

# **Code of Good Practice on Transparency and Accountability**

**V1 Approved by the Board: 19/01/2015**

**V2 Approved by the Board: 22/04/2020**

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## 1. Aim

The Barcelonaβeta Brain Research Center 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.

For operative reasons and in order to rationalise its work, the Barcelonaβeta Brain Research Center Foundation entrusts the Pasqual Maragall Foundation with the management and administration of its resources, this organization following the same guidelines of this Code about fundraising, relationships with collaborating companies and organisations, recruitment process, supplier selection, expenses policy and financial investments.

## 2. Scope of Application

The present Code is aimed at regulating the conduct of those holding institutional posts and positions of responsibility within the Barcelonaβeta Brain Research Center 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 Barcelonaβeta Brain Research Center Foundation. This includes, in particular:

- Members belonging to the organisation's Governing Bodies: Board and Strategic Partners
- Members of the advisory bodies: Scientific Council
- Managerial positions within the organisation: Director, Managing Director and scientific and technical staff
- Barcelonaβeta Brain Research Center 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 mission of the cause and the collective beneficiaries will be placed 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 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.
- 5) 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.
- 6) The Foundation rejects donations, whether corporate or private, when they conflict with the aims and values of the organisation.
- 7) 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.
- 8) Confidentiality of the donors' personal information is guaranteed under the rules set out in the current Data Protection law regarding personal details.
- 9) 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.
- 10) Fundraising also follows the guidelines about Law 10/2010, of 28 April, on the Prevention of Money Laundering and Terrorism Backing which is known by all the workers.

## 4. Activity selection process and guidelines

The Barcelonaβeta Brain Research Center 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 Barcelonaβeta Brain Research Center Foundation's policy on relationships with companies is based on the “Fundación Lealtad<sup>1</sup>” 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.
- 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

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<sup>1</sup> 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.

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 Barcelonaβeta Brain Research Center Foundation supports or is responsible for that company or organisation's behaviour, or more specifically, its products, policies or services.

The Barcelonaβeta Brain Research Center 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 Barcelonaβeta Brain Research Center 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 guarantees the protection of 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 3000 €, quotes must first be requested from three different suppliers.

Expenses can be authorised either by General Management and/or the Director 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 Board. 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.



## 9. Monitoring and evaluation of activities

The Foundation has internal control systems defined in order to monitor projects and strategic objectives, as well as to ensure the proper functioning of the entity.

The following are the most significant mechanisms:

- Annual plan
- Meetings of governing bodies: Board and Executive Committee
- Periodic meetings functional areas
- Ad-hoc meetings for project planning and monitoring
- Functional areas control panels

Although a meeting schedule is set out in the Activity Control and Monitoring Document, each team meets periodically and by mutual agreement to plan, review, and review the status of projects. The meetings of each area are led by the head of the department. The frequency depends on the needs of each area and the evolution of ongoing 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.

There is a Sustainability Commission made up of the organization's employees that brings together proposals and actions to make our consumption more sustainable.

## 11. Code of conduct for financial investments

The Foundation follows the guidelines set out in the Code of Conduct for Non-Profit Organizations approved by the National Securities Market Commission on February 20, 2019.

The Code of Conduct applies to temporary investments in securities and financial instruments that are under the supervision of the National Securities Market Commission, in particular, shares, fixed income securities, participations in investment institutions, collective investment (investment funds), deposits, loans, temporary assignment of financial assets or other similar items that carry with them the obligation to repay (term taxes).

For the selection of financial investments, the security, liquidity and profitability offered by the different investment possibilities are valued, seeking a balance between the three objectives and market conditions. The following inspiring principles for financial investments will be considered:

- Consistency: The investment strategy must be consistent with the profile and duration of liabilities and the cash flow forecast.
- Liquidity: The ability to transform financial assets into liquid, without paying a significant cost or experiencing a loss of capital, is valued.
- Diversification: Investments are distributed among various issuers and between assets of a different nature and with different characteristics from the point of view of their risk.
- Preservation of capital: the investment policy will give special importance to the preservation of capital.

Whenever financial investments are made, the Foundation will prepare a detailed annual report on compliance with the principles and recommendations of the Code of Conduct, which will be delivered to the Protectorate of Foundations and made available via the web.

## 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 Barcelonaβeta Brain Research Center Foundation.

Conflicts of interest must be managed publicly and transparently. Because of this, the Barcelonaβeta Brain Research Center 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 person employee of the Foundation cannot conclude purchase operations with the Foundation without the prior adoption of a responsible declaration by the Board which must be submitted to the Protectorate in the term of one month, where the necessity and the prevalence of the interests of the foundation on the individuals of the employer or equivalent person are credited. This same regime will be applicable in the event that one of the trustees wants to establish a paid employment or professional relationship with the Foundation, which in any case must be different from those of the trustee position.

The performance of the act or contract object of the responsible declaration must be accredited before the Protectorate with the presentation of the document that formalizes it, within three months from the date on which the declaration was presented. responsible to the Protectorate.

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 third 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 Catalonia, relative to the legal persons.

### **13. Entry into force and application**

The first version of the Code of Good Practice was approved by the Board on January 19, 2015, the date from which it came into force. This update was approved on April 22, 2020.

The code is communicated to the persons and organisations linked to the organisation, as referred to in point 2 of the present Code, and is advertised on 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

- Bylaws of Barcelonaβeta Brain Research Center Foundation
- "The transparency Policy of the Barcelonaβeta Brain Research Center Foundation", standard operating procedure.
- "Internal Regulation for the Prevention of Money Laundering", standard operating procedure BBRC.
- "Internal Procedure for Purchases, Supplies and Expense Claims", standard operating procedure BBRC.
- "Principles of Transparency and Good Practices", Fundación Lealtad (<http://www.fundacionlealtad.org/web/home>)
- "EFC Principles of Good Practice", European Foundation Centre (<http://www.efc.be/Pages/default.aspx>)
  
- "Fundraising Ethical Code of Conduct", Asociación Española de Fundraising (<http://aefundraising.org/>)
- "Code of Conduct on Investments of Non-Profit Entities" Council of the National Securities Market Commission (February 20, 2019).