

The Code of Good Practice for Advisors in the PPP Procurement Process^[1]

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Chapter I General Provisions

1. This Code of Good Practice for Advisors in the PPP Procurement Process, hereinafter "the Code", is a set of rules related to business activities in an advisory capacity, hereinafter referred to as "Advisors" to the public or private partners within the meaning of the Act on Public-Private Partnership, hereinafter referred to as "Clients", to each stage of the process associated with the implementation of projects relating to public-private partnership, hereinafter referred to as "PPP".
2. The rules contained in the Code, hereinafter called "good practices", are related to the Advisors as well as members of management bodies and employees of Advisors.
3. Through the implementation of good practices, including principles of professionalism, integrity, diligence, fair trading and maintaining honest relationships with Clients, Advisors should, in addition to compliance with the law and its internal rules, be guided by good practices, with a view to the legitimate interests of their clients and the public good which the implementation of PPP projects entails.
4. All Advisors must ensure that their organizations apply to the rules arising from the Code and ensure employees as well as people cooperating with them in a permanent consultative process, are able to get to know the Code and abide it.

Chapter II Relations with clients

1. Within the relations with public and private partners, Advisors should by their activities raise a special trust, advise diligently, fairly and with the utmost care. Advisors should treat their Clients equally.
2. Advisors must not use their knowledge and professionalism for their own interests and benefits if it leads to Clients' detriment.
3. While performing consultancy services to the Clients, Advisors must work not only closely with the concluded agreements, but also try to recognize a well-understood interest of Clients and to implement it, taking into account self-interest.
4. Advisors should provide their Clients with possible solutions to the problems presented by Clients, pointing out both – positive and negative aspects of particular

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options, as well as possible risks associated with these solutions and their influence on potential benefits to be obtained by the Client.

5. Advisors should avoid using vague and unclear expressions in the documents and contracts submitted to Clients, but strive to make the rights and duties arising from these documents explicit and understandable for Clients.
6. Advisors should participate in the processes of PPP projects' implementation and honestly, and diligently inform Clients about their actual experiences associated with the implementation of PPP projects, along with the experience of people actually involved in advisory process for the benefit of the Clients.
7. Advisors should not take any actions which may mislead Clients or cause a false image of the qualifications and competence of the Advisors and their employees .
8. Advisors should inform their Clients about the scope and conditions of the consultancy services in a fair, true and clear way. Any complaints made by Clients should be examined and investigated without delay by professional judgment.
9. Advisors must be concerned for the good name of their Clients and should not disclose to third parties information about their Clients or PPP projects undertaken by them without their permission.

Chapter III Relations between Advisors

1. Advisors should not take any actions against one another that could evoke a false perception of Advisors' qualifications, capabilities and competencies within Clients.
2. Guided by the principle of mutuality in the information and opinions transmission to develop the PPP market, and transmission of which is possible and permissible by law and contracts, Advisors should care about the accuracy, reliability and objectivity of the information and opinions given.
3. For the sake of Polish PPP market development, Advisors should avoid any disputes in mutual relations. If any conflict arises, it should be settled primarily in mediation, negotiation or be the subject of amicable jurisdiction.
4. Advisors should inform one another about any cases of unethical behavior of Clients or Advisors, as well as should refrain from any actions that would preserve or accept such practices. Furthermore, Advisors should not advise to the Clients, to which they have a reason to believe that their actions are illegal or unethical.
5. For the sake of developing and strengthening the PPP market in Poland, and respecting the principle of fair competition in mutual relations, Advisors should be guided by the principles of environmental loyalty and solidarity.

Chapter IV Rules of promotion

1. In order to promote their activities, Advisors should pay a special attention to the accuracy and reliability of the information regarding their business activities.
2. Advisors should avoid promoting their business at the expense of other Advisors, calling into question the reliability and professionalism of other Advisors.
3. Implementing the principle of objectivity, reliability, integrity and fair trading, Advisors should refrain from financing advisory ranks made by the mass media.

Chapter V Avoiding conflict of interests

1. Advisors, or any affiliated entity related in an organizational or capital way, providing the Client with the consultancy services within preparation of selection process of an Advisor for a particular PPP project, should not participate in the same PPP project as the Advisor because of an influence to the creation of the selection procedure.
2. Employees of Advisors should disclose to the managers any information which, in their opinion, may cause a conflict of interest or affect the fairness of their actions, while managers should immediately consider whether to exclude such persons from participation in the advisory activities.
3. Advisors should not provide consultancy services for both public and private partners who are involved in the same project via public-private partnership, including through entities, which remain with the Advisors in such a legal or actual relationship that it could raise reasonable doubts of their impartiality.
4. Advisors and their employees should not undertake, in no case, any competitive actions against their Clients.
5. With respect to potential conflicts of interest, Advisors should disclose any relevant information that may affect the impartiality of their actions.