

i+solutions

Code of Conduct of i+solutions in working with clients and financiers

1. Introduction

i+solutions is committed to international principles of good corporate governance. The organizations role is to play a leading role in the health sector based on sound governance. Good corporate governance can be seen as a tool for the development of the organization's activities through better management, greater availability of knowledge and resources, lower cost of capital and development of human capital in the interest of the goals set by the foundation.

This has resulted in this document as a base for management to govern activities and contracts financed by (pharmaceutical) private companies.

2. Objectives

This code of conduct has been drawn up to position i+solutions clearly to our clients and financiers

i+ solutions has identified the following main objectives;

- "To maintain a balance in its activities and undertakings whilst ensuring adherence to the ultimate goal of the organization e.g. establishing self reliance and independency in developing countries for their Supply of drugs and other related PSM activities."
- Client/Financier relationships:
We seek to develop long-term business relationships with our clients and financiers. Our clients- and financier relationships are based on the principle of fair and honest dealings at all times. The relationship is open minded, down to earth and straight.

In addition governance for i+ solutions will be based on the following:

- Enhance stakeholders value
- Ensure sound financial viability
- Provide the process and structure through which the organization and projects executed under it's responsibility will be directed and managed
- Attract work and customers and develop activities which support the ultimate aim of the organization as laid down in the statutes.
- All activities undertaken are expected to contribute to the organizations overall principles, e.g. improving access to affordable health care and health products in developing countries.

3. The Board

- 3.1 The i+solutions Supervisory Board is responsible for setting the company's strategic direction.
- 3.2 For the management of the organization an Executive Board is established
- 3.3 The Executive Board is responsible for code of conduct that addresses issues that relate to conflicts of interest
- 3.4 The Executive Board will be responsible for identifying risk areas. These issues will be monitored regularly.
- 3.5 The Executive Board will also aim to conform to the governance constraints while simultaneously performing in an innovative and entrepreneurial way. Besides it will maintain a sound system of internal control.

4. Project Committee

- 4.1 Project committees will be established (by executive board) to aid the executive board in giving detailed attention to specific areas of conflict of interest in particular when working for and in projects financed by private donors and the pharmaceutical industry.

5. Information sharing

- 5.1 i+solutions ultimate goal is to make information and outcome of its activities available for the public domain in the interest of public health care in developing countries.
- 5.2 Parties will consult with each other before starting any activity and a standard secrecy agreement is entered into, when required by one of the partners.
i+solutions will maintain confidentiality on all data which will be supplied for executing specific tasks, as far as this information is not publicly available.

6. Principles

- 6.1 The relationship should contribute to improving public health care in developing countries
- 6.2 The public health gains should be commensurate with the time and expense involved in establishing and maintaining the relationship.
- 6.3 Funds may be accepted from commercial enterprises whose business is unrelated to that of i+solutions, provided they are engaged in any activity compatible with i+solutions work.

7. Conditions

The following conditions will apply in case i+solutions will execute work financed by private (industry) funding:

- 7.1 All information and intellectual property rights resulting from the work financed by clients and financiers will be vested in the clients and financiers.
The client will grant i+solutions a non exclusive, or exclusive, depending on the wishes of the client, non transferable, non sub licensable license to use the results solely for the purpose of providing non commercial services and training courses in the interest of the public health care.
- 7.2 Such license will in principle not allow i+solutions to use the data, material, including training materials in relation to any services or activity to be performed for any commercial setting or activity, unless otherwise agreed
- 7.3 If requested by the client I+solutions and its partner shall, under conditions as spelled out in detail, provide assistance to transfer such knowledge to the client or its designated partner.

8. Human Rights

i+solutions will at all times adhere to the ETI base code of human rights as attached. i+solutions will under no circumstances cooperate in activities which are violating the human right on essential healthcare or which could lead to gender imbalanced healthcare activities.

9. Fees and expenses

i+solutions' relationships are based on the principle that all fees and expenses in relation to working for private partners are meant to be part of the public domain. If needed relevant stakeholders or interested partners can request such information. The Committee as mentioned under 4, will be authorized to take a decision on publication

10. Duration, termination and access to information after 5 years.

i+solutions seek to develop long term relationships. Specific contracts are in principle for a fixed term. After termination of the contract all obligations between parties shall be terminated. i+solutions will be authorized to use the outcome and information afterwards as per conditions agreed.

11. Audit and Accounting Accountability

All activities and projects performed by I+ Solutions are subject to general auditing principles. The rates applied for services delivered by i+solutions are in line with our standard practices. This can be checked by the customers, the project committee and persons and or organization that have a major interest in activities undertaken.
At the end of the year i+solutions will publish its year ends results and projects undertaken and/or finalized.

12. Disclosure

i+solutions will publish this governance policy and report on the progress of its implementation in its Annual Report and to its Annual General Meeting. If requested by customer or stakeholder i+ Solutions will publish the outcomes on the i+solutions web site.