly his/her superior or supervisor of those situations or activities where s/he is in conflict of interests with CMCC and in any other case where there are significant reasons of convenience.

4.1 Duty of loyalty

The Recipients are obliged not to do business or carry out activities, on their behalf or on behalf of third parties, which are in competition with CMCC.

4.2 DUTY OF ABSTENTION

Every Recipient must abstain from contributing to the adoption of decisions and the execution of activities which may involve, directly or indirectly, economic and non economic interests pertaining to:

- a) the Recipient, the spouse, the cohabitants, the relatives within the fourth degree or relatives up to the second degree;
- b) individuals or organizations with which the Recipient or the spouse or the cohabitant has a pending action or credits or debits;
- c) natural or legal persons for which the Recipient is the guardian, administrator, solicitor or agent;
- d) legal persons for which the Recipient is the administrator by right or de facto or the director.

The Recipients have the duty of abstention even if there are serious reasons of opportunity or convenience. Any evaluation regarding the existence of a conflict of interests involving the Recipients of the Code must be evaluated by the Ethics

Committee, with the abstention of the person concerned in case of conflict involving a member of the Ethics Committee.

4.3 DUTY OF TRANSPARENCY

All the actions, operations accomplished and behaviours had by each employee and collaborator during the job or assignment must be inspired to the principle of legitimacy both from a formal and substantial point of view, as well as to the principle of honesty, transparency, collaboration, loyalty and mutual respect, according to the applicable laws and the internal procedures.

The Recipients must inform periodically the President of CMCC of all the paid relations of collaboration which may put them in a conflict of interests with the position held within CMCC. Moreover, they are obliged to declare the exercise, by their relatives within the fourth degree or cohabitants, of political, professional or economic activities involving a conflict of interests.

The members of the administrative body must inform the same body of the economic and financial interests which may put them in conflict of interests with their function. Moreover, they have to declare if their relatives within the fourth degree or their cohabitants exercise political, professional or economic activities which imply recurring contacts with the supervisory Ministries or their involvement in the decisions or activities of CMCC.

For the purposes of this paragraph the following activities are excluded:

- collaboration with newspapers, magazines, encyclopaedia and suchlike;
- the economic use, by the author or the inventor, of original works or inventions other than those realised in the interest of CMCC.
- participation to conferences, seminars or occasional teaching activities;
- assignments for which there is only a reimbursement of the documented expenses;
- assignments for which the Employee is put in leave of absence.

4.4 COLLATERAL ACTIVITIES

The Recipients must not accept, from subjects other than CMCC and its associates, salaries or other benefits and types of compensations for the accomplishment of actions or for the executions of services that are included in the tasks or functions they perform within CMCC.

4.5 DONATIONS AND FREE SERVICES

Nobody must offer, give or promise, directly or indirectly, donations or free services to representatives of the Public Administrations that may seem to be connected to the professional relationship with CMCC.

Offering, giving or promising donations or free services to private third parties during the working relationship must be considered and evaluated with the utmost caution. If this is a habit in the interpersonal relationships, it must fall within reasonable limits and have a symbolic value.

Therefore, donations, gifts or other benefits may be given or received only if they are intended as acts of mere commercial courtesy. Such services must not be intended as suitable to damage the integrity and/or the commercial reputation of one of the parties and must not be objectively meant as a way to take advantages in an improper way. In any case, all the above-mentioned services must be registered and supported by appropriate documents.

Also in those countries where it is a habit to offer gifts to customers or to other subjects as a sign of courtesy, such gifts or promises of gifts must have an appropriate nature and must not contrast with the legal provisions. Also in this case, they must not be meant as a request of favours in return. In case of doubt it is opportune to consult always with one's direct superior or appropriate function in order to obtain, if any, a prior approval.

During the working relationship no employee or collaborator, both directly and through family members, can ask or accept money, other donations and free services, or promises, - both for oneself and for third parties - if this can influence or lead to influence one's own work decision. In any case, donations and free services must not exceed the limits of the habit and must have a symbolic value. In case of doubt, it is opportune to consult with one's direct superior or appropriate function and, depending on the case, arrange for the restitution of donations which have not the above-mentioned features.

4.6 USE AND CONSERVATION OF PROPERTY AND INSTRUMENTS

Tangible property and intangible property, the latter represented by the result of work of all the employees, Collaborators and consultants, information of fundamental importance and a remarkable quantity of confidential data related to the different research projects entrusted to the employees, Collaborators and consultants for the execution of their work are essential for the life and prosperity of CMCC.

The loss, theft or the improper use of such property may cause a serious prejudice to the interests of CMCC and, more generally, to the greater interest of the high institutional scientific research.

All the employees and collaborators are directly and personally liable for the protection and conservation of the property, resources and instruments given to them to execute their tasks, as well as for their use in a proper way and in compliance with the social interest and the legal provisions by observing the operating and safety procedures established by CMCC.

Therefore, every employee, Collaborator or consultant has the obligation to execute his/her work with diligence, efficiency and honesty, and consequently is liable for the conservation and protection of the property and the instruments that were personally given to him/her by observing the operating and safety procedures established by CMCC.

4.7 CONFIDENTIAL INFORMATION

Recipients must ensure the utmost discretion for news and information concerning the activity of CMCC by observing the legal provisions and the internal regulations.

Confidential information and documents, personal data of employees and people with whom CMCC has contractual relations, projects of work, know-how and technological processes must be always kept and protected in a proper way towards both third parties and colleagues not directly affected by them. Anyway, those people who have access to them for work reasons must process them according to the established instructions and procedures.

In particular, employees not expressly authorised in the way and terms referred to Legislative Decree No. 196 of 2003 (Code of personal data processing) concerning the protection of people and personal data are forbidden to know, register, process and disclose personal data of other employees or third parties.

Offenders will incur administrative and criminal penalties established by the said law, as well as - for employees only - disciplinary sanctions envisaged, in general, by the staff regulation.

4.8 TRANSPARENCY AND COMMUNICATIONS

Each operation accomplished must be supported by adequate documents in order to proceed with checks attesting the features and reasons of the operation and to identify the person who has authorised, made, registered and verified the same operation.

Balance sheets, reports and communications envisaged by the law must be written, in compliance with the accountancy regulations and principles, with clarity and transparency and must represent in a proper and truthful way the property and financial situation of CMCC.

Accounting entries are all documents representing numerically some management events, including the internal expense reports.

All CMCC staff involved in the preparation of the balance sheet must: i) give clear and complete information; ii) guarantee the accuracy of data and processing; iii) inform about the existence of any conflict of interest.

It is forbidden to impede or obstruct the regular execution of the activities by the authorities and auditors. In particular it is forbidden, by hiding documents or using other fraudulent means, to behave in such a way to impede or obstruct the execution of supervisory or auditing activities. It is mandatory to collaborate, if requested, for the execution of any form of supervision and audit envisaged by the law.

4.9 COMPUTER SECURITY

It is forbidden to access or remain without authorization in the computer or telematic system of CMCC protected by security measures.

It is not allowed to obtain illegitimately, for oneself or third parties, codes, passwords or other means suitable for accessing the computer or telematic system of CMCC protected by security measures.

It is forbidden to obtain illegitimately, for oneself or third parties, the possession of equipment, devices or computer programs in order to damage or interrupt the computer or telematic system of CMCC. It is forbidden to damage or interrupt the working of the computer or telematic system of CMCC. It is forbidden to tap, impede or interrupt illegitimately computer or telematic communications of CMCC staff or to install devices aimed at such purpose.

It is forbidden to destroy, damage, delete, change or remove information, data or computer programs of CMCC. Those offering services of certification of electronic signature are not allowed to issue qualified certificates in violation of the legal provisions.

4.10 COPYRIGHT PROTECTION

It is forbidden to disclose unlawfully to the public, through telematic networks or any type of connection, a protected original work or part of it whose owner is CMCC.

It is forbidden, if it is done for the purposes of a profit, to copy on devices which are not marked SIAE, move to another device, distribute, communicate, present or show

publically the content of a database in violation of the exclusive right of execution and authorization of the author. It is also forbidden to remove, reuse, distribute, sell or rent a database in violation of CMCC rights as owner or user.

It is also forbidden to copy, transmit or divulge publically scientific, educational or multimedia works, or parts of them even if included in collective or mixed works or database, belonging to CMCC.

The said activities are forbidden when concerning any audio or video device without a S.I.A.E. mark or with a counterfeit or altered S.I.A.E. mark, if the application of the mark is established by the law.

In default of an agreement with the distributor, it is forbidden to transmit or divulge, by any means, a coded service received by means of devices or parts of them suitable for decoding communications with limited access.

In case of production or import of devices not subject to mark as referred to article 181 bis of the law about copyright, it is mandatory to communicate to S.I.A.E. the data necessary to identify univocally the same devices, according to the terms established by the law.

5. DISCLOSURE AND OBSERVANCE

5.1 DISCLOSURE

In order to make the Code of Conduct known to all its Recipients, it will be published on the Intranet and on the CMCC website as well as through other communication initiatives.

5.2 SUPERVISORY BODY

Advisory functions, control of the observance of the rules included in the Code of Conduct and possibly the application of penalties are conferred to the Ethics Committee appointed by the Board of Directors of CMCC.

5.3 VIOLATION OF THE CODE

Every collaborator and/or employee, consultant, manager or administrator of CMCC must inform the President of the Ethics Committee about any behaviour and/or situation which may represent a violation of this Code of Conduct.

The President will submit the warning to the Ethics Committee which will only take into consideration non-anonymous warnings reporting a detailed and explained description of the facts, acts and behaviours causing the violation.

The Ethics Committee, in order to make a decision, can convene, jointly or separately, the persons involved in the facts concerning the warning or whoever knows the facts, with due regard for people's dignity, as well as for the right to privacy.

The Ethics Committee will promptly make a decision about the warning and in compliance with the adversarial principle.

5.4 PENALTIES

Acceptance and observance of what stated in the Code of Conduct are integral part of the contractual obligations of the CMCC staff pursuant to and by effect of article 2104 of the Civil Code.

Violation of rules of this Code of Conduct may represent a disciplinary offence or a non-fulfilment of the contractual obligations of the employment or collaboration relationship, in compliance with the procedures envisaged by the Workers' Statute (Law No. 300/70, article 7) for all legal purposes, also with regard to the preservation of the working relationship.

If an employee violates a rule of the Code of Conduct, the body which must check and verify the violation and possibly apply the penalty is the Ethics Committee, in compliance with what specified in the document "Staff's obligations and disciplinary rules" extracted from the CCNL (National collective labour agreement) referred to service industry and trade, and identified with GRU-REG03 code of ISO 9001 Quality Certification System of CMCC.

For self-employees the observance of the Code of Conduct represents a prerequisite for the continuation of the existing professional or collaboration relationship. Effectively, if the Code of Conduct is violated by a self-employed, collaborator, supplier or other subject having contractual relationships with CMCC not related to a contract of employment, the body which must check and verify the violation and possibly apply the penalty is the Ethics Committee and it can envisage as penalty the dissolution of the contract or its termination by CMCC. If the subject to be checked is a member of the Ethics Committee, the body which must proceed with verification is the Board of Directors.

5.5 FINAL PROVISIONS

This Code completes and does not replace what specified in the internal policies and regulations previously approved.

Any change and/or addition to this Code must be done by following the same procedure adopted for its approval.