

CODE OF CONDUCT

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1. INTRODUCTION

1.1. GOAL OF THE CODE OF CONDUCT

With this Code of Conduct, we aim to maintain the sustained long-term success of our foundation through the appropriate conduct of every employee, officer or any other person who represents ESASO in any way (hereinafter referred to as “ESASO representatives”).

1.2. OUR MISSION & VISION

ESASO’s mission

To provide comprehensive, cutting-edge education and training in ophthalmology, equipping our students with the knowledge, skills, and ethical values necessary to excel as compassionate and proficient eye care professionals. We are committed to fostering a culture of excellence, innovation, and collaboration, with a focus on serving diverse communities and advancing eye health globally.

ESASO’s vision

ESASO’s vision is to be a globally recognized center of excellence in ophthalmic education, research, and development. We aspire to continuously push the boundaries of knowledge and innovation in eye care, while maintaining the highest standards of integrity, professionalism, and technology. Through our commitment to excellence and collaboration, we aim to make significant contributions to the prevention of blindness and the improvement of vision health worldwide.

1.3. OUR VALUES

The following values have been identified as being core values:

Integrity

As a professional foundation that aims to represent professionals’ interests, ESASO is governed by integrity in all its activities. All employees, officers and representatives are expected to work with integrity and honesty (without compromising the truth) for the benefit of the Society toward the fulfilment of ESASO mission. Integrity implies and cannot be obtained without a strong commitment to the additional values of transparency, trust, and merit-based criteria. ESASO is committed to applying transparency in all its processes, relationships, and communications. ESASO is committed to base the work relationship among staff members, managers, officers and representatives on reciprocal.

Trust

Trust is applicable both to internal activities (i.e. office time) as well as to activities which have a direct impact on daily work (good faith of decisions received and members’ data confidentiality). – ESASO is committed to promoting and support professional development according to individuals’ interests based on professional merit criteria. This is applicable, for example, to the employee

selection process and continuous professional development/ career advancements, to the officers' selection process, to fellowships, awards and travel grants awarded.

Commitment

ESASO is committed to direct all its activities toward the accomplishment of ESASO's mission. All representatives working for ESASO (whether employees or volunteers) are expected to share the same commitment toward the Society and to its mission. For officers, this means, for example, participating in meetings and scheduled appointments and the dedication of time and energy to produce the best quality of service. For employees, this means working to the best of one's capabilities to produce the highest quality services, in agreement with ESASO's strategic direction. Commitment to ESASO activities is based on a solidarity principle: working together and supporting each other to accomplish the common goal of creating quality education. Reciprocal support and collaboration is the base for working relationships between employees and ESASO members, among employees (i.e. work in team and inter-departmental work), between employees and officers (i.e. collaborative projects) and among officers (i.e. committee activities).

In addition, ESASO is also committed to be supportive of members coming from resource-restricted countries.

Accountability

As a member-based society, ESASO is accountable to its members.

Employees and volunteer officers are responsible for the actions and the decisions they take. This means for instance that committee members are responsible for quality of project development and results of projects they have been tasked with; employees are responsible for the activities assigned according to their role and level of seniority within the Society.

Excellence

As claimed in ESASO's mission, ESASO strives to achieve excellence in all its activities. All representatives should contribute in their respective role and capability toward the achievement of this goal, whether they are volunteer officers or staff members. Excellence is not a stand-alone principle but embraces and is the result of working with all the above-mentioned principles, namely integrity, commitment and accountability.

1.5. RESPONSIBILITIES FOR ESASO EMPLOYEES, ESASO OFFICERS AND ESASO REPRESENTATIVES

This Code of Conduct is binding for all employees, officers and any other person who represents ESASO in any way. Whenever we engage with third parties, we ensure that they are aware of the Code of Conduct and apply it accordingly. Certain topics covered in this Code of Conduct may be further detailed in specific policies. Breaches of the Code of Conduct must be reported to your line manager or via the confidential reporting procedure. Failure to comply with the Code of Conduct may result in disciplinary action, such as reprimand, dismissal.

2. STANDARDS AND RULES A. CONDUCT IN OUR WORK.

2.1. Business Integrity

2.1.1. Compliance with internal and external rules and regulations ESASO is committed to its mission and core values in everything it does. Moreover, ESASO expects all of its representatives to strictly comply with applicable laws and binding standards. Non-compliance with any internal or external rules and regulations may not only damage ESASO's reputation but may even threaten its very existence. It is everyone's responsibility to prevent and promptly report the occurrence of unlawful or unethical conduct regarding ESASO's activities. Any violation of internal or external rules and regulations will be sanctioned and may not only lead to disciplinary actions but may also be subject to civil or criminal prosecution.

2.1.2. Procurement

Our business partners have a commercial, long-term interest in the business relationship with ESASO. We respect this and work to create a win-win situation. We expect every ESASO representative to follow and adhere to the relevant procurement procedures and the terms as defined in the ESASO Supplier Selection Procedure, establishing the process for the selection, evaluation, approval and re-evaluation of vendors.

2.1.3. The hiring of staff and external consultants Staff working for ESASO should be selected and hired on an independent and objective basis.

Furthermore, the hiring and selection of external consultants requires due diligence since people who represent ESASO in any way are subject to the provisions of the Code of Conduct and our internal rules as well. Before hiring a consultant, consider whether this person is a suitable counterparty for ESASO and include appropriate contractual terms. Every ESASO representative is required to ensure that there is a proper contract in place that defines all relevant terms and guides the relationship between ESASO and the consultant.

Such terms include but are not limited to: Start of contractual relationship, deliveries and milestones, terms of payment as well as responsibilities with regard to the supervision of the parties' compliance with the contractual terms defined. Payments of expenses and fees to consultants require respective recordings and documentation and must be approved by the Head of Finance and Administration prior to execution. The terms as defined in the ESASO Supplier Selection Procedure, establishing the process for the selection, evaluation, approval and re-evaluation of vendors also apply to the hiring of consultants accordingly. Supplier Selection Procedure.

2.2. Accuracy of Records and Reporting

2.2.1. Expenses of employees

ESASO expects all employees to ensure that expenses are appropriate and reasonable. Business-related expenses may include expenses for travelling, meals and accommodation and are reimbursed in accordance with the ESASO Expense Policy for employees and the ESASO Expense Manual as a supplemental policy for teachers and speakers. Expenses that are not considered to be business-related will not be reimbursed by ESASO.

2.2.2. Approval process

The line manager is responsible for the approval and authorization of all travel time, participation in meetings and associated costs and other expenses. He /she will check and approve the completeness as well as the accuracy of the supporting documentation.

2.2.3. Review process

To ensure the accuracy of records and respective reporting, there is a segregation of duty between the employee claiming expenses, the line manager (who approves absences and associated expenses) and the Finance & Administration department (which controls the respective expense claims). The Finance & Administration department will check the expense claims according to the following criteria: – Adherence to travel expense policy, including business purpose – Mathematical correctness – Reasonability of costs – Documentation by original receipts. The Finance & Administration department will preserve all the underlying documentation for 10 years.

2.2.4. Appropriate retention of records

The recording of data, as well as the preservation of records, needs to be done properly. Under no circumstances are records to be destroyed selectively or maintained outside of ESASO premises or designated storage facilities and tools.

2.3. Conflict of Interests

ESASO employees, officers and representatives are expected to act in the best interests of the organization. It is fundamental for ESASO to be an independent, impartial organization. Sometimes, an individual's knowledge of, and position within, ESASO can cause potential conflict of interests with the outside world. Conflicts of interests can occur on an organizational and on a personal or institutional level.

2.3.1 ESASO Organizational level

An organizational conflict of interests may arise in circumstances where ESASO performs other activities or has other relationships that might harm its independence as an organization. In other words, the organization's objectivity might be impaired.

2.3.2 Personal or institutional level

A personal conflict of interests is a situation where a person's private interests, such as outside professional relationships or personal financial assets, interfere or may be perceived to interfere with his/her performance of official ESASO duties. An institutional conflict of interests is a situation where a person's interests as the head of an institutional department or unit, such as unrestricted research grants to the institute, interfere or may be perceived to interfere with the work they are doing for ESASO. In other words, your personal or institutional relationships or interests must not affect your professional activities and duties within ESASO.

2.3.3 Disclosure and Declaration of Interests

As an ESASO employee you are expected to disclose any actual, potential, real or apparent conflict of interests and seek a solution together with your line manager. As an ESASO officer and as an ESASO senior staff member (CEO, COO, CMO or line manager), you are expected to disclose all of the following interests and relationships according to the ESASO Declaration of Interests Policy: Personal financial interests – Company leadership role, employment relationship or ownership interest – Consulting and advisory services, speaking or writing engagements, public presentations – Direct research support to the responsible project lead (e.g. Principal Investigator) – Licensing fees or royalties associated with Intellectual Property (IP) interests 15 Institutional financial interests – Financial support for clinical trials or contracted research Non-financial interests – Senior leadership roles in other medical societies, research groups, foundations, political pressure groups, etc. – Involvement or advisory role with, or membership of, medical, pharmaceutical, healthcare science, health policy/communication and similar activities organizations/foundations - or non-remunerated Principal Investigator function in clinical trial or project lead – Membership of, or affiliation with, political/pressure groups or associations active in the field of oncology – Non-remunerated leadership role in companies As a violation of internal rules and regulations, the non-declaration as well as the false declaration of known conflicts of interests will be pursued and sanctioned accordingly. Declaration of Interests Policy Declaration of Interests online platform.

2.4 Gifts and Invitations

At ESASO, we conduct our business fairly, relying on the merits of our services and employees. It is not appropriate, and may be illegal, to accept unreasonable gifts and invitations. Furthermore, we must not try and influence a person to decide in ESASO's favor by offering a payment, an unusual gift or any other benefit.

2.4.1 Accepting gifts and invitations

When dealing with business partners and suppliers, we are sometimes offered gifts or invitations. Such gifts and invitations should in no way influence a specific business relationship. At ESASO, we never accept cash. We do not accept gifts or any other unreasonable benefits such as invitations from third parties that could potentially imply an obligation to them. If you are offered an unreasonable or illegal gift, invitation or benefit, you are expected to immediately inform your line manager who will take a decision, maybe after consultation with the Foundation Board.

2.4.2 Giving gifts and providing invitations

Gifts given and invitations provided by ESASO representatives to third parties must not prejudice the professional independence of the recipient either in fact or by implication. When giving gifts or providing invitations, the following must be borne in mind: EXAMPLE Gifts and invitations can be divided into the following categories: Usually permissible the following gifts and invitations are usually permissible without prior approval: Business meals: Modest, occasional meals with business partners; Invitations to relevant events: Occasional attendance at subject matter events relating to ESASO's mission. Gifts: Gifts of little value, such as small promotional gifts.

Self-Check You should ask yourself the following questions in order to check whether or not a gift or an invitation is reasonable: Intent: Is the gift / invitation intended to merely consolidate a business relationship or could the objectivity of the recipient be influenced by it? Value and frequency: Is it a modest and occasional gift / invitation or could an obligation arise from it for you, or a third party related to ESASO? Legality: Are you sure that the gifts / invitation complies with the applicable legislation both in your own country and in that of the donor? Transparency: Would you be embarrassed if your line manager, your colleagues, or people outside of the organization learned about the gift / invitation? Reasonable: Are you applying consistent standards?

Not permissible Gifts / invitations that are more than CHF 100. Gifts of cash or pecuniary benefits (e.g. gift vouchers, loans, shares, stock options). Invitations that are of an immoral or sexual nature.

2.5 Political activity and Lobbying

All lobbying activities in which ESASO engages must be in compliance with ESASO's mission and core values. Furthermore, lobbying must be in adherence with applicable laws and regulations with regard to transparency in terms of the definition of targets, registration regulations, spending disclosures, electronic filings, public access, enforcement and revolving door provisions as may be provided by relevant jurisdictions. Political lobbying is managed by the Public Policy Committee, whose chair reports on their activities to the ESASO Foundation Board.

2.6 Bribery and Corruption

2.6.1 Bribery

Bribery relates to improper payments for illegal purposes. Giving or asking for money or favors to influence the judgment or conduct of a person is strictly prohibited. This applies not only to direct payments but extends also to indirect payments made in any form through consultants or other third parties.

2.6.2 Facilitation Payments

A facilitation payment is a financial payment to a government employee or official that is made with the intention of expediting an administrative process. ESASO strictly prohibits any facilitation payment. This prohibition applies not only to direct payments but extends also to indirect payments made in any form through consultants or other third parties.

2.7 Confidentiality

2.7.1 Protecting confidential information

ESASO has a variety of confidential information. Such confidential information represents a significant asset to our organization that requires active protection. Every ESASO representative must take appropriate steps to protect this kind of information and may not disclose it to people outside of the organization, unless such disclosure has been approved by the ESASO Foundation board in advance in writing. Any unauthorized disclosure of confidential information will be pursued and sanctioned accordingly. The obligation to protect ESASO's confidential information continues even after the termination of an employment, or any other contract entered into by an ESASO representative.

2.7.2 Privacy

ESASO is committed to protecting the privacy and integrity of all our stakeholders. ESASO respects their privacy rights and privacy laws. All personal data will be processed fairly and transparently and in compliance with applicable data privacy laws.

2.8 Protecting ESASO's Assets

2.8.1 Care of ESASO's assets

Any ESASO employee, officer and representative may be granted access and use of certain ESASO property such as computers, mobile phones and other company property assets. You are expected to respect and protect ESASO's property rights with regard to its infrastructure and any equipment you are provided with. ESASO's assets must be treated with care and may only be used for legitimate business purposes and not for private activities or personal gain.

2.8.2 Proper business use of internet and communication tools

Unless otherwise specified, e-mail, internet and social media shall only be used for legitimate business purposes. The content of e-mails and documents we create and the data we access over the internet must always be appropriate. E-mail, internet and social media must not be used to access or disseminate illegal, offensive, disruptive or potentially discriminating content.

2.8.3 Respecting ESASO's intellectual property rights

All organizations should protect their intellectual property to prevent misuse of the organization's assets. The ESASO name, branding and copyright registered by ESASO are the society's intellectual property. Use of the society's intellectual property by other organizations can only be authorized by the ESASO Executive Board and must be subject to a written agreement authorized by the society's legal signatories. The intellectual property developed by ESASO belongs to the organization. All ESASO representatives must be alert in identifying relevant intellectual property, taking appropriate steps to protect it and making sure it is used in accordance with ESASO's rules and for the benefit of ESASO.

2.8.4 Persons speaking on behalf of ESASO

People speaking on behalf of ESASO must respect its intellectual property rights such as copyrights and trademarks when using ESASO's name, logo and other branding material. The ESASO intellectual property must not be used without official written permission of the ESASO Executive Board. People speaking on ESASO's behalf must also respect its interests and opinions. Whenever a person is speaking on ESASO's behalf but giving a personal opinion rather than representing ESASO's interests and opinions, they must be clear on the fact that they are sharing their personal view rather than ESASO's.

2.9 Workplace Responsibilities

Everyone at ESASO is entitled to fair and respectful treatment. ESASO appreciates your commitment and loyalty to our organization and aims to ensure that every ESASO representative is treated fairly, respectfully and equally in the workplace. Any form of discrimination, harassment or abuse is prohibited and will be sanctioned accordingly. When engaging with business partners, members or

any other third parties, ESASO expects its representatives to ensure that such relationships are characterized by mutual respect, fairness, support and professionalism.

2.10 Equal employment opportunities ESASO is committed to providing equal opportunities within the ESASO organization regardless of race, ethnicity, religion, disability, age or sexual orientation. Professional development of employees and the selection of ESASO Officers should be based on professional merit criteria.

2.11 Harassment

Any form of harassment with the intent or effect of creating a hostile or intimidating work environment, interfering with an individual's work performance in an unreasonable way or affecting an individual's employment opportunities is prohibited. ESASO does not tolerate any conduct that relates to sexually harassing a colleague by making unwanted sexual advances, requesting sexual favors and / or physical contact or behaving in any other sexually offensive way.

2.12 Discrimination

ESASO does not tolerate any conduct that relates to the humiliation, denigration, or injury of another person because of racial, ethnic, religious, disability-related or age-related differences or sexual orientation.

2.13 Corporate Social Responsibility

ESASO is committed to doing business in a sustainable and socially as well as environmentally responsible manner.

2.13.1 Protection of the environment

Conducting our activities, we take into consideration the efficient and responsible use of energy and materials and the responsible disposal of residual waste.

2.13.2 Safe workplace

The health and safety of all employees, officers and representatives is of the utmost importance to ESASO. We act responsibly to protect and preserve a healthy and safe workplace for every ESASO employee.

2.13.3 Healthy lifestyle

In our role as the leading society in medical ophthalmology, ESASO is committed to protecting the health of people and works to maintain a healthy workplace for all ESASO employees. We invite all ESASO representatives to support ESASO's interest in, and commitment to, a healthy lifestyle and encourage everyone to refrain from smoking and other health damaging activities, especially during ESASO activities.

3. UPHOLDING THE CODE OF CONDUCT

3.1 Implementation and Training

3.1.1 Implementation

ESASO is committed to effectively implementing the values, principles, standards and rules set out in the Code of Conduct. The Foundation Board and management personnel act as role models in complying with the Code of Conduct.

3.1.2 Training on the Code of Conduct

All ESASO representatives will regularly receive information and training on the Code of Conduct. Such training is organized by the ESASO managing personnel and takes place in regular intervals as deemed appropriate by the ESASO Foundation Board.

3.1.3 Internal Control

The Foundation Board is responsible for ESASO's Internal Control System. It has established an appropriate control structure and process for identifying, evaluating, monitoring, and managing significant risks that may affect the achievement of the organizational objectives. ESASO acknowledges its duty to maintain an effective system of internal control which provides reasonable assurance of the achievement of business objectives, of the reliability of information used for reporting, of the safeguarding of resources, and of compliance with laws and regulations.

3.2 Compliance with the Code of Conduct

3.2.1 Reporting procedure

ESASO expects every employee and officer to immediately report any suspicious activity that may involve a suspected violation of the Code of Conduct. You can report a suspected violation to your line manager or via the confidential reporting procedure. If you have doubts whether a specific conduct complies with the Code of Conduct, you can discuss this with your line manager or raise the question via the confidential reporting procedure.

3.2.2 Protection from retaliation

All reports will be treated confidentially and will be further investigated if necessary. Reporting of suspicious activities must be done in good faith. ESASO guarantees that there will be no retaliation for making reports in good faith. This also applies if the investigation provides that no such violation has been committed.

3.2.3 Violations and sanctions

Besides a direct violation of the Code of Conduct, a breach of this Code of Conduct is also committed if:

- a. an ESASO representative tolerates violations of the Code of Conduct.
- b. an ESASO representative withholds important information in the event of a potential violation of the Code of Conduct upon explicit request.
- c. an ESASO representative approves or tolerates a violation of the Code of Conduct or discriminates against employees who have reported a violation in good faith. Violations of the Code of Conduct may result in disciplinary action, such as reprimand, dismissal, or civil or criminal prosecution.

3 4. APPENDIX REFERENCE TO DETAILED POLICIES

Reference to detailed policies

ESASO Bylaws

ESASO Reimbursement Policy / Expenses Policy