

CHIESI FOUNDATION ONLUS

Ethical Charter

FOUNDING VALUES AND GUIDING PRINCIPLES

Chiesi Foundation Onlus acknowledges and believes that its founding values and guiding principles are:

- the centrality of individuals;
- the respect of universally accepted ethical principles;
- social and environmental responsibility;
- dissemination of science and knowledge without boundaries and restrictions;
- Fight against suffering and inequality.

The Foundation works in full respect of all laws and common interest, without any discrimination on the grounds of sex, age, language, culture, and political and religious belief.

The respect of national and international law, as well as that of human rights constitutes an outstanding value, which prevails over any interest of the Foundation.

PURPOSES AND ACTIVITIES

The exclusive mission for which the Foundation is established is that of pursuing social solidarity, humanitarian and charitable purposes, without a direct or indirect pursuit of profit.

The Foundation supports education of disadvantaged people and favours the dissemination of information of therapeutic knowledge, especially in the field of pulmonology and neonatology.

Pursuant to its founding values and to the above-mentioned charity and solidarity purposes, the Foundation also pursues the funding or sponsorship of those medical and scientific research activities of outstanding human relevance, primarily focused on prevention, diagnosis and treatment of chronic and rare diseases.

The Foundation carries out all activities deemed as useful, appropriate and consistent with the pursued mission. The Foundation carries out the following activities, including but not limited to:

- prepare or assist in the preparation, development, and implementation of charitable projects and innovative medical-scientific research;

- build up centres, operating units and laboratories for medical and scientific research - including in cooperation with other Bodies that pursue the same charity, assistance and education purposes – with a view to implementing most deserving projects;
- support the activities of doctors and researchers, who share the same institutional purposes of the Foundation;
- cooperate with public or private Bodies, Committees, Movements, Universities, Agencies and other institutions, including international bodies, operating in the fields of humanitarian and social and medical care, education and schooling of disadvantaged people, support of ill people in need, medical and scientific culture, by providing them the necessary technical support and material aid;
- organize national and international training courses, conferences, congresses, and symposia for the promotion of organized or sponsored charitable activities, support medical and scientific research focusing on the above-mentioned diseases and therapies, train healthcare personnel and social workers in contact with disadvantaged people and persons in need;
- promote and contribute to the collection and processing of epidemiological data, also in cooperation with competent health authorities;
- encourage the training and motivation of healthcare personnel and caregivers that will be in contact with people and children who are suffering;
- promote campaigning and awareness raising events, possibly aimed at raising funds to exclusively achieve the Foundation institutional purposes;
- establish, join or financially support any association, foundation, or institution of charitable nature having the same objectives;
- prepare, print and publish documents, books, and posters, including IT or audiovisual material, intended to inform the public about the Foundation charitable and solidarity activities and the development of medical and scientific research;
- gratuitous dissemination of knowledge in the fields of social care and medical and scientific research, through the world wide web, to satisfy the needs of people in distress and promote dialogue among the professional;
- provide scholarships or other benefits to help and support deserving people duly engaged in the promotion, or execution of activities characterizing the Foundation.

The Foundation only carries out those activities that are, directly or indirectly instrumental to the achievement of the Foundation institutional purposes.

The composition of the Foundation governing and guiding bodies as well as the identification of bodies and personalities with which it comes in contact or from which it is supported, takes into account the above-mentioned founding values and guiding principles.

In the achievement of its purposes, the Foundation acknowledges and complies with guidelines and recommendations by the Public Administration and Supervisory Authorities.

USE OF THE LOGO AND OF OTHER VISUAL IDENTITY TOOLS OF THE CHIESI GROUP

In carrying out its activities and in all relations with third parties, the Foundation may use the logo and the other visual identity tools that identify the Chiesi Group.

This use is completely gratuitous , does not pursue any business or profit-oriented relations , nor implies any transfer or assignment of associated rights; the use is also allowed should the Foundation set up its own website. It is in any case prohibited to assign to any third parties and for any reason, any right on the logo and on the other tools of visual identity, which cannot be altered or modified.

The Foundation may resort, where appropriate, to the Chiesi Group and the Chiesi Foundation, as well as to other similar structures existing and operating in other countries.

The Foundation as well as its branches must avoid any and all action, against the law and the Foundation founding values , which might challenge the honorability and scientific, economic and moral reputation of the Chiesi Group.

ETHICAL IDENTITY AND CONDUCT PRINCIPLES OF THE FOUNDATION

The conduct of people who, for any reason, are part of the Foundation are inspired by the ethical values of honesty, diligence, competence, fair conduct and transparency in decision making.

All consultants, collaborators, proxies and third parties acting on behalf of the Foundation are required to comply with the same principles.

The Foundation ensures compliance with the principles of fairness and impartiality, and condemns any form of abuse, committed by anyone. It acts proactively so that the resources received and available are effectively and always used, for whatever activity, to the benefit of persons in need and in line with the founding values .

The Foundation protects the physical, moral and cultural integrity of the employees and collaborators, ensuring working conditions that are actually respectful of human dignity. Therefore, the Foundation prohibits all forms of intimidation, hostile, discriminatory behaviour as well as any other behaviour that involves carrying out acts which may affect or violate the physical and moral integrity of individuals, as well as their freedom of expression.

The Foundation personnel, including top management bodies, shall avoid any form of conflict of interest. The personnel, including top management bodies, having any private interests, either direct or through intermediaries, with any suppliers or third parties shall not participate - unless previously authorized - in any negotiation with such parties.

All those working on behalf of the Foundation shall notify any situations that can be considered, even indirectly, as a conflict of interest.

The medical and scientific research activities, as well as any activities intended for the preparation and development of charitable and solidarity projects, shall never aim any direct or indirect profit-oriented purposes. The rights of poor and sick people, or of persons in need shall always prevail over any other interest.

It is forbidden to disseminate, in any form, any secret, confidential and sensitive information which the staff, including senior figures, might have acquired in the course of the Foundation activities .

The Foundation prohibits any conduct aimed at altering any IT or electronic systems as well as any unlawful access to data, information or programs contained in such systems.

The Foundation founs the recruitment of personnel, consultants and collaborators, including temporary staff, on the principles of fairness and transparency, and rejects any form of discriminatory behaviour. In particular, the evaluation of personnel, consultants and collaborators, including temporary staff, is made on the basis of their specific competence, therefore avoiding favoritism, nepotism or any forms of patronage.

The Foundation encourages development and promotes valorisation of talent, technical-scientific attitudes and skills of personnel and collaborators.

The Foundation prohibits any conduct by any person acting on its behalf, consisting in the promise or offer to Public Administrators – either directly or indirectly – of money or other benefits from which the Foundation may obtain any unfair advantage.

Such conduct shall not be accepted should it be held directly by the Foundation, its top management bodies or personnel, or by any persons acting on behalf of the Foundation, such as consultants, and proxies.

Persons appointed by the Foundation to follow any negotiation or any relationship with Public Administrations must not affect, for any reason, the related decisions.

In particular, the following actions cannot be undertaken – either directly or indirectly:

- to offer, in any way, work opportunities or economic and commercial opportunities that can benefit any members of Public Administrations and members of their family;
- to offer money or other benefits;
- to ask for or obtain confidential information that could compromise the integrity or reputation of anyone;
- to perform any act aimed at inducing public officers to do, accept or omit anything therefore breaching the law.

The same rules also apply in relations with Bodies, committees, movements, , universities, agencies and other institutions with which the Foundation establishes a relationship.

Any contributions, grants and loans obtained from the State or other public bodies or the European Union, although of modest value or amount, may not be used for purposes other than those for which they were granted.

The Foundation rejects any contributions, grants and loans offered, directly or indirectly, by persons or entities whose behaviour is not respectful of its founding and guiding values.

The Foundation prohibits conduct aimed at obtaining from the State, the European Union or other public or private bodies, any kind of contribution, financing, loan or other aid of the same type by means of altered or falsified statements or documents or through omitted or false information.

Each operation or transaction, in the broadest sense of the term, must be legitimate, authorized, consistent, proper, documented and recorded.

The procedures that govern the conduct of any operations or transactions shall allow to ascertain, a posteriori, their characteristics, motivations and any authorizations granted.

Any person executing transactions involving sums of money, goods or other assets, belonging to the Foundation, shall act prior to authorisation and, on request, shall be able to present any valid evidence allowing due verification.

The Foundation shall adopt rules and monitoring tools to ensure that decision-making processes are implemented on the basis of codified rules, giving priority, wherever possible, to the principle of collegiality. These processes must be properly traced and documented.

It is forbidden to hold any conduct which might cause damage to the integrity of the assets of the Foundation or of its creditors.

It is forbidden to establish business relationships with bodies, collaborators, partners and suppliers suspected to be involved in illegal economic or scientific activities, or in any activities contrary to morality or to the general principles of the above-mentioned founding values and guiding principles.

The correct evaluation and selection of stakeholders of the Foundation shall be subject to these specific rules.

DISTRIBUTION OF THIS DOCUMENT AND ANY AMENDMENT TO THE CHARTER

This Ethical Charter shall be disseminated, to the extent necessary, to all members of the Foundation or to those coming in contact with the Foundation, so that they will be informed of its contents and will comply with its provisions.

Any change or amendment to this Charter must be made following the same provisions applied for its initial approval.

Last update: February 2013