



ANTI-BRIBERY POLICY

(covering all employees)

DOCUMENT VERSION CONTROL – GOVERNANCE SCHEME

Date	Author	Version	Status	Reason for Change
Aug 2012	SEStran	1.0	Policy created	Implementation
Oct 2017	SEStran	1.1	Adoption of version control	Implementation

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1 Introduction

- 1.1 SEStran is wholly committed to preventing bribery and corruption in all our dealings and relationships, and upholding all relevant laws, including the Bribery Act 2010.
- 1.2 Bribery and corruption in any form are unacceptable and will lead to disciplinary action where allegations are substantiated. SEStran operates a zero tolerance approach to these matters.
- 1.3 This Policy sets out key principles to achieve these aims, and details SEStran's corporate and employee responsibilities required to ensure compliance with the Act.
- 1.4 This Policy should be read in conjunction with SEStran's Anti Bribery Procedure, Anti-Fraud and Corruption Policy and HR policies.
- 1.5 This Policy and associated Procedure also provide information and guidance for employees on how to prevent, recognise and deal with bribery and corruption issues.

2 Scope

- 2.1 This Policy applies to all employees and covers all activities undertaken by SEStran.
- 2.2 In our dealings with third parties¹, we will promote the adoption of practices and arrangements consistent with the principles set out in this policy.

3 Compliance

- 3.1 In order to ensure all employees are aware of their responsibilities under this Policy, each employee will be required, at the point of commencing employment with SEStran, and annually thereafter to confirm that they have read and understood the requirements of this Policy and related Anti-Bribery Procedure.
- 3.2 Failure to adhere to this Policy may result in disciplinary action being taken against you, up to and including dismissal.

4 What is Bribery?

- 4.1 Bribery is an inducement or a reward offered, promised or provided to gain personal, commercial, regulatory or contractual advantage and can take various forms such as
 - bribery of another individual or organisation;
 - accepting a bribe from an individual or organisation.

¹ A "third party" is an individual or organisation that engages for business with SEStran e.g. external service providers, suppliers and contractors.

- 4.2 Bribes may not always be monetary and may include gifts or hospitality.
- 4.3 Bribery is a criminal offence.
- 4.4 Additionally, failure by SEStran to put in place adequate procedures to prevent bribery can also constitute an offence.
- 4.5 The maximum penalty for individuals under the Act is 10 years imprisonment and/ or unlimited fines. Failure by an organisation to prevent bribery carries an unlimited fine.

5 What is SEStran's position on Bribery?

- 5.1 SEStran expressly forbids employees or associated persons² from offering or accepting bribes or unlawful inducements to or from anyone for any purpose.
- 5.2 The use of an associated person or third party as a 'go-between' to channel bribes to others is also unacceptable.
- 5.3 SEStran is committed to the prevention, deterrence and detection of bribery by:
- ensuring procedures are in place to prevent bribery;
 - making all employees aware of their responsibilities through this Policy, the associated Anti-Bribery Procedure and HR policies;
 - training all employees so that they can recognise bribery and corruption and enable them to take any subsequent action that may be required;
 - ensuring training on this policy forms part of the induction process for all new employees, and that all employees are reminded annually of their responsibilities regarding bribery as part of the Performance, Review and Development process.
 - encouraging employees to be vigilant and to report any reasonably held suspicions of bribery or corruption, using SEStran's Public Interest Disclosure (whistleblowing) policy if necessary;
 - investigating instances of alleged bribery and assisting police and any other appropriate authorities in any resultant prosecution;
 - taking disciplinary action up to and including dismissal against any individual involved in bribery or other corrupt activity;
 - including appropriate clauses in employment and commercial contracts to prevent bribery.

6 Preventing Bribery – Adequate Procedures

² An "associated person" is a person who performs services for or on behalf of SEStran, and can therefore include agents, suppliers and contractors.

- 6.1 An organisation will have a statutory defence against prosecution for bribery offences if it puts in place “adequate procedures” designed to prevent bribery. What is “adequate” depends on the bribery risks, the nature, size and complexity of the business. Adequate procedures need to be applied **proportionately**, based on the level of risk.
- 6.2 In determining such procedures, the Government has indicated that organisations should be informed by six principles:
- Top Level Commitment
 - Risk Assessment
 - Proportionate Procedures (proportionate to the bribery risks faced).
 - Due Diligence
 - Communications (the anti-bribery policy and procedure are embedded and understood).
 - Monitoring and Review

SEStran’s arrangements embody these six principles.

- 6.3 A separate **Anti-Bribery Procedure** has been developed which provides a tool for assessing and mitigating risk of bribery, and reflects these principles.

7 Employee Responsibilities

- 7.1 Employees must read and understand this Policy, the Anti-Bribery Procedure and HR policies. Management will ensure that all employees are given a copy for this purpose.
- 7.2 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all employees working for SEStran.

Therefore, all employees **must**:

- comply with this policy;
- avoid any activity that breaches this Policy or could be seen as a breach of this Policy;
- Seek advice **before** accepting gifts or hospitality;
- Raise any concerns as soon as possible if you believe or suspect that a breach of this policy has occurred or may occur in the future.

Employees **must not**:

- give or promise to give, or offer a payment, gift or hospitality with the expectation or hope that a personal, commercial, regulatory or

contractual advantage will be received, or to reward any such advantage already given;

- give or promise to give, or offer a payment, gift or hospitality to a government official, agent or representative to facilitate or speed up a routine procedure;
- accept payment from a third party that you know or suspect is offered with the expectation that it will obtain a business advantage for them;
- accept a gift or hospitality from a third party if you know or suspect that it is offered or provided with an expectation that a business advantage will be provided by SEStran in return;
- retaliate against, threaten or victimise anyone who has refused to be involved in bribery or corrupt practices, or who has raised concerns under this policy.

7.3 The list above is not exhaustive but is intended to provide examples of conduct likely to breach this policy.

7.4 If employees have any doubt at all about circumstances that they find themselves in, advice should be sought from their line manager **before** it becomes an issue to be dealt with.

8 Consequences of Improper Behaviour

8.1 All allegations relating to bribery or corrupt practices will be investigated.

8.2 Where the investigation concludes that improper behaviour may have occurred, SEStran's Disciplinary procedures will be applied. This may result in dismissal.

8.3 In all circumstances where a criminal offence may have been committed, SEStran will notify the Police.

8.4 SEStran will seek, wherever possible, to recover any losses suffered as a result of an act of bribery or corruption.

9 Gifts & Hospitality

9.1 Gifts, offers of hospitality or favours from or to a third party, a contractor, client or partner organisation of SEStran are capable of being perceived as constituting a bribe.

9.2 Therefore, you should never accept or offer a gift, hospitality, favour or any other form of inducement which may influence or be perceived as influencing actions or decisions related to your job.

9.3 In certain limited circumstances, and in connection with your official duties, it may be appropriate for you to offer or receive gifts of low value or small tokens of gratitude, such as merchandise / branded items which have been designed for the purpose of being given away e.g. pens, post-its etc.

Similarly, small gifts such as sweets etc given to a team at Christmas will be acceptable.

- 9.4 Gifts of alcohol or offers of hospitality, however small, should not be automatically accepted by SEStran employees. Similarly, such gifts or offers should not be made by SEStran employees.
- 9.5 Advice should be sought from your manager on the appropriateness of offering or accepting **any** such hospitality or gifts. Other than in circumstances similar to those set out in paragraph 9.3 you should not accept a gift unless you are satisfied, following discussion with your manager, that to do so would not lead to your actions as a SEStran employee being called into question.
- 9.6 Other than the small gifts indicated in paragraph 9.3 all gifts and hospitality received should be recorded in the register of gifts and hospitality, in accordance with arrangements.

10 Review

- 10.1 The procedure and associated policy will be reviewed annually by SEStran, to reflect organisational changes, best practice, operational experience and legislative updates, to maintain its effectiveness.