

## Declaration of Principles and Code of Best Practice

### I — Declaration of principles

**THE FUNDAÇÃO** Francisco Manuel dos Santos (hereinafter “FFMS”) was incorporated on 12 February 2009 and is a non-profit organisation whose primary mission is to promote and to strengthen the understanding of Portuguese reality, thus seeking to contribute to the development of society, citizens’ rights advocacy and improved public institutions. The Foundation believes that promoting analysis and study of the Portuguese national reality may decisively contribute to a deeper understanding of this reality, thereby addressing its problems, for the benefit of this generation of Portuguese people and for generations to come.

In pursuit of its objectives — and notwithstanding the fact that FFMS shall carry out other initiatives that are adequate to meet its goals — FFMS is, and shall continue to be, committed to producing studies, research and other projects in the most diverse fields. These initiatives shall comply with the highest standards of scientific rigour, quality, and independent analysis. Their scope, meanwhile, shall enable a comprehensive and meaningful analysis of crucial social issues, by offering decision makers with specific solutions and recommendations and fostering debate about major Portuguese problems, thereby contributing to justice, development and social cohesion.

The foundational principle which underlies these initiatives, studies and projects, with absolutely no exceptions, shall translate into a genuine plurality of opinions, and the authors shall be free to express their opinions and criticisms. Furthermore, the Foundation hopes to improve the understanding of Portuguese reality primarily by civil society, whose active involvement in reflecting and solving national problems FFMS deems essential.

Moreover, to promote this more active civil society involvement, FFMS shall always endeavour to guarantee that citizens are widely aware of its projects and initiatives. In line with this, the Fundação Francisco Manuel dos Santos shall seek to provide Portuguese society with clear, objective and accurate information concerning the findings of its activities, as well as ensuring the utmost transparency with respect to its organisation, aims, funding sources and activities. Additionally, the Foundation shall promote broad-based, pluralistic and public debates regarding its recommendations, given its belief that holding such debates is just as important an aim as carrying out the studies and research work mentioned above.

The areas on which the Fundação Francisco Manuel dos Santos intends to focus its activities are quite diverse. However, special emphasis should be given to actions where FFMS's action tends to be more relevant, such as: demography and population, social and economic conditions, economic and social development, health, education, professional training, Social Security, the State, national identity, Public Administration, rights and duties of citizens, citizenship and democratic institutions, labour relations, Portuguese territorial organisation, towns, the social issue, inequalities and conflicts, justice, economic and social policies, public institutions, major public service, relationship between State and citizens, access to culture, information and the media.

The Foundation's activity shall be guided by the principles of personal dignity and social solidarity and by the values of democracy, freedom, equal opportunities, merit and pluralism.

The Fundação Francisco Manuel dos Santos shall act with absolute independence regarding all powers, public and private, ideologies, currents of opinion, philosophical tendencies, creeds and religious denominations. The Foundation's Governing Bodies shall act as guarantors of compliance with its By-Laws, notably that of its independence.

In its activities, the Foundation shall seek to be faithful in its commitment to social responsibility, which constitutes its mission, as defined by the Founding Entity.

## II — Code of Best Practice

### **Introduction and General Principles**

The Fundação Francisco Manuel dos Santos, hereinafter “Foundation” or “FFMS,” is guided by its By-Laws, Charter of Principles and this Code of Best Practice.

The Foundation is guided:

- . by the **principle of transparency** of norms and procedures, regulations and regulatory provisions, and the minutes of the meetings between its Governing Bodies shall reproduce fully and faithfully everything that has taken place within them;
- . by the **democratic principle**, whereby the decisions made by its Governing Bodies are reached by voting majority and equality, with a casting vote in specifically provided cases;
- . by the **principle of institutional loyalty**, whereby all members of FFMS’s Governing Bodies and staff members abide by the Foundation’s principles and mission, as well as its regulations and norms, and deliberations taken by the Governing Bodies. In addition, they shall act according to principles of good faith, diligence, responsibility, zeal and care, as well as by high ethical standards of integrity and loyalty, in accordance with the principles of ethics and professional conduct listed in the present Code of Best Practice;
- . by the **principles of truth and legality**, whereby the Foundation makes a commitment that all information it imparts is current, objective, true, clear and comprehensive, abiding by the applicable legal, regulatory and contractual provisions.

### **Scope of application**

Unless otherwise specified, the Foundation’s Code of Best Practice is applicable to all members of FFMS’s Governing Bodies and staff members, while also serving as a model for the public in terms of ethical and conduct standards required by the Foundation.

## **Functional principles and rules**

### **Relationship with the public**

The conduct of all members of FFMS's Governing Bodies and staff members must abide by practices that are honest, transparent, clear, professional and diligent, in order to develop ties of trust and credibility, thus contributing to the Institution's success and reliability.

### **Relationship with external entities**

Any contacts, formal and informal, with representatives of other institutions, public and private, Portuguese or foreign, shall at all times reflect the Foundation's guidelines and standings, and all members of FFMS's Governing Bodies and staff members must conduct these relationships according to standards of quality, integrity, courtesy, and transparency.

### **Selecting and recruiting staff members and suppliers**

The Foundation recruits its staff members and suppliers through a process of objective and transparent assessment, using criteria based on their merit, the conditions for service provision and supply, assured quality in the goods and services provided and in accordance with the best environmental practices.

### **Mission**

All staff members are indispensable to the pursuit of the mission and statutory purposes of the Foundation. These should be developed in a sustainable manner and founded upon the establishment of a culture based on values of trust, mutual respect, responsibility and goal development, as well as work discipline.

### **Working environment and corporate culture**

The Foundation prioritises creating and maintaining a corporate and social environment defined by wellbeing which encourages the professional and personal development of each individual, as well as recognising and rewarding effort and individual and collective contributions to pursuing its mission.

### **Social action**

The Foundation is committed to a policy of social action which is effective and defined by social integration, with a view to responding to the needs of staff members, to improve their wellbeing and quality of life.

### **Prohibition of discrimination**

In their actions, no member of FFMS's Governing Bodies or staff member may practice any action that involves any type of discrimination or harassment, namely based on personal or family connections, race, gender, age, sexual orientation, physical ability, ideological, religious or other convictions.

### **Prohibition of offensive behaviour**

The members of FFMS's Governing Bodies and staff members must also abstain from using improper or inappropriate language, as well as any other form of behaviour which may, by action or omission, be deemed offensive by staff members or substantiate any pressure which may reasonably be deemed abusive.

### **Personal data protection**

**1** — The Foundation is committed to protecting any personal data which, by its nature and specific activity, it may have access to and/or which may be under its custody, being under the obligation of fulfilling its duty of confidentiality. In this way, the Governing Bodies and staff members may not, in any way, divulge, transmit or use personal data and/or confidential information, except within the regular scope of fulfilling their duties and/or in compliance with the law or by final court decision.

**2** — Under the exceptions provided for in the previous paragraph, the Foundation's Governing Bodies and staff members shall conduct themselves strictly according to legal norms and best practices in matters related to the treatment of personal data and confidential information protection.

### **Workplace hygiene, health and safety**

The Foundation's staff members must abide by the orders and instructions issued by their superiors in matters of workplace hygiene, health and safety, including abstaining from the consumption of alcohol or illegal substances in the performance of their duties.

### **Environmental protection**

The members of the Foundation's Governing Bodies and staff members should adopt the best practices for environmental protection, namely by promoting eco-efficient management, in order to minimise the environmental impact of activities and responsible use of the Foundation's resources.

### **Duty of care and technical and professional rigour**

The Foundation's staff members must carry out their duties with maximum zeal and technical and professional rigour, thus promoting a continuous improvement of the standards of quality of the service provided by the Foundation. In particular, they are expected to:

- . Know and act according to the norms and instructions applicable to the performance of their duties;
- . Continuously strive to perfect and improve their knowledge.

### **Duty of informing and reporting**

Whenever possible, and in accordance with reasonable and prudent criteria, the members of the Foundation's Governing Bodies and staff members must report any actions that are non-compliant with the law and the present Code, namely abusive pressure or harassment, that they are made aware of, and they may not be punished or impaired by such report.

### **Duty of functional information**

**1** — In addition to the appropriate performance of the duties that they have been tasked with, the Foundation's staff members must act in a transparent manner, keeping their superiors and other staff members involved in the same processes informed about their work.

**2** — It is contrary to the duty of institutional loyalty to omit facts or any information which might affect the reputation, integrity or quality of the services provided by the Foundation, which must always be reported in accordance with criteria of prudence and reasonability, and using the appropriate hierarchical channels.

### **Duty of confidentiality and discretion**

**1** — The members of the Foundation's Governing Bodies and staff members cannot divulge or pass on information acquired while performing their duties to people outside the Foundation or any other staff members who do not require it for performing their duties.

**2** — The members of the Foundation's Governing Bodies and staff members are also forbidden from using any information they obtain access to while performing their duties to promote their own interests or those of third parties.

### **The Foundation's resources**

**1** — Each of the members of the Foundation's Governing Bodies and staff members is responsible for the appropriate use and protection of the Foundation's assets and resources, thus being obliged to use those assets and resources for their respective social purpose and to protect them against fraud, theft, alteration or loss which might result from their own actions or those of third parties, ensuring its preservation and adequate use.

**2** — The Governing Bodies and, in particular, those in charge of managing the Foundation's resources are responsible for adopting procedures and conduct that ensure prudence and a parsimonious use of the available resources, avoiding waste and preventing excessive expenses and costs that are incompatible with the Foundation's profile and mission.

**3** — The members of the Foundation's Governing Bodies and staff members must respect and protect the Foundation's assets. The Foundation's resources must be used efficiently, for the purpose of pursuing established goals and not for personal purposes. Therefore, all staff members must care for their protection and good working order, and prevent third parties from abusive use of the Foundation's services, equipment and facilities.

**4** — The members of the Foundation's Governing Bodies and staff members must also, in performing their roles, adopt all appropriate and justified measures necessary to limit the Foundation's costs and expenses, to enable the most efficient use of the available resources.

### **Prohibition of perceived gifts or other benefits**

**1** — In accordance with the principles of transparency, impartiality and independence, the members of the Foundation's Governing Bodies and staff members are prevented from receiving any gifts, payments or other benefits from clients, suppliers and/or beneficiaries who are in any way connected with their role within the Foundation.

**2** — In light of this, any gifts with a market value of over €150.00 must be deliberately declined.

### **Corruption**

The members of the Foundation's Governing Bodies and staff members must actively oppose all forms of corruption, either active or passive, paying particular attention to any form of payments, favours, and complicities which might enable the creation of unlawful advantages, such as gifts or offers by suppliers or other entities.

## **Conflicts of interest**

**1** — Conflict of Interest, actual or potential, means any situation in which members of the Foundation's Governing Bodies and permanent staff members have a personal or private interest, direct or indirect, in any matter that could influence, or apparently have an influence, directly or indirectly, on the impartial and objective performance of their professional obligations, or which may in any way enter, potentially or effectively, into conflict with the Foundation's interests for a particular deliberation, as well as any circumstances related to said member of the Foundation's Governing Bodies or staff member or a third party susceptible to impairing their impartiality in any way in that context.

**2** — Personal or private interest means any possible advantages for the individual, his/ her family or equivalent, their circle of friends, another member of the Foundation's Governing Bodies or permanent staff member, or for a company or institution in which they hold interests or are a part of.

**3** — Any potential conflicts of interest must be immediately reported, depending on the case, to the immediate superior, the Chair of the Board of Directors or the Chair of the Board of Trustees.

**4** — If the immediate superior, the Chair of the Board of Directors or the Chair of the Board of Trustees concludes that there is a conflict of interests, after analysing the situation reported by the staff member, they shall exclude him/her from any discussion and/or voting in the deliberations under discussion or those in any way related.

**5** — The minutes of the meetings of the Foundation's Governing Bodies must reproduce any situation of conflict of interest recognised by the respective members.

**6** — The members of the Governing Bodies shall, depending on the case, address to the Chair of the Board of Directors or the Chair of the Board of Trustees, in the 30 days after the present Code comes into force, a list of the institutions or companies of which they are members or in which they perform any role, as well as updating it whenever any changes occur.

**7** — A Register of Interests shall be created via Regulation, which shall be made available on the Foundation's official webpage.

## **Exclusivity**

**1** — Any professional activities external to the Foundation, paid or unpaid, performed by employees or members of the Executive Committee must always be previously authorised by the Board of Directors.

**2** — Employees or members of the Executive Committee may perform research or academic activities. They may engage in teaching or research, speak at conferences, write books or essays of a technical-scientific nature or develop other activities of the same nature, even when the subject matter is related to the scope of their professional role, as well as performing non-executive duties in other institutions.

**3** — The performance of an external professional activity which substantially reduces the time available to the employee or member of the Executive Committee to perform their duties should necessarily be reflected in their wages.

**4** — Employee or members of the Foundation's Executive Committee should inform the Chair of the Board of Directors about any role they perform, paid or unpaid, in other institutions.

## **Incompatibilities**

**1** — The following roles or duties are deemed incompatible with the performance of duties as employees or members of the Foundation's Executive Committee:

- . Holder or member of any public office;
- . Executive or consulting roles in other foundations.

**2** — The Board of Directors shall deliberate on a case-by-case basis as to the performance of duties in public or private companies by members of the Executive Committee.

## **Political activities**

**1** — While performing civic or political activities, the members of the Foundation's Governing Bodies and staff members must preserve the Foundation's independence and not compromise their capacity and ability to pursue their duties in accordance with the terms of the respective By-Laws.

**2** — Members of the Executive Committee, coordinators and area consultants may not integrate any political management or national executive bodies, nor act as spokespersons for political parties.

## **Final provisions**

### **Dissemination**

**1** — The Foundation’s Code of Best Practice is public and should be disseminated and made available to all staff members in an online digital format, and it provides for the possibility, through a continuous and participatory process, of being updated and adapted.

**2** — The Foundation must adopt efficient measures to inform the public about the present Code, namely by making it available on its official website.

**3** — The recruitment process for new Foundation staff members must include a confirmation of knowledge and acceptance of the present Code.

### **Sanctions**

The violation of any norm or principle implied or inherent in the present Code of Best Practice may entail disciplinary action taken against the defaulter.

### **Questions and omissions**

**1** — To clarify any questions arising about the matters addressed in the present Code, to communicate any irregularity or to resolve potential issues, a Trustee shall be nominated as particularly responsible for the enforcement of the present Code. Any request for clarification, complaint or any other matters which the members of the Foundation’s Governing Bodies and staff members deem appropriate to submit to the Board of Directors or the Board of Trustees should be addressed to said Trustee.

**2** — For any situation which is omitted in the present Code, the Board of Directors or the Board of Trustees, depending on the case, shall be responsible for deliberating in accordance with the Foundation’s Charter of Principles.

### **Entry into force**

The present Code comes into force on the date it is communicated to all of the Foundation’s staff members and services, and compels, without exception, all of those who are included in its scope such as it has been defined, and it is not legitimate for them to claim lack of knowledge and/or uncertainty as a reason for exemption of guilt and/or responsibility.

### **Alterations, modifications or replacements**

The present Code may only be altered, modified or replaced, either fully or partially, by joint deliberation from the Foundation’s Board of Trustees and Board of Directors.