

**ANTI-CORRUPTION POLICY**

*[English translation for information purposes only]*

<b>EFFECTIVE DATE</b>	<b>June 1<sup>st</sup>, 2017</b>
<b>FIRST APPROVAL</b>	<b>April 26<sup>th</sup>, 2017</b>
<b>LAST AMENDMENT</b>	<b>April 26<sup>th</sup>, 2017</b>

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## INTRODUCTION

The PRIVATE FOUNDATION OF THE BARCELONA INSTITUTE FOR GLOBAL HEALTH (hereinafter referred to as "**ISGLOBAL**" or "**Foundation**") has implemented a code of ethics which establishes that the basic principles of conduct of the Foundation are the compliance of the law and current regulations at all times, respect, integrity, transparency, excellency, professionalism, confidentiality and social responsibility.

The fight against corruption in all of its forms, including extortion and bribery, arises from the abovementioned principles. In order to comply with this latter principle, ISGLOBAL's Steering Committee has approved the present Anti-corruption policy, which must be considered as an essential tool for preventing ISGLOBAL, as well as the rest of the subjects that fall under the scope of application of the present Policy, from engaging into conducts that could be contrary not only to normative provisions, but also, as the case may be, to the abovementioned basic principles of conduct. Therefore, the present Policy regulates a series of conducts, stating specifically those that are prohibited, whether they are undertaken directly, indirectly or through intermediaries.

### 1. APPROVAL AND SCOPE OF APPLICATION

The present Policy was approved by ISGLOBAL's Steering Committee on April 26th, 2017.

The present Policy applies to ISGLOBAL and to all of its employees, executives and members of its administrative bodies, regardless of the geographical location, as well as to any partners or third parties who have a relationship with the Foundation, such as clients or providers (hereinafter called "**Regulated Parties**"). In this respect, ISGLOBAL shall encourage its clients and providers to abide by behaviour and value patterns similar to those set out in the present Policy. When expressly stipulated, the contracting of providers may be conditioned by the commitment to comply with the present Policy.

In case the Regulated Party has doubts regarding the interpretation and compliance criteria of the Policy, the Regulated Party shall consult the Foundation's regulatory compliance body without delay by sending their queries to the complaint mailbox provided for such a purpose.

## **2. DEFINITION OF CORRUPTION**

### **2.1 CORRUPTION BETWEEN INDIVIDUALS:**

Corruption between individuals refers to the action of promising, offering or conceding, personally or through an intermediary, undue profits or advantages of any nature whatsoever to executives, administrators, employees or partners of a trade company or corporation, an association, a foundation or an organization, thus failing to comply with his/her obligations regarding the purchase and sale of goods or the contracting of professional services.

### **2.2 CORRUPTION OF A PUBLIC OFFICIAL (BRIBERY):**

Corruption of a public official refers to the action of offering or handing out a gift or payment of any nature whatsoever to an authority, public official or any person who participates in the exercise of public functions so that he/she performs an action that is contrary to the duties inherent to their position, an action related to his/her function or so that he/she refrains from fulfilling or delays her obligations.

### **2.3 CORRUPTION IN INTERNATIONAL COMMERCIAL TRANSACTIONS:**

Corruption in international commercial transactions refers to the action of promising or conceding undue or pecuniary profits of any kind whatsoever so as to corrupt or try to corrupt public officials or foreigners officials or international organizations, personally or through an intermediary, in their interest or that of a third party, or so as to have them serve their demands in that regard, with the aim of having them act or abstain from acting upon the duties inherent to the exercise of the public functions and in order to obtain or maintain a contract or any other illegal profit through the completion of international economic activities.

### **3. EXPENSES, GIFTS AND DONATION POLICY**

#### **3.1. GIFTS, CARE AND DONATIONS**

1. Any good, whether tangible or intangible, which has been promised, made available, granted, requested and/or accepted, directly or through a third party, shall be considered a gift or a donation.
2. ISGLOBAL's employees cannot offer, promise or deliver gifts, handouts, personal profits, financial rewards or any other type of donation or advantage to a third party if:
  - a) The aim is bribery;
  - b) The goal is to influence their receptor so that he/she takes, refrains from taking or delays decisions that compromise their impartiality or good judgment;
  - c) They are made in consideration of the position held by their receptor;
  - d) They are made in the context of or immediately following a public or private award process of a procurement or tender in which ISGLOBAL is participating;
  - e) They exceed a total amount of FIFTY Euros (50.-€).
  - f) They do not meet the requirements and conditions laid down in the present Policy.
3. All doubtful cases shall be brought before the Foundation's regulatory compliance body who will determine whether the offer, promise or delivery is appropriate or not.
4. The offering of merchandising, namely those objects that bear the foundation's distinguishing marks and that have a commercial, promotional or symbolic dimension, is allowed.
5. It is strictly forbidden to make any type of offer, promise or delivery of gifts, handouts, personal profits, financial rewards or donations to public officials and employees, whether they are nationals or foreigners, political party leaders, holders or candidates for a public office.

6. ISGLOBAL's employees are not allowed to accept any type of gifts, handouts, donations, personal profits or financial rewards from any client, provider, competitor or natural or legal person when:
  - a) The aim is bribery or when they are not duly justified nor documented;
  - b) The goal is to influence their receptor so that he/she takes, refrains from taking or delays decisions that compromise their impartiality or good judgment;
  - c) They do not meet the requirements and conditions laid down in the present Policy.
7. Received gifts which value exceeds FIFTY Euros (50 €) shall be forwarded to the Human Resources Department along with the corresponding form attached in the present Policy. The Human Resources Department shall expressly acknowledge their receipt and shall duly announce that the received gifts will be distributed among the Foundation's employees by means of a draw.
8. For the reception of gifts, it is strictly forbidden to share personal addresses or any other contact information other than that of ISGLOBAL with providers and any other commercial partner.

### *3.2. CHARITABLE DONATIONS AND SPONSORS*

ISGLOBAL may grant financial assistance and endorse causes with lawful purposes, including solidarity projects, sporting and cultural events, etc.

ISGLOBAL's department that is responsible for managing sponsors shall by all means implement the necessary procedures and controls in order to avoid that activities that are contrary to the present Policy be undertaken on behalf of such sponsors.

### *3.3. DONATIONS TO POLITICAL PARTIES AND UNIONS*

Donations to political parties and unions refer to payments in cash or in kind (such as the provision of spaces or facilities, products or services)

which are intended to support political parties, candidates or any other political initiative.

Any type of direct or indirect donations made to political parties or unions on behalf of ISGLOBAL, or in case it could be inferred that such donations are issued for the benefit or on the behalf of the Foundation, are strictly forbidden.

### *3.4. TRAVEL AND REPRESENTATION EXPENSES*

Travel and representation expenses must be reasonable in such a way that they cannot be regarded as excessive or extravagant, and so that they can be interpreted as a compensation for a provision other than the original one or as a mean of increasing the chances of a contract award.

Likewise, for expenses related to authorities or public officials, and especially when dealing with foreign authorities, their handling must be agreed upon with the originating institutions in a way that they may not be regarded as excessive or extravagant based on the location. Whenever possible, travel and representation expenses shall be paid directly to the service provider and, in all cases, they must be supported by proper justification.

In any event, all provisions laid down in the current “ISGLOBAL Travel Policy” shall apply.

## **4. CONTRACTING OF PROVIDERS**

ISGLOBAL is committed to maintaining commercial relations with qualified, reliable and honest providers that are able to offer the best products or services, at the best prices and under the best terms. In order to fulfil this commitment, reasonable steps must be undertaken to verify the qualification and honesty of each provider before entering into binding commercial relations.

In order to achieve the highest level of impartiality, transparency and objectivity when selecting providers, ISGLOBAL’s Purchasing Department:

- Shall seek a sufficient number of eligible offers in each field, so as to be able to select the best product or service at the best price and under the best terms.
- On a biennial basis and following its internal policy, the Purchasing Department shall conduct a market analysis in order to confirm that its providers are consistent with market prices, both in terms of features and rates and services, thus leaving open access for new providers.
- Shall select the most economically advantageous bid which shall be determined by applying a number of criteria or simply by selecting the cheapest bid.

All purchases of goods and services shall be duly documented by means of their corresponding contracts or purchase orders, which shall be archived according to their nature in the relevant registry if it's a contract, or physically if it's a purchase order.

ISGLOBAL shall ensure that all supplier contracts include an anti-corruption clause. If a supplier requires the inclusion of his own anti-corruption clauses, the Foundation's regulatory compliance body must review and authorize them.

## **5. NON-COMPLIANCE**

The employees and any person affiliated to ISGLOBAL shall be required to communicate any inappropriate conduct or non-compliance of a provision set out in the present Policy by contacting the claims channel/ethical complaint mailbox established for such purposes by the Foundation's regulatory compliance body, knowing that the confidentiality of both the content of the complaint and the complainant's personal data will be guaranteed.

The infringement of the provisions laid down in the present Policy shall lead ISGLOBAL to issue the corresponding disciplinary proceeding and, when applicable, the application of the corresponding penalty regime,

depending on the seriousness of the infringement and within the framework of the applicable legislation in accordance with the Worker's Statute.

The Foundation's regulatory compliance body shall coordinate all of the appropriate actions to be taken with regards to ISGLOBAL's staff with the Human Resources Department, whilst respecting, in any case, the principle of proportionality and preserving the rights of defence of the affected party, who may explain what happened under the terms set out in the Complaint Management, Investigation and Response Protocol.

## **6. MONITORING**

The regulatory compliance body shall keep an up-to-date record of the infringements brought to its attention and of the actions undertaken for each one of them.

If it is found that the infringement of the provisions set out herein have been caused by a failure in the procedures or controls implemented by ISGLOBAL, the regulatory compliance body will proceed to review and update them in order to prevent them from occurring again in the future.

## **7. COMPLIANCE REVIEWS AND VERIFICATION**

The present Policy shall be reviewed and amended in due course in order to ensure its full adaptation to the current legislation and to international standards on anti-corruption and regulatory compliance.

For this purpose, the regulatory compliance body shall annually review the present Policy, without prejudice to any other reviews that may be made as a consequence of any complaints received through the complaints channel established to this effect.

Notwithstanding the above, if a significant legal, organizational or any other type of amendment whatsoever that justifies its adaptation and/or

update is made, the regulatory compliance body shall likewise proceed to immediately review and amend it.

## **8. ENTRY INTO FORCE AND DURATION**

The present Policy shall enter into force following its approval by ISGLOBAL's Steering Committee on the date mentioned in Section 1 of the present document and shall apply mandatorily from that very moment.

TRANSLATION

**ADDENDUM I**

**INFORMATION FORM FOR THE DELIVERY OF GIFTS  
AND DONATIONS**

Name of the person who is delivering the gift	
Position at ISGLOBAL and name of the Department he/she is member	
Full description of the gift and/or donation	
Estimated value of the gift and/or donation	
Recipient of the gift and/or donation, his/her name, surnames, entity to which he/she belongs to and his/her position in the same.	
Are you aware of any gifts and/or donations that have been delivered to the same entity or recipient on behalf of an ISGLOBAL staff member during the past two months?	
Reason for delivering the gift and/or donation	
Estimated delivery date of the gift and/or donation	

A document supporting the estimated value of the said gift and/or donation is attached to this form.

\_\_\_\_\_  
Signature The employee  
Department

\_\_\_\_\_  
Signature Human Resources

TRANSLATION

**ADDENDUM II**

**INFORMATION FORM FOR THE ACCEPTANCE OF GIFTS AND DONATIONS**

Name of the employee/executive who is receiving the gift	
Position at ISGLOBAL and the name of the Department he/she belongs to	
Full description of the received gift and/or donation	
Estimated value of the gift and/or donation	
Sender of the gift and/or donation, his/her name, surnames, entity to which he/she belongs to and his/her position in the same.	
Are you aware of any gifts and/or donations that have been accepted by the same entity or by the sender on behalf of an ISGLOBAL staff member during the past two months?	
Justification of the gift and/or donation	
Estimated receipt date of the gift and/or donation	

By means of the present, the received gift and/or donation that was described in the present form is handed to the Human Resources Department in order to proceed to its subsequent distribution among ISGLOBAL's employees in accordance with the provisions set out in the Foundation's Anti-corruption Policy.

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Signature The employee  
Department

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Signature Human Resources

TRANSLATION

**ADDENDUM III**

Barcelona, [Month] [Day], 20[.]

***Subject: Sending and delivery of the gift***

Dear Mr. [.]:

By means of the present, we are pleased to deliver the following [*type of gift*] which estimated value is [€].

- ***Option 1: [For the delivery of merchandising products of a nominal value]***

Please note that the delivery of the present gift is made exclusively for commercial and promotional purposes, clearly defined as a merchandising product, in accordance with provisions of ISGLOBAL's internal policy on compliance.

- ***Option 2 [For the shipment of gifts that are no considered as merchandising products]***

The delivery of the present gift is made in full accordance with ISGLOBAL's current internal compliance and anti-corruption policies. For this purpose, we inform you that, for the sake of the commitment made on behalf of our Foundation to prevent and fight any type of practice that is contrary to the principles and ethical values on which we substantiate our activity, the shipment of the present gift has been previously communicated to ISGLOBAL's regulatory compliance body, who expressly approved it.

In order to acknowledge the receipt of the present gift, we would appreciate it if you could confirm that you have properly received it by sending us either a letter or an e-mail to the following addresses, respectively: [*mailing address*]; [*e-mail address*].

Yours sincerely,

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(Signature and position at ISGLOBAL)