

CODE OF ETHICS



Madeira
**Promotion
Bureau**

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1. Introduction

The Madeira Promotion Bureau (AP Madeira) is a non-profit association founded in 2004 by two entities: The Autonomous Region of Madeira - Regional Secretariat of Tourism and Culture (public entity) and the Industrial and Commercial Association of Funchal - Chamber of Commerce and Industry of Madeira (private entity).

The Madeira Promotion Bureau was born out of the need to create an entity that, in collaboration with the Regional Directorate of Tourism (DRT), would work exclusively to promote destination Madeira, showcasing these islands as a destination of experiences, as well as facilitating access for those interested in visiting them.

This Bureau is made up of a number of members with a tourism-oriented activities field of action. The creation of synergies between the Madeira Promotion Bureau and its members is of significant importance in promoting the destination, allowing for more assertive communication and establishing trustful relationships that facilitate the development of both parties' activities. Every year, the Madeira Promotion Bureau develops a series of promotional activities aiming to promote destination Madeira, in both national and international markets, always according to the strategies defined for the tourism sector in the Autonomous Region of Madeira, and pursuant to its annual activity plan.

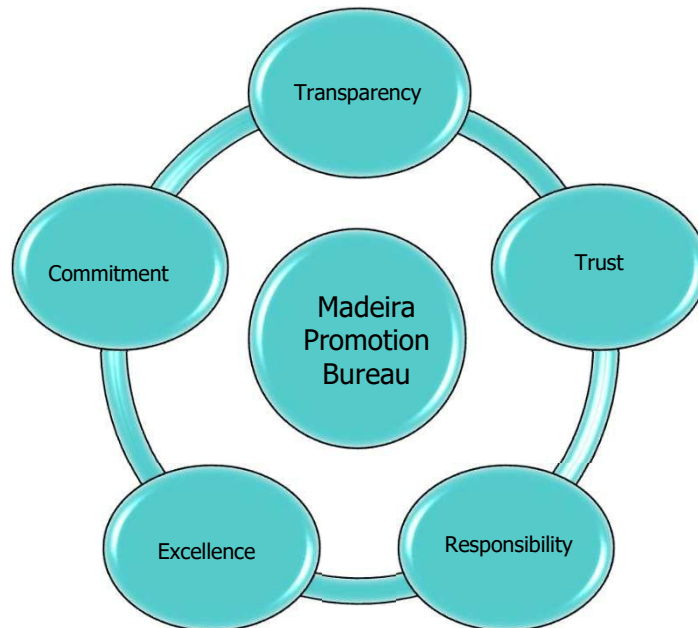
This Code aims to inform its recipients, public and private entities, as well as its employees and associates, of the principles and values by which the Madeira Promotion Bureau conducts its business, with a view to developing relationships based on trust and mutual respect. In order to better cement these relationships, it is necessary to promote a high level of awareness and ethical demands at individual level, which justifies the consolidation of the main standards of ethical conduct derived from the values and principles of action which govern the Madeira Promotion Bureau.

2. Madeira Promotion Bureau's Mission and Values

Madeira Promotion Bureau's mission is closely linked to promoting and showcasing the islands of Madeira and Porto Santo as a Tourist Destination. Simultaneous and consequently, the Madeira Promotion Bureau performs a series of daily actions that encourage the diversification of destination Madeira's offer and facilitate access for those interested in visiting.

Madeira Promotion Bureau aims to create opportunities for its members, with a particular focus on new and differentiated tourist flows, by investing in public relations, supporting events, congresses and incentives, with marketing campaigns and partnerships.

The following graph shows the figures for the Madeira Promotion Bureau:



This Code of Ethics consolidates the rules drawn from these values, enhancing Madeira Promotion Bureau's commitment to the mission it was entrusted with, for the continuous improvement of the services provided. This Code seeks to help strengthen the guarantees essential to the conciliation and mediation of potential conflict situations. It does not replace the legal provisions in force regarding the rights, duties and responsibilities of Madeira Promotion Bureau's employees.

Alongside the creation of this Code and under its terms, the Madeira Promotion Bureau has set up an **Ethics Committee**, made up of the following members: 1 (one) representative of the Board of Directors of the Madeira Promotion Bureau (replaced by another representative of the Board of Directors in their absence and impediment), 1 (one) Executive Director (replaced by 1 (one) Employee in their absence and impediment), and 1 (one) representative of the Employees (replaced by another representative of the Employees in their absence and impediment).

The representatives of the Board of Directors shall be appointed by the Board of Directors from among its peers each year.

The Executive Director's representative shall be appointed by the Board of Directors from among the Department Managers and Coordinators, and may not be re-elected for a period of two consecutive years.

The representatives of the Employees shall be elected among their peers through a direct election each year, and may not be re-elected for a period of two consecutive years.

3.Object and Scope of Application

This Code of Ethics aims to promote an organisational culture and a social responsibility policy based on demanding ethical behaviour, accepted and practised by all parties involved, contributing to the good reputation and prestige of the Madeira Promotion Bureau. It establishes a set of principles, rules and values in terms of ethics and professional behaviour that must be observed in the performance of the activities performed by Madeira Promotion Bureau employees in their professional relations with each other and with third parties.

This Code applies to all Madeira Promotion Bureau employees, regardless of their contractual relationship or hierarchical position, including managers and members of the governing bodies, as well as all authorised representatives, service providers, academic or professional trainees, suppliers or other persons who provide permanent or occasional services to the Madeira Promotion Bureau.

3.1. General Principles and Duties

The general operating principles set out below reflect Madeira Promotion Bureau's commitment to society and are intended to guide the day-to-day activity of Madeira Promotion Bureau's employees.

In the course of their professional activity, Madeira Promotion Bureau employees must comply with the standards of conduct set out in this Code, which derive from the following general principles:

'Principle of legality'- to act guaranteeing, in all their activities, full compliance with current legislation and with the rules and procedures in force at Madeira Promotion Bureau;

'Principles of justice and impartiality' - to always treat all persons and other entities they engage with fairly and impartially, acting neutrally and pursuing the common good;

'Principle of equality' - no person or entity may be favoured or disadvantaged because of their ancestry, age, gender, sexual orientation, marital status, family situation, race, language, political, ideological or religious beliefs, education, genetic heritage, reduced working capacity, disability, chronic illness, nationality, economic situation or social condition, or any other factor that could lead to unequal opportunity or treatment, as well as any other that could constitute any form of harassment or abuse of power, undermining the dignity of the human person.

'Principle of proportionality' - members of the Madeira Promotion Bureau may only be required to do what is appropriate or indispensable for developing the activity entrusted to the Madeira Promotion Bureau, i.e. what is appropriate or indispensable for promoting the destination.

'Principle of quality information provision' - Madeira Promotion Bureau employees shall provide any information requested or that they must provide to the recipients of the activity in the most complete, truthful, up-to-date, clear, objective and prompt manner possible, always respecting the law and current regulations;

'Principle of loyalty' - Madeira Promotion Bureau employees shall act in a loyal, supportive and cooperating manner, both among themselves and with the persons and entities, public and private, they engage with in the context of the duties they are entrusted with;

'Principle of integrity' - Madeira Promotion Bureau employees shall conduct themselves according to criteria of personal and professional honesty, and shall not act in ways that could harm other employees, or the persons or entities they engage with;

'Principle of collaboration and good faith' - Madeira Promotion Bureau employees shall collaborate with all persons or entities they engage with in order to achieve the most appropriate result possible for the fulfilment of their mission, to fulfil the interests of the community, and shall act in such a way as not to create unjustified obstacles or difficulties for those persons or entities;

'Principle of competence and responsibility' - Madeira Promotion Bureau employees shall act in a proud, responsible, dedicated and critical manner, striving for professional development and the rigorous fulfilment of their mission;

'Principle of security and confidentiality' - Madeira Promotion Bureau employees shall keep professional secrecy with regard to confidential information obtained in the course of or as a result of their duties, including with family and friends. 'Confidential information' shall mean any and all information, documents or their content, totally or partially transmitted, in writing, orally or by any other medium or form of communication, namely electronic, and may include, among others, specifications of actions, technical, financial, administrative, strategic or any other type of information relating to Madeira Promotion Bureau. Employees with privileged access to assets and confidential information shall, in addition to complying with the applicable legal provisions and regulations, exercise the utmost prudence in their use, and any employee shall be prohibited from using such information or assets for their own benefit or that of third parties.

'Principle of civility' - Madeira Promotion Bureau employees shall treat everyone they engage with in a cordial, respectful and considerate manner, favouring a healthy working environment and a conciliatory and cooperative relationship with other persons and entities.

'Principle of the right to privacy' - The right to privacy of each employee shall be scrupulously respected. Without prejudice to absolute respect for privacy, Madeira Promotion Bureau employees shall ensure that their conduct does not have consequences for the institution's image, and shall not neglect the impact of their conduct, ways of acting and behaviour on Madeira Promotion Bureau's image.

4. Standards of Conduct

4.1. Organisational Environment and Interpersonal Relationship

In their mutual relationship, Madeira Promotion Bureau employees shall foster a good working environment, promote mutual support and teamwork, adopting a conduct guided by compliance with the general principles and duties mentioned above, mutual respect, professionalism, cordiality and honesty.

4.1.1. External Relations

Within the scope of their relationship with members and public or private entities, Madeira Promotion Bureau employees shall treat all matters entrusted to them with professionalism, and shall not carry out any action on behalf of the Madeira Promotion Bureau that may breach this Code of Ethics.

Madeira Promotion Bureau employees shall contribute to social welfare, promoting the social, economic and cultural development of the local community.

When engaging with regional, national and international organisations, Madeira Promotion Bureau employees shall be governed by a close cooperation spirit, without prejudice, where appropriate, to the necessary confidentiality.

Formal or informal contact with regional, national or international organisations' representatives shall reflect Madeira Promotion Bureau's position, where already defined. In the absence of prior definition, Madeira Promotion Bureau employees shall preserve the Association's image when speaking in a personal capacity.

4.1.2. Personal Data Protection

Madeira Promotion Bureau employees who become aware of or access personal data relating to natural persons are obliged to respect the legal provisions on the protection of such data, and may only use them for the purposes legally imposed or inherent to their duties.

4.1.3. Sustainability and Responsible Use of Resources

In carrying out its mission and in line with its values, Madeira Promotion Bureau undertakes to respect the three pillars of Sustainability - Environmental, Economic and Social - and, within its sphere of intervention, to actively pursue the sustainable development goals approved by the United Nations Organisation.

The Madeira Promotion Bureau also undertakes to develop actions to minimise the impacts of its decisions and activities, encouraging ethical and transparent behaviour that contributes to the sustainable development and well-being of society.

Madeira Promotion Bureau employees and managers, to the extent of their responsibilities, shall ensure the protection, conservation and rationalisation of Madeira Promotion Bureau's physical, technological and financial assets. Available resources shall be used efficiently, to achieve the objectives defined, not being used directly or indirectly for personal gain or that of third parties.

4.1.4. Offers, Bonuses, Benefits and Advantages

Madeira Promotion Bureau employees shall not solicit, receive or accept, for themselves or for third parties, any offers, benefits, gifts, compensation or advantages of an individual nature that could affect the impartiality and integrity of the performance of their duties.

Impartiality and integrity in the performance of duties are deemed present when goods and services with an estimated value of €150 (one hundred and fifty euros) or more are accepted during each calendar year.

Impartiality and integrity in the performance of duties is deemed absent in the case of offers and bonuses addressed to Madeira Promotion Bureau by third parties, when distributed equally among Madeira Promotion Bureau Employees. In these cases there is a collective benefit granted by Madeira Promotion Bureau to its Employees, taking into account the procedure established for the drawing of gifts and bonuses by Madeira Promotion Bureau Employees.

All and every offer, regardless of its value, shall be reported to the Human Resources Department within no more than 10 (ten) working days, which shall keep a publicly accessible record of it, including the donor's identity.

When a Madeira Promotion Bureau employee is commissioned to deliver an institutional offer to a third party, they shall clearly emphasise its institutional nature.

4.1.5. Accumulation of Duties

The accumulation of duties at a Madeira Promotion Bureau associate is strictly forbidden. The accumulation of duties at a Madeira Promotion Bureau supplier will be submitted to the Ethics Committee for analysis.

4.1.6. Information Management and Dissemination

Without prejudice to the obligation of maintaining professional secrecy, Madeira Promotion Bureau employees must ensure mutual communication, recording and information sharing to facilitate the management and preservation of knowledge acquired or created as a result of their work.

Madeira Promotion Bureau employees shall only use the information they produce or that which comes to their attention in the course of their duties, and shall not use it for their own benefit or that of third parties they engage with.

Information of any kind about the Madeira Promotion Bureau may only be provided to the media by a member of Madeira Promotion Bureau's Board of Directors, by the Executive Director, by an employee in the course of their duties, provided that they have been appointed by the Board of Directors for this purpose, or by the Public Relations and Associates Department. No other employee is authorised to provide any information to the media.

4.1.7. Unethical Behaviour

Notwithstanding the applicable legal provisions, the following behaviours are considered unethical, contrary to this Code, and may give rise to civil and criminal liability:

Moral Harassment - moral harassment is the suffering by an employee of any kind of humiliation or offence caused by another employee, whether hierarchically superior or not. Verbal aggressions are often structurally linked to racial discrimination, homophobia, transphobia or other forms of discrimination.

Sexual harassment - sexual harassment is characterised by any unwanted behaviour of a sexual nature aimed at upsetting, embarrassing, humiliating and/or intimidating an employee. Acts of sexual harassment can be physical or verbal. It is classified as sexual harassment when relationships are used as a condition (explicit or not) to keep a job, get promotions, as well as jeopardising professional performance, humiliating, insulting or intimidating the employee.

Discrimination - Discrimination in the workplace occurs when different treatment and/or opportunities are given to employees for reasons not related to the requirements of their position/duties. This distinction is made in relation to the victim's social context - the most common types of discrimination are attacks on race, gender identity and sexual orientation, among other social markers.

4.1.8. Conflict of Interests

There is a conflict of interests whenever a Madeira Promotion Bureau employee has a personal or private interest in a particular matter that may influence, or appear to influence, the performance of their duties.

Personal or private interest means any potential advantage for oneself, one's spouse or a person with whom one lives under similar conditions to those of a spouse, relative or family member, as well as for one's circle of friends and acquaintances.

Madeira Promotion Bureau employees who, in the course of their duties, are faced with a situation that could constitute a conflict of interests, shall inform the Human Resources Department of its existence by filling in the appropriate statement (see Appendix I), which will then take it to the Ethics Committee, which in turn will decide on the impediment or excuse under the legal terms.

4.1.9. Confidentiality

The duty of confidentiality remains in force after Madeira Promotion Bureau employees have terminated their duties. They shall not disclose any information to which they have had access in the course of their duties, nor use it for their own benefit or that of third parties.

4.1.10. Corruption

Without prejudice to the applicable criminal provisions, we are dealing with passive corruption when Madeira Promotion Bureau employees, themselves or through an intermediary, with their consent or ratification, request or accept, for themselves or for a third party, an advantage or the promise thereof, for the performance of any act or omission contrary to their duties.

In turn, we are dealing with active corruption when Madeira Promotion Bureau employees, themselves or through an intermediary, with their consent or ratification, give or promise an advantage to a third party.

4.1.11. Internal Relations

Recruitment:

The hiring of an employee who is related or in a marital relationship shall not be accepted when the performance of their duties implies a hierarchical relationship with the employee who is related or in a marital relationship.

Subordination:

Kinship and romantic relationships are allowed, as long as there is no hierarchical subordination or influence over decisions, both in process and career management.

The boundary of romantic relationships is considered the spouse or person with whom they live under conditions similar to those of spouses. The limit of kinship relationships is up to the third degree collateral line - uncles/aunts and nephews/nieces. These limits apply to the approval of expenditure, the procurement of goods or services, and hierarchical relationships of subordination.

Communication:

The existence of kinship and/or romantic relationship between Madeira Promotion Bureau employees shall be reported to the Human Resources Department, which will then inform the Ethics Committee.

Employees in a coordinating role who are married or in a marital relationship with their subordinate shall inform the Human Resources Department, which will then inform the Ethics Committee.

Any differentiated or unfair treatment on the basis of any family or romantic relationships between employees is unacceptable. People with close family relationships shall not be unduly influenced or unfairly treated due to that circumstance.

Definitions of the Terms Used:

Relatives shall be: children, grandchildren, great-grandchildren, spouses, parents, siblings, nephews/nieces, great-nephews/nieces, grandparents, uncles/aunts, cousins, second nephews/nieces, great-grandparents, great-uncles/aunts and second-uncles/aunts.

Similar shall be (kinship by marriage or other social relationships): father-in-law, mother-in-law, son-in-law, daughter-in-law, brother-in-law, sister-in-law, stepfather, stepmother, stepson and stepdaughter.

4.1.12. Use of Illicit Drugs and Alcohol

Madeira Promotion Bureau employees are prohibited from distributing, possessing or consuming illegal or prohibited drugs at Madeira Promotion Bureau's premises, or consuming alcohol in a way that could affect safety or the performance of their responsibilities.

Employees whose behaviour, decision-making capacity or performance is, or reasonably appears to be, affected by drugs or alcohol shall be prohibited from entering Madeira Promotion Bureau's premises or engaging in its activities, and may be subject to disciplinary action.

4.1.13. Intellectual Property

Employees shall safeguard Madeira Promotion Bureau's confidential information, trade secrets and intellectual property, including copyrights, trademarks and patents, and protect all the association's other assets.

The appropriation of ideas, proposals, work and projects without identifying the author thereof shall be deemed unlawful behaviour and may be considered harassment at work.

All documents, files, records and reports obtained or created as part of the work developed at Madeira Promotion Bureau are its property. Employees shall only keep originals or copies of those items outside Madeira Promotion Bureau's premises for the sole purpose of carrying out their duties, and are obliged to return them at any time on request.

Employees involved in projects or activities of a confidential nature or with access to sensitive information may be required to sign individual confidentiality and non-disclosure agreements.

4.2. Non-compliance

Failure to comply with the provisions of this Code may give rise to disciplinary, civil and/or criminal liability, provided that the respective legal requirements are met.

4.2.1. Definition of Consequences

Failure to comply with any of the rules set out in this Code of Ethics and other internal rules shall be subject to the application of the disciplinary measures provided for by law, including warning, suspension and dismissal with just cause. Other legal measures provided for in the Labour Code may also apply.

4.2.2. Misconduct Report

Madeira Promotion Bureau employees, in the performance of their duties and because of them, are legally required to report any irregular activities or behaviours that may constitute criminal, disciplinary or civil offences.

All employees to whom this Code applies are required to report any irregular practice of which they become aware, and to cooperate duly in any disciplinary or criminal investigation proceedings promoted by the relevant entities.

Situations involving irregular activities or behaviours that cannot be reported to the hierarchical superior shall be disclosed to the Ethics Committee via the following e-mail address: denuncia@ap-madeira.pt. If a Madeira Promotion Bureau employee reports one of these situations to their hierarchical superior, the latter has the duty to report the situation to the Ethics Committee.

4.2.3. Ethics Committee

The Ethics Committee's main mission is to ensure compliance with this Code, analysing and deciding on reports addressed to it through the available channels, proposing changes and/or clarifications to this Code and advising Madeira Promotion Bureau's Board of Directors on rules and standards of conduct, as well as possible sanctions arising from the application of this Code of Ethics.

This Committee shall be made up of 3 (three) members, identified above (see page 4), who shall meet ordinarily on a quarterly basis and extraordinarily whenever convened by any of its members. Committee meetings shall always produce minutes, which shall be drawn up by a member of the Legal Department who will act as secretary for the meeting, dated and signed at the end by all those present. 1 (one) member of the Human Resources Department and 1 (one) member of the Legal Department shall always be present at Committee meetings, even if they are not members thereof.

Each Committee member shall have 1 (one) vote, and recommendations/conclusions shall be made by a relative majority of the members. Should a Committee member vote against the recommendation/conclusion, the reasons for their disagreement shall be recorded in the minutes.

Committee members shall perform their duties under equality, impartiality and independence conditions regarding those who have appointed/elected them.

The recommendations/decisions made by the Ethics Committee shall not, under any circumstances, serve as a basis for deciding on a possible disciplinary, civil or criminal liability of the behaviour, but only on its ethical nature.

4.2.4. Whistleblower and witness protection

Pursuant to the law, a specific protection regime shall be guaranteed for whistleblowers and witnesses in procedures related to bullying and harassment situations of any kind, guaranteeing confidentiality, impartiality, efficiency and an expeditious procedure.

Employees who report the commission of offences under this Code, of which they become aware in the course of their duties or because of them, shall not be hindered in any way, and shall be guaranteed anonymity until charges are brought. Their position and function shall be protected until the end of the disciplinary proceedings.

5. Approval and entry into force

This Code of Ethics was unanimously approved by Madeira Promotion Bureau's Board of Directors at the Board Meeting of 15/11/2023, and shall come into force on 01/01/2024.

The Ethics Committee takes office at the time of entry into force of this Code.

This code was reviewed on 04/11/2024, with a view to clarifying the constitution of the Ethics Committee and the allocation of offers, bonuses, benefits and advantages, approved by Madeira Promotion Bureau's Board of Directors at the Board Meeting of 13/11/2024.

Annex I

Draft Request for Excuse

I, _____, holder of identification document no. _____, valid until __/__/____, residing at _____, as an employee of the Madeira Promotion Bureau, understand that I am currently involved in a conflict of interests within the scope of _____ (identify the situation that could constitute a conflict of interests, for example, the procurement of goods or services from an entity owned by the worker/employee).

Because _____ (explain the reasons underlying the conflict of interests identified, for example, what personal or private interest in the procurement might influence, or appear to influence, the performance of your duties), which motivates the aforementioned conflict of interests, I hereby ask to be excused from performing my duties in the situation identified above.