



# Code of Conduct

The Netherlands National Petroleum Stockpiling Agency (COVA) is the central, independent organisation that maintains strategic oil stocks in the Netherlands on the instructions of the central government. It is responsible for the purchase, sale and storage of crude oil and oil products. COVA is a not-for-profit foundation with a statutory task, laid down in the Dutch Stockholding Act (*Wet voorraadvoorming aardolieproducten*). COVA is funded from the stockholding levy imposed on end users of transport fuels.

As part of the national crisis organisation, COVA has a public duty to deploy parts of the strategic oil stock when the government so requests during national or international oil shortages. It carries out this duty at the lowest possible cost and with minimum risks, in such a way as to meet society's oil supply needs in good time and enable a flexible response to changes in the stockholding obligation.

COVA serves the public interest by performing this duty and is funded from public resources. In this context, COVA acts ethically and expects its staff members to observe the highest standards of business ethics in all circumstances.

## **Purpose**

The Code of Conduct provides COVA staff members with a framework for ethical conduct, which will help them retain stakeholder confidence in COVA and prevent integrity incidents. This Code of Conduct contains instructions and guidelines to prevent conflicts of interest between COVA as an organisation, its Board, its Management, the COVA team and business contacts. This also includes protection of confidential information.

The point of departure is to foster transparency and to document what is permitted and what is not. We would like to stress that acting on COVA's behalf is characterised by impartiality, without any mixing of proper and improper interests. Conflicts of interest or the appearance of such conflicts must be avoided.

The Code of Conduct applies to the Board and Management members and employees of COVA, collectively referred to as the staff members. The COVA Code of Conduct is a guideline in making choices and taking decisions. It affects the way in which the organisation carries out its duties. Furthermore, COVA uses the Code of Conduct when assessing the conduct of the organisation and that of the individual employees. It is everyone's duty to monitor compliance with the Code of Conduct, both in one's own work and in the collaboration with others.

## **Staff members**

COVA's staff members will abide by the laws and regulations in force. COVA offers its staff members equal opportunities, without discrimination based on gender, origin, age, religion, sexual orientation or another discriminatory factor. In addition, COVA fosters an attractive work environment, in which mutual respect, openness and integrity are key factors. Any personal relationships between managers and employees must be reported immediately, on which occasion appropriate measures may be suggested. Staff members will refrain from any form of humiliating, (sexually) intimidating or hostile behaviour.

Staff members will confront each other about undesirable behaviour in an open dialogue, and have the option to contact an external confidential counsellor.

Each staff member will abide by the internal regulations, procedures, arrangements and guidelines in force.

### **Confidentiality**

The confidentiality of information which is obtained as a result of activities for COVA must be guaranteed at all times in relation to parties not involved in those activities.

Any and all information that might harm COVA if it came to the attention of third parties must be treated in strict confidence.

Confidentiality will be observed in every form of communication, which includes social media. Only specifically designated staff members will provide information to media representatives.

### **Notification requirement**

Where this Code of Conduct provides for a notification requirement, COVA employees have to notify the Managing Director. Where necessary, the Managing Director accounts for the notifications once a year to the Chairman of the Board.

Board members and the Managing Director have to notify the Chairman of the Board. Where necessary, the Chairman accounts for notifications once a year to the Deputy Secretary-General (DSG) of the Ministry of Economic Affairs and Climate Policy.

The Chairman has to notify the DSG.

When assessing a notification, the DSG will act in the spirit of this Code of Conduct and the Integrity Code of Conduct for the Central Government Sector (*Gedragcode Integriteit Rijk*).

### **Acceptance of business gifts, invitations or ancillary positions, and holding a stake in other enterprises and institutions**

#### *Gifts, favours and representation*

Staff members are not permitted to influence business practice through gifts and (personal) favours, or to allow others to do so.

COVA does not make donations to individuals, companies, institutions and organisations which might suggest it was encouraging the recipient to perform acts in favour of COVA. Expenses for representative purposes will be related to the business activities. These expenses will remain within widely accepted standards and will be supported with receipts.

Staff members are permitted to keep gifts with an (estimated) value of EUR 50 or less. Gifts with an (estimated) value of more than EUR 50 must be notified. After notification, a decision will be taken as to what will happen to these gifts. The staff members will hand in all Christmas gifts regardless of their value, which gifts will then be distributed proportionally among the staff.

As regards invitations to external events (such as a lunch, dinner, conference, sports event or other public relations event), the rule is that the event must be sufficiently business related. If an event includes an overnight stay, COVA will in principle pay for the overnight accommodation. The acceptance of invitations to events abroad will require prior approval. Staff members may not be accompanied by their partners, unless the purpose of the trip requires this and other participants bring their partners as well.

In case of doubt on whether to accept gifts or invitations, the Managing Director will decide for COVA employees and the Chairman will decide for the Managing Director and Board members.

#### Register

COVA keeps a register of all the gifts and offers notified in the context of this Code of Conduct, stating whether or not approval was granted. The register also lists the approvals granted by the Deputy Secretary-General. The register is discussed at Board meetings on a regular basis, but at least once a year.

#### Ancillary positions

Staff members must notify any ancillary positions before accepting these positions. Without prior notification and approval, they are not permitted to hold ancillary positions, including supervisory directorships or advisory positions, at enterprises and institutions with which COVA maintains or could maintain business relations. In deciding whether or not to grant approval, the guiding principle is whether there is or could be (the appearance of) a conflicting interest with the staff member's role within COVA.

#### Holding a stake in other enterprises and institutions

COVA staff members must avoid conflicts between the interests of the organisation and their own interests or those of their family members or close friends and relatives.

External business activities of COVA staff members may not be inconsistent with the interests of the organisation. Staff members will exercise restraint in respect of these activities and notify them.

The acquisition of a stake in enterprises and institutions with which COVA maintains or could maintain business relations is not permitted without prior approval. Staff members will exercise restraint in actively trading in financial interests in such enterprises and institutions.

#### Inside information

Staff members may not use any (inside) information obtained in the course of their activities within COVA for the purpose of achieving financial gain for themselves or for third parties.

#### Suppliers/contractors etc.

Staff members will exercise restraint in using the services of suppliers with which COVA maintains business relations for private purposes. They are only permitted to do so if they pay the fee customarily charged by the other party concerned and any private financial gain is ruled out.

#### **Electronic communication resources and COVA business assets**

Every staff member must protect COVA's business assets, information and real rights from incorrect use, damage, loss, theft or embezzlement. Business assets are used in order to achieve the organisation's objectives. Private use is permitted to a limited extent, whereby the following must also be taken into account.

When using electronic communication resources for the benefit of COVA, regardless of whether these were provided by COVA, staff members will be responsible at all times for acting professionally and ethically, being mindful of the security of COVA's operations. The staff member must do (and omit) everything in their power to ensure the continuity and integrity of the network and information system, prevent disruption of business processes and (financial) losses and safeguard COVA's reputation.

In the event of data breaches, the Board and the IT manager will be informed immediately.

#### **Notification of (potential) conflicts of interest**

Staff members are obliged to notify every (potential) conflict of interest. In the event of doubt about the applicability or interpretation of the Code of Conduct, they must consult the Chairman of the Board,

#### **Signing of declaration of compliance**

Anyone who is hired by COVA or appointed to the Board must sign a declaration of compliance with the Code of Conduct.

#### **Compliance**

Compliance with the Code of Conduct will be monitored, regardless of the staff member's level and position. Staff members will challenge each other about breaches of this Code of Conduct. In the event of a serious breach, every staff member has the duty to notify this breach.

A serious infringement of the Code of Conduct may have consequences under employment law for the staff member concerned. Any criminal offences detected will be reported to the police.

The COVA Code of Conduct was adopted by the Managing Director and the Board of Stichting COVA at the 184<sup>th</sup> Board meeting on 30 October 2023.