

Pro Criança Cardíaca's Diversity Council Policy

CHAPTER I - GENERAL PROVISIONS

Art. 1 - Pro Criança Cardíaca's mission is to offer the best medicine for children with heart disease through care guided by strict standards of quality and professional ethics.

Art. 2 - This document provides for the guidelines for the composition and functioning of the Councils as provided for in the Pro Criança Cardíaca Statute in Chapters IV, V, VI, VII and IX.

Art. 3 - This is an accessory document and should always be consulted in conjunction with the Bylaws and the Code of Ethics of Pro Criança Cardíaca.

CHAPTER II - THE PURPOSE OF THE COUNCILS

Art. 4 - The Councils of Pro Criança Cardíaca are collegiate bodies of a deliberative, consultative, evaluative and supervisory nature, which must deliberate and decide on the organization of the Institution and on its care and administrative work in accordance with the statutory policies and guidelines and the clauses provided for in the Code of Ethics and Conduct of Pro Criança Cardíaca.

CHAPTER III - PROHIBITIONS

Art. 5 - All the Councils of Pro Criança Cardíaca have no political, partisan, religious, racial, ethnic or any other purpose and/or link, except that described in the social object provided for in the Bylaws of Pro Criança Cardíaca.

Art. 6 - The members of the Councils will not receive any type of remuneration or benefit for their participation in the collegiate body, as it is a non-profit organization, in accordance with Art. 11, first paragraph, of the Bylaws of Pro Criança Cardíaca.

CHAPTER IV - GLOSSARY

Art. 7 - The terms listed in items "a" to "f" below shall have the meanings respectively assigned to them in the form of this Chapter.

(a) discrimination: can be negative or positive. In this document, the term will always be used in the negative sense, in order to refer to discrimination that occurs when there is an adverse attitude towards a certain personal characteristic or that of a certain group. A person or a group of people may be discriminated against on the basis of race, gender, sexual orientation, nationality, religion, social status, educational level, among others.



- (b) diversity: corresponds to the set of cultural, biological, social, economic and other characteristics that make each individual unique. In the business context, it is related to the representation of different groups that make up society in the membership of Pro Criança Cardíaca.
- (c) inclusion: consists of the valorization and insertion of populations that, for historical and social reasons, face barriers in society and in companies.
- (d) representativeness: means effectively or qualitatively representing a particular segment or group of the population.
- (e) race: this term is used historically to identify socially defined human categories. The most common differences refer to skin color, for example. Ethnicity refers to the cultural sphere; an ethnic group is a human community defined by linguistic and cultural affinities and genetic similarities. In Brazil, race is mapped from the self-identification and self-declaration of each person, being grouped into five main terms: white, yellow, indigenous, brown and black. The set of brown and black people is called black.
- (f) sexual orientation: is the affective and/or sexual and involuntary attraction that a person manifests towards another.

CHAPTER V - COMPOSITION AND DIVERSITY

Art. 8 - All Boards should respect the Code of Best Practices of the Brazilian Institute of Corporate Governance, which recommends that "*the Board of Directors should be composed with a view to diversity of knowledge, experience, behavior, cultural aspects, age and gender*" (IBGC, 2015, p.42).

Paragraph One: Pro Criança Cardíaca extends this definition to all Councils.

Paragraph Two: Board diversity is essential for the Directors to independently lead the Corporate Governance of Pro Criança Cardíaca.

Paragraph Three: The Directors shall ensure that Pro Criança Cardíaca acts along the lines of transparency, fairness, accountability and corporate responsibility.

Art. 9 - The following are essential pillars for the proper functioning of Pro Criança Cardíaca:

I - Promoting mutual respect and equal opportunities in the face of diversity;

II - Recognition of diversity as a source of strengthening the performance, management and strategy of the



Advice from Pro Criança Cardíaca;

III - Valuing representativeness in the composition of the Pro Criança Cardíaca Councils, repudiating any type of cultural, racial, ethnic, religious, creedal, gender or sexual orientation discrimination;

IV - Promotion of respect for equal opportunities for all members and employees of Pro Criança Cardíaca;

V - Encouraging teamwork, fostering integrity, rigor and individual and collective responsibility of the members of the Pro Criança Cardíaca Boards;

VI - Inclusion and development of people with disabilities, age diversity, gender equity, racial equity and respect for LGBTQIA+ rights.

Sole Paragraph: Pro Criança Cardíaca ensures that the formation of the same Councils is based on the pillars provided for in the caput of art.8.

Art. 10 - Pro Criança Cardíaca repudiates any act that represents an infraction of current legislation and/or human rights. Considering respect and appreciation of diversity as a fundamental premise for good coexistence among its members and collaborators, Pro Criança Cardíaca repudiates and combats violence, intolerance and discrimination, of any kind.

Art. 11 - Since the fight against discrimination is a theme dear to Pro Criança Cardíaca, the use of physical and/or verbal violence, whether directed at any member or collaborator, is strictly prohibited.

Art. 12 - The plurality of backgrounds and experiences of the Directors aims to strengthen their performance and promote the creation of value for all members and other Directors.

Art. 13 - According to the guidelines of the Brazilian Institute of Corporate Governance (IBGC) and the Code of Ethics of Pro Criança Cardíaca, all Boards should have in their composition Directors of different backgrounds, age, gender, ethnicity and professional training.

CHAPTER VI- ELECTION, TENURE AND EXERCISE OF THE BOARD

Art. 14 - The elections and dismissals of the members of the Board shall be carried out by simple majority of votes of the members present at the General Assembly with voting rights, not counting blank votes, according to Art. 15, sole paragraph of the Bylaws of Pro Criança Cardíaca.

CHAPTER VII - THE NUMBER OF MEMBERS AND DURATION OF THE BOARD

Art. 15 - The Advisory Board will be composed of up to 5 (five) members, elected at the General Assembly

with a mandate of 4 (four) years, with re-election permitted, under the terms of article 16 of the Bylaws of Pro Criança Cardíaca.

Art. 16 - The Deliberative Council shall be composed of at least 3 (three) members, elected at the General Assembly for a term of 4 (four) years, re-election being permitted, as provided for in article 19 of the Bylaws of Pro Criança Cardíaca.

Art. 17 - The Fiscal Council shall be composed of 4 (four) members, elected at the General Assembly with a term of office of 2 (two) years, re-election being permitted, in view of the provision of article 32 of the Bylaws of Pro Criança Cardíaca.

Art. 18 - Pro Criança Cardíaca aims to increase the number of members of the Deliberative Council to at least 5 (five) members.

CHAPTER VIII - DISMISSAL OF THE BOARD

Art. 19 - It will be done by voting at the General Assembly through a simple majority, according to Art. 15, Sole Paragraph of the Bylaws.

CHAPTER IX - DISCIPLINARY MEASURES

Art. 20 - The counselor who fails to comply with the provisions of the Statute of Pro Criança Cardíaca shall be subject to the disciplinary measures provided for in Art. 52 of the Statute.

Art. 21 - No disciplinary measure may be applied without prior defense by the counselor, according to Art. 53 of the Bylaws of Pro Criança Cardíaca.

Art. 22 - Pro Criança Cardíaca declares that the guidelines set forth herein are part of the Governance Structure of Pro Criança Cardíaca.

Art. 23 - This Policy comes into force upon its publication and will be valid for 02 (two) years and may be reviewed when there are changes that will impact the process in question.

Rio de Janeiro, September 30, 2020