

Anti Bribery Policy

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This document is intended for Trinity College London (TCL) personnel and authorised external parties. This document must be handled in

Anti-Bribery Policy

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Overview

It is the policy of Trinity College London (Trinity) to conduct all its business in an honest and ethical way. We take a zero-tolerance approach to bribery and corruption and are committed to acting professionally, fairly and with integrity in all our business dealings and relationships wherever we operate and to implementing and enforcing effective systems to counter bribery and corruption.

Aims of this Policy

The aim of this policy is to help Staff and Third-Party Contractors understand what to do if they are offered or offer gifts or hospitality and to provide a clear framework to ensure that everyone bound by this policy understands what constitutes bribery, corruption or exposes Trinity to accusations (whether founded or not) of unethical or unlawful behaviour.

Scope

This policy applies to all individuals working for or on behalf of Trinity (or any affiliated company) at all levels, whether permanent, fixed term or temporary, including trustees, consultants, contractors, seconded staff, casual staff, agency staff, agents, and any other person who performs services for or on behalf of Trinity wherever they are located ("**Staff and Third-Party Contractors**").

For employees, the contents of this policy are not contractual. It is the responsibility of every employee to familiarise themselves with this policy and comply with it. Trinity reserves the right to amend this policy without compensation.

Definition of Bribery and Corruption

Bribery – a bribe is an inducement or reward that is promised, offered or given to improperly gain any commercial, contractual, regulatory or personal advantage.

Bribery and corruption may be committed by:

- our Staff and anyone they authorise to do things on their behalf;
- our Third-Party Contractors, including national and area representatives and other independent persons who provide services to us in our markets;
- our other suppliers;
- our customers.

Corruption is the misuse of office or power for private gain.

Bribery is a form of corruption. It means:

- promising, offering, giving or receiving a financial or other advantage;
- as an inducement to a person to do something which is dishonest or illegal or as a reward for doing so;
- in the course of doing business.

A financial or other advantage can include cash, gifts, hospitality and entertainment, political or charitable donations, sponsorship and publicity.

Bribery and corruption are criminal offences in most countries where we do business. Companies incorporated in the UK are subject to the Bribery Act 2010 ("**the Act**") and despite Trinity's charitable status we are treated as a commercial organisation for the purposes of the Act.

Under the Act, it is illegal:

- to offer, promise or pay a bribe;
- to receive or agree to receive a bribe;
- to bribe a foreign public official;
- for a commercial organisation, to fail to prevent bribery by persons associated with it by not having adequate procedures in place.

An "associated person" is defined very broadly under the Act and includes a person who "performs services" for or on behalf of a commercial organisation. Their capacity does not matter. They could be an employee, agent or subsidiary.

For an offence to occur, it does not matter whether the bribery takes place in the UK or abroad. A corrupt act committed abroad may well result in a prosecution in the UK. Nor does it matter whether the act is done directly or indirectly.

Risks and Penalties for Trinity

Involvement in bribery or corruption carries many risks and consequences for Trinity. Among them are:

- if Trinity is found guilty of bribery or even of failing to have adequate procedures in place to prevent bribery, we will be subject to unlimited fines;
- likewise, our senior management could be subject to *large* fines and/or imprisonment;
- civil actions could be brought by competitors and other third parties for damages;
- a company which offers or accepts bribes is not in control of its business and is at risk of blackmail;
- a public exposure, or even allegation, of bribery would entail severe reputational damage;
- Trinity could be excluded from selling or providing services to the public sector;
- the cost of our insurance cover could *increase very significantly*; and
- good people will not want to work for us.

Consequences of Breach

Involvement in bribery or corruption also carries significant risks and consequences for Staff and Third-Party Contractors as follows:

- any employee who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct.
- We will terminate our relationship with other individuals, such as contractors, or suppliers, working on our behalf if they breach this policy.

Indicators of Bribery

Common indicators of corruption include those listed below:

- Payments for abnormal, unexplained or unexpected amounts or made in an unusual way;
- Processes are bypassed for approval or sign-off and those whose job it is to monitor commercial processes are prevented from or hindered in doing so;
- Individuals are secretive about certain matters or relationships and/or insist on dealing with them personally;
- Decisions are taken for which there is no clear rationale;
- Records are incomplete or missing.

Bribery may be perceived to be more widespread in some countries and business sectors than in others. In some cases, you may be told that unless we pay bribes we will not win business or be able to complete contracts. This is irrelevant. Trinity must strive to maintain unquestionable standards of honesty, impartiality and integrity in all its business relationships.

Examples of Bribery

Offering a Bribe

You offer a potential customer tickets to a major cultural event to induce them to do business with us.

This would be an offence as you are making the offer to gain a commercial and contractual advantage. We may also be found to have committed an offence because the offer has been made to obtain business for us. It may also be an offence for the potential client to accept your offer.

Receiving a Bribe

A supplier gives your nephew a job but makes it clear that in return they expect you to use your influence in Trinity to ensure we continue to do business with them.

It is an offence for a supplier to make such an offer. It would be an offence for you to accept the offer as you would be doing so to gain a personal advantage.

Bribing a Foreign Official

You arrange to pay an undisclosed additional payment to a foreign official to speed up an administrative process to secure an advantage for us.

The offence of bribing a foreign public official has been committed as soon as the offer is made. This is because it is made to gain a business advantage for Trinity. We may also be found to have committed an offence.

Areas of Specific Risk

Gifts and Hospitality

This section is to be read in conjunction with the [Gifts Hospitality Policy](#).

Gifts are defined as items given without the expectation of receiving anything in return. To be compliant with this policy, gifts must not be offered or accepted where they appear to be disproportionately generous or could reasonably be construed as an inducement to affect or influence a business decision or as a reward for the provision or retention of business or a business advantage.

Where there are special reasons for making or receiving a gift, it should be of an appropriate type and value, given or received openly at an appropriate time. It should never consist of cash or a cash equivalent and it should never be given to a government or public official. Gifts should not be made or received of a value of more than £20.

In some countries where we do business, there is a culture of business gift giving at the end of a negotiation or important dates in the calendar. The test to be applied is, in taking into account all the circumstances, the gift or hospitality is reasonable and justifiable both in the country and in the UK. If you are in any doubt you should seek the advice of Trinity's Director, People and Culture at Rebecca.Leadbitter@trinitycollege.com

Invitations to lunch or dinner from an external person or organisation may only be made or accepted where the primary reason is to discuss or promote Trinity's business and where the venue and hospitality are not in themselves an inducement to accept the invitation or the purpose of the invitation. As with gifts, the venue and nature of the hospitality must be appropriate in all the circumstances.

Invitations of a social kind e.g. sporting events or cultural events that are unrelated to Trinity's business should be declined except where the interests of Trinity can be clearly demonstrated in advance and the business justification is both compelling and exceptional.

Facilitation Payments and Kickbacks

Facilitation payments. These are also known as "backhanders" or "grease payments". Usually they are small, unofficial amounts paid to provide goods or services to which we are already entitled, for example, speeding up the grant of a licence or permit (by a government official), or delivering goods which we have ordered and paid for. In some cases, they may be larger, for example, where a significant amount is demanded to complete a project.

Kickbacks. These are typically payments made in return for a business favour or advantage.

Facilitation payments and Kickbacks are common in many countries, particularly those where public officials are poorly paid. You may be told that this is normal practice and that we will be disadvantaged unless we do the same. But such payments are illegal under the Act and in many other countries where we do business. Whatever their size, we do not offer or pay them.

Political Contributions

Trinity does not make contributions to political parties. No member of Staff or Third-Party Contractor is to make a donation stated to be, or which could be taken to be, made on behalf of Trinity without the prior approval of Trinity's Council. You may, of course, make political donations in a personal capacity but please be sensitive to how such contributions could be perceived, especially by those who are aware of your connection with Trinity.

Charitable Donations

Bribes may even be disguised as charitable donations. For that reason, any donations we make are approved by a resolution of Council and recorded in the minutes. While individuals may of course make personal donations to charity, they must not do so on behalf of Trinity.

If you have any concerns about the appropriateness of hospitality or a gift (given or received), you should read the Gifts Hospitality Policy and/or seek the advice of Trinity's Director, People and Culture at Rebecca.Leadbitter@trinitycollege.com

Protection

If you suspect or discover anything corrupt or otherwise improper occurring regarding Trinity's business you must report it to Trinity's Chief Executive, (Erez.Tocker@trinitycollege.com) or General Counsel (Fiona.Butcher@trinitycollege.com) immediately. All allegations of bribery and corruption will be thoroughly investigated by us at the earliest opportunity.

Trinity is committed to ensuring no one suffers any detrimental treatment because of refusing to take part in bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential bribery or other corruption offence has taken place or may take place in the future. Detrimental treatment includes dismissal, disciplinary action, threats or other unfavourable treatment connected with raising a concern. If you believe that you have suffered any such treatment, you should inform the Director, People & Culture, the Chairman of the Audit Committee or the General Counsel. If the matter is not remedied, and you are an employee, you should raise it formally using the [Grievance Procedure](#).

Exceptional Circumstances

Trinity recognises that in some rare circumstances Staff may confront situations where payment is demanded to avoid physical harm. In these very limited circumstances, a payment may be made where there is an imminent threat to the health or safety of Trinity's Staff. In such cases, Trinity's Chief Executive must be contacted as soon as possible and the payment and the circumstances in which it was made must be fully documented and reported within five working days.

Other Obligations

Records

We must keep full and accurate records of all our financial dealings with third parties. Transparency is vital; false or misleading records could be very damaging to us. Under money laundering regulations our lawyers and accountants are obliged to report anything which appears to be irregular. It is, for this reason, essential that in contracts with third parties, especially those carrying out services for us, we reserve a right to inspect their records.

Monitoring

The trustees have overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate and regular training on it.

Training and Communication

Training on this policy is provided for all persons bound by this policy and our zero-tolerance approach to bribery and corruption will, where appropriate, be communicated to our business partners.

Data Protection

Trinity will comply with the requirements of the Data Protection Act 2018 and, from 1 January 2021, the retained EU law version of the General Data Protection Regulation EU2016/679 (UK GDPR) in the way any personal data is collected and stores as part of this procedure and in accordance with its Policy and Privacy Statement, which can be viewed here.

Notes

This policy is subject to review at the discretion of Trinity’s Executive and/or as required by changes to legislation and has been written in line with prevailing relevant legislation, including (but not restricted to):

- The Bribery Act 2010
- The Fraud Act 2006
- The Data Protection Act 1918 and the retained EU law version of the General Data Protection Regulation EU2016/679 (UK GDPR)

Change History

The following changes have been made to this document:

Version	Date	Author	Change Summary
0.1	2011-11-22	General Counsel	Original Policy
0.2	2018.05.23	Senior Counsel	Policy updated to incorporate GDPR requirements
0.3	2021.13.08	Senior Counsel	Merging Policies for staff and independent contractors
0.4	2022.04.19	General Counsel	Minor updates

Change Approval

The changes to this document have been approved by the following personnel:

Version	Date	Approver
0.4	2022-04-19	General Counsel