

# Integrity guidelines

Effective 1 November 2013

# Integrity guidelines

## Foreword

Dear Colleague,

This document outlines Schiphol Group's Integrity Guidelines and provides a more detailed explanation of some of the key issues in our Code of Conduct. These Integrity Guidelines will help you to responsibly contribute to our goal of ranking as Europe's preferred airport.

Schiphol is currently one of the world's five best airports. British business travellers voted Amsterdam Airport Schiphol winner of the Business Traveller Award in the category 'Best Airport in Europe 2013'. If we are to sustain this high level of performance in future, we must ensure that everyone who works at or for Schiphol behaves in an ethical manner and abides by all the relevant laws, regulations and procedures.

We strive to ensure the ethical conduct of our employees as a part of the strategic theme of 'Sustainable Performance' and our dedication to the core values of Reliability and Sustainability. Our organisation works hard to comply with all applicable laws and regulations. We actively monitor risks in order to ensure organisational integrity and reliability. Integrity helps future-proof our organisation and is a prerequisite for sustainable enterprise.

Schiphol has become subject to a growing amount of laws and regulations over the past few years, and our ability to demonstrate compliance has become increasingly important. These laws and regulations concern a broad range of issues. For example, we must comply with legislation in the area of safety, security, the environment, competition, tenders, privacy, information security and financial accountability.

Any breaches of these laws and regulations could have highly negative consequences for Schiphol. For example, safety regulations are crucial to a company operating in our sector. Furthermore, fines in areas such as competition can amount to as much as 10% of our annual turnover. Negative media reports can also erode confidence in our airport.

These Guidelines outline the key areas of risk affecting Schiphol employees. Each of these areas will be discussed individually. We will provide concrete examples in order to explain how you should act in specific situations and warn you of specific dangers. Even seemingly innocent, day-to-day activities can result in violations. We will also explain who to contact if you are unsure how to act in a specific situation. The Guidelines also explain the procedure for reporting any (suspicions of) unethical conduct.

We hope this document helps you to put our integrity policy in practice and to contribute to our goal of ranking as Europe's preferred airport.

Jos Nijhuis

## **Table of Contents**

1. Introduction
2. General rules of conduct
3. Competition law
4. Privacy & Information Security
5. Safety, Security & Environment
6. Tendering law

# 1. Introduction

Due to the diverse nature of Schiphol's activities, our operations are subject to a large number of risks. The section below offers an overview of areas in which Schiphol could potentially violate laws and regulations. This overview may be adjusted periodically, in response to legislative amendments, the introduction of new regulations or new business activities.

## Schiphol Group compliance areas

General risk areas	Compliance Officer*	Specific risk areas	Compliance Officer	Schiphol Compliance	Compliance Officer
<b>Competition legislation</b> - Cartelisation - Price agreements/business relations	Direc/D/CL Director	<b>Safety, Security &amp; Environment</b> - Environmental Law/Safety Management - Security regulations - Crisis management - Stakeholder management (Noise & Environmental Aspects)  <b>Finances/Tax</b>  <b>Tendering law</b>  <b>Aviation</b> - Aviation law/operations - Pricing & Reg. Affairs  <b>Consumer law</b> - Advertising/games of chance/e-commerce - Licensing and Catering Act  <b>Lease/real estate law</b>  <b>International business transactions</b> - International trade laws  <b>Intellectual property</b> - IP policy - Brands/copyrights organisation - Domain names  <b>Product quality/reliability</b> - Asset Management - Building regulations./ permits  <b>Telecommunications</b>	DireA/SSE Director	<b>Internal</b> - Code of conduct - Internal reporting procedure (Speak-Up! & confidential counsellor) - AO Procedures  <b>External parties</b> - Schiphol Regulations - Schiphol Pass Conditions - Code of conduct for suppliers - Code of conduct for the aviation sector  <b>Internal committees</b> - Integrity Committee - Investment Committee - Board of Appeal - Sanctions Committee - Tender Committee - Risk & Compliance Committee  <b>Central Works Council (CWC)</b> - HR&O Committee - Occupational Health and Safety Committee  <b>Supervisory Board</b> - Audit Committee - Remuneration Committee - Selection and Appointments Committee - Public Affairs & Corporate Responsibility Committee  <b>Officials</b> - Corporate Compliance Officer - Compliance Officers - Privacy & Compliance Officer - Safety Compliance Manager - Risk & Insurance Manager	D/HR Director D/HR Director D/CON Director D/CP Director A/OPS Director Pricing & Regulatory Affairs Manager Consumer P&S Director SAR Director SRE Director/ Consumer P&S Director D/CL Director D/CL D/CA Director Consumer P&S Director A/AMS Director PLUS Director ST Director
<b>Privacy &amp; Information Security</b> - Information security (incl. cyber security) - Privacy policy	A/SSE Director Privacy Officer				
<b>Fraud &amp; money laundering</b>	D/HR Director				
<b>Bribery &amp; Corruption</b> - Gifts, donations, sponsoring	D/HR Director				
<b>Human Resources</b> - Terms of employment & redundancy	D/HR Director				
<b>Document &amp; data management</b> - Policy - Implementation	D/CL Director Staff/Line Directors				
<b>Contract compliance</b> - Contract registration - Contractual clauses - Contract management	D/CL Director D/CL Director Staff/Line Directors				
<b>Corporate Governance</b> - Good company management (Corporate Governance Code) - Ethics & Integrity - Articles of Association	D/CL Director				

\* Compliance Officer = responsible for internal information provision and reports to the Corporate Compliance Officer

These Guidelines offer further information on the various key risk areas. These can be subdivided into general risk areas relevant to all employees, and specific risk areas relevant to employees in specific positions. Furthermore, Schiphol also enforces compliance with specific regulations and procedures that apply to everyone working at and for the airport.

### 1.1 General risk areas

#### Competition law

Competition law relates to the area of competition, and is intended to ensure fair competition. Competition law also comprises the aspect of integrity. Integrity regulations are designed to prevent unfair competition through means such as the influencing of employees. For example, such influence can be exerted by offering valuable gifts, bribes, etc.

#### Privacy & Information Security

No individual should be subjected to arbitrary or unlawful interference in his/her private life. In some cases, however, such interventions are justifiable.

For example, employees' personal details may not be stored for no reason. Such information may only be stored for a clearly-defined purpose. This also applies to the personal details of customers and passengers. Customer data may be stored for service provision purposes. Specific data may also be stored for safety or security purposes, but such data storage is subject to stringent rules.

This section also outlines information security procedures, and sets out restrictions in terms of the way in which and period over which information may be stored, access rights and information security procedures.

## **1.2 Specific risk areas**

### **Safety, Security & Environment**

The aspects of Safety & Environment are in the interest of all travellers, visitors, local residents, employees and organisations at Amsterdam Airport Schiphol. They primarily relate to the design and safe use of the airport. The emphasis is on minimising the risks of intended and unintended safety and sustainability infringements, and ensuring optimal continuity. This includes crisis management.

Security measures have increased dramatically since 9/11. Governments apply increasingly strict safety requirements, resulting in evermore stringent security checks for passengers. Hospitality and an excellent passenger experience are key concerns in this regard.

### **Tendering**

Schiphol's aviation activities comprise its core task. It carries out this core task with the help of specialised external service providers. Examples include maintenance of the terminals and runway system, cleaning and security.

Schiphol meets all applicable European tender regulations. An honest and transparent tendering procedure helps ensure the best possible price/quality ratio. In view of the large amounts involved, these tendering procedures are becoming increasingly legalistic. Schiphol strives to issue transparent tenders in order to ensure that providers know exactly what is expected of them in advance and to rule out any disappointments.

### **Finances/Tax**

This area concerns the representation of financial results in documents such as the financial statements. It also concerns the various taxes to which Schiphol is subject. All relevant types of insurance and risk management are also relevant in this regard.

This risk area will not be explained in further detail due to its highly specialised nature.

## **1.3 Schiphol compliance**

All Schiphol employees are expected to comply by applicable standards and forms of behaviour, such as those recorded in the Code of Conduct. Furthermore, all employees are expected to act in the interests of Schiphol at all times and to adhere to procedures and rules such as the Schiphol Regulations and the Schiphol Pass Conditions. These rules also apply to third parties carrying out work on behalf of Schiphol.

## 2. General rules of conduct

In general terms, we expect everyone (including those carrying out work on behalf of Schiphol) to comply by our standards and regulations. A number of main rules apply:

- All Schiphol employees are expected to comply by generally applicable standards and forms of behaviour.
- In addition, all employees are expected to act in Schiphol's interests at all times.
- We expect our employees to abide by the rules and call any colleagues that fail to do so to account.
- Any violations by colleagues should be reported to your manager.
- Management staff are also expected to lead by example. They must thus act in an appropriate manner and clearly distance themselves from undesirable behaviour.

Violations of the rules of conduct may result in disciplinary measures.

### 2.1 Undesirable behaviour

Employees are expected to treat each other in a respectful and collegial manner. All employees must thus ensure that their behaviour does not come across as threatening, humiliating or intimidating. Amongst other forms of behaviour, such actions include sexual harassment, aggression or violence, discrimination and bullying.

### 2.2 Business relations

#### Loyalty

Employees are expected to put Schiphol's interests first at all times.

- Make sure to avoid any real or perceived conflicts between one's business and private interests.
- Be extremely judicious in accepting or giving out gifts, favours, services and money, as such acts may be perceived as corruption. If you are offered something, make sure to consult with your manager.

#### Fair treatment of business relations:

- Behave in an appropriate, neutral and forthright manner.

### 2.3 Your behaviour online and company assets

- Internet, e-mail and any company assets made available to you such as tablets and smartphones are primarily intended for professional use.
- They may be used for personal purposes to a limited extent insofar as this does not disrupt day-to-day activities or involve any disproportionate costs.
- Your actions on the Internet, in any form whatsoever, can be traced back to Schiphol: make sure to keep this in mind.
- Never act in Schiphol's name in any capacity online, unless you have been specifically granted permission to do so.
- Do not download any vulnerable files or software without permission from the ICT department.
- Do not share any confidential information on the Internet.

### 2.4 Schiphol Pass

The Schiphol Pass is strictly personal and must always be worn in a way that is clearly visible. Use of the Schiphol Pass is subject to the Schiphol Pass Conditions, which also contain various sanctions for violations. In the event of a violation, you may be brought before the Sanctions Committee. This committee is authorised to temporarily or permanently revoke your Schiphol Pass.

### 2.5 Violations – Integrity Reporting Line

All employees are expected to report (suspected) fraud, unethical behaviour or conduct that violates integrity standards or any other form of violation. You can report such incidents or suspicions to your manager, their manager, or by means of an anonymous call to the Integrity Reporting Line.

The Integrity Committee will assess and process such reports (which may be either named or anonymous) in an adequate manner. All reports will be handled confidentially.

The filing of a false report will be regarded as an extremely serious violation of the Code of Conduct and will be duly punished.

### 2.6 Who can employees turn to if they have any questions or doubts regarding a specific situation?

If you have any questions, contact your manager, confidential counsellor or HR manager.

### 3. Competition law

#### 3.1 Explanation of the relevant legislation and its key provisions.

All aspects relating to competition law are regulated by the Treaty on the Functioning of the European Union, the Dutch Competition Act (*Mededingingswet*) and the Aviation Act (*Wet luchtvaart*).

Competition legislation serves two main purposes:

1. Ensuring that companies and/or individuals do not enter into competition agreements that directly or consequentially impede, restrict or falsify fair competition.

Such actions are prohibited by means of the aforementioned Dutch and European legislation. Competition agreements include agreements between companies, decisions by associations of undertakings and mutually coordinated actions.

2. Ensuring that market dominance is not abused.

Market dominance is defined as a situation in which a company can largely act independently of its competitors, suppliers, customers or end users. Although companies are not prohibited from having such a position, they are prohibited from abusing it. The Authority for Consumers and Markets (ACM, formerly known as the Nma) has determined that Schiphol has market dominance.

In the Netherlands, compliance with these regulations is enforced by the ACM. In the event of matters involving multiple countries, compliance will be enforced by the European Commission. The ACM can impose fines of up to € 450,000 or up to 10% of a company's annual turnover, and issue fines of up to € 450,000 to executive officers.

#### 3.2 Purpose of this competition law

Fair competition helps ensure an open market and can yield better products, that are basically accessible to an entire market. Fair competition also helps ensure market-based prices. Competition law serves to facilitate market forces by eliminating the undesirable economic effects of competitive restrictions. Fair competition helps encourage businesses to perform optimally in terms of price, quality and the diversity of their product range. This is of great importance to the consumer/passenger.

#### 3.3 Examples of situations in which a legal/corporate governance provision is in danger of being violated.

An airline requests a document outlining other airlines' plans for new future destinations. Should you provide the airline with the requested document?

##### **Answer to this specific example: How should the employee act in this situation?**

No. Schiphol may not provide such information, regardless of the airline's position. If the document were to be provided, the airline would come into possession of key information. This could disrupt competition between the airlines (and thus users) at Schiphol. This could have a negative impact on both consumers/passengers and Schiphol itself.

#### 3.4 Dos (How should employees act in specific situations)

- Offer all companies the same opportunities and be open about this.
- Issue all companies the same information.
- Apply your business contacts for business purposes only, not personal ones.
- Make sure you never become dependant on a company, unless this dependency can be justified.

#### 3.5 Don'ts (Examples of illegal actions by employees)

##### **Illegal price agreements:**

- The prohibition applies to all forms of agreements and arrangements.
- Committal or non-committal oral agreements, so-called gentlemen's' agreements, codes of conduct and basic principles are also prohibited.
- Arrangements encouraged by the government do not form an exception. One-off consultations on price agreements are also prohibited. Once an agreement has been made, it does not matter whether or not the parties adhere to its terms.

##### **Abuse of economic power:**

- Failure to deliver
- Loyalty discounts
- Twinning with other products
- Predatory prices
- Exploitation of customers
- Exclusion of competitors
- Discrimination of customers

Furthermore:

- Do not share information on strategy, market forces, etc.
- Do not accept substantial gifts, tickets to events or services from companies, as this may affect your independence (also see the Schiphol Code of Conduct).

### **3.6 Who can employees turn to if they have any questions or doubts regarding a specific situation?**

If you have any questions, contact your manager or the Competition Law Compliance Officer (D/CL Director) or your contact person at Corporate Legal.

## 4. Privacy & Information Security

### 4.1. Privacy

#### 1 Explanation of the relevant legislation and its key provisions.

Every citizen has a fundamental right to privacy. Schiphol attaches great value to the protection of the personal data of its employees and customers. Personal data comprises all data that can be traced back to an individual, such as their name, address, date of birth, bank account number or e-mail address.

Applicable regulations on the use of personal data are recorded in the Personal Data Protection Act (*Wet Bescherming Persoonsgegevens*) and Telecommunications Act (*Telecommunicatiewet*).

#### Personal Data Protection Act [Wet Bescherming Persoonsgegevens]

Amongst other basic principles, the Personal Data Protection Act specifies that:

- Personal data may only be used if this is justified and necessary in order to achieve clearly formulated objectives which could not be achieved in any other way.
- Personal data may not be stored longer than the period of time needed to achieve these objectives.
- Personal data must be secured against loss or access by unauthorised parties;
- The persons involved must be informed about the use of their personal data and the purposes for which it is being used.
- Individuals have the right to view their personal data and have this data removed (once it is no longer relevant).
- In principle, the use of personal data should be reported to the Dutch Data Protection Authority or an organisation's own data protection officer. At Schiphol, the latter applies: reports should be filed with the Schiphol Privacy Officer.

Failure to report the use of personal data is subject to a fine of up to € 4,500 per violation. Compliance with the Personal Data Protection Act is enforced by the Dutch Data Protection Authority.

#### Telecommunications Act

As regards Schiphol, the provision banning spam is the most relevant privacy obligation in the Telecommunications Act. Spam is a term used to refer to unsolicited commercial messages, such as newsletters. Failure to abide by this provision is subject to a fine of up to € 450,000 per violation. Compliance with the Telecommunications Act is enforced by the Authority for Consumers and Markets.

#### 4.1.2 Purpose of this legislation

The provisions of the Personal Data Protection Act and Telecommunications Act serve to protect the privacy of the individual by describing the purposes for which personal data may and may not be used. These provisions serve as an elaboration of the fundamental right to privacy recorded in Article 10 of the Constitution.

##### *Article 10 of the Dutch Constitution*

1. Every individual has the right to have their personal privacy respected, barring specific exceptions to be determined by law.
2. The law sets out regulations safeguarding personal privacy in relation to the recording and distribution of personal data.
3. The law sets out regulations on individuals' rights to access any of their personal data that has been recorded and ascertain the purposes for which this data is used, and have adjustments made if the relevant information is incorrect.

#### 4.1.3 Examples of situations in which a legal provision is in danger of being violated.

Example 1:

You want to conduct a passenger survey to determine to what extent the airport is perceived as 'hospitable'. May you ask passengers to state their name?

Answer:

No, you may not. The passengers' names are not required for the purposes of the survey and may not be recorded.

Example 2:

You want to bring in an external agency to analyse specific CCTV footage, is this allowed?

Answer:

If the footage features recognisable individuals, it contains personal data. Such footage may then only be provided to an external company if this third party has signed a data processing agreement. This agreement sets out provisions on aspects such as the use and securing of images by the external company.

#### 4.1.4 Dos (How should employees act in specific situations)

- Determine whether you actually need personal data.
- Formulate a clearly justifiable purpose for the processing of this data and make sure this objective is legally valid.
- Decide whether - and if so, which - personal data will be needed in order to achieve this objective;
- Make sure the data is not used for any other purposes than the objective for which it was collected;
- Issue sufficient information on the purpose of the data processing to the parties involved;

- Make sure the data is up-to-date and will be deleted once it is no longer needed (record data storage periods);
- Make sure the parties involved are able to exercise their right to inspect, modify and delete their personal data; Forward any requests to inspect personal data to the Privacy Officer.
- Adequately secure personal data so that it cannot be accessed by unauthorised third parties and report any data leaks to the Privacy Officer.
- Make sure all data processing is reported to the Privacy Officer;
- Enter into solid agreements with the external parties to whom data will be provided. These agreements should cover aspects such as security (enter into a data processing agreement).

#### **4.1.5 Don'ts (Examples of illegal actions by employees)**

- Do not use personal data if this is not strictly necessary.
- Do not make personal data (including internal e-mails, etc.) available to third parties if this is not necessary.
- Do not use personal data for purposes other than those for which it was originally collected.
- Do not forward e-mails with sensitive information on colleagues to other colleagues, unless they need this information for work-related purposes.

#### **4.1.6 Who can employees turn to if they have questions or wish to file a report?**

If you have any questions, contact your manager or the Privacy Officer. The Privacy Officer serves as a point of contact for any complaints with regard to privacy and monitors compliance with the provisions of the Personal Data Protection Act.

## **4.2 Information security**

### **4.2.1 Explanation of the relevant legislation and its key provisions.**

Our company serves a social function and pursues entrepreneurial business operations, causing us to interact with a large number of external parties on a continuous basis. This includes customers such as airline companies, logistics service providers, real estate lessees, concession holders, government authorities, special interest groups and strategic partners such as Aéroports de Paris.

The way in which we handle information is key to all these interactions. We strive to manage business risks and – as a part of our commitment to our core values – aim to be a reliable organisation.

We make every possible effort to ensure that our business information is not accessed in unauthorised ways or misused, or accessed by unauthorised parties.

Information must be available to the appropriate parties at the appropriate times, and should be stored in suitable locations. Furthermore, information must be factually correct and complete.

Our information security policy is assessed and updated every two years. Our current policy is published on the intranet.

As regards legal requirements, employees are – at minimum – expected to comply with the provisions set out in: Constitution (Articles 10 and 13), Tax Legislation, Cybercrime Act (II) (III is currently being prepared), Personal Data Protection Act, Public Records Act (*Archiefwet*), Copyright Act (*Auteurswet*), Telecommunications Act, Electronic Signatures Act (*Wet elektronische handtekeningen*), Financial Transactions Act (*Wet Financiële Transacties*), European transparency guideline.

### **4.2.2 Dos (How should employees act in specific situations)**

- Classify and share information in accordance with the information classification policy.
- Make sure all secured information sources are reliable, accurate and accessible.
- Display cyber-awareness: read the relevant tips on the intranet.

### **4.2.3 Dont's (Examples of actions by employees that are in violation of the law or applicable procedures)**

- Never click on unknown links or download open or unknown attachments to e-mails from unknown senders.
- Do not share passwords with others.

### **4.2.4 Who can employees turn to if they have any questions or doubts regarding a specific situation?**

If you have any questions, contact your manager, the Information Security Officer or a member of the Schiphol Information Security Core Team (KIBS).

## **5. Safety, Security & Environment**

### **5.1 Explanation of the relevant legislation and its key provisions.**

#### **Safety**

Schiphol airport complies with all International Civil Aviation Organisation (ICAO) guidelines, particularly Annex 14 concerning the construction, design, furnishing and use of the airport. Schiphol has a safety certificate. In 2013, the European Aviation Safety Agency (EASA) issued further specifications on the application of Annex 14 provisions, at European level. In 2014, efforts to obtain a certificate in accordance with EASA guidelines will be initiated. Schiphol is expected to be the first major airport to obtain a certificate compliant with EASA guidelines. It will be crucial to ensure that all the parties involved within Schiphol are familiar with the EASA system and all relevant EASA regulations.

The Schiphol Company Manual outlines the various requirements by means of the airside safety management system and other procedures and manuals. Schiphol's ongoing compliance with all applicable requirements involves collaboration between various parties. This also requires collaboration with other parties at the airport. Such collaboration is especially important in relation to crisis management. The Schiphol Regulations ensure that all parties at the airport abide by the applicable rules. Violation of the Schiphol Regulations can result in revocation of the relevant individual's Schiphol Pass. Legal persons may be subject to removal from the airport grounds. Schiphol employees are expected to lead by example in terms of compliance with the Schiphol Regulations. Airport Authority Officers are responsible for ensuring general order and safety at the airport. Good working conditions are also crucial in terms of promoting safe and healthy working practices at the airport.

#### **Security**

The focus on terrorist threats with a major potential social impact has greatly intensified since 11 September 2011. The state is responsible for protecting society against various hazards, including terrorist threats. The Ministry of Justice is charged with ensuring civil aviation security. Schiphol has been charged with the concrete implementation of security measures at the airport. To this end, Schiphol engages the services of security companies in order to check passengers and their luggage items. Schiphol also provides security equipment. The Dutch Border Police (Koninklijke Marechaussee) monitors whether these security measures are functioning adequately. The Dutch Border Police is also responsible for policing activities at Schiphol.

In addition to ICAO Annex 17 and EU security regulations, instructions issued by the National Coordinator for Counterterrorism and Safety are also relevant in this regard. Amongst other measures, Schiphol assesses the security aspects of the passenger process by means of mystery guests. Passengers that wish to file a complaint regarding the inspection of persons or baggage should initially turn to the Dutch Border Police and subsequently contact the National Ombudsman if necessary.

#### **Environment**

Care for the environment is a crucial point of attention at the airport, both airside and landside. Some 500 companies are active within the Schiphol grounds. Some of these companies, such as KLM and AFS, have their own environmental permits. In most cases, the municipality will play a leading role in the assessment of environmental activities. In other cases, the provincial authorities will take on this responsibility. In addition to its own activities, Schiphol's environmental permit also regulates the activities of ground handling agents and other parties. According to this arrangement, the ground handling agents do not have to apply for their own permits, but remain independently responsible for compliance. In the event of a violation, subsequent government actions will be directed towards them. The others, referred to as auxiliary companies, fall within Schiphol's responsibility. Schiphol's inspectors will monitor compliance with the regulations and take action in the event of violations, which will be duly reported to the competent authorities. The Rijnland Water Board is responsible for monitoring water quality and quantity. Leakages contaminating the waterways and sewers are a point of attention in this regard. The same applies to the use of glycol and potassium formate during winter operations.

### **5.2 Examples of situations in which a legal provision is in danger of being violated.**

Work in the terminal is subject to various preconditions, depending on the nature of the activities involved. In most cases, the work area will have to be cordoned off. In the event of open fires or the use of flammable materials, measures will have to be taken in order to prevent fires. Groundwork within the airport grounds will require an excavation permit. Some activities involving construction or demolition work will require an environmental permit.

### **5.3 Dos (How should employees act in specific situations)**

All parties – both the Schiphol employee and the company carrying out the work – must abide by the applicable government regulations and the Schiphol Regulations. Schiphol employees are expected to lead others working at the airport by example. Compliance with airport regulations is more difficult to enforce if Schiphol employees fail to set the right example. Before any work can be carried out, it is important to establish a clear picture of the applicable requirements. These requirements must then be adhered to for the duration of the activities. Schiphol procedures concerning the approval of such activities must be customer-oriented and expedient. In the event of permit procedures or the need to obtain permission from government authorities, effective communication with all parties involved will be crucial in ensuring that the parties carrying out the activities know when work can begin in a timely fashion.

### **5.4 Don'ts (Examples of illegal actions by employees)**

As a result of time constraints during scheduled terminal renovations, parties occasionally start work without having obtained the necessary permits from Schiphol or the relevant government authorities. Parties conducting groundwork occasionally fail to adequately assess the status of the relevant soil (clean or contaminated), resulting in soil contamination. Commercial interests do not justify the violation of applicable regulations. Carelessness or recklessness also never justify a violation. Schiphol employees charged with managing the activities of third parties must closely monitor compliance with all the applicable rules and regulations.

**5.5 Who can employees turn to if they have any questions or doubts regarding a specific situation?**

Employees with any questions on permits in the terminal can consult with the Building Permits Coordinator.

Questions regarding environmental permits can be put to the Environmental Permits Coordinator.

Matters relating to groundwork can be put to the Soil Adviser.

## 6. Tendering

### 6.1 Explanation of the relevant legislation and its key provisions.

A tender is a procedure during which a client announces its intention to have specific work carried out and calls upon companies to submit an offer.

In view of the fact that the government has granted Schiphol the exclusive right to operate airports, the (European) legislator grants us a relative monopoly position. As a result, Schiphol Group's tendering procedure is legally regulated through the tendering law regime.

According to EU guideline 2004/17, Schiphol Group is subject to European tendering requirements when issuing instructions for the supply of goods, services and/or work in excess of a predetermined threshold value. The 2004/17 guideline has been implemented in Dutch law in the form of the 2012 Tendering Act (*Aanbestedingswet 2012*).

The most important features of tendering law are:

1. Non-discrimination
2. Equality
3. Transparency
4. Proportionality

### 6.2 Purpose of this legislation

This legislation serves a twofold purpose:

1. Opening up instructions issued by Schiphol Group to the competition in accordance with the law on the one hand. The tendering procedure must be designed to ensure that interested companies have an equal chance to win the instruction on the basis of objective and transparent criteria.
2. Promoting competition and thus helping the instructing party to find an optimal price/quality ratio.

### 6.3 Examples of situations in which a legal provision is in danger of being violated.

An employee strikes up a personal relationship with the managing director of company X, a candidate for construction of a new terminal. Does this represent a problem and will there be consequences?

#### **Answer to this specific example: How should the employee act in this situation?**

There is a risk that the employee will no longer be able to take a neutral attitude to the tendering process, and could be perceived to have a conflict of interest. This could create the perception that the other parties under consideration do not stand a fair chance. This represents a risk to Schiphol. The employee must report the relationship to his/her manager and will probably be requested to disengage from the tendering process.

### 6.4 Dos (How should employees act in specific situations)

- Ensure that all companies have the same chance of winning the contract on the basis of objective criteria (equality, create a level playing field).
- Issue the same information to all companies (transparency, also for the purpose of ensuring a level playing field).
- Exclusively apply requirements that reflect the nature and scale of the instruction (proportionality).
- Take an independent position. Avoid conflicts of interest. Keep private and business matters strictly separate at all times.
- Objectively motivate your decisions on the basis of the criteria formulated in the tendering documents (transparency).
- Read the Purchasing AO and the internal procedures described therein, in order to ensure that the tendering procedure is completed in accordance with the applicable regulations.
- Submit all key stages of the tendering process and decisions to the Schiphol Tendering Committee for approval, along with a relevant motivation. This internal committee is charged with monitoring the integrity of the tendering procedure, which must be completed in accordance with national and European tendering legislation.
- Make sure none of the parties is perceived to have an unfair advantage and share all information equally with the various participants at the specified moments for the duration of the process.

### 6.5 Don'ts (Examples of illegal actions by employees)

- Do not accept bribes in exchange for advantages to any of the tendering parties.
- Do not engage in meetings or discussions with any of the interested/participating parties outside of the tendering process framework for the duration of the tendering procedure.
- Do not discriminate against any interested companies on the basis of the country where their business is located (principle of non-discrimination).
- Do not make any decisions on the basis of personal and/or subjective preferences.

- Do not share commercial information obtained during the tendering process with the other participants/competitors.

#### **6.6 Who can employees turn to if they have any questions or doubts regarding a specific situation?**

Employees can pose questions or submit reports to the aforementioned Tendering Committee in any stage of the tendering process. Before doing so, they should ask Corporate Procurement for advice. Where necessary, Corporate Procurement will consult with a Corporate Legal jurist.