CODE OF CONDUCT

"Our characters are a result of our conduct"
Aristotle

Março de 2024

CBC CENTRO BRASIL NO CLIMA

CODE OF CONDUCT

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INTRODUCTION

The Code of Conduct established by the Brazil Climate Centre (CBC) consolidates the practices and understandings shared between the institution's members and its partners.

The CBC's guiding principles are the defence of the Federal Citizen Constitution (1988), the United Nations Charter and the Declaration of Human Rights. In addition, the CBC works to value human dignity and promote ethics, peace, citizenship, human rights, democracy and other fundamental humanitarian values. The CBC acts without distinction of race, colour, belief, political or religious position and regardless of censorship or licence since its directors believe in and promote the autonomy of civil society initiatives as the basis of democracy.

Mindful of the demands of the new era in which it is necessary to demonstrate and practice good administrative practices, it is imperative to adopt behaviour that aligns with the principles underpinning its creation (CBC) and those that guarantee institutional preservation. We must anticipate any possibility of non-compliance with the rules and avoid behaviour that could contradict them. We understand that acting according to what is legal, fair, and ethical goes beyond simple compliance with the law; it involves defending its foundations and objectives.

We have established this Code of Conduct by recognising that it is based in an increasingly international environment and that it needs to consider its impacts on actions in other legal systems.

INTRODUCTORY DEFINITIONS

Acting beyond formal obligation

a) By Ethics

Ethics comes from the Greek ethos, which refers to character, disposition, custom, and habit. Today, it means the set of values of an individual or group. In an institution, ethics refers to the upright behaviour of its members, staff, professionals and partners.

b) By Compliance

The English verb 'to comply' means acting according to a rule, an internal instruction, a command or a request. In the global business environment, "compliance" represents the active and early pursuit of conformity with internal and external laws and regulations.

c) By Code of Conduct

The Code of Conduct is a document that records an institution's values and rules of behaviour. It defines which behaviours are or is not acceptable and is applied to complement the statutory regulations and their subsidiarity, including concerning the punishments established therein.

Above all, this Code of Conduct has an educational and guiding function for all organisation members, its partners and the public with whom it interacts.

TO WHOM IT APPLIES

1. This Code of Conduct applies to the CBC as an institution, its associate members, members of its boards and committees, officers, staff, trainees, service providers and anyone acting on behalf of the CBC.

MAIN GOALS

2. The main goal of this Code of Conduct, beyond what is established in its terms, is to set recommended and acceptable practices in the course of institutional life and its activities, especially concerning:

i - Achievement and endorsement of the CBC's institutional principles;

ii - Behaviour that strengthens the CBC's internal environment and integrity.

VALUES

3. CBC's values, as expressed in its institutional documents, must be reflected in all its actions and decisions to achieve its objectives:

i - Respect for life, people and the environment;

ii - Respect for the fight to control and reverse the climate crisis;

iii - Respect for human rights;

iv - Respect for community practices and traditional or excluded communities;

v - Ethics, collaborative behaviour, public awareness and transparency;

vi - Ensuring the health and safety of its members and partners, as well as of the entire population of all kinds;

vii - Environmental preservation and the quest for sustainable development;

viii - The rejection of any kind of prejudice or discrimination and religious, cultural or racial intolerance;

ix - The commitment to act, respect and consolidate trust and solidarity, plurality of ideas and justice in productive relations;

x - Social and environmental responsibility, contributing to sustainable development;
xi - Respect for the interests of traditional populations that may be linked to the areas where it works;
xii - Reconciling sustainable development, nature and cultural conservation and social welfare;
xiii - Respect for the interests of traditional and vulnerable populations, as defined by law, which may be linked to areas where they work;
xiv - Respect for human rights;
xv - The rejection of prejudice and discrimination of any kind, as defined by law;
xvi - Legality, impersonality, morality, publicity, economy and efficiency;
xvii - Permanent dissemination to train staff in this Code of Conduct and its development; and
xviii - Respect for the Brazilian Federal Constitution.

DUTIES

4. Those with any kind of relationship with the CBC must protect the institution and its image from any misconduct they become aware of, however apparent.

5. Those with any kind of relationship with the CBC must use this Code of Conduct reasonably and with a genuine interest only in complying with its principles. It is an ethical offence to formally use it to create disturbances, gain personal advantage or cause unjustifiable damage to third parties or the public assets of the CBC or its members and partners.

6. Anyone who encounters situations that may constitute non-conformities must comment on them in the relevant statutory forums in a timely, honest, reasonable and responsible manner, detailing attitudes or practices that do not comply with the guidelines of this Code of Conduct, the CBC's internal rules or the law.

7. Those with any kind of relationship with the CBC can never disregard the ethical element of their behaviour. Thus, they will not only have to decide between legal and illegal, fair and

unfair, convenient and inconvenient, opportune and inopportune, but above all between honest and dishonest.

8. Those with any kind of relationship with the CBC must always act with integrity in their internal and external relations, always maintaining complete coherence between discourse and practice and bearing in mind that the CBC:

i - Trusts and assumes the integrity and good faith of its members in their professional activities, drives them to comply with rules and standards;

ii - It values the determination and proactivity of its members, partners and suppliers in the face of adverse and challenging situations; and

iii - Guides the exercise of its activities in a spirit of cooperation and solidarity, sharing knowledge and experience.

9. Those to whom this Code of Conduct applies carry the image and reputation of CBC, both inside and outside the organisation, and must be committed to preserving it.

10. The CBC respects in its actions the prevention of violations of human rights protected by international treaties and conventions and, to this end, the duties of all those to whom this Code of Conduct applies are:

i - Ensuring a work environment that respects, welcomes and promotes diversity of culture, colour, ethnicity, religion, age, gender, sexual orientation or physical appearance;

ii - Lead your interpersonal relationships based on respect for people and differences;

iii - Cultivate vocabulary and attitudes compatible with institutional values;

iv - Working collaboratively and preserving constructive debate and diversity of opinion;

v - Preventing, not practising and not conniving in any kind of aggressive behaviour or physical, psychological or sexual violence;

vi - Do not obtain, store, use or pass on inappropriate or offensive material or content;

vii - Immediately report any attitude of a prejudiced, discriminatory or violent nature that you have witnessed;

viii - Respect the opinions, beliefs and political convictions of all staff, as well as the right to free trade union membership;

ix - Respect all groups and individuals and their material and immaterial cultural values and heritage involved directly or indirectly with the company's units and undertakings;

x - Preventing, identifying, evaluating and monitoring the social impacts of our activities on the communities with which CBC interacts or where its projects take place;

xi - Combating degrading or slave-like labour practices, as well as respecting the rights of children and adolescents, establishing punitive measures such as fines and contract termination in the event of violations;

xii - Do not use digital channels and external social networks to express aggressive opinions, disrespect, infringe the values of the organisation or cause damage to the image and reputation of the institutions and their members, managers, staff and partners;

xiii - Not to solicit, receive, offer or grant gifts, hospitality or sponsorship consideration incompatible with CBC practices and applicable legislation;

xiv - Adopt mechanisms that allow the traceability of interactions with political agents to guarantee their transparency;

xv - Carry out transparent, truthful and correct communication, easily understandable and accessible to all interested parties, and publicity based on the values and principles set out in this Code of Conduct; and

xvi - Do not produce or disseminate false news or unverified facts, which should always be checked by the staff member through the company's official channels, reliable media and responsible institutions.

PRESERVING INSTITUTIONAL INTERESTS

11. The CBC's mission is to dedicate itself to areas that sometimes cross into political spheres, facing institutional and personal threats. Therefore, those who interact with it must always remain attentive and committed:

i - Preserving the CBC's heritage (material and immaterial);

ii - Preserving the heritage of partners even if they have been entrusted to the CBC;
iii - No offence against the institutional mission or the institution itself;
iv - Do not divulge any information that you have been entrusted with or that you have had access to, even from partners;
v - Do not disclose non-public information that could reveal the activities of the institution or the leaders of the CBC, its partners, or even civil society leaders dedicated to similar or equivalent missions;
vi - Not assisting those who could harm the CBC in its interests, projects or image; and
vii - Not to act in an unethical and disloyal manner even with people you believe are institutional opponents or opponents of the CBC's agendas and mission.

FINANCIAL MANAGEMENT

12. The CBC's financial management must take into account the following elements:
i - The financial availability to fulfil the obligations of its projects;
ii - The preservation of its assets or what is entrusted to you;
iii - The careful selection of contracts to fulfil the objectives of its actions and projects, observing not only legal criteria but also an equation that takes into account the institution's spending possibilities, asset preservation, fair remuneration for supplies and services, and market practices;
iv - Observing any rules arising from agreements signed with financial backers, as long as they do not conflict with Brazilian law;
v - Investment in funds and ethical financial market practices, including socio-environmental responsibility and the principles of this Code of Conduct; and
vi - The application of surplus resources to maintain its operation, institutional development and the objectives for which the CBC is intended.

CONFLICT OF INTERESTS

13. Conflict of interest is recognised when a member acts to achieve private interests that are contrary to the interests of the CBC or that could cause them any kind of damage, the situation generated by the clash between collective (including public) and private interests that could compromise the collective interest or improperly influence the performance of a statutory or public function.

14. The institution's administrative, property and financial management must adopt administrative management practices that are necessary and sufficient to prevent personal benefits or advantages from being obtained due to participation in the decision-making process, and therefore, those who decide cannot benefit from their decision.

15. It is the duty of everyone to whom this Code of Conduct is addressed to prevent and avoid any (actual or potential) conflict of interest that could endanger the interests of CBC and its partners or harm its reputation and partners.

16. Everyone to whom this Code of Conduct is addressed is expected to follow it:

i - Be aware of and avoid the conflict of interest hypotheses provided for in current legislation;

ii - Not engage directly or indirectly in any activity that conflicts with the interests of the CBC;

iii - Strive for impartiality, carrying out their activities in an unbiased manner;

iv - Be aware of and comply with the applicable internal and legal rules concerning nepotism prohibition.

THE FIGHT AGAINST CORRUPTION

17. The CBC acts in complete compliance with applicable national and international legislation, especially the Law for the Defence of Administrative Probity (Brazil), the Corporate Anti-Corruption Law (Brazil), the FCPA - Foreign Corrupt Practices Act (USA), the UK Anti-Bribery Act and SOX - Sarbanes-Oxley Act (USA), among other legal standards in the fight against corruption, both in Brazil and abroad.

18. In this regard, the CBC repudiates any form of fraud and corruption, including bribery, money laundering or insider trading.

19. For the CBC, corruption is revealed in the abuse of power or authority involving the exchange of advantages or the promise of undue advantages on the pretext of influencing an act carried out from the exercise of an office. It occurs in any situation in which someone offers or requests a non-regular benefit from using an office to create obstacles or prevent a regular action from being taken.

20. Thus, the CBC does not tolerate corruption and not only that of Brazilian law, which is restricted to public office, but that which can occur even in private law environments or in international spheres, which, it considers, may even be more tolerant in their practices.

ON PRACTICES TO ENSURE THESE ETHICAL RULES

21. To maintain, apply and guarantee the effectiveness of these ethical rules, The CBC will have:

i - A behaviour of institutional transparency by publishing its internal documents such as statutes and by-laws and its approved accounts;

ii - This Code of Conduct on its website and make it available to the public;

iii - Complaints channel, via email: canaldeetica@centrobrasilnoclima.org, to receive complaints and reports and forward them to its competent governing bodies;

iv - Ongoing training and education for the members of its team, including the temporary members of its projects, so that they know and comply with the rigour of its terms; and

v - Information and qualification of its permanent staff so that it can act as a channel for receiving complaints and forwarding them to the ombudsperson channel or its governing bodies.

COMPLIANCE

22. CBC will maintain permanent vigilance about compliance with Brazilian law, its internal regulations such as its bylaws and this Code of Conduct, and with the fundamental rules of its partners and, in this regard, to this end:

i - It will always keep a Monitoring Plan up to date, identifying possible risks of non-compliance with the rules mentioned above and stipulating preventive and remedial measures when carrying out its projects and maintenance of its institution;

ii - It will periodically train its staff to become familiar with the Monitoring Plan and its perfect execution;

iii - It will instruct its management staff to receive complaints or suggestions for improvement in the fulfilment of the Monitoring Plan; and

iv - At the end of each action and project, the Monitoring Plan will be evaluated, including the occurrences and risks that may have occurred, as well as the preventive and remedial actions and their results.

23. The Monitoring Plan will also be dedicated to forecasting risks to the fulfilment of projects and the maintenance of the CBC due to its financial balance and the legal and political environment in Brazil and worldwide.

24. The Monitoring Plan has to consider suppliers and partners so that what is unacceptable for the CBC in its social, environmental, ethical and humanitarian responsibility is not indirectly admitted.

STATEMENTS

25. The CBC states:

i - To ensure institutional preservation, the safety of its members and the image and security of its funders and partners, the CBC undertakes a strict commitment to comply with the law, its bylaws and this code of conduct and, therefore, will maintain practices to monitor compliance based on a compliance assessment plan in which it

will previously and permanently investigate the institution's practices and projects and its management, identifying potential risks and establishing actions to prevent or repair damage;

ii - It will not tolerate, connive at or fail to act in cases of discrimination based on race, ethnicity, culture, origin, social class or similar;

iii - Will not tolerate, connive at or fail to act towards slave labour or child labour under any circumstances, anywhere;

iv - It will not tolerate, consent to or be silent about any action that undermines human rights, even if it has been authorised by any state anywhere in the world;

v - It will not tolerate, connive or be silent on the law of countries that allow outrageous punishments, punishments of physical torture, death sentences, repression of ethnic or religious groups or repression of women or gender, even if regulated by law;

vi - It will not tolerate, conspire with or fail to recognise the rights of countries that condone damage to nature, environmental crimes or encourage or omit to tackle the climate crisis;

vii - It will not tolerate, connive at or fail to recognise religious intolerance, the legal or cultural status of female submission, gender-based persecution, or moral or sexual harassment, even if carried out by authorities or in societies that tolerate it;

viii - It will not tolerate, connive at or fail to act about terrorism, which is understood to be that provided for in Article 2 of Law 13.260/16 and the cases in which armed action is used against the civilian population to terrorise them and use the resulting terror in favour of their political struggle, a concept that for the CBC applies not only to the agents directly carrying out the violent acts of terrorism but also to those who encourage it morally, materially or financially; and

ix - It will not tolerate, connive at or fail to act in cases of damage to natural heritage and those that cause or increase the climate crisis, even if they do not correspond to illegal actions or are considered legally enforceable in certain countries.

26. All those who work with the CBC must read this Code of Conduct and, by continuing to do so, consider themselves to be, even if presumably, signatories to its terms.

The articles of association and Brazilian law apply in all matters not provided for in this code.