



CODE OF ETHICS AND CONDUCT

March 2024



BVRio's CODE OF ETHICS AND CONDUCT

PRESENTATION

BVRio ("Institute" or "BVRio") is a non-profit, non-governmental, organised, independent, self-governing, and voluntary organisation.

This **BVRio** Code of Ethics and Conduct includes the main ethical and moral guidelines that should guide the Institute's internal, business, and government relations. It applies to its board of directors, advisors, employees, service providers, and partners, herein referred to as "**Parties**".

Among **BVRio's** values, pursuing excellence with ethics and transparency is a pillar of the Institute's growth and sustainability. Therefore, it is mandatory that all individuals and companies, public or private, who deal with **BVRio** are aware of this Code and commit to its fulfilment, striving for its applicability and efficiency.

To fulfil its mission, **BVRio** is also supported by various donors worldwide. This Code also sets out the rules of conduct for those involved in implementing and managing all aspects of work on behalf of donors.

MISSION

Promoting the use of market mechanisms to facilitate compliance with social and environmental laws, working to defend, preserve, and conserve the environment, and promoting sustainable development and a green economy.

EXPECTED BEHAVIOUR

ANTI-CORRUPTION

The Parties declare that they are aware of the corruption prevention rules laid down in Brazilian legislation, including the Administrative Improbity Law (Federal Law No. 8.429/1992) and Federal Law No. 12.846/2013 and its regulations (together, the "Anti-Corruption Laws") and undertake to faithfully comply with them, by themselves and by their partners, managers, and employees.

The Parties undertake (i) not to give, offer or promise any asset of value or advantage of any kind to public officials or persons related to them, or any other persons, companies

and/or private entities, to obtain an undue advantage, influencing an act or decision or unlawfully directing business; and (ii) to adopt the best practices for monitoring and verifying compliance with anti-corruption laws, to prevent acts of corruption, fraud, illicit practices or money laundering by their partners, managers, employees and/or third parties contracted by them.

RESPECT FOR DIVERSITY, EQUAL OPPORTUNITIES AND SOCIAL INCLUSION

BVRio supports the Universal Declaration of Human Rights¹. The Parties must respect different ethnic origins, cultures, races, religions, ages, disabilities, sexual orientations, social classes, political convictions, and any form of diversity without discriminating, harassing, favouring, or practising any prejudice against anyone.

At the Institute, we follow the promotion of equal access and the commitment to diversity as a principle in our hiring and partnerships.

In BVRio's projects, in addition to the criterion of relevance to the environment, it is equally important to generate social inclusion and improve the living conditions of the population assisted.

ENVIRONMENT AND WORKING ENVIRONMENT

BVRio strives for a harmonious, organized, cooperative, safe, and environmentally sustainable working environment. Its directors, employees, and service providers must be aware of and comply with the determinations contained in the **Institute's Environmental Policy**.

IMAGE

All **BVRio** employees and service providers are responsible for maintaining the integrity and image of the Institute. The formal use of **BVRio's** image must be requested from the Communication Management and/or the Directors and must not be associated with acts that contradict the guidelines contained in this Code.

¹ <http://www.un.org/en/documents/udhr/>.

SLAVE LABOUR

The **BVRio** Institute repudiates and does not tolerate any use of forced, compulsory or child labour, whether with its employees, service providers, partners or suppliers.

CONFIDENTIAL INFORMATION

The information, methodologies and technologies are confidential and for **BVRio's** internal use. The Parties agree to keep confidential any data they may have access to, and not to exploit or disclose such secrets to third parties.

DATA PROTECTION

The Parties undertake and oblige themselves, whenever applicable, to comply with the legislation on Personal Data Protection and the determinations of regulatory/supervisory bodies on the matter, in particular, Federal Law No. 13.709/2018 - General Law on Personal Data Protection ("LGPD"), releasing one party from any penalties that may be attributed for non-compliance with said legislation. **BVRio** has a **Data Management and Protection Policy**.

CONFLICT OF INTEREST

BVRio recognises that potential conflicts of interest may arise while carrying out work for the Institute.

A conflict of interest occurs when one of the parties involved in making a decision or in an evaluation process has particular interests that could jeopardise their decision.

As part of the planning process, before accepting an external assignment, the **BVRio** employee/service provider must take into account potential conflicts of interest. In particular, potential conflicts arising from:

- Past, current, or future work with the same client, employees, subcontractors and collaborators.
- Past, current, or future work with other clients, employees, subcontractors and collaborators.
- The Declarations of Interest of the team involved.

In situations that may involve a conflict of interest, the parties should check the Conflict-of-Interest Policy to ensure transparency and not jeopardise the integrity of the **BVRio** Institute.

RELATIONSHIP WITH PUBLIC AGENTS

Everyone's relationship with public officials and politically exposed persons must be transparent, respectful, and ethical, always aiming to guarantee honest relations between the parties.

For the purposes of this Code of Ethics and Conduct, a public official is defined as one who holds a mandate, position, job or function in the powers of the Union, States, Federal District and Municipalities, even temporarily.

Politically exposed persons are public officials or former public officials who hold or have held relevant public positions, jobs or functions in Brazil or abroad in the last five years.

COMBATING MORAL AND SEXUAL HARASSMENT/EXPLOITATION AND BULLYING

Moral and sexual harassment/exploitation, as well as any form of intimidation, are contrary to BVRio policy and are not tolerated. All employees, service providers, project beneficiaries and partners must have a safe and collaborative working environment, free from sexual harassment, bullying and retaliation.

When a BVRio employee, service provider, project beneficiary or partner becomes aware of sexual exploitation, harassment, or abuse by a work colleague, they must report it through the reporting mechanisms established in this Code.

Sexual harassment and bullying jeopardise working relationships and are unacceptable and contrary to BVRio's policies. Anyone who fails to comply with this fundamental principle is subject to sanctions.

RELATIONSHIP WITH SUPPLIERS AND SERVICE PROVIDERS

Relations with **BVRio's** suppliers and service providers are always guided by respect between the parties, professionalism, transparency, and integrity. **BVRio** looks for suppliers and service providers that act per current legislation and comply with the

provisions of this Code. BVRio has an acquisition and purchasing policy that must be observed by the parties involved.

ACQUISITIONS

BVRio does not favour any company or segment in its acquisitions, except in cases of notorious speciality, in which case competition becomes unfeasible. In addition, **BVRio** has a **Procurement Guidelines Policy**.

DONATIONS AND SPONSORSHIP

Donations and sponsorships received by **BVRio** must be transparent and, if they are earmarked for a specific purpose, the funds from these partnerships are used exclusively to carry out the activities for which they were intended.

If requested by the donor or sponsor, **BVRio** will present reliable accounts of the use of the funds received, always within the Institute's statutory objectives.

GIFTS AND BENEFITS

BVRio believes that the receipt of gifts and hospitality should be of a purely business nature and cannot be understood under any circumstances as favouritism, bribery, or influence.

The receipt of promotional gifts such as pens, diaries, and calendars is permitted, provided that the gifts are of small value, understood as a legitimate professional reason, and in conditions compatible with the size of the company that granted them.

ENVIRONMENT

BVRio's goal is to understand and minimise its impact on the environment through the continuous development and implementation of measures that minimise impact as much as possible.

EMPLOYEE RELATIONS

BVRio also supports the ILO Declaration on Fundamental Principles and Rights at Work² and repudiates any form of abuse or harassment.

DUTY TO ACT

BVRIO executives, employees, and collaborators must comply with this Code of Ethics while acting on behalf of the organisation. They are encouraged to promote the standards of this Code in their day-to-day activities.

CODE OF ETHICS AND WHISTLEBLOWING CHANNEL

It is mandatory to report any attitude, behaviour, practice, or fact identifiable as non-compliance with this Code of Ethics.

Communication should be made by e-mail to canal.etica@bvrio.org. The confidentiality of the facts and the complainant will be guaranteed.

Details of the measures and investigations can be found in **BVRio's Whistleblowing Policy**.

ETHICS COMMITTEE

BVRio's Ethics Committee, composed of the Executive President, the Operations Director and the Institute's Legal Manager, will receive complaints sent via e-mail to canal.etica@bvrio.org.

Once complaints have been received, the Committee will meet within a maximum of 10 (ten) days to deal with the incident.

Any complaint received will be treated as a priority by **BVRio's** Board of Directors, and the confidentiality of the facts and the complainant will always be guaranteed.

² <http://www.ilo.org/declaration/thedeclaration/textdeclaration/lang--en/index.htm>

PRESUMPTION OF INTEGRITY

BVRio, as a fundamental individual guarantee, considers that everyone has integrity and values the truth.

Therefore, any penalty for violating this Code will only be applied once the facts have been proven, with prior defence guaranteed for those being investigated.

MONITORING

BVRio understands that the development of the Code of Ethics is an inclusive and continuous process and will offer periodic training to develop and reinforce everyone's ethical competences and awareness.



Learn more

bvrio.org/values-and-policies