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### 1. FOREWORD

The PRIMA Foundation “Partnership for Research and Innovation in the Mediterranean Area” (hereinafter, “PRIMA”) is established under the Spanish private Law and, particularly, according to the current State legislation on foundations.

As a non-profit organisation for public good, PRIMA is committed to maintaining the highest integrity and ethical standards in working with the PRIMA members and associates, liaison organisations and all other partners. PRIMA is committed to full compliance with all laws and regulations that apply to the association’s activities. PRIMA expects all individuals who are involved in PRIMA activities, in particular PRIMA Secretariat staff and all individuals serving in governance and advisory positions, to comply with high standards of professional conduct.

The PRIMA Code of Conduct (the Code) includes such topics as ethics, legal responsibilities, respect for others, conflict of interest and protecting PRIMA.

The principles and values that this Code of Ethics contemplates not only define the foundation, but also constitute a true commitment to any internal and external action, and especially to any of the actors or groups with whom it is related for the development of its activity.

The essential function of this Code is to establish the essential foundations and guidelines of action that will mark the decision making of the foundation as such and all its members in the exercise of their functions, so that a coherent and consistent line of action is achieved in each and every one of the areas in which it is present, guaranteeing high ethical standards.

All the principles contemplated in this Code have a double facet of implementation. On the one hand, they must be applied and respected in the internal functioning with structural character, so that all the people that make up the PRIMA are perfectly aware of them and aware of the need for their application.

This guarantees that the content of this Code does not constitute a mere declaration of intentions, but that it has practical and real application in all areas of the foundation's activities. On the other hand, the Code of Ethics has an external projection insofar as it guarantees the ethical and operational standards applicable in all actions, of any kind, with everyone with whom the foundation is related.

### 2. SCOPE

This Code applies to the following persons:

- Members of the PRIMA Board of Trustees (BoT) and PRIMA Steering Committee (SC) and their principals and alternates representatives
- Members of the PRIMA Scientific Advisory Committee (SAC)
- External experts
- Observers of the BoT and observers of any BoT, SC and/or SAC meetings
- Members of the national funding agencies participating to the calls launched by PRIMA
- Participants to the calls launched by PRIMA
- PRIMA Grantees

- Consultants, contractors and freelancers performing work on behalf of PRIMA
- Director of the Secretariat of PRIMA (DoS), the Deputy Director of the Secretariat of PRIMA (DD) and all the other PRIMA Secretariat staff members
- Staff members of European Union Institutions, bodies and agencies present and/or participating in PRIMA meetings
- Any other individuals involved in PRIMA activities, particularly those participating in ad hoc advisory committees, panels or working groups formed by PRIMA.

### **3. RESPONSIBILITIES AND APPLICABLE LAWS**

All persons who are subject to this Code are responsible for abiding by the PRIMA Bylaws, the Rules of Procedure, the Quality Management System, the PRIMA policies and by the applicable laws. They are responsible for knowing the PRIMA Bylaws, Rules of Procedures, guidelines and policies related to their job and function.

All persons who are subject to this Code are expected to avoid major problems by using good judgment and seeking guidance when questions arise. Anyone subject to this Code shall bring potential problems to the attention of their superiors within PRIMA, Co-chairs of the BoT, or to the DoS or to the PRIMA Committee of Safety and Ethics. By signing this Code of Conduct, they acknowledge and confirm explicitly that they will comply with the provisions of the PRIMA Policy on Prevention, detection and correction of errors, frauds and irregularities.

Violating these obligations will be investigated and PRIMA has the right to take action in cases where individuals have exhibited biased behaviour or action. These actions, that will be proposed by the PRIMA Committee of Safety and Ethics after informing the BoT, may include:

- Requiring an individual to choose between the conflicting activities
- Prohibiting an individual from playing a decision-making role in PRIMA relevant to the conflict
- Exclusion from participating in PRIMA review processes, committees and governance bodies
- De-selection, or in extreme cases recovery of damages, termination of employment, and filing of criminal charges as appropriate for the violation.

### **4. CHANGES**

Any time this Code of Conduct is amended/modified, it is re-distributed to all recipients, which shall sign the revised version, including the possibility to do so through an electronic way.

### **5. EQUAL EMPLOYMENT POLICY**

PRIMA is an equal opportunity employer. Employment practices are based on ability and performance, including appointing, hiring, promotions, training and development, compensation and disciplinary actions. PRIMA does not discriminate on the basis of race, colour, religion, national origin, sex, age, marital status, non-disqualifying physical or mental disability, veteran status, sexual orientation, political affiliation, and/or any lawfully protected classification. Nevertheless, PRIMA can introduce limitative requirements regarding certain positions if they are fully justified in accordance to the nature of the organization.

All applicants for a PRIMA Secretariat staff position, in whatever contractual modality, will be required to disclose their family or personal relationships with a person already employed by PRIMA as Secretariat staff member or representative of the BoT or SC member.

### **6. HEALTH AND SAFETY**

PRIMA is committed to maintaining a safe and healthy working environment. To promote a healthy workforce and a safe work environment, employees and function owners are expected to follow any specific guidelines that have been issued and make management aware of potential safety hazards or threats of violence.

### **7. TRANSPARENCY**

In accordance with national and international standards, PRIMA is strictly committed to the transparency of its actions, adopting specific measures that facilitate the knowledge of any third party of its activity.

PRIMA has an active and up-to-date official website through which it provides important information about its activity, its internal organization and its way of working. In it are exposed publications, statistics, agenda of past and future activities. Its statutes, its governing bodies, its budget and its modus operandi are also detailed. Specifically, the aforementioned website exhibits without restrictions:

- The statutes of the foundation
- DECISION (EU) 2017/1324 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 4 July 2017 on the participation of the Union in the Partnership for Research and Innovation in the Mediterranean Area (PRIMA) jointly undertaken by several Member States
- General Budget
- This Code of Ethics
- The Annual Work Plan
- All the information related with the calls launched by PRIMA
- Annual memories and reports

### **8. PRIVACY**

It is the responsibility of PRIMA Secretariat to protect, collect, hold and process all the personal data received in accordance to the REGULATION (EU) 2016/679 OF THE EUROPEAN PARLIAMENT AND OF THE COUNCIL of 27 April 2016 on the protection of natural persons with regard to the processing of personal data and on the free movement of such data, and repealing Directive 95/46/EC.

### **9. CONFIDENTIALITY**

The integrity and reputation of PRIMA is dependent on the professional conduct and behaviour of all persons who are subject to this Code of Conduct, and they may only use sensitive or confidential data for the identified purposes for which they have been disclosed by PRIMA. These data must not be used for personal benefit, disclosed unless appropriate for the proper functioning of PRIMA, or unless otherwise required by law. Data may not be used in any other inappropriate way. The PRIMA confidential information is an invaluable asset that PRIMA Secretariat staff and those in appointed PRIMA Roles must take great care to

protect it including its proper labelling, securing and disposal. No confidential third-party information should be used to gain an unfair advantage.

### **10. CONFLICT OF INTEREST**

PRIMA Secretariat staff have to act in the best interest of PRIMA, and not as a representative of any special interests of an institution or country.

All representatives in the BoT, SC and SAC members, PRIMA Secretariat staff and any other person subject to this Code must avoid placing themselves in a position that creates, leads to, or could present the appearance of a conflict of interest. A conflict of interest exists when a person subject to this Code:

- Has a different interest regarding the mission of PRIMA;
- Benefits (personally or her relatives) from opportunities created for PRIMA activity; or
- Acts against the obligations linked to her position.

As an example, and not exhaustive, the following situations may determine a conflict of interest:

- Provide privileged information to entities or organizations interested (directly or indirectly) in being part of PRIMA call's.
- Accept money or favours from entities or organizations interested (directly or indirectly) in being part of PRIMA call's.
- Select a consultant, contractor, freelancer or any other entity performing work on behalf of PRIMA and have economic interests (personal or relatives) with respect to him or her.
- Select a consultant, contractor, freelancer or any other entity performing work on behalf of PRIMA which has not offered the best value for the money bid.

According to the article 6 and 13 of the PRIMA Statutes, representatives in the BoT and SC members shall neither be part of PRIMA call's applications, nor will they be involved in any situation of conflict of interest.

In addition, representatives in the BoT and SC members will have to communicate to all potential entities or organizations interested in being part of PRIMA call's applications that they cannot deliver or disclose any kind of information regarding the calls due to their involvement in the definition of the topics of the calls.

This communication will be done on writing every year, during its first month.

Any situation involving an actual or potential conflict of interest should promptly be reported to the PRIMA Committee of Safety and Ethics through the address indicated on the PRIMA website.

In case an actual or potential conflict of interest is reported to any person subject to this Code, she will have the obligation to communicate it promptly to Co-chairs of the BoT, or to the DoS or to the PRIMA Committee of Safety and Ethics.

### **11. ACCEPTING GIFTS**

A gift is defined as any item of cash or goods or any service which is provided for the personal benefit of PRIMA official, PRIMA Secretariat staff or those in appointed PRIMA Role by a third party at less than its

commercial value. The level at which employees can accept such gifts are set out below. If anything in excess of this level is offered it should be politely declined. If further guidance is needed this should be addressed to the Committee of Safety and Ethics.

The following types of gifts may be accepted:

- Low value “promotional” gifts, e.g. calendars, diaries inscribed with the donor's name.
- Traditional gifts, e.g. flowers, fruit and confectionery of a reasonable value.
- Gifts and items which are provided during conferences and meetings to all participants.
- Entertainment which is within the bounds of accepted business hospitality (e.g. business lunch), and at which the donor is present, may be accepted.
- Attendance of free seminars, including related lunches and dinners sponsored by companies.

When staff is engaged in procurement or funding activities, they shall act with due diligence in order to safeguard their impartiality.

### **12. IMPARTIALITY**

PRIMA Secretariat staff and those in appointed PRIMA Roles should not enter into any PRIMA related business relationship with a close relative or significant other, including appointing them as an auditor, outside counsel, contractor, or any other position that involves having financial dependence or influence on PRIMA without first contacting the PRIMA Committee of Safety and Ethics.

### **13. COOPERATION WITH AUDITORS**

All PRIMA Secretariat staff should do everything possible to cooperate with any internal auditors and external auditors, including those appointed by authorities such as the European Commission and the European Court of Auditors by giving them honest, thorough information to enable PRIMA to demonstrate that all books and records are accurate.

### **14. APPLICATION CONTROL**

In order to guarantee the rigorous application of this Code in all the areas of action of PRIMA, the PRIMA Committee of Safety and Ethics has the functions related to the control of the application of the acquired commitments and will watch over its dissemination, knowledge and interpretation, making the proposals and modifications it deems appropriate to keep it updated and useful for its purposes.

The PRIMA Committee of Safety and Ethics is composed by seven members: two from a Southern Mediterranean Country Members of the BoT, two from a European Union Member State of the BoT, one from the Union for the Mediterranean, one from the European Commission and the legal officer of PRIMA that will act as a Secretary of the Committee.

The members of the PRIMA Committee of Safety and Ethics have to be elected by the BoT among the principal representatives of the legal persons acting as BoT trustees, being one of them the Chair of the Committee, and ensuring a balanced participation of men and women. The election of the members from the Union for the Mediterranean and the European Commission will be decided by these organizations. The term of their mandate is 3 years, renewable for 2 additional years. The PRIMA Committee of Safety and Ethics will meet, physically or virtually, each time a potential conflict of interest is reported. The decisions

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of the PRIMA Committee of Safety and Ethics are taken by consensus or, failing this, by a qualified majority of 75 %. The PRIMA Committee of Safety and Ethics will issue a report proposing a certain action to correct each situation reported, and this decision will be informed to the BoT and its fulfilling will be mandatory.

Any breach of this Code of Ethics must be communicated through the usual channels (specially the e-mail address indicated on the PRIMA webpage) to the PRIMA Committee of Safety and Ethics, who will receive the information and proceed to the assessment of it. The anonymity of who puts the said breach in knowledge to safeguard her rights and security will be guaranteed. In order to ensure compliance with the ethical obligations and the principles of action contained in this Code, the Committee will ensure that it takes the necessary measures to sanction breaches of which it is aware, to reject unfair conduct and to avoid its repetition in the future.

I, the undersigned, confirm that I have read, understood and accepted the above Code relating to the performance of tasks for PRIMA.

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Date

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Name

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Signature