

Brighton College
Anti-Corruption and Bribery Policy

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1. POLICY STATEMENT

- 1.1 Brighton College (“the College”, “we” or “us”) has the policy to conduct all of its business in an honest and ethical manner and to act in good faith. 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. We are committed to implementing and enforcing effective systems to counter bribery.
- 1.2 We will uphold all laws relevant to countering bribery and corruption in all the jurisdictions in which we operate. However, we remain bound by the laws of the UK, including the Bribery Act 2010, in respect of our conduct both at home and abroad.
- 1.3 The purpose of this policy is to:
- (a) set out our responsibilities, and the responsibilities of those working for us, in observing and upholding our position on bribery and corruption; and
 - (b) provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.
- 1.4 Bribery and corruption are punishable for individuals by up to ten years imprisonment and if we are found to have taken part in corruption we could face an unlimited fine, be excluded from tendering for public contracts and face damage to our reputation. We therefore take our legal responsibilities very seriously.
- 1.5 We have identified that the following are particular risks for our business:
- (a) Accepting payment or donations in return for securing a place for a particular child or the appointment of a particular child to a position within the school, without following the school’s usual admissions and appointment procedures;
 - (b) Accepting an invitation from a supplier or a parent to attend an event as their guest where the supplier or parent intends to secure an improper advantage (in this case, the offence would be committed by the supplier or parent although there is a reputational risk to the College. If the worker acted improperly as a result, the worker would also have committed an offence);
 - (c) Accepting a lavish gift or gifts which induce someone to favour one particular pupil over others;

- (d) Offering free or subsidised places to members of staff at feeder schools with the intention of influencing the advice or information that they give to parents about their applications to senior schools;
- (e) Accepting a donation from a business tendering for a contract with the school or its subsidiaries or favouring donors when choosing suppliers;
- (f) Accepting personal gifts or stock personally from suppliers of products in order to induce you to choose to keep them as a supplier;
- (g) Gaining benefit from the commencement of a school in a location secured following a bribe to a government official either to obtain the land or the consents necessary to construct or operate the school.

1.6 To address those risks we have:

- (a) Ensured the College governing body is aware of the legislation and designated a governor (Robert Weir) who is responsible for overseeing the compliance with this legislation; ensured the senior management team of the College is also aware of the legislation and appointed the COO (Chief Operating Officer) as the officer in charge of compliance with the legislation on a day-to-day basis for Group matters, and the Bursar for College matters;
- (b) Communicated this policy to all workers and held meetings with workers who are thought to be most at risk of being induced with bribes – in addition to the senior management team, the Heads of the various schools in the College Group and those responsible for overseas business; procuring material contracts; significant purchasing responsibilities (large budget holders); admitting pupils; awarding scholarships and bursaries; dealing with unpaid debts; and liaising with donors;
- (c) Posted this bribery policy on the College website to communicate the policy to current and potential parents, suppliers and business partners;
- (d) Sent the policy to joint venture partners (or similar) in the UK and overseas to ensure they are aware of the implications of the Bribery Act and their obligations under this policy when working with the College;
- (e) Amended the College policy on Whistleblowing to ensure it refers to the Bribery Act;
- (f) Added bribery to the list of offences that may constitute gross misconduct (with the potential for dismissal) for members of staff.

- (g) Published an Anti-Money Laundering policy addressing risks related to financial crime

1.7 In this policy, **third party** means any individual or organisation you come into contact with during the course of your work for us and includes actual and potential clients – typically parents and hirers of the school facilities, other customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

1.8 Further information and case studies can be found in [Bribery & Corruption Risks to UK Independent Schools: Case Studies and Red Flags](#) (October 2020) published by NECC, JMLIT, ISC and ISBA.

2. **WHO IS COVERED BY THE POLICY?**

This policy applies to all individuals working at all levels, including senior managers, governors, directors, employees (whether permanent, fixed-term or temporary), joint venture and/or business partners, consultants, contractors, trainees, seconded staff, homeworkers, casual workers and agency staff, volunteers, interns, agents, sponsors, or any other person associated with us, or any of our subsidiaries or their employees, wherever located (collectively referred to as **workers** in this policy).

3. **WHAT IS BRIBERY?** A bribe is an inducement or reward offered, promised, or provided in order to gain any improper commercial, contractual, regulatory or personal advantage.

Examples:

Offering a bribe

You suggest that in return for a donation, you can offer a place to a child at the school.

This would be an offence as you are making the offer to gain a commercial 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 parent to accept your offer.

All new pupils to the school have to pass through the procedures outlined in our Admissions Policy.

(Note, there is nothing to prevent the College accepting donations from parents of a pupil who is already in the school or who is already in receipt of an offer of a place provided these are offered without any intention of inducing inappropriate behaviour).

Receiving a bribe

A parent gives you a substantial gift in order that you make their child a house prefect or for a place in a particular sports team.

It is an offence for a parent 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

Your agent or business partner overseas arranges to pay an additional payment to a foreign official to speed up an administrative process to enable the construction of a new international school, in a timeframe to avoid a delay in construction that could have meant school related income would have been lost.

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 us. We may also be found to have committed an offence.

4. GIFTS AND HOSPITALITY

4.1 This policy does not prohibit normal and appropriate hospitality given to or received from third parties. If you intend to host an event or invite anyone to an event in your capacity as a worker for the College, you should first inform the Assistant Bursar. Approval is required and will only be given if there is a clear business objective.

4.2 The giving or receipt of gifts is not prohibited, if the following requirements are met:

- (a) it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- (b) it complies with local law;
- (c) if given, it is given in our name, not in your name;
- (d) if given, it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- (e) it is appropriate in the circumstances. For example, in the UK it is customary for small gifts to be given at Christmas time;
- (f) taking into account the reason for the gift, it is of an appropriate type and value and given at an appropriate time; and

- (g) it is given openly, not secretly.
- (h) Gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the Bursar or COO, who will consult with the Board.

4.3 Specifically, we acknowledge that parents and pupils may choose to provide teachers, housemasters and mistresses, head masters and other staff with modest gifts including inter alia, bottles of wine, books and vouchers. These should be recorded (see below) if they are valued over £250 but are unlikely to be of any concern under the Bribery Act 2010 unless their value is significant in which case the worker is advised to consult the Assistant Bursar initially or the Bursar if the Assistant Bursar is unavailable.

4.4 We also acknowledge that for some visitors, or for parents on or after open days, we may provide small mementos.

4.5 We appreciate that the market practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift or hospitality is reasonable and justifiable. The intention behind the gift should always be considered.

5. **WHAT IS NOT ACCEPTABLE?**

It is not acceptable for you (or someone on your behalf) to:

- (a) Give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given.
- (b) Give, promise to give, or offer, a payment, gift or hospitality to a government official, agent, or representative to "facilitate" or expedite a routine procedure.
- (c) 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.
- (d) 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 us in return. Attending 'normal' corporate hospitality events (occasional dinners etc.) is acceptable subject to the monetary limits specified in section 9.2 below.
- (e) Threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this

policy.

- (f) Engage in any activity that might lead to a breach of this policy.

6. FACILITATION PAYMENTS AND KICKBACKS

6.1 We do not make, and will not accept, facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action by a government official. They are not commonly paid in the UK but are common in some other jurisdictions. The use of any legal and recognised fast track process that is publicly available on payment of a fee should not be caught by this legislation.

6.2 If you are asked to make a payment on our behalf, you should always be mindful of what the payment is for and whether the amount requested is proportionate to the goods or services provided. You should always ask for a receipt which details the reason for the payment. If you have any suspicions, concerns, or queries regarding a payment, you should raise these with the Assistant Bursar or in her absence, the Bursar.

6.3 Kickbacks are typically payments made in return for a business favour or advantage. All workers must avoid any activity that might lead to, or suggest, that a facilitation payment or kickback will be made or accepted by us.

7. DONATIONS

We do not make contributions to political parties. We only make charitable donations that are legal and ethical under local laws and practices and typically for the purposes of education. The College may occasionally support fundraising events organised by workers for specific charities. No donation must be offered or made on behalf of the Group or College without the prior approval of the COO or Bursar.

8. YOUR RESPONSIBILITIES

8.1 You must ensure that you read, understand, and comply with this policy.

8.2 The prevention, detection and reporting of bribery and other forms of corruption are the responsibility of all those working for us or under our control. All workers are required to avoid any activity that might lead to, or suggest, a breach of this policy.

8.3 You must notify the Assistant Bursar or Bursar as soon as possible if you believe or suspect that a conflict with this policy has occurred or may occur in the future. For example, if a client or potential client offers you something to gain

a business advantage with us or indicates to you that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in the Appendix.

- 8.4 Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. We reserve our right to terminate our contractual relationship with other workers if they breach this policy.

9. RECORD-KEEPING

- 9.1 We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.

- 9.2 You must declare and keep a written record of all hospitality or gifts worth more than £250 accepted or offered, which will be subject to managerial review by the Assistant Bursar. Whilst it may not be easy in practice to value hospitality, please use appropriate judgement and if in doubt speak with the Assistant Bursar.

- 9.3 You must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with our expenses policy and specifically record the reason for the expenditure.

- 9.4 All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers, and business contacts, should be prepared and maintained with strict accuracy and completeness. No accounts must be kept "off-book" to facilitate or conceal improper payments.

10. HOW TO RAISE A CONCERN

You are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with the Assistant Bursar. Concerns should be reported by following the procedure set out in our whistleblowing policy. A copy of our Whistleblowing (Public Interest Disclosure Policy) policy can be found on Firefly or obtained from the Assistant Bursar.

11. WHAT TO DO IF YOU ARE A VICTIM OF BRIBERY OR CORRUPTION

It is important that you tell the Assistant Bursar as soon as possible if you are offered a bribe by a third party, are asked to make one, suspect that this may

happen in the future, or believe that you are a victim of another form of unlawful activity.

12. PROTECTION

12.1 Workers who refuse to accept or offer a bribe, or those who raise concerns or report another's wrongdoing, are sometimes worried about possible repercussions. We aim to encourage openness and will support anyone who raises genuine concerns in good faith under this policy, even if they turn out to be mistaken.

12.2 We are committed to ensuring no one suffers any detrimental treatment as a result 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 Head of HR immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure, a copy of which can be obtained from the Head of HR.

13. TRAINING AND COMMUNICATION

13.1 Training on this policy forms part of the induction process for all new employees and other workers. All existing employees and workers will receive regular, relevant training on how to implement and adhere to this policy.

13.2 Our zero-tolerance approach to bribery and corruption must be communicated to all suppliers, contractors, and business partners at the outset of our business relationship with them and as appropriate thereafter.

14. WHO IS RESPONSIBLE FOR THE POLICY?

14.1 The board of governors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

14.2 The COO for wider Group matters, together with the Bursar for College matters, have primary and day-to-day responsibility for implementing this policy, and for monitoring its use and effectiveness and dealing with any queries on its interpretation.

14.3 The Assistant Bursar is responsible for collating examples, monitoring records of gifts and hospitality and as a first point of call for possible or real concerns.

14.4 Management at all levels are responsible for ensuring those reporting to them are made aware of and understand this policy and are given adequate and regular training on it.

15. MONITORING AND REVIEW

15.1 The COO and Bursar will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy, and effectiveness. Any improvements identified will be made as soon as possible. Internal control systems and procedures will be subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

15.2 All workers are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing.

15.3 Workers are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions, and queries should be addressed to the Assistant Bursar.

15.4 This policy does not form part of any employee's contract of employment and it may be amended at any time.

15.5 The College may also report any matter to the relevant authorities including the Serious Fraud Office, HMRC, Crown Prosecution Service and/or the police or other relevant agency.

Appendix: Potential risk scenarios: "red flags"

The following is a list of possible red flags that may arise during the course of you working for us and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of these red flags while working for us, you must report them promptly to the Assistant Bursar (or if appropriate using the procedure set out in the whistleblowing policy):

- (a) Being offered payment or donations in return for securing a place for a particular child or the appointment of a particular child to a position within the school, without following the school's usual admissions and appointment procedures.
- (b) Being invited by a supplier or a parent to attend an event as their guest where you suspect the supplier or parent may intend to secure an improper advantage, or after having gone to the event, any suspicions have arisen.
- (c) Being offered a lavish gift or gifts by a parent, supplier or other third party by virtue of your employment in the College.
- (d) Being asked for free or subsidised places by senior members of staff at feeder schools.
- (e) Being offered payment or donations in return for securing ongoing bursarial support or scholarships for a particular child.
- (f) Being offered a charitable donation from a business which is likely to be tendering for a contract with the school or its subsidiaries or another business or school closely associated with us such as London Academy of Excellence.
- (g) Being offered personal gifts or stock by suppliers of products.
- (h) Experiencing an unusual change of circumstances in an overseas (international schools) project, for example a sudden speeding up of timetable or being favoured for a site when it had looked like a long period of time would elapse between bidding and selection (or have any other cause to suspect that a bribe to a government official may have occurred to obtain licences to operate, to secure land or secure any other consent necessary to construct or operate a school).
- (i) You become aware that a third party engages in, or has been accused of engaging in, improper business practices.
- (j) You learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign government officials.

- (k) A third party insists on receiving a commission or fee payment before committing to sign up to a contract with us or carrying out a government function or process for us.
- (l) A third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made.
- (m) A third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business.
- (n) A third party requests an unexpected additional fee or commission to "facilitate" a service.
- (o) A third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services.
- (p) A third party requests that a payment is made to "overlook" potential legal violations.
- (q) A third party requests that you provide employment or some other advantage to a friend or relative.
- (r) You receive an invoice from a third party that appears to be non- standard or customised.
- (s) A third party insists on the use of side letters or refuses to put terms agreed in writing.
- (t) You notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided.
- (u) A third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us.
- (v) You are offered an unusually generous gift or offered lavish hospitality by a third party.
- (w) Sudden large cash receipts appear in the bank account that occur other than as a result of normal business operations.