

## CODE OF CONDUCT

### OF THE CENTRE FOR INTERNATIONAL COOPERATION AND DEVELOPMENT

The Centre for International Cooperation and Development (“CMSR”) has been specialised in research and development since 1966, studying the economic, institutional, and social conditions in Slovenia and in various countries around the world. The CMSR helps prepare international development projects of long-term importance for the progress of society, and has, since 2007, been carrying out part of the Republic of Slovenia’s mission in international development cooperation with less-developed countries (as defined by the OECD), which is aimed at achieving the goals of sustainable development. In accordance with the Development Cooperation and Humanitarian Aid Strategy of the Republic of Slovenia, until 2030, the mission will prioritise the implementation of development projects in the countries of the Western Balkans, the European Neighbourhood, and in sub-Saharan Africa.

#### WHAT WE DO

- We set up quality development projects in line with public interest.
- We support the internationalisation of businesses by providing information on the business environment in Slovenia and abroad, for the needs of domestic and foreign users.
- We evaluate the eligibility and maturity of applications for the support of international development cooperation projects, and carry out operational and technical tasks for the bilateral part of the international development cooperation of the Republic of Slovenia.
- We prepare quality bases for systemic development decisions, keeping public interest in mind.

#### CMSR VALUES

- Working side by side
  - ⇒ we connect businesses, public administration, and academia with the aim of complementing ideas and improving results for the whole community.
- Openness
  - ⇒ we foster development by promoting diversity, openness to different opinions, and understanding of the issues.
- Professionalism
  - ⇒ we enhance professionalism through continuous staff training and knowledge exchange.
- Integrity
  - ⇒ we build trust and demonstrate responsibility to stakeholders through business ethics and transparency.
- Sustainability (5P – People, Planet, Prosperity, Peace, Partnerships)
  - ⇒ all our activities take into account the sustainability of the proposed solutions in terms of their life cycle.

- Efficiency

⇒ we support the efficient conduct of our mission through flexibility, working side by side, and by having a unified approach.

This Code of Conduct serves as a framework for everything we do, and reflects the way in which every CMSR employee takes these values into account when performing their work tasks. At the same time, it also demonstrates our commitment and our expectations regarding the conduct of other stakeholders, when doing business with the CMSR.

Ljubljana, July 2020



mag. Klemen Potisek  
Managing Director, CMSR

## **PURPOSE OF THE CODE OF CONDUCT**

The CMSR Code of Conduct (“Code”) communicates the CMSR’s values to stakeholders, providing a framework for the conduct of CMSR’s employees, as well as sets out the expectations regarding the conduct of stakeholders when establishing business relations with the CMSR.

## **USE OF THE CODE**

The CMSR’s Council, consisting of the founders’ representatives – the Republic of Slovenia and SID Bank (Slovenian Export and Development Bank) – has taken note of the Code, which is binding upon its stakeholders, i.e. the CMSR’s managers and employees, as well as the users of our services, business partners, individuals, suppliers, contractors and representatives of states and their local communities in the partner countries, in the implementation of the international development cooperation of the Republic of Slovenia. Any non-compliance or breach of the Code may result in termination of the business or employment relationship with the stakeholder.

Terms written in masculine or feminine form are meant to be neutral for both women and men.

## **CMSR’S OPERATING PRINCIPLES**

The CMSR observes all national and international laws and principles in accordance with their purpose, the diligence of a good manager, and in good faith.

We respect integrity, and have zero tolerance to any conduct in contravention of its principles, and to any acts constituting corruption.

In carrying out our mission, we pursue the principles of efficiency and transparency.

## CONTENTS OF THE CODE OF CONDUCT

### PEOPLE AND ENVIRONMENT OF THE CMSR

Healthy and motivated individuals connected by a common mission, together with fair and respectful mutual relations, arising from the principles of equal treatment, inclusion, and openness, are the cornerstone of CMSR's mission as an employer that offers equal opportunities for all employees and provides a safe and orderly working environment.

### PROTECTING PEOPLE, THEIR HEALTH AND SAFETY AT WORK

We follow the rules on the entry and exit of employees and third parties, protect our health, and draw attention to any risks to the health and safety of people. We collect waste separately and use resources for work, energy products, and raw materials economically, in accordance with the principles of sustainability, so as to create new business opportunities, and at the same time, manage business, financial, environmental, and other risks. We train employees and third parties, and raise their awareness about environmental aspects and applicable safety and preventive measures.

### EQUAL TREATMENT AND THE PROHIBITION OF HARASSMENT AND BULLYING

We foster a respectful and fair attitude towards our employees and other people we meet through our work and business relations, taking into account the CMSR's values and business etiquette. Our attitude towards individuals is not affected by their race, age, gender, sexual orientation, disability, or ethical or national affiliation. We do not impose our personal ideological, religious, and political beliefs on our employees. In our attitudes towards employees and other people we meet, we follow the law and customs, as well as other cultural factors of the countries in which we operate. We do not verbally, physically, or psychologically abuse our employees and other people. We do not make inappropriate jokes or comments, and we do not forward or show materials with offensive content. If we find the actions or behaviour of our employees or third parties offensive, we explain this to them and ask them to stop such actions or behaviour. We resolve any mutual misunderstandings amicably.

### PRIVACY AND PERSONAL DATA PROTECTION

We respect the privacy of our employees, business partners and third parties. We respect our employees' personal time, which is why we plan work obligations to take place as much as possible within the time that employees are required to be at work. Personal data is internally used for minimal data processing requirements or shared with third parties only on the basis and to the degree of their justified written requests, when needed for the performance of the work process and in line with applicable internal acts and legislation. Before submitting any data, we assess whether the request for data is justified and permissible. Any personal data received from employees or third parties is handled with all due diligence, and is used only for the business purpose for which it was obtained.

## INTEGRITY

### BUSINESS GIFTS, HOSPITALITY, AND ACTS OF CORRUPTION

We do not expect or request gifts. Any gifts we might receive do not affect our business decisions and conduct, and do not create any conflicts of interest. When in doubt whether a gift is inappropriate, or when receiving a gift of greater value,<sup>1</sup> we notify the person authorised for this purpose by the CMSR's management. We politely refuse any offered gifts that are inappropriate. We offer gifts on an occasional basis only to the extent permitted by law, internal acts, and this Code. The CMSR's employees refuse to accept or give money or gifts in return for concluding a transaction or obtaining any other benefits. When giving gifts, we make sure that the act cannot be understood as an expectation of an undue advantage. First and foremost, we respect the applicable regulations of the country which the person receiving/giving the gift comes from. When unsure as to whether a gift is inappropriate or not, we judge its appropriateness by whether it would be inconvenient for us to disclose the receipt of such a gift to a manager, supervisor, colleague, family, friend, or the public. We do not take part in acts of corruption, and distance ourselves completely from them. We do not promise, offer, or accept any undue advantage. We immediately notify our superior/Integrity Officer about any promises or offers of undue advantage.

### CONFLICTS OF INTEREST

We are impartial and professional in our work processes and business decisions, and we adopt decisions with due care and attention in relationships with our contractual partners. We avoid conflicts of interest, or exclude ourselves from any procedures, projects, etc. in which we identify any such conflict. Prior to concluding contracts with the CMSR, we disclose any participations in the ownership of our potential contractors, and exclude ourselves from the decision-making process to avoid a conflict of interest between related persons.<sup>2</sup> Our personal views do not affect our business decisions if these business decisions are beneficial for the CMSR. We do not carry out work or provide services for clients with the same or similar activity as the CMSR during working time and personal time. We also do not perform work for private purposes during working time. When in doubt about a possible conflict of interest, we consult our superior/Integrity Officer, or notify them in advance about a potential conflict of interest related to a given business decision or transaction, and exclude ourselves from the decision-making process. We avoid situations where we might give the impression that our business decisions are affected by personal or conflicting interests. It is prohibited for CMSR's employees to have ownership in CMSR's product or service providers, or in providers of products or services related to implementation of international development cooperation projects.

### FAIRNESS AND TRANSPARENCY OF OPERATIONS

By submitting complete, timely, and true (non-confidential) business data, we inform the interested public and business partners. We do not manipulate the offers of external suppliers and market prices. We do not disseminate incorrect data, untrue information, or rumours. We inform our

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<sup>1</sup> In regard to gifts, we take into account the values set out in the law governing integrity, and the recommendations of the Commission for the Prevention of Corruption.

<sup>2</sup> The definition of related persons is provided by the laws governing personal income tax and corporate income tax.

superior/Integrity Officer about any alleged misuse of inside information for market manipulation. We only issue and accept documents that reflect actual business activities. Business transactions are performed on an ongoing basis and in accordance with our authorisations. Business transactions are documented regularly, truthfully, and fairly in electronic accounting records. We cooperate with auditors and submit to them all necessary business documents. Prior to entering into any business relationships with legal and natural persons, we examine publicly available information to make sure that their conduct and business practices comply with the ethical principles of the CMSR.

#### PREVENTION OF MONEY LAUNDERING

We take care when forming business relations with new and existing partners, and observe the provisions of the applicable regulations, internal acts, and contractual commitments of the CMSR. We notify the management about any potential cases of money laundering or the risk of tax evasion. We protect evidence and do not warn partners who are suspected of money laundering.

#### DONATIONS, SPONSORSHIPS, FINANCING OF POLITICAL, RELIGIOUS, AND OTHER ACTIVITIES

We only give donations that comply with our mission and social responsibility. We do not give donations or conclude sponsorships that might harm the CMSR's reputation, or that might have purposes other than those publicly disclosed. In any personal political, religious, or ideological activity, we take particular care to ensure that this activity is not linked to the CMSR, i.e. we do not appear on behalf of the CMSR, and we do not use its resources for such purposes.

#### PROTECTION AND MANAGEMENT OF ASSETS AND INFORMATION

Before visitors enter any protected areas, we make sure that they are granted approval by the responsible person.

#### PHYSICAL ASSETS AND WORKING TIME

We efficiently manage resources and other assets owned by the CMSR for business purposes. We use CMSR resources carefully, providing regular maintenance to ensure their safe use for ourselves and our employees, and to maximise their service life. We efficiently manage the working time determined by the CMSR, and do not use it for private purposes. We organise and carry out business trips rationally and do not burden the CMSR with private costs.

#### BUSINESS DATA PROTECTION

We protect business data carefully, and handle and store the same in compliance with internal acts, applicable regulations, and concluded agreements. We do not disclose or use any business data or information related to the CMSR for private gain. We ensure proper archiving or destruction of any business data whose retention period has expired. In case of any doubt about the proper handling of business data, we contact the Information Officer at the CMSR. The CMSR's data and information at our disposal are used for business purposes only, and in accordance with the CMSR's internal acts. The data and information at our disposal are marked with a level of confidentiality pursuant to the internal regulations. The management and the Information Officer are notified immediately in the event of any disclosure, unauthorised access, or theft of the CMSR's data and information. When using email and



copiers, we make sure that documents with confidential content are emailed or copied on copiers in our presence. We lock computer screens and do not leave written documents or data carriers where unauthorised parties could access them.

#### INTELLECTUAL PROPERTY RIGHTS

We ensure the careful and appropriate handling of the CMSR's intellectual property. We protect the CMSR's intellectual property rights against loss, theft, disposal, or limitation of use. We do not violate the intellectual property rights of third parties. At the CMSR we only use licensed software.

#### USE OF INFORMATION TECHNOLOGY (IT) RESOURCES

We do not use the CMSR's IT resources for profit-making purposes (gambling, betting, etc.), illegal or immoral activities, or private business use. We use the remote access online connection provided to us responsibly and carefully. We do not install new software or upgrade the existing software without authorisation; we consult the CMSR's authorised IT professional before installing any software or connecting hardware that has not been previously approved by an IT professional. Employees shall not connect their private IT resources (notebook, telephone) to the CMSR's IT environment without approval from the manager. We are responsible for the IT equipment entrusted to us for use or management; we handle it carefully, and adequately protect it from theft. We do not use IT resources owned by the CMSR in a non-efficient manner, or for unnecessary purposes in terms of business processes. The username and password are intended solely for us, and should not be lent or disclosed to others. We comply with the security instructions of the CMSR.

#### COMPLIANCE AND INTERNATIONAL OPERATIONS

We notify CMSR's management upon detection of any potential restriction on free competition. We familiarise ourselves with local legislation and respect its requirements for doing business in individual countries. Within the framework of our market activity, we do not engage with competitors to agree prices, the scope of the offer, customers or markets, in a way that would be in violation of the applicable legislation. We do not disclose our existing or planned suppliers, buyers, or contractors to contractors and competitors.

#### COMMUNICATION

We use the CMSR's identity (corporate identity and registered name) only in our business relations, not in private communications; we make it clear that the opinions we express are our own and not the position of the CMSR. We follow the general principles of business communication and business etiquette when communicating. It is unethical and inappropriate from a business standpoint for stakeholders to settle their personal disputes via internal or external media. We only disclose CMSR-related data and information if we are authorised to do so. We do not communicate with external parties or the media regarding CMSR-related issues, unless we are authorised to do so. We do not supply misleading, alleged, or exaggerated business data or information. We do not discuss topics in informal conversations that may be considered sensitive or represent a business secret from the CMSR's standpoint. We do not present our personal opinions as the positions of the CMSR. We arrive at meetings on time and well-prepared, and actively participate in them in accordance with business

etiquette, and take care of the well-being of our guests. Employees resolve any misunderstandings and problems through good and open mutual communication. In private communication on social networks, we take care that our statements cannot be understood as the position of the CMSR, and that our manner of communication does not harm the CMSR's reputation.

#### REPORTING UNETHICAL CONDUCT

We are obliged to draw attention to any unethical conduct, so as to contribute to the CMSR's business compliance with legislative provisions and ethical principles. By committing to respect ethical principles, we foster a culture of fair, collaborative, and responsible conduct at the CMSR.

Upon identifying unethical conduct, the employee shall protect the evidence without doing any investigations on their own; instead, they shall forward the evidence to the Integrity Officer, who may then request additional data and information. The officer will consider the application confidentially, examine it, and notify the CMSR's management about the outcome.

The CMSR shall fully examine all notices regarding non-compliance with ethical principles, and protect the anonymity and integrity of the person who draws attention to potential violations of the Code of Conduct.

#### CMSR's INTEGRITY OFFICER

Please address any questions related to the Code of Conduct, or when in doubt regarding conduct that is not covered in this Code to CMSR's Integrity Officer, who is authorised to interpret its contents.

The CMSR's management is committed to the continuous training of its employees and other stakeholders on the principles in this Code, as well as to any initiatives to amend it in response to changes in the CMSR's internal and external environment.