**Anti-Corruption Procedure**

*Sample Procedure*

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| **Instructions:**Below you can find a sample anti-corruption procedure. If you decide to use it as a template for your own procedure, fill it out with your own business information and be sure to align the procedure as much as possible with the organisation structure and processes of your own business.  |

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| Created by |   |
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## 1. Scope and Objectives

1. In our Anti-Corruption Policy, we recognise the importance of preventing bribery, facilitation payments and all other forms of corruption and commit to high standards of business integrity. The purpose of this procedure is to provide a framework for the implementation of our Anti-Corruption Policy.
2. This procedure establishes the standards that executives, management and employees (together, the “employees”) should observe to make sure that the company is able to prevent, mitigate, and manage risks of corruption, including bribery and facilitation payments.
3. In particular, this procedure establishes:
* The roles, responsibilities and duties of relevant functions and departments;
* The operating procedures for managing the risk of corruption;
* The control system to ensure compliance with internal procedures and all regulatory obligations.

## 2. Definitions

*Bribery:* An illegal activity which occurs when one person offers another an incentive (such as money, a gift, a valuable item) with the purpose of obtaining a business advantage or influencing the recipient of the bribe.

*Corruption:* An umbrella term used to define a number of dishonest or fraudulent acts by those in power, such as managers, business owners or government officials. Corruption can include giving or accepting bribes or inappropriate gifts, kickbacks, under-the-table transactions, diverting funds and money laundering.

*Counterparty:* The other party that participates in a financial transaction. It could be an individual, business, government, or another type of organisation.

*Facilitation Payments:* Payments made to a person in a position of power in exchange for speeding up a service to which the payer is legally entitled. Facilitation payments create an unfair advantage and are thus considered illegal and punished by law in most countries.

*Due diligence:* An ongoing, proactive and reactive process through which companies can identify, prevent, mitigate, and account for how they address their actual and potential adverse impacts as an integral part of business decision-making and risk management systems.[[1]](#footnote-1)

*Suspicious Activity(s)/Transaction:* An activity or transaction that is inconsistent with a business’s or counterparty’s legitimate activities or transaction history. For the purpose of this procedure an activity that raises concerns about the presence of corrupt practices.

## 3. Responsibilities and Governance

* **[ANTI-CORRUPTION OFFICER]**
* **[CEO / DIRECTOR]**
* **ALL [NAME OF BUSINESS] EMPLOYEES**
1. **[NAME OF BUSINESS]** has designated a **[ANTI-CORRUPTION OFFICER]** with full responsibility for the company’s Anti-Corruption system. This system includes:
* An Anti-Corruption Policy and Procedure
* A Gift Registry
* A Charitable/Political Donations Compliance Note template
* Training for all staff on the above, along with what corruption is and how to spot it.

The **[ANTI-CORRUPTION OFFICER]** is vested with full responsibility and authority to enforce **[NAME OF BUSINESS]**’s anti-corruption system.

The **[ANTI-CORRUPTION OFFICER]** has a working knowledge of the **[COUNTRY NAME]** anti-corruption laws and regulations, and is qualified by experience, knowledge and training.

The duties of the **[ANTI-CORRUPTION OFFICER]** include:

* Monitoring the company’s compliance with anti-corruption laws and regulations;
* Overseeing the correct implementation of this procedure;
* Communication and training for employees;
* Ensuring that the company creates and maintains the Gift Registry;
* Ensuring that all employees are trained on how to use the Gift Registry.
* Ensuring that all employees understand what suspicious activity is, how to spot one and where to report it.
1. The **[ANTI-CORRUPTION OFFICER]** reports directly to the **[CEO / DIRECTOR]**, who is ultimately responsible for overseeing the correct implementation of the Anti-Corruption system.
2. All employees of **[NAME OF BUSINESS]** are responsible for recognizing suspicious activity indicating possible corruption and responding to them in an appropriate manner as set forth in this procedure and are trained to do so (refer to point 5).

## 4. Approach and Disclaimers

1. **[NAME OF BUSINESS]** will not:
* Accept bribes or facilitation payments from any counterparty or other entity under any circumstance;
* Offer bribes or facilitation payments to any entity under any circumstance;
* Accept gifts that are:
* Illegal;
* Offered to someone who is about to make a business decision, for example the award of a contract;
* Secretive, for example that must be kept secret from other colleagues;
* Cash or cash equivalents (for example, gift vouches or anything redeemable for cash), regardless of the amount involved.
* Potentially embarrassing to our business if publicly reported.
1. We reserve the right to suspend any client’s operation, which can be regarded as illegal or may be deemed corrupt in the opinion of the **[ANTI-CORRUPTION OFFICER]**.

**5. Training**

1. **[NAME OF BUSINESS]** continuously works towards a work culture of honesty and integrity. **[NAME OF BUSINESS]** takes concrete measures to prevent corruption by ensuring that all employees are equipped not only on our internal policies and procedures, but on how to spot and report corruption. Training takes place for all staff upon hire and once annually as a refresher. More in-depth training is provided for any employee overseeing areas where the risk of corruption is identified, as indicated by the **[ANTI-CORRUPTION OFFICER]**.
2. We train all employees on **[NAME OF BUSINESS]’s**:
* Anti-Corruption policy and procedure;
* Gift Registry, including the procedure for accepting or refusing and logging gifts;
* Suspicious activity, including any suspicious transactions or behaviour, whether internal or in relation to a counterpart;
* How to safely report any suspicious activity through our whistleblowing mechanism.

**6. Gift Registry**

1. We maintain all records of gifts made and received in our Gift Registry for as long as the relationship endures with the counterparty that offered or received the gift and for at least five years after the relationship ends, or for as long as is required by national legislation, whichever is longer.
2. We train all employees to follow these guidelines when assessing the acceptability of a gift:
	1. ***Normally Acceptable*** (after being approved by the designated senior staff member):
		1. Seasonal gifts, where such gifts are a common cultural feature and of modest value (within the financial limits of the company offering the gift);
		2. Occasional meals with a business partner;
		3. Small corporate, promotional gifts (for example, coffee cups with the company logo);
		4. Occasional attendance to ordinary cultural events (for example, sporting events or a local theatre production).
	2. ***Needs Further Consideration*** (consult with all senior members of your business before making the decision to accept the gift):
		1. Gifts on special occasions, such as births and weddings;
		2. Invitations to particularly expensive cultural or sporting events, such as World Cup finals;
		3. Travel expenses of third parties (for example, a spouse or child of an employee) involving flights and overnight stays.
	3. ***Unacceptable:***
		1. Anything illegal;
		2. Anything offered to someone who is about to make a business decision, for example the award of a contract;
		3. Anything that would cause your business embarrassment if publicly reported;
		4. Any gift or benefit that must be kept secret from other colleagues
		5. Cash or cash equivalents (for example, gift vouches or anything redeemable for cash), regardless of the amount involved.

**7. Charitable and Political Donations**

1. **[ANTI-CORRUPTION OFFICER]** conducts due diligence before making any charitable or political donations. Before making the decision to donate, the **[ANTI-CORRUPTION OFFICER]** gathers the following information:
* Recipient (information about the individual recipient or organisation, including its activities, objectives, and potential allegations);
* Amount of the donation;
* Timing, with a view to determine whether a donation may be in close proximity of an election.
1. If the **[ANTI-CORRUPTION OFFICER]** deems the donation to be in complete compliance with **[NAME OF BUSINESS]’s** Anti-Corruption policy, the following steps are followed when making the donation:
2. The donation request is put in writing.
3. The recipient signs confirmation that the donation does not violate anti-corruption and bribery laws and that they will use the money for the purposes specified in the request.
4. The deposit is made directly into an authorised bank account.
5. The recipient provides a receipt of the donation made.

**8. Suppliers**

**[NAME OF BUSINESS]** understands that there is a risk of third-party corruption when dealing with suppliers/vendors. In order to reduce the risk of bribery, the **[ANTI-CORRUPTION OFFICER]** always ensures that multiple suppliers are considered before selecting one, and that this selection is based on price and quality, or other specific and pre-determined criteria.

**9. Monitoring and Reporting**

1. **[NAME OF BUSINESS]** monitors business relationships to prevent all forms of corruption.
2. If bribery, facilitation payments, or any other form of corruption is suspected, the **[ANTI-CORRUPTION OFFICER]** investigates the activity and, should the suspicion be confirmed, reports findings to **[NAME OF RELEVANT AGENCY]**. We will collaborate with the **[NAME OF RELEVANT AGENCY]** and facilitate access to relevant information, where requested.

**10. Disciplinary Action**

1. Employees who violate the Anti-Corruption Policy, this Procedure, or any other aspect of **[NAME OF BUSINESS]’s** Anti-Corruption system are subject to disciplinary action, up to and including dismissal and may also be subject to individual criminal and/or civil prosecution in relevant jurisdictions.
2. **[NAME OF BUSINESS]** reserves the right to suspend any client, business partner or counterparty’s operation, which can be regarded as illegal or may be deemed corrupt.

**11. Communication and Revision**

1. The Anti-Corruption Policy and Procedure are available **[INSERT LOCATION, E.G. WEBSITE OR OTHER]**.
2. This procedure shall be maintained and kept up to date and shall be reviewed annually or earlier if there is change in legislation, international standards or business operations.

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1. Organisation for Economic Co-operation and Development (OECD), *OECD Guidance for Responsible Supply Chains of Minerals from Conflict-Affected and High-Risk Areas: Third Edition*, Paris, OECD, 2016, p. 66. [↑](#footnote-ref-1)