



# 231 INTEGRATED SYSTEM – ANTI-BRIBERY AND TRASPARENCY

## CODE OF ETHICS

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**CSI-PIEMONTE**

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## 1. PREAMBLE

CSI-Piemonte, Consorzio per il Sistema Informativo (Consortium for the Information System) (hereafter also known as “CSI” or “Consortium”), established in 1977 at the initiative of the Piedmont Region, the University of Turin and the Polytechnic of Turin, is the instrumental Body to which the Piedmont Public Administration entrusts the implementation of development projects and services in the field of ICT (*Information Communication Technology*), required for its operation.

In addition to the founding members, numerous Piedmont Bodies participate in the Consortium, including the City and Province of Turin<sup>1</sup>, other Piedmont Provinces, Municipalities and their associated forms, local health authorities and hospitals, agencies and companies with entirely public shareholders.

CSI is a non-profit body functionally instrumental to the satisfaction of the institutional purposes of its Consortium Member Bodies; to that end, the Consortium creates high tech products and services, designs applications and information systems and performs research and development activities in relation to new information technologies, putting potential elements of innovation at the service of the regional organisation and the bodies themselves. It operates mainly in support of the technological and organisational innovation of the Consortium Members, promoting and supporting their activity in providing services to citizens and enterprises, as well as supporting their institutional collaboration initiatives.

Over time, CSI has expanded its field of operations, participating in international Research and Development tenders and in initiatives functional to transferring abroad the good practices already developed for the Piedmont Public Administration, with the dual objective of acquiring skills useful for implementing new and innovative services and projects in favour of the Consortium Members and re-launching institutional and design initiatives, also through the involvement of Piedmont's ICT enterprises.

Given that, for CSI-Piemonte, the methods followed to achieve its institutional purposes are of great significance, the relationship with multiple stakeholders, both internal (Employees and Collaborators) and external to the Consortium (Customers, Suppliers, public institutions - national, EU and foreign - and the community), requires respect of the principles of social responsibility as well as economic objectives. With this Code of Ethics, the Consortium therefore ratifies the ethical principles and rules at the basis of its activity, with which all Employees and all those who, in various guises, collaborate with and contribute to the pursuit of the Consortium mission are required to comply.

Those principles and rules constitute an integral part of corporate cultural assets and represent, for CSI, a significant strength in managing the relationships with its stakeholders.

With a view to guaranteeing a greater level of prevention of unlawful behaviours and ensuring the effective implementation of the “integrated system 231 Anti-bribery-Transparency” used by the Consortium, the Code of Ethics is actually primarily important in preventing the crimes provided by Italian Legislative Decree 8 June 2001 no. 231 as amended and supplemented “*Regulation of the administrative liability of legal entities, companies and associations even without legal personality, in accordance with Article 11 of Italian Law 29 September 2000, no. 300*”, as well as by Italian Law 6 November 2012 no. 190 “*Provisions for the prevention and repression of bribery and illegality in the public administration*” and by the respective implementation Decrees – Italian Legislative Decree 14 March 2013, no. 33 “*Reform of the provisions regarding obligations of publicity, transparency*

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<sup>1</sup> Since 1 January 2015, by virtue of the provisions of Italian Law no. 56/2014 (Delrio Law), the Province of Turin has been replaced by the homonymous Metropolitan City, which takes over it and succeeds it in all active and passive relationships.

*and dissemination of information by the public administrations” and Italian Legislative Decree 8 April 2013, no. 39 “Provisions in relation to non-granting and incompatibility of assignments at public administrations and private entities under public control, in accordance with Article 1, Paragraphs 49 and 50, of Italian Law 6 November 2012, no. 190”.*

In line with the regulatory framework described above, this Code also incorporates the general principles contained in Italian Presidential Decree 16 April 2013, no. 62 “Regulation on the Code of Conduct for Public Employees” insofar as they are compatible with the legal nature and organisational structure of CSI-Piemonte.

## 2. GENERAL PROVISIONS

### 2.1. Scope of application and recipients

The aim of this Code of Ethics is to establish, clearly and unambiguously, the principles that are at the basis of CSI-Piemonte's operations, as well as the rules of conduct with which all those who, within the Consortium, cover roles of representation, control, administration or management, as well as all employees without exception, irrespective of their role and the nature and type of employment contract (therefore, also including Employees with managerial roles) must comply. The term “Employee” therefore means all temporary and permanent employees, Managers and Directors.

Insofar as it is compatible, the Code also applies to Collaborators and to anyone else who holds with CSI - directly or indirectly - permanent or temporary relationships, or anyone who works in favour of the Consortium (e.g. Customers, Suppliers, Consultants, Employees and Collaborators of Institutions and Public Bodies, as well as national and foreign Organisations).

All persons indicated above are therefore the “**Recipients**” of the provisions set out in this Code of Ethics.

This Code conforms to the structure and role of CSI-Piemonte and constitutes one of the tools of prevention of unlawful acts adopted by the Consortium, as well as constitutive element of the 231 Integrated System – Anti-bribery and Transparency.

The Recipients of this Code are asked to contribute actively to its scrupulous compliance, refraining from any conduct contrary to it, under penalty of the application of the respective sanctions, with all legal consequences.

To that end, the Recipients of this Code are informed of its contents by way of the adoption of special methods of publicity and communication, including, for example:

- publication of the document on the company intranet and on the website of CSI-Piemonte - “Transparent Administration - General Documents” section;
- indicating the page of the institutional website where the document is published, within employment contracts, collaboration or consultancy assignments and supply contracts for goods and services in favour of the Consortium.

Any violation of the indications contained in this document may involve the application of a sanction, in accordance with the provisions of the relevant contract and the Company Disciplinary Code; the sanctions differ based upon the nature of the relationship between the perpetrator of the violation and CSI, as well as the significance and severity of the violation committed.

### **3. ETHICAL STANDARDS OF THE CONSORTIUM**

In order to achieve its institutional objectives and the public interests underlying its mission, CSI-Piemonte bases its activities on the strictest compliance with principles of honesty, integrity, correctness, good faith, proportionality, objectivity, transparency, fairness, reasonableness, confidentiality, diligence, loyalty, legality and impartiality, as well as economy, efficiency and effectiveness.

#### **3.1. Value of the Individual and Human Resources**

The Consortium protects the value of the human individual; human resources are, in fact, for CSI, an essential and precious value for its development. In that perspective, it does not allow any discriminatory or intimidating conduct, or any form of harassment and/or personal or sexual offence.

The Consortium therefore undertakes to ensure that in the working environment there is no form of discrimination based upon age, gender, sexual orientation, race, language, nationality, political and union opinions, religious beliefs or other personal characteristics not relating to work and it adopts criteria of merit and enhancement of skills, expertise and potential of the individuals in its personnel recruitment and management policies.

CSI-Piemonte guarantees equal opportunities to all Employees, undertaking to ensure that authority is exercised fairly and correctly, avoiding any form of abuse.

#### **3.2. Occupational safety**

The Consortium promotes and guarantees occupational health and safety; it also undertakes to provide working conditions respectful of individual dignity and safe and salubrious working environments, also by disseminating a culture of safety and risk awareness, promoting to that end responsible behaviours by all interested parties.

#### **3.3. Relationships with third parties**

In general, the relationships held by CSI-Piemonte with third parties (Public Administrations, Suppliers...) must always be based upon the strictest compliance with applicable legal provisions and principles of transparency, honesty, correctness and good faith.

##### **3.3.1. “High profile” relationships**

The Recipients of the Code, in liaising with international institutions and entities belonging to the PA - so-called “high profile” relationships - must act in such a way as to ensure that its institutional decisions and choices meet the best interests of the Consortium, in coherence with its business strategies, avoiding any possible conflict of interest, also with reference to any involvement of personal or familial interest, that may interfere with the institutional benefit of their acts and/or with impartiality in their decisions.

##### **3.3.2. Relationships with Public Administrations**

In relationships with Public Administrations (including, by way of example, the Consortium Member Bodies, local and public bodies - including economic, local, national or international public entities and/or companies, EU bodies, concessionaires of public services and/or officers with public roles), their officers, public officials or civil servants, the Consortium must



not influence the decisions of the same improperly.

### **3.3.3. Relationships with Judicial Authority, Law Enforcement Bodies and Independent Administrative Authorities**

CSI acts in compliance with the law and encourages, within the limits of its remit, the correct administration of justice.

The Consortium undertakes to fully and scrupulously implement any requests originating from Independent Administrative Authorities in the sectors related to its activity; it acts lawfully and correctly, collaborating with the Judicial Authority and the Law Enforcement Bodies, undertaking to provide its full cooperation to anyone performing inspections or audits, in coherence with anything under their remit and in compliance with regulations.

### **3.3.4. Relationships with Political Parties and Trade Union Organisations**

The Consortium does not promote political parties or union organisations; it does not pay to them contributions of any nature, directly or indirectly, excluding those that are due based upon specific regulations.

### **3.3.5. Relationships with Customers**

CSI-Piemonte bases the relationships with its customers (Consortium Member Bodies, Public Administrations,...) on the belief that those relationships must be continuously strengthened by way of the offer of quality services, guaranteeing an adequate level of technological development and the reliability of the products and ensuring prompt, precise and truthful information on the services offered.

The Consortium undertakes to ensure the quality of the services offered based upon pre-defined standards, along with the use of modern methodologies of verification and measurement of the level of customer and user satisfaction so as to implement any corrective and improvement actions.

CSI, in awareness of its responsibilities towards customers, undertakes to satisfy their requirements by way of:

- services that correspond reliably to adequate standards of performance, efficiency and courtesy;
- high quality products;
- accurate and comprehensive information on the subject, fee and method of creating products and providing services.

The Consortium undertakes to reply promptly to the suggestions and any complaints of customers.

### **3.3.6. Relationships with Collaborators, Suppliers and Partners**

In entrusting to third parties supplies of goods, performances of services, public works and collaboration assignments, subject to implementing the procedures required by national and EU legislation in that regard and by the internal Regulations, CSI guarantees the correctness and transparency of the information, as well as the fairness of the procedures, in compliance with principles of impartiality, free competition and good performance of the administrative action.

The selection of suppliers, collaborators and partners, the determination of purchasing

conditions and the collaboration occur on the basis of objective and impartial assessments, based upon the quality, price, and guarantees provided and on other requirements of necessity and utility.

#### **3.3.6.1. Prevention of Money Laundering**

Before establishing relationships or signing contracts with suppliers, collaborators or partners, the Consortium verifies the requirements of integrity of the counterparty, undertaking to comply with all rules and provisions - national, EU and foreign - in relation to money laundering.

CSI undertakes to act only with suppliers, collaborators and partners in possession of the aforementioned requirements, and asks the same to abide by the principles expressed in this Code.

### **3.4. Protection of Competition**

The Consortium respects the regulations in relation to competition and it therefore refrains from implementing any misleading conduct or behaviours that may constitute forms of unfair competition.

### **3.5. Sponsorships and charitable contributions**

Sponsorships, charitable contributions or other forms of benefits must be granted only for the achievement of social purposes such as, merely by way of example, solidarity, charity, the environment, sport and the arts.

### **3.6. Social Responsibility**

CSI-Piemonte conducts its activities paying particular attention to the environmental and economic requirements of the community in which it operates, contributing to strengthening the Piedmont region and giving priority to socially responsible investments; it acts taking into due consideration the impact that those activities have on the consortium assets and on human and environmental heritage.

The Consortium therefore undertakes to ensure the development of products and provision of services paying due attention to satisfying the needs of the community, encouraging the development of production activities in the region in compliance with principles of economy, transparency, equality of treatment and free competition expressed by national and EU legislation.

### **3.7. Respect and protection of the environment**

The Consortium performs its activities taking into consideration the need to protect the environment and the sustainable use of natural resources, in compliance with the provisions of existing regulations on the environment.

In particular, in relation to the respect and protection of the environment, CSI:

- manages, by way of selected suppliers, the waste produced in compliance with existing regulations, verifying that these have the authorisations, registrations or communications required by the Public Administration, taking steps to ensure the traceability of the process and the control of the production chain;
- adopts all necessary measures to strengthen the protection of human health and the environment from the harmful effects of ozone-damaging substances;
- makes its development and investment decisions taking into consideration and limiting the potential impacts on the territory and on the environment, with particular

attention to protected sites.

CSI condemns any type of action or conduct that is harmful to the environment and to the territory.

### **3.8. Confidentiality of information and protection of privacy**

The Consortium recognises confidentiality as an essential rule of any conduct and therefore ensures the storage and confidentiality of the information in its possession.

Merely by way of example and without limitation, confidential information includes the following: work projects, including sales, production and strategic plans, information relating to know-how and technological processes, financial transactions, operating strategies, investment and divestment strategies, operating results and personal data of Employees, as well as all documentation relating to the Institutional Bodies and the Supervisory Body of CSI.

Information published on the Consortium Intranet and on the internal online Communities is also understood to be confidential.

## 4. RULES OF CONDUCT

Without prejudice to the ethical principles of CSI-Piemonte set out in chapter 3 above, all Employees of the Consortium are required to comply with the rules of conduct detailed below; the compliance with those rules is also required, where compatible, by all other Recipients of this Code of Ethics, as identified in paragraph 2.1.

### 4.1. General Principles

In their working and professional activities performed for CSI-Piemonte, Employees are required to comply strictly with existing regulations and to respect the internal Regulations of the Consortium, in the interests of which they are asked to operate, also avoiding situations and conduct that may harm the interests or image of the Consortium itself.

Employees must therefore perform their working and professional activities with commitment, diligence, professionalism and reliability, protecting the reputation of CSI.

### 4.2. Equality of treatment

In working relationships with third parties, under equal conditions, the Employee ensures full equality of treatment, refraining from arbitrary actions or those that involve discriminations based upon gender, nationality, ethnic origin, genetic characteristics, language, religion or creed, personal or political beliefs, members of a national minority, disability, social or health conditions, age, sexual orientation or other different factors.

### 4.3. Confidentiality of information and protection of privacy

Employees ensure the confidentiality of the information in their possession and refrain from using confidential data, except in the case of express and aware authorisation and, in any case, always in the strictest compliance with existing regulations in relation to privacy (Italian Legislative Decree no. 196/03 as amended and supplemented), along with the specific internal Regulations adopted by the Consortium.

In order to ensure the confidentiality of the company information in their possession, any communication of that information to third parties must be done – only for official working reasons - exclusively by authorised persons and, in any case, in compliance with existing provisions and in respect of the principles of equality and simultaneous information; the communication of confidential information to third parties must state the confidential nature of the information along with a request to the third party to comply with the confidentiality obligation.

### 4.4. Occupational safety

With a view to ensuring health and safety in the workplace, all Employees are asked to contribute personally to maintaining the safety of the environment in which they work and to behave responsibly in protection of themselves and others, respecting the operating measures, procedures and instructions for safety, attending training courses planned by the Consortium, undergoing medical examinations, as well as adopting the necessary personal protective equipment in relation to actual assigned tasks.

Employees are also asked to report to the relevant structures of CSI any deficiencies of the work equipment and personal protective equipment as well as all possible hazardous conditions that might occur during the conduct of their duties or of which they become aware

based upon the training received in reference to any site at which they work.

#### **4.5. Gifts, rewards and other benefits**

Employees do not request or solicit for themselves or for others gifts or other benefits.

Employees do not accept for themselves or for others gifts or other benefits, except those that are customary and of small value given occasionally as part of normal relationships of courtesy or national customs or those of foreign countries.

In any case, Employees do not request, for themselves or others, gifts or other benefits, even of small value, by way of a fee for completing or having completed an act of their relevant office, from entities:

- that may draw benefits from decisions or activities relating to that office,
- in relation to which they are, or are about to be, asked to perform or exercise activities or powers of the role covered.

Employees do not accept, for themselves or for others, from a colleague, person at equal level or subordinate, directly or indirectly, gifts or other benefits, except those of small value. Employees do not offer, directly or indirectly, gifts or other benefits to their hierarchical superiors, except those of small value.

Any gifts or other benefits that Employees may receive, outside the cases permitted by this Code, must immediately be provided to CSI- Piemonte, by those Employees who received them, to be returned or devolved for institutional purposes.

Gifts or other benefits of small value means those of a value no greater - in total - than 100 Euro in the space of a calendar year, even in the form of discounts. The maximum limit of 100 Euros also applies with regard to donations made in fractions.

Subject to the need for prior authorisation from the General Manager for the assumption of any assignment of a professional nature external to the Consortium (*ref. General Management Directive 11 February 2013*), the employee does not accept collaboration assignments from private entities that have - or have had in the previous two years - a significant economic interest in decisions or activities relating to the relevant office of the employee. That prohibition is also in place where the assignment is free of charge.

The hierarchical superior oversees the correct application of the Rules set out in this paragraph.

#### **4.6. Participation in associations and organisations**

In compliance with existing regulations on the right of association, Employees promptly communicate to their hierarchical superior their membership of or belonging to associations or organisations, irrespective of whether or not they are reserved, whose scope of interests may interfere with the conduct of the activities of the area, excluding cases of membership of political parties or trade union organisations.

Employees do not force other Employees to join associations or organisations and do not exert pressures for that purpose, promising benefits or offering career benefits.

#### **4.7. Communication of financial interests and conflicts of interest**

Employees are required to avoid situations of potential conflict of interests and must refrain

from taking decisions or performing any activity that may contrast, even potentially, their own interest (of any nature - even non-financial - or personal, of the spouse, cohabiting persons, in-laws and relatives within the second degree) with one of the Consortium or that may interfere with the capacity to make decisions in the interest of CSI itself.

In that perspective, subject to the obligations of transparency provided by Laws or internal Regulations, Employees, upon being assigned to the department (in the case of recruitment or subsequent transfer to another assignment), inform their Manager in writing of all collaboration relationships - direct or indirect - with private entities, in any way remunerated, that they have or have had in the last three years.

In particular, Employees are required to specify if the aforementioned relationships:

- a) have been entered into by them personally, by their relatives or in-laws within the second degree, by their spouse or cohabiting persons, and if there are still financial relationships with the entity holding the aforementioned collaboration relationships;
- b) are in place - or have been in place - with entities that have interests in activities or decisions relating to the department, limited to cases entrusted to those Employees.

The Manager is in any case required to communicate the information from Employees to the Director of the relevant Department. The Director verifies the conflict of interest and takes the appropriate measures, possibly replacing the interested party. The Director communicates the steps taken to the Head of Bribery Prevention.

The Manager/Director is required to communicate that same information relating to them to their hierarchical superior.

In addition to those already identified, potential conflicts of interest also include situations in which there may be an intention to support pressures of a political or trade union nature or from hierarchical superiors, as well as to favour interests of persons with whom the Employee habitually has frequent relationships, or entities and organisations of which the Employee is guardian, trustee, attorney or agent, or of entities, associations - even not recognised - committees, companies or plants of which they are the director or manager.

Situations in which entities or organisations with which the Employee or his/her spouse has a pending case or serious enmity or significant credit or debt positions are also relevant.

#### **4.8. Obligation of abstention**

Employees are also asked to refrain from taking decisions or performing their duties in situations of conflict of interest, even potential, in accordance with what is indicated in the above paragraph.

Employees must also refrain every time there are serious reasons of convenience.

The hierarchical superior decides in any case on the abstention.

#### **4.9. Prevention of unlawful acts**

Employees respect the measures necessary to prevent unlawful acts in CSI- Piemonte.

In particular, Employees comply with the requirements contained in the 231 Integrated System – Anti-bribery and Transparency, consisting of the Organisation, Management and Control Model pursuant to Italian Legislative Decree 231/01 (MOG), the Three year plan for Bribery Prevention (PTPC) and, more in general, the so called “company regulations”, that is the heterogeneous set of regulations, processes, rules, procedures and further norms applicable in the Consortium, which are functional to guarantee its correct operation, also in compliance with specific provisions of the Law or of the collective contracts that are applied (national collective bargaining agreement (CCNL) and Enterprise Bargaining Agreement).

Employees offer their collaboration to the Supervisory Body (OdV) and the Head of Anti-Bribery and Transparency (PCT), reporting in addition eventual unlawful situations of which they may be aware.

Subject to the reporting obligation to the judicial authority, specific communication channels have been established for the transmission of the aforementioned reports, as detailed in the aforementioned Model and Plan.

The methods of transmission are intended to ensure the utmost confidentiality, also in order to protect the reporter and to avoid retaliation or discriminating conduct towards the same.

#### **4.10. Transparency and traceability**

Employees ensure the fulfilment of the transparency obligations provided for the Consortium in accordance with existing regulatory provisions, providing the utmost collaboration in the processing, identification and transmission of data necessary for that purpose.

Flows relating to the adoption of acts and measures are tracked by appropriate applications or in any case by adequate documentary support, in order to ensure the maximum transparency of the decision-making processes.

#### **4.11. Conduct in private relationships**

In private relationships, including non-working relationships with Public Officials in the exercise of their roles, Employees do not exploit or mention the position they cover within CSI- Piemonte in order to obtain benefits that are not due to them, and they do not implement any behaviours that may cause harm economically or to the image of the Consortium.

#### **4.12. Conduct in relationships with the Public Administrations**

Relationships with the Public Administrations, their officers, public officials or civil servants are reserved exclusively to Employees equipped with appropriate powers or to those who have been formally delegated by the latter.

It is absolutely prohibited to use any type of bribery to obtain benefits from public officers, public officials or civil servants for oneself and/or for CSI-Piemonte.

Employees who receive explicit or implicit requests for benefits of any nature from persons belonging to the Public Administration must immediately inform their hierarchical superior of the same.

#### **4.13. Conduct in relationships with Customers**

Employees manage relationships with Customers with loyalty, correctness, professionalism, equality and confidentiality, encouraging continuous collaborations and solid and lasting relationships of trust in compliance with the provisions of regulations and internal provisions.

#### **4.14. Conduct in relationships with Collaborators, Suppliers and Partners**

In order to ensure that suppliers, collaborators and partners of CSI Piemonte abide, where compatible, with the principles expressed in this Code, Employees assigned to the relevant Departments of the Consortium insert:

- into notifications, tender notices and letters of invitation, special clauses pursuant to Art. 1 Paragraph 17 of Italian Law 190/2012, the lack of compliance with which is a cause for exclusion from the selection process;
- in deeds of assignment or in collaboration or supply contracts special provisions or

clauses of:

- awareness and acceptance of the obligations of conduct defined by the Code;
- termination of the relationship in the event of a breach of the obligations deriving from this Code, in compliance with principles of gradualness and proportionality.

#### **4.15. Contracts and other negotiations**

In entering into contracts and other negotiations on behalf of CSI-Piemonte, as well as in the phase of implementing the same, Employees do not make use of the mediation of third parties, they do not pay or promise any benefit by way of intermediation, or to facilitate or have facilitated the conclusion or implementation of the contract.

That provision is not applied to cases where the Consortium decides to make use of professional mediation.

Employees do not enter into, on behalf of the Consortium, contracts for works, supplies, services, financing or insurance with enterprises with which they have entered into contracts on a private basis or received other benefits in the previous two years, with the exception of those entered into in accordance with Art. 1342 of the Italian Civil Code.

The provisions of paragraphs 4.7 and 4.8 apply in the case mentioned above; in particular, in the event that, as part of their official duties, Employees who enter into on behalf of CSI-Piemonte contracts for works, supplies, services, financing or insurance with enterprises with which they have entered into contracts on a private basis or received other benefits in the previous two years refrain from participating in the adoption of decisions and activities relating to the contract implementation, drafting a written note of that abstention to be filed with the official deeds.

Employees who enter into agreements or negotiations or sign contracts on a private basis, except those entered into in accordance with Art. 1342 of the Italian Civil Code, with individuals or private legal entities with which they have entered into, in the previous two years, contracts for works, supplies, services, financing and insurance, on behalf of CSI-Piemonte, inform their hierarchical superior of this in writing.

Employees who receive, from individuals or legal entities participating in negotiation procedures in which CSI-Piemonte is involved, grievances - oral or written - on the actions of the department or those of its collaborators, immediately inform their hierarchical superior of this in writing.

Employees who, in the exercise of their functions and duties, take part in proceedings relating to tenders, negotiations and contracts (including any phase of implementation and testing), must not in any way implement behaviours or actions susceptible to violating the equality of treatment between suppliers.

Employees are not permitted to disseminate or use outside of CSI the valuations and other information relating to the tender or selection procedures relating to suppliers and collaborators without having received written authorisation for the same.

#### **4.16. Conduct in service**

Employees, except with justified reason, in fulfilling their working activity, do not delay or adopt behaviours that may make the completion of the activities or adoption of decisions under their remit fall upon other Employees or consultants. They use permits for leave from work, in whatever guise, in compliance with the conditions provided by Law, the internal Regulations and the collective agreements.



Employees use the material or equipment available to them for reasons of their office and the electronic and telephone services of the department in compliance with the internal Regulation on use of company tools adopted by the Consortium; in managing the assets of CSI they comply with rules of good practice in order to ensure the informed use of the assets, raw materials and electricity.

Where not otherwise established by a specific internal Regulation or relevant contract, Employees also use the means of transport of the Consortium provided to them only for the conduct of official duties, refraining from transporting third parties, except for reasons of their office and in compliance with internal organisational provisions.

#### **4.17. Special provisions for Managers**

Subject to the application of other provisions of this Code, the rules set out below are applied to personnel who operate in CSI-Piemonte with managerial roles.

In establishing the objectives, in proposing and implementing projects and investments and in undertaking any action and in managing every relationship with external interlocutors that have repercussions on the capital, managerial and technological values of the Consortium, all Managers are required to respect the provisions contained in this document.

Managers diligently perform the roles due to them based upon the deed granting the assignment; they pursue the assigned objectives and adopt organisational conduct adequate to the fulfilment of the assignment.

Managers communicate to CSI any potential conflict of interest situation and produce any documentation required by rules of Law, including declarations of non-conferment of assignments - upon accepting the assignment - and, annually, of incompatibility of the assignments in accordance with Italian Legislative Decree no. 39/13.

Managers behave loyally and transparently and conduct themselves in an exemplary and impartial manner in relationships with colleagues and collaborators; they ensure that the resources assigned to their department are used exclusively for institutional purposes and in no case for personal requirements.

Managers ensure, in line with the available resources, the organisational soundness of the structure of which they are in charge, encouraging the establishment of cordial and respectful relationships between Collaborators, assuming initiatives aimed at the circulation of information, training and update of personnel and the inclusion and enhancement of differences in terms of gender, age and personal conditions.

Managers assign working activities based upon a fair distribution of the workload, taking account of the skills, aptitudes and professionalism of the personnel available to them.

Managers entrust any new duties based upon professionalism and, insofar as is possible, according to rotation criteria.

Managers perform the appraisal of personnel assigned to the department of which they are in charge impartially and in respect of the indications and timescales required.

Managers promptly undertake the necessary initiatives where they become aware of an unlawful act, they activate and conclude, if they are responsible for the same, the disciplinary procedure, or they report the unlawful act promptly to the Human Resources Director and the

Head of Anti-Bribery and Transparency, providing - where requested - their collaboration; they also proceed to make a prompt report to the criminal judicial authority or a report to the Court of Auditors in line with the respective jurisdiction.

Where they receive a report of an unlawful act by an Employee, they take every legal precaution to ensure that the reporter is protected and his/her identity is not unduly revealed in the disciplinary procedure.

## 5. SANCTIONS AND FINAL RULES

### 5.1. Liability consequent to a violation of the duties of the Code

The violation of the obligations provided by this Code constitutes conduct contrary to official duties.

Without prejudice to cases where the violation of the provisions contained in this Code also gives rise to criminal, civil, administrative or accounting liability for the Employee, it is the source of disciplinary liability ascertained at the outcome of the disciplinary procedure, in compliance with the principles of gradualness and proportionality of the sanctions.

In determining the type and extent of the disciplinary sanction concretely applicable, the violation is assessed in every individual case with regard to the severity of the conduct and the extent of the prejudice, even moral, resulting from it to the decorum or prestige of the Consortium.

### 5.2. Approval of Code of Ethics and respective amendments

The Board of Directors is competent for the adoption of the Code of Ethics and its following amendments and/or integrations of substantial nature (considering as such modifications that affect its structure, content and the effectiveness of the structure to prevent unlawful behaviours).

The General Manager is competent for any further merely formal modification, such as the inclusion of annotations or clarifications to make the Code more readable and understandable or to ensure its coherence with the different elements composing the 231 Integrated System – Anti-bribery and Transparency, and he shall promptly inform the Supervisory Body and the Head of Anti-Bribery and Transparency and the Board of Directors.

The Code of Ethics can be consulted on the company Intranet, in the “Sistema dei controlli” section, and in the one dedicated to the working relationship contract regulations, in addition to the institutional website [www.csipiemonte.it](http://www.csipiemonte.it), in the “Amministrazione Trasparente” section (sub-section Disposizioni Generali/Atti Generali).