

## STICHTING JDRF NEDERLAND

## CODE OF ETHICS

Versie: 2023

- Acknowledgment: 1 pagina (te ondertekenen voor het jaar 2023)
- Code of Ethics : 4 pagina's
- Exhibit A: 2 pagina's (te ondertekenen voor het jaar 2023)

**STICHTING JDRF NEDERLAND**

**CODE OF ETHICS**

***Acknowledgment (1 of 1)***

I, \_\_\_\_\_, affirm that I have read the Stichting JDRF Nederland Code of Ethics, and I am not in violation of any of its provisions. I understand that I must maintain the highest standards of professional conduct and integrity, and I am aware that the discovery of any questionable, fraudulent, improper, or other conduct which appears to be a violation of the Stichting JDRF Nederland's Code of Ethics will be reported to the Chairman of the Board of Directors of Stichting JDRF Nederland.

\_\_\_\_\_ Signature

\_\_\_\_\_ Name

\_\_\_\_\_ Date

Please indicate your JDRF affiliation:

\_\_\_\_\_ Stichting JDRF Nederland Board of Director member

\_\_\_\_\_ Management team member of Stichting JDRF Nederland

\_\_\_\_\_ Staff member of Stichting JDRF Nederland

\_\_\_\_\_ Volunteer of Stichting JDRF Nederland

\_\_\_\_\_ Member T1D Voices Council

\_\_\_\_\_ Self-employed commissioned

## CODE OF ETHICS STICHTING JDRF NEDERLAND (1 of 4)

WHEREAS the Stichting JDRF Nederland (“JDRFNL”) was founded by people personally affected by diabetes, and its programmatic purpose is principally to benefit people with diabetes and to find a cure for type 1 diabetes and its complications, and

WHEREAS JDRFNL’s volunteer leadership have made personal promises to do all they can to help find a cure for type 1 diabetes and its complications, and

WHEREAS JDRFNL’s success is predicated on the active involvement of its volunteer leaders in all aspects of its program planning and oversight, and

WHEREAS JDRFNL’s volunteer leaders are also leaders in their respective communities – including the professions, academia, business, finance and other areas of society, and

WHEREAS JDRFNL’s mission is to find a cure for type 1 diabetes and its complications, as soon as possible, and

WHEREAS JDRFNL wishes to ensure that all of its activities undertaken in fulfillment of its mission are free from actual or potential conflicts of interest which could impugn the integrity of its activities.

### I. Introduction

The following policy regarding potential “conflict of interest” situations is adopted by JDRFNL for the purpose of assuring a high level of organizational integrity and avoidance of undisclosed conflicts of interest on the part of members of its Board of Directors, management team members, staff members and volunteers. This policy is intended to assure that JDRFNL will be fully informed with respect to any financial or other material interests which any Covered Person (as defined below) may have in any person, firm, or entity which does business with the Juvenile Diabetes Research Foundation (on a global basis – the “Foundation”). The primary principle underlying the JDRFNL’s Code of Ethics is that Covered Persons will not permit their personal interests to conflict, or even appear to conflict, with the interests of the Foundation.

### II. Applicability

This Code of Ethics applies to all Covered Persons. Except as provided in Paragraph IX below and in Exhibit B hereto, “Covered Persons” are JDRFNL Board of Director members, management team members, staff members and volunteers.

**CODE OF ETHICS STICHTING JDRF NEDERLAND (2 of 4)****III. Potential Conflict of Interest Statement**

Each Covered Person shall each year deliver to the Chairman of the Board of Directors of JDRFNL a written statement in the form attached hereto as Exhibit A in which such Covered Person shall disclose his or her relationship or affiliation with any person, firm or entity which proposes to do business, or who is doing business, with the Foundation.

Each Covered Person shall abstain from voting on any matter which relates to the decision by JDRFNL to engage or continue the services of a person, firm or entity with which such Covered Person has a relationship or is affiliated, including voting on the creation of such relationship, the termination of such relationship, or the compensation or other terms on which the relationship will exist. This prohibition shall not prevent a Covered Person, however, from reporting to the Board of Directors of JDRFNL with respect to any matter for which the Covered Person, firm or entity is engaged with the Foundation.

Further, this prohibition shall not prevent the Covered Person from stating his or her position on such matter, nor from answering pertinent questions and inquiries relating thereto. At the discretion of the Chairman of the Board of Directors of JDRFNL in individual cases, the Covered Person may be asked to leave the meeting during the discussion of and/or vote on the matter that results in the conflict of interest.

Any Covered Person who has a relationship with or is affiliated with a person, firm or entity doing business with the Foundation, or which desires to do business with the Foundation, shall provide to the Chairman of the Board of Directors of JDRFNL, when requested, full and complete information with respect to his or her relationship with such person, firm or entity which the Chairman of the Board of Directors of JDRFNL shall deem necessary or desirable for JDRFNL to have, so that JDRFNL can consider such relationship, or potential relationship, on a fully informed basis. In the event that a Covered Person refuses to provide any such information reasonably requested by the Chairman of the Board of Directors of JDRFNL, such person may be removed from his or her position by the Board at a meeting at which such removal may be lawfully considered. Said Covered Person shall have the right to be present in opposition to such removal.

**IV. Violations of the Code of Ethics**

Violations of the Code of Ethics or any of JDRFNL's rules of conduct may constitute grounds for dismissal. Covered Persons are expected to act fairly and honestly in all transactions with the Foundation and others to maintain the high ethical standards of the Foundation. If a situation arises where a Covered Person is unsure whether there may be a violation of the Code of Ethics, he/she should contact the Chairman of the Board of Directors of JDRFNL for guidance.

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### V. Discovery of Violations of the Code of Ethics, or Illegal Activities

Discovery of events of a questionable, fraudulent or illegal nature, or which appear to be in violation of the Code of Ethics must be reported promptly to the Chairman of the Board of Directors of JDRFNL. Failure to report such events also constitutes a violation of the Code of Ethics.

### VI. Reporting Compliance with the Code of Ethics

On February 1<sup>st</sup> of each year, each Covered Person shall be required to sign a written acknowledgment affirming that they have received and reviewed the Code.

### VII. Compliance with Laws and Regulations

JDRFNL strives to comply with all laws and regulations that are applicable to JDRFNL. Although laws and regulations may sometimes be ambiguous and difficult to interpret, as a good citizen, JDRFNL emphasizes good faith efforts to follow the spirit and intent of the law. Questions concerning a law or regulation should be directed to the Chairman of the Board of Directors of JDRFNL.

### VIII. Candor Among Board and Staff Members and in Dealing with Auditors and Legal Counsel

The Chairman of the Board of Directors of JDRFNL must be informed at all times of matters which might adversely affect the reputation of JDRFNL, regardless of the source of such information. Concealment may be considered a signal that JDRFNL's policies and rules can be ignored, and such conduct cannot be tolerated. Accordingly, there shall be full disclosure to the Chairman of the Board of Directors of JDRFNL. Complete candor is essential in dealing with the JDRFNL's independent auditors.

### IX. Receipt of Gifts, Gratuities and Entertainment

No Covered Person may accept a gift (other than of nominal value) directly or indirectly, in any form, from a supplier or prospective supplier.

For the purpose of this policy, the term "gift" means anything of material value including such meals and entertainment which do not facilitate the discussion of the Foundation's business or otherwise serve a demonstrable business purpose. For purposes of this Paragraph IX, Covered Person shall include a Covered Person's spouse, children, any dependents, parents, any person or entity acting as an agent or fiduciary for any of the foregoing, through which a Covered Person may receive a direct personal benefit.

## CODE OF ETHICS STICHTING JDRF NEDERLAND (4 of 4)

In the event that a Covered Person has any doubt concerning the propriety of accepting any gift or the applicability of the reporting, and prior approval procedures, the Chairman of the Board of Directors of JDRFNL should be consulted for guidance.

### X. Corporate Hospitality to Public Official

Acts of hospitality toward public officials should never compromise or give the impression of compromising integrity or the reputation of either the public official or the Foundation. When appropriate, hospitality is extended, it should be with the expectation that it will become a matter of public knowledge.

### XI. Dealing with Suppliers

Covered Persons must award orders, contracts and commitments to suppliers of goods and services without favoritism. Foundation business of this nature must be conducted strictly on the basis of merit.

### XII. Fair Competition

Under no circumstances should a Covered Person enter into arrangements with competitors affecting pricing or marketing policies.

### XIII. Personal Fees and Commissions

No Covered Person may accept broker fees or commissions in connection with any transaction on behalf of JDRFNL. The acceptance of payments for personal consulting or other professional services requires the prior approval of the Chairman of the Board of Directors of JDRFNL.

### XIV. Work Relationships

No Covered Person shall give any special consideration to the employment of another Covered Person due to family or personal relationships. Just as external business decisions are based on sound ethical business practices, all JDRFNL personnel decisions must be based on sound management practices, and not be influenced by personal concerns.

**EXHIBIT A (1 of 2)**

**STICHTING JDRF NEDERLAND'S CODE OF ETHICS**

**ANNUAL DISCLOSURE WITH RESPECT TO CONFLICTS OF INTEREST**

I, \_\_\_\_\_ (Name), hereby give notice to the Board of Directors that I have (tick the box):

no relationship with or affiliation with any person, firm or entity which does business with, or purposes to do business with, the Foundation.

OR

a relationship with or affiliation with the following named person, firm or entity which does business with, or purposes to do business with, the Foundation:

\_\_\_\_\_ (Insert name and address of person, firm or entity).

I further state that I am an \_\_\_ % owner (in whole or in part), director, officer, employee, contractor or other

\_\_\_\_\_ (describe) of the above named person, firm or entity. As such, I have a financial interest in said person, firm or entity and hereby provide this disclosure statement for the purpose of advising the Chairman of the Board of Directors of JDRFNL of such financial interest.

I hereby agree to provide to the Chairman of the Board of Directors of JDRFNL all such information which shall be reasonably requested so as to enable JDRFNL to fully consider my relationship or affiliation with such person, firm or entity on a fully informed basis.

The approximate euro value of the goods or services furnished during the last 12 calendar months in connection with transactions between the Foundation and such person, firm or entity is:  
euro\_\_\_\_\_.

**EXHIBIT A (2 of 2)**

To the extent necessary, I hereby supply the following additional information in order to enable JDRFNL to be fully informed in connection with this matter:

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Signed this \_\_\_\_ day of \_\_\_\_\_, 2023.

\_\_\_\_\_ Print Name of Person Signing this Form

\_\_\_\_\_ Signature of Person Signing Form