



ARGENTINA-TEXAS
CHAMBER OF COMMERCE

CORPORATE POLICIES

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Argentina-Texas Chamber of Commerce

Corporate Policies

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Argentina-Texas Chamber of Commerce

Corporate Policies

1. Preamble

1.1 Mission

The **Argentina-Texas Chamber of Commerce** (ATCC) is an independent, non-profit, voluntary membership association, founded in 2016 with the objective of promoting investment, trade, education and networking opportunities between Texas and Argentina by acting as a catalyst for innovative, ethical and productive business relationships.

1.2 Corporate Policies

The corporate policies of the of the organization define the core values and the culture of the organization, as well as the organizational and individual behavior of directors, officers, members, and staff when conducting the Chamber's affairs. The behavior of persons in the organization is bound by the corporate policies.

1.3 Validity

Each corporate policy will come into force the day of its approval by the Chamber's Board of Directors. The policies may be reviewed and updated periodically by the Chamber's Board of Directors.

1.4 Code of Conduct

The corporate policies of the chamber constitute de Code of Conduct of the Chamber. Directors, officers, members, and staff are expected to disclose to the Board of Directors in written communication any violations of this Code of Conduct. Failure to comply with the Code of Conduct will result in disciplinary actions.

1.5 Compliance

The compliance with the Code of Conduct is mandatory for all directors, officers, members, and staff of the Argentina-Texas Chamber of Commerce. The ATCC will communicate and distribute the content of this Code of Conduct among all its directors, officers, members, and staff and to any third parties for whom this may prove to be relevant.

We consider that the membership to the ATCC is a privilege and that the membership brings with it the responsibility to assure that all members understand and commit to this Code of Conduct.

The Code of Conduct will be applied to investigate and judge any potentially illegal, immoral or unethical behavior of its directors, officers, members, and staff when acting on behalf of the Chamber or participating in activities that may damage the integrity and reputation of the Chamber.

The Code of Conduct reflects the principle of diligence applied by ATCC for the prevention, detection and eradication of irregularities related to breaches of the corporate policies.

1.6 Legal and Compliance Committee

The Legal and Compliance Committee is entitled to investigate and judge the behavior and conduct of directors, officers, members and staff of the Chamber, who are bound by the corporate policies of the Chamber applicable at the time the relevant conduct occurred.

1.7 Reporting of Potential Violations

The Chamber expects directors, officers, members, staff and third parties to report suspected violations of the Code of Conduct to the following confidential email address: legalandcompliance@argentinatexas.org.

2. Ethics Policy¹

The Chamber will ensure compliance with all laws and regulations applicable to its business and with the highest standards of honesty, transparency, and integrity.

Directors, officers, members, and staff of the Chamber must understand that the Chamber does care about how results are obtained, not just that they are obtained.

It is the policy of this Chamber that all its transactions be accurately reflected in its books and records. Falsification of books and records is prohibited.

Directors, officers, members, and staff shall proactively promote ethical behaviors, provide accurate and objective information, and accept responsibility for preventing, detecting, and reporting behaviors and situations that represent a potential violation to this policy.

¹ Approved by the ATCC's Board of Directors on December 1st, 2020.

3. Conflicts of Interest Policy²

The Chamber's reputation is the utmost important asset of the organization.

The purpose of the conflict of interest policy is to protect the Chamber's interest when it is contemplating entering into a transaction or arrangement that might benefit the private interest of directors, officers, members or staff of the Chamber or might result in a possible excess benefit transaction.

The policy of the Chamber requires that all directors, officers, members, and staff avoid any conflict between their own interests and the interests of the Chamber in dealing with suppliers, members, government agencies and other third parties.

It is also a conflict of interest for a director, officer, member, or staff to give or make unauthorized disclosure of information of confidential nature of the Chamber or use it for his or her own benefit.

All directors, officers, members, and staff are expected to make a full, fair, accurate, timely, and understandable disclosure of any conflict of interest in written communication to the Board of Directors.

This policy is intended to supplement but not replace any applicable state and federal laws governing conflicts of interest applicable to nonprofit and charitable corporations.

If there is a reasonable cause to believe that a director, officer, member or staff has failed to disclose actual or possible Conflicts of Interest, the Legal and Compliance Committee will inform the director, officer, member or staff of the possible violation and will allow the individual an opportunity to explain the alleged failure to disclose. If the violation is not rectified, appropriate disciplinary action will be taken by the Legal and Compliance Committee.

² Approved by the ATCC's Board of Directors on December 1st, 2020.

4. Anticorruption Policy³

This Anticorruption Policy prohibits bribery of any kind, including directly or indirectly offering, promising, authorizing, providing, soliciting, or receiving anything of value to or from government officials, members or potential members of the Chamber, partner organizations, vendors or other third parties, to induce or reward the improper performance of an activity connected with our business.

This Chamber will comply with all applicable anticorruption laws of the United States and Argentina, and with the laws of any other countries which are applicable to the Chamber's business, including, but not limited to, the U.S. Foreign Corrupt Practices Act, or FCPA. A violation of the anticorruption laws can lead to severe civil and criminal penalties, including jail time, as well as reputational harm to the Chamber.

All directors, officers, members, and staff of the Chamber are expected to make a full, fair, accurate, timely, and understandable disclosure of any potential violation of this policy to the Legal and Compliance Committee.

³ Approved by the ATCC's Board of Directors on January 28th, 2021.

5. Antitrust Policy⁴

It is the policy of this Chambers that all its directors, officers, members, and staff comply with the antitrust and competition laws of the United States and Argentina, and with the laws of any other countries which are applicable to the Chamber's business.

These laws help to protect competition, enable open markets, and enhance productivity, innovation, and the generation of value.

Therefore, it is prohibited to discuss topics or coordinate actions that could potentially limit the market power of any particular firm or organization including, but not limited to, price fixing, territorial arrangements, or bid rigging.

The Chamber recognizes that, on occasion, there may be legitimate doubt as to the proper interpretation of the competition laws. In those circumstances, the specific cases should be submitted to the Legal and Compliance Committee for proper analysis before taking any action.

All directors, officers, members, and staff of the Chamber are expected to make a full, fair, accurate, timely, and understandable disclosure of any potential violation of this policy to the Legal and Compliance Committee.

⁴ Approved by the ATCC's Board of Directors on January 28th 2021.

6. Harassment Policy⁵

The objective of this policy is to provide a work environment that promotes mutual respect and working relationships that are free of harassment. The Chamber prohibits any form of harassment based on race, color, sex, religion, national origin, citizenship status, age, physical or mental disability, sexual orientation, political affiliation, veteran, or other legally protected status, as well as any form of harassment, by or toward directors, officers, members, and staff of the Chamber, contractors, suppliers, third parties, or any individual or organization that interacts with the Chamber or attends its events.

Harassment is any inappropriate conduct with the purpose or effect of:

- Creating an intimidating, hostile, or offensive work environment
- Unreasonably interfering with an individual's performance
- Affecting an individual's employment opportunity

Forms of harassment include, but are not limited to, unwelcome verbal or physical advances, sexually, racially, or otherwise derogatory materials, statements, or remarks, bullying, slurs, spreading rumors, swearing, jokes, obscenities, incessant teasing, expressing or insinuating threats, threatened assault, hitting, punching, and malicious or insulting gestures.

Individuals who believe that they have been subject to harassment should immediately report the incident to the Board of Directors. No retaliation will be taken against any individual because he or she reports a problem concerning possible acts of harassment.

All directors, officers, members, and staff of the Chamber who observe or become aware of harassment should immediately report the potential violation of this policy to the Legal and Compliance Committee.

All complaints will be thoroughly and promptly investigated by the Legal and Compliance Committee.

⁵ Approved by the ATCC's Board of Directors on January 28th, 2021.

7. Diversity and Inclusion Policy⁶

It is the policy of this Chamber to provide equal opportunity and treatment, in conformance with all applicable laws and regulations, to all its directors, officers, members and staff, regardless of their race, color, sex, religion, national origin, citizenship status, age, physical or mental disability, sexual orientation, political affiliation, veteran, or other legally protected status.

The Chamber is committed to providing an inclusive and welcoming environment for all directors, officers, members, and staff.

The Chamber administers its personnel programs and activities in an inclusive and nondiscriminatory manner including, but not limited to, recruitment, contracting, work assignment, promotion, transfer, termination, wage and salary administration, and selection for training.

The Chamber manages its member programs and activities in an inclusive and nondiscriminatory manner, including, but not limited to chapter and committee meetings, networking events, training activities, pitching events, business rounds, trade missions, conferences, and workshops.

The Chamber will make the best efforts to:

- Develop work arrangements that help meet the needs of a diverse work force
- Facilitate employment of qualified minorities and women
- Offer work arrangements to balance work and family obligations
- Offer work arrangements to qualified disabled individuals
- Promptly identify and resolve any problem area regarding diversity and inclusion

Individuals or members who believe that they have been subject to discrimination should immediately report the incident to the Legal and Compliance Committee. No retaliation will be taken against any individual because he or she reports a problem concerning possible acts of discrimination.

⁶ Approved by the ATCC's Board of Directors on January 28th, 2021.

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