

# Code of Conduct **Employees**



CALOUSTE GULBENKIAN  
FOUNDATION



# TABLE OF CONTENTS

**Preamble**

04

**Chapter I**

**Scope of applicability**

05

**Chapter II**

**Ethical principles and professional conduct**

06

**Chapter III**

**Anticorruption measures, conflicts of interest and incompatibility**

10

**Chapter IV**

**External relations and representation**

13

**Chapter V**

**Correspondence, requests and processes**

14

**Chapter VI**

**Data and document protection**

15

**Chapter VII**

**Internal relations**

16

**Chapter VIII**

**Disclosure and application of Code**

17

## Preamble

The obligations of transparency and accountability that fall on the Calouste Gulbenkian Foundation as a private institution of public utility require that the behaviour of its employees be guided by ethical and deontological rules that reflect high standards of moral and professional conduct.

This Code of Conduct for the Employees of the Calouste Gulbenkian Foundation, which aims to establish the general rules and principles of ethics and professional conduct of the Foundation's employees, in their relations with each other and with third parties, as well as constituting a reference regarding the standard of conduct required of the Foundation in its relations with the public, was originally approved at the Plenary Meeting of the Foundation's Board of Directors on December 13th, 2006, and was revised twice, once in 2010 and once in 2017.

Following a logic of permanent institutional improvement aimed at safeguarding the Foundation's image as a pillar of excellence, responsibility, independence and rigor, the Board decided, on October 2019, June 2020 and October 2022, to introduce new amendments to the Code, taking into account the legal requirements in matters of Anti-Corruption, Money Laundering and Terrorism Financing, Protection of Personal Data and Workplace Harassment.

This version of the republished Code also included the approved amendment regarding the powers conferred on the Audit Committee, as a corporate body of the Foundation.

### Article 1

#### **Personal scope**

1. This Code of Conduct, hereinafter referred to as Code, is applicable to all the Foundation's employees in the performance of the professional duties which may at any time be attributed to them by the Board of Directors, within the limits deriving from their respective service contracts and the applicable legislation.
2. The Code also applies, as applicable, to the members of the Board of Directors and of all bodies of the Foundation, without prejudice to the special duties of conduct to which they are subjected, due to the increased responsibilities that are attributed to them and which are set out in a separate document.
3. The Code shall only be applicable to the Foundation's artistic staff in that which is not incompatible with the special nature of artistic work and with their specific precepts and usages.

### Article 2

#### **Material scope**

1. Considering the Foundation's specific activities and its statutory objectives, this Code incorporates the set of general ethical principles and professional conduct applicable to all the Foundation's employees in their relations, whether amongst themselves or with third parties and a reference as to the standard of conduct required from the Foundation in its relations with the public.
2. The rules and principles established in this Code are subsidiary and complementary to the provisions contained in the Staff and Career Plan Regulation with respect to the relations between the Foundation and its employees.

### Article 3

#### **Territorial scope**

1. This Code is applicable to the Foundation's employees who normally render their work or services in Portuguese territory, as well as when they are deployed in foreign parts to exercise their professional duties.
2. The rules of this Code are equally applicable to the Foundation's employees who normally render their duties abroad, safeguarding however any imperative provisions deriving from local legislation.

## Chapter II

# Ethical principles and professional conduct

### Article 4

#### General Principles

1. In line with the provisions of Article 7 of the Foundation's Staff and Career Plan Regulation, employees should act with total loyalty to the Foundation, be competent, independent and not attend to personal interests, and should avoid situations from which conflicts of interest could arise.
2. Employees must also conduct themselves so as to maintain and strengthen the public's trust in the Foundation, contributing towards its effective performance and to the assertion of an institutional stance with regard to competence and quality.

### Article 5

#### Legitimacy

In performing their professional duties, employees should act in line with applicable legislation, specifically endeavouring that the Foundation's decisions that affect the rights of single or corporate bodies have legal grounds and that the respective contents are in line with the law.

### Article 6

#### Non discrimination

1. In the treatment of third party requests, in the preparation of processes and in decision making, employees should guarantee respect for the principles of equal treatment.
2. In the event of any difference in treatment, employees should guarantee that it is justified by objective and relevant data concerning the issue or by the guidance provided by the Foundation's Board of Directors.
3. Employees may not, objectively, practice any unjustified discrimination based on gender, colour, ethnic or social origin, on genetic characteristics, on religion or creed, on political or any other opinion, on property, on birth, on malformation, age or sexual orientation.

### Article 7

#### Prohibition of Harassment

1. The practice, by the employees of the Foundation, of any type of harassment, with the aim or effect of disturbing or embarrassing the person harassed, affecting his/her dignity, or creating an intimidating, hostile, degrading, humiliating or destabilizing environment, shall not be tolerated.
2. Sexual harassment occurs when there is unwanted sexual conduct in a verbal, non-verbal or physical form, with the purpose or effect mentioned in the preceding paragraph.
3. Whenever possible, and in accordance with criteria of reasonableness and care, employees must prevent or report any harassment or abusive pressure that they have direct knowledge of, namely through the reporting mechanisms provided for this purpose.
4. The employee who prevents or reports acts of harassment or abusive pressure under the terms provided for in the preceding paragraph, cannot, for that reason, be harmed in any way.
5. It is mandatory to initiate disciplinary proceedings whenever the Foundation becomes aware of situations of workplace harassment.

### Article 8

#### Proportionality

Employees must provide for decisions being taken proportionally to the intended objective, specifically avoiding restrictions to third party rights or the enforcing of charges, whenever a reasonable proportion does not exist between such charges or restrictions and the objective pursued.

### Article 9

#### Misuse of competences

1. Employees' professional duties are solely exercised for the ends committed by the pertinent decisions of the Foundation's Board of Directors.
2. Employees must specifically abstain from the use of such professional duties for personal purposes, or for objectives lacking a legal basis or that have not been motivated by the Foundation's interests.

## Article 10

### **Impartiality and independence**

1. Employees must be impartial and independent, abstaining from any action that may arbitrarily prejudice the public, as well as from any preferential treatment, whatever the motive.
2. Employees must ensure that their conduct is not related to personal or family interests, or by political, social or economic pressures, and must equally not take part in any decision or in any process in which either themselves or a direct or even indirect member of their families have any interests whatsoever.
3. Independence and impartiality are not compatible with the fact that an employee or one of the members of his/her family either requests, receives or accepts, from a source external to the Foundation, from a subordinate or hierarchical superior, any benefits, rewards, remuneration or offers that exceed a merely symbolic value, and which may in any way be related with the activities performed by the employee in the Foundation.
4. Employees must not solicit or receive either financial or any other type of remuneration for the exercise of any external activity unrelated to the performance of their duties, except when strictly necessary to support their expenses, unless such has been specifically authorized by the Board of Directors.

## Article 11

### **Diligence and efficiency**

Employees must comply with zeal, efficiency and the best possible means in the exercise of the professional duties attributed to them and those that may be entrusted by the Foundation, as well as being coherent in their behaviour following the decisions and guidance of the Foundation's Board of Directors.

## Article 12

### **Confidentiality**

Without prejudice to the principle of transparency comprised in the Foundation's Code of Conduct, employees may not assign, reveal, use or refer, directly or by any intermediate person, any information relating to the Foundation's activities or to the exercise of their professional duties, when these are confidential as a result of their nature, contents or considered as such by the Board of Directors.

## Article 13

### **Efficiency and correctness**

1. In their relations with the public, employees must show availability, efficiency, correctness and courtesy, endeavouring to ensure that, as far as possible, the public obtains the requested information.
2. In answering letters, telephone calls and e-mails, employees must endeavour to answer as rigorously, opportunely and as fully as possible the issues placed before them and should, if not responsible for the matter raised, re-direct the public to the appropriate employee.
3. Should an error occur which unjustifiably prejudices third party rights, employees must promptly notify their hierarchical superiors and endeavour to swiftly correct the negative consequences of their error.

## Article 14

### **Environmental protection**

Within the scope of the Foundation's environmental policy, employees must adopt the best practices of environmental protection, specifically promoting eco-efficient management, in order to minimize the environmental impact of their activities and a responsible use of the Foundation's resources.

## Article 15

### **Fight against corruption, money laundering and terrorist financing**

1. In carrying out its activity, the Foundation is committed to the fight against corruption, money laundering and terrorist financing.
2. Employees must respect the policies and procedures on due diligence, the collection of information and the preservation of documents, internal control, risk assessment and management, and observe information and communication related obligations.

## Chapter III

# Anticorruption measures, conflicts of interest and incompatibilities

### Article 16

#### Corruption and associated offences

1. The Foundation adopts a zero tolerance policy towards any act of corruption or associated offence.
2. For the purposes of interpretation of this Code of Conduct, corruption means the practice of an act, lawful or unlawful, by an employee of the Foundation, by action or omission, corresponding to obtaining, offering or promising undue advantage to themselves, to the Foundation or to third parties.
3. To clarify the concept of corruption adopted by the Foundation and further information on the position of the Foundation in this scope, see the Prevention Plan for Risks of Corruption and Associated Offences, available in the intranet and in the Foundation's website.

### Article 17

#### Offering and accepting professional courtesies

1. For the purposes of interpretation of this Code of Conduct, professional courtesies means liberalities, gratifications, gifts, presents, benefits, offers or acts of hospitality, including offers to participate in events.
2. Employees of the Foundation are prohibited from accepting, requesting, promising, or offering professional courtesies in connection with their duties, except when the courtesies meet the following cumulative conditions:
  - a) A value of less than €500;
  - b) Occasional and infrequent;
  - c) Transparent, in line with best practices, socially appropriate, and not capable of being construed as an attempt to gain favoritism or an undue advantage.
3. When the value of professional courtesies exceeds €150, they must be recorded using the designated form available on the intranet.
4. Professional courtesies are not allowed when the offer involves public servants (national or foreign), holders of political office or high public office.
5. In case of doubt about the procedure to be taken in situations involving professional courtesies, employees must consult the heads of the relevant service, for employees, or the Board of Directors, for members of said Board or heads.

### Article 18

#### Conflicts of interest

1. Employees must avoid any situation which may engender, directly or indirectly, conflicts of interest.
2. A current or potential conflict of interest exists whenever employees have a personal or private interest in any issue that may influence, in reality or apparently, the impartial and objective performance of their professional duties.
3. A personal or private interest is understood to be any potential advantage to the employees, their family members or collaterals, to their circle of friends, to another Foundation employee, to a company in which they have interests or any institution to which they may belong.
4. Any employee who, within their duties, is in an actual or apparent position of conflict of interests must refrain from practicing any act or make any decision about which there is conflict.
5. The possible conflicts of interest of any employee subject to this Code must be promptly notified the respective departmental Managers, in the case of employees, or to the Board of Directors in the case of any of its members or Managers.

### Article 19

#### Relations with suppliers

1. Employees responsible for the selection of suppliers of goods and services to the Foundation may not have any personal interest relative to the supplier or supplies.
2. Personal interest is understood to be any financial or economic interest that may affect the professional duties attributed to the employee or the latter's impartiality and independence capabilities.

### Article 20

#### External activities

1. Employees may exercise any activities outside their scheduled working hours, with or without remuneration, if such activities do not interfere negatively with their duties to the Foundation and do not generate conflicts of interest.
2. The exercise of external remunerated activities must be previously notified to the respective Managers and, in the latter case, to the Board of Directors.
3. The exercise of external activities, remunerated or not, with the exception of academic or scientific activities, will always be considered incompatible with the Foundation's activity, when the

## Chapter IV

### External relations and representation

employer in question, whether single or corporate, is the beneficiary of any subsidy from the Foundation or its supplier, in the context of the referred activities.

4. The exercise of executive duties in, or work carried out for, similar institutions, remunerated or not, is also considered incompatible.

#### Article 21

##### Scientific and academic activities

1. In the exercise of scientific or academic activities, employees may take up teaching or research, give conferences, write books or techno-scientific articles or develop other activities of similar nature, even when the topics are related to their professional duties; in the latter case, however, authorization must be sought from the Board of Directors.
2. The provisions of the Foundation's Staff and Career Plan Regulation as to temporary reduction of normal working hours are applicable to the exercise by employees of scientific and academic activities.
3. Scientific or academic contributions are rendered on a personal basis and do not involve the Foundation and employees should in no way appear to represent an official position with the Foundation, unless such is previously authorized by the Board of Directors.

#### Article 22

##### Political activities

1. If exercising political activities, employees must preserve the Foundation's Independence and not compromise their capability and aptness to pursue the professional duties attributed to them by the Board of Directors.
2. Employees may not exercise political activities during working hours.

#### Article 23

##### Media

1. In matters related to the Foundation's activities and public image, employees should not give interviews or supply information considered as confidential or which are not at the disposal of the general public, either by their own initiative or at the request of media operatives without, in any of such cases, having obtained prior approval from the Board of Directors.
2. Employees should notify their hierarchical superiors who, in turn, should notify the Foundation's Communications Department, whenever they intend to compose articles for newspapers or magazines or give interviews to radio or television related to their professional duties.

#### Article 24

##### Relationship with other institutions

1. Formal or informal contacts with representatives of other public or private, national or foreign, institutions, should always reflect the Foundation's guidance and positions, if these have already been defined, and employees should carry out their relationship with quality, righteousness, courtesy and transparency criteria.
2. In the absence of a defined guidance or in the case of a confidential position, employees should explicitly preserve the Foundation's image upon any specific matter when providing comments on a personal basis.

## Chapter V

### Correspondence, requests and processes

#### Article 25

##### Answer

1. Any correspondence addressed to the Foundation must be answered or its receipt acknowledged within 30 days.
2. The answer must indicate the name, telephone number and e-mail of the employee who is dealing with the matter, as well as the department, programme or project to which it is linked.
3. Acknowledging the receipt or providing any answer in the case of letters or complaints which become abusive due to their excessive number or their irrelevant repetitive or unreasonable characteristics is unnecessary.

#### Article 26

##### Requests and processes

1. Employees must ensure the availability of the conditions required for a decision covering requests addressed to the Foundation be taken within a reasonable delay.
2. If any request addressed to the Foundation may not, due to its complexity or the issues it raises be the object of a decision within a reasonable delay, employees must so advise the respective requesting party.

#### Article 27

##### Basis of decisions

1. All the Foundation's decisions must be justified, clearly indicating the pertinent facts and the basis of the decision. Templates may be used when answering a great number of persons who are to be notified with identical decisions.
2. Employees should avoid taking decisions based on abstract or vague motives, or that contain personal subject matters.

## Chapter VI

### Data and document protection

#### Article 28

##### Data protection

1. Employees who work with personal data relating to natural persons, or who have access to such data, must respect the privacy and integrity of the relevant Holder, in accordance with the provisions of European Union legislation directly applicable to the Member States and with the provisions of applicable national law, relating to the protection of individuals with regard to the processing of personal data and the free movement of such data, as well as the provisions of the Foundation's Personal Data Protection Policy and other internal policies on data protection and security of information.
2. The collection of personal data must take place only to the extent it is strictly necessary and for specific, explicit and legitimate purposes, and cannot be processed in a manner incompatible with those purposes.
3. Employees may not use personal data to which they have access in the context of their duties for illicit purposes nor transfer that data to unauthorised persons, either internally or externally.
4. When a personal data breach occurs, employees who have caused the incident or have been aware that it has occurred or may occur, must immediately report it to their superior, as provided by the Incidence Response Manual for Situations Involving Personal Data Breaches.

#### Article 29

##### Public requests for access to documents

1. Employees must treat requests for access to the Foundation's documents in line with the guidance provided by the Board of Directors.
2. Should employees be unable to comply with a verbal request for access to documents, the requesting party should be advised to place its requirement in writing.

#### Article 30

##### Keeping appropriate records

The Foundation's departments must keep appropriate records of received and sent correspondence, of documents received and of measures taken, in line with the recording policy approved by the Board of Directors.

## Chapter VII Internal relations

### Article 31

#### **Relations amongst employees**

1. In relations amongst themselves, employees must respect the principle of loyalty, which implies not just the performance of professional duties attributed to them by the Board of Directors, the compliance with the instructions given by their hierarchical superiors and the respect for the appropriate hierarchical channels, but equally the transparency and openness with superiors, colleagues and subordinates.
2. Employees should specifically maintain other colleagues intervening in the same issue aware of the work in progress and allow them to provide their respective contribution.
3. Contrary to the type of loyalty expected from the Foundation's employees is the non-revealing to superiors and colleagues of needful information for the work to be pursued, especially with the objective to obtain personal advantages, and the supply of false, inexact or exaggerated information, the refusal to collaborate with colleagues and the showing of an obstructive bearing.
4. Employees who perform management, coordination or leading duties must provide clear and understandable instructions to their subordinates, either verbally or in writing.

### Article 32

#### **Use of the Foundation's resources**

1. Employees must respect and protect the Foundation's assets and not allow the abusive use by third parties of its services or facilities.
2. All the Foundation's equipment and facilities, independently of their nature, may only be used for institutional purposes, unless other uses have been explicitly authorized by the Board of Directors.
3. Employees must also adopt, in the exercise of their activities, all the adequate and justifiable measures in order to limit the Foundation's costs and expenses, with the objective to achieve the more efficient use of the available resources.

## Chapter VIII Disclosure and application of the Code

### Article 33

#### **Disclosure of the Code**

1. The Foundation shall adopt effective measures to make the public aware of this Code, providing its availability, either fully or partially, in its Internet site ([www.gulbenkian.pt](http://www.gulbenkian.pt)).
2. The Code shall be distributed to all the Foundation's employees, and shall be disclosed and placed electronically at their disposal via Intranet.
3. With the view to comply with the provisions of this Code, the Foundation's employees must request from their hierarchical superiors the guidance they believe necessary, as well as clarification as to any doubts on the issues covered by this Code.
4. The admission process for employees of the Foundation must comprise a declaration that this Code has been made known to them.

### Article 34

#### **Application**

1. Any request for clarification, complaints or other matters presented by the Foundation's Employees within the scope of this Code must be sent to the Audit Committee through the channels made available for that purpose in the intranet and the Foundation's website.
2. A disciplinary procedure shall be opened for any employee of the Foundation about which there is relevant evidence of breach of this Code.
3. If that breach is attributed to an employee of a third-party entity providing services to the Foundation, their conduct shall be reported to the relevant employer and their immediate exclusion from the duties that they have thereunto performed at the service of the Foundation shall be requested.
4. Behaviours that may constitute practice of a crime shall be reported to the competent judicial or policing authorities.

