

# Anti-Bribery and Corruption

UPR GV12 version 06.0

## Policies superseded by this document

This document replaces version 05.0 of UPR GV12, with effect from 1 September 2021.

## Summary of significant changes to the previous version

The policy in respect of Bribery and Corruption (UPR GV12) has been completely re-written, along with the development of separate, clearer policies relating to Conflicts of Interest (UPR GV17) and Gifts and Hospitality (UPR GV18).

## Glossary

A glossary of approved University terminology can be found in [UPR GV08](#).

## Table of contents

1	Introduction .....	2
2	Policy Statement .....	3
3	Scope.....	4
4	Procedure.....	5
4.1	Personal responsibility .....	5
4.2	Contractual relationships.....	5
4.3	Local laws and customs .....	6
4.4	Facilitation payments .....	6
4.5	Threats and blackmail .....	7
4.6	Subsidiary Companies .....	7
4.7	Negotiation and formation of contracts.....	7
5	Reporting and Registers.....	8
6	Roles and Responsibilities.....	9
6.1	Board of Governors.....	9
6.2	Audit and Risk Committee.....	9
6.3	Vice-Chancellor.....	9
6.4	Secretary and Registrar .....	10
6.5	Managers (including Heads of SBUs and line managers).....	10
6.6	Members of the University (including students).....	11
7	Advice and Guidance .....	11
8	Failure to Comply .....	11
9	Review .....	12

# 1 Introduction

- 1.1 This policy has been developed in response to the Bribery Act 2010 (the “**Act**”).
- 1.2 The Act outlines four corporate offences relating to bribery and corruption, three of which also apply to individuals:
- i **Active bribery** (the offence of offering to bribe another);
  - ii **Passive bribery** (the offence of accepting or requesting a bribe);
  - iii **Bribery of a foreign official**; and
  - iv **Failing to prevent bribery** (an offence committed by an organisation, which may include a university, or failure to prevent bribery by a person associated with that organisation).
- 1.3 These offences apply regardless of where in the world the bribes are offered or received and regardless of whether the bribery is direct or via a person connected to the organisation, such as a partner organisation or agent.
- 1.4 A HEI that is found to have committed any bribery offence could face unlimited fines and may come under intensive additional scrutiny from regulators and funders. The maximum jail sentence under the Act for individuals who commit the above offences is 10 years.
- 1.5 The University is required to put in place ‘**adequate procedures**’ to prevent bribery. This means that the University may be able to avoid liability or mitigate that liability if it can show that it had sufficient safeguards in place throughout the University and its group of companies to prevent persons associated from it from committing acts of bribery.
- 1.6 The University has three policies (UPRs) in relation to anti-bribery and corruption, the handling of conflicts of interests, external positions, payments, and the treatment of gifts and hospitality that could lead to conflicts of interest:
- i this **Anti-Bribery and Corruption Policy** (UPR GV12), which deals, primarily, with the University’s policy in respect of compliance with the Act;
  - ii a **Conflicts of Interest Policy** (UPR GV17), which deals with the identification, recording, and management of conflicts of interest; and
  - iii a **Gifts and Hospitality Policy** (UPR GV18), which sets out the University’s policy regarding staff giving and receiving gifts and hospitality.
- 1.7 All members of the University, including staff and students, are required to read and comply with the provisions of these policies. Staff and students should refer to the individual policies for information regarding the specific areas with which they deal.
- 1.8 In addition to these policies, the University is committed to appropriate risk assessment, due diligence and monitoring in respect of the risks of bribery and corruption. It will also continue to arrange training (where required) so that members of the University may better understand their responsibilities in relation to compliance with the Act and the above policies.

## 2 Policy Statement

- 2.1 It is the policy of the University of Hertfordshire that all University members conduct business in an honest way and without the use of corrupt practices or acts of bribery to obtain an unfair advantage. This is not just a cultural commitment. Bribery is a criminal offence and corrupt acts expose the University and its members to the risk of prosecution, fines and imprisonment, as well as endangering the University's reputation and regulatory standing.
- 2.2 The University is committed to the highest standards of integrity, openness, probity and accountability, and ensuring that such standards apply in all of its areas of operation (and those of its group of companies) and that all of its business is conducted in an honest and transparent manner.
- 2.3 The University and its members and representatives will at all times act honestly and with integrity and conduct business without the use of any corrupt, unfair or unlawful practices, such as bribery, fraud and the use of facilitation payments (see section 4.4 below). The University seeks to conduct its affairs in a responsible manner taking into account the requirements of relevant funding bodies, the standards in public life determined by the Nolan Committee, and the Office for Students' public interest governance principles.
- 2.4 This policy has been adopted by the Board of Governors and will be communicated to everyone working within the University and its group of companies, and on their behalf, to ensure commitment to it. The Board of Governors and the Chief Executive's Group attach the utmost importance to this policy and will apply a 'zero tolerance' approach to any acts of bribery or corruption by any members or representatives of the University and its group of companies.
- 2.5 The following policy shall apply in respect of compliance with the Act and this policy:
- i The University will take appropriate action to prevent bribery and all forms of fraud.
  - ii No member of the University or associated person<sup>1</sup> shall seek a financial or other advantage for the University through bribery.
  - iii No member of the University or associated person shall offer, promise, give, request, agree to receive or accept a bribe for any purpose.
  - iv The University prohibits any form of fraud within its operations or those of its subsidiary companies. No member of the University or associated person may engage in any form of fraud with regard to activity carried out within, for and/or on behalf of the University. The University will regard the creation of false, misleading or inaccurate records as a breach of this policy; and shall maintain accurate books, records and financial reporting throughout its structures and subsidiary companies, and in its relationships with third party representatives.

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<sup>1</sup> An '**associated person**' is any individual or organisation performing services for and/or on behalf of the University, which may include the University's subsidiary companies, recipients of grants from the University, partners in collaborative arrangements, joint ventures, suppliers, distributors, contractors, business contacts, agents, advisers and government and public bodies.

- v Members of the University who suspect that bribery or fraud has occurred are required to report such instances in accordance with this policy (see sections 5.3 and 7.2 below). Any such incidents will be appropriately investigated, recorded and reported in accordance with the Whistleblowing UPR (**UPR GV16**) and the University's regulatory obligations.
  - vi Bribery, corrupt acts and fraud by members of the University will be treated as serious disciplinary matters which may potentially result in dismissal, expulsion and/or legal action.
- 2.6 The University is committed to a programme of action to ensure that this policy is implemented, is effective, and is brought to the attention of all members of the University, relevant third parties and, as necessary, other individuals and entities.
- 2.7 The purpose of this policy is to assist those working for or on behalf of the University by setting out their responsibilities and obligations in observing and upholding the University's position in relation to bribery, fraud and corruption and providing information and guidance on how to recognise and deal with issues relating to bribery, fraud and corruption. It sets out procedures to avoid or mitigate the risk of liability which all members of the University must follow.
- 2.8 Where appropriate, the University will undertake risk assessments and conduct due diligence in relation to specific areas in which it may face bribery, fraud and corruption risks.

### **3 Scope**

- 3.1 For the avoidance of doubt, this policy and the procedures set out within it apply to:
- i all employees of the University;
  - ii all students of the University where they undertake work for or on behalf of the University;
  - iii all members of the Board of Governors and committees of the Board;
  - iv any Trustee of the University of Hertfordshire Charitable Trust;
  - v all employees of the University's subsidiary companies, including wholly owned, spin-out, technology transfer, joint venture companies and any other company in which the University has an interest;
  - vi any other persons associate with or contracted to provide services to the University or its subsidiary companies, including, but not limited to, consultants; and
  - vii third party representatives including, but not limited to, agents, managing agents, recruitment agents, distributors, consultants and joint venture partners.
- 3.2 Where this policy (and the Conflicts of Interest (GV17) and Gifts and Hospitality (GV18) Policies) refer to 'members of the University', this shall be taken to include all those persons listed in section 3.1 above.

- 3.3 Under the Act, bribery and corrupt behaviour can be committed by an employee, officer or director; by any person acting on behalf of these individuals (e.g. a third party representative); and by individuals and organisations where they authorise someone else to carry out such actions.

## **4 Procedure**

### **4.1 Personal responsibility**

4.1.1 All members of the University have a personal duty to act in accordance with this policy and all relevant legislation and are required to comply with the procedures set out in this policy, in the Conflicts of Interest Policy (UPR GV17), and in the Gifts and Hospitality Policy (UPR GV18). Members of the University are expected to lead by example and act and conduct the affairs of the University honestly, fairly, legally and transparently.

4.1.2 Members of the University will ensure that this policy, the Conflicts of Interest Policy (UPR GV17), and the Gifts and Hospitality Policy (UPR GV18) are drawn to the attention of:

- i staff for whom they have responsibility;
- ii where relevant, students (see section 6.6 below);
- iii business clients and prospective business clients;
- iv providers of goods and services and prospective providers of goods and services;
- v third-party representatives and prospective third-party representatives; and
- vi any other individual or organisation, as appropriate, under the terms of this policy.

### **4.2 Contractual relationships**

Where members of the University are responsible for the management of existing contracts and/or the negotiation/formation of new contracts with business clients/prospective business clients; providers of goods and services/prospective providers of goods and services; third-party representatives/prospective third-party representatives; and/or other individuals or organisations, they shall follow the following procedure:

- i At the outset of negotiations, members should ensure that the other party is made aware that the University requires them to comply with this policy, the Conflicts of Interest Policy (UPR GV17), and the Gifts and Hospitality Policy (UPR GV18), and to keep appropriate records to demonstrate that compliance.
- ii Members should provide the other party with any appropriate guidance produced by the University in relation to these policies.

- iii Members must ensure that all contracts include appropriate clauses requiring compliance with this policy, the Conflicts of Interest Policy (UPR GV17), and the Gifts and Hospitality Policy (UPR GV18) and providing for immediate termination where it is discovered that the conduct of a party to the contract is inconsistent with these policies or any relevant applicable legislation.
- iv When instructing or contracting with third-party representatives, members should have regard to the potential risks to the University of such arrangements/relationships in the event that the individuals or organisations concerned conduct University business in a manner that is inconsistent with this policy and the relevant legislation, and should therefore carry out appropriate due diligence and undertake an appropriate assessment of risk in each case prior to entering into such an arrangement/relationship and prior to the renewal of any such arrangement/relationship.
- v Members must always be aware that the University may, in some circumstances, be at risk of being held responsible for the acts of individuals and organisations working on its behalf and therefore the University will not tolerate the use of bribes and/or any other corrupt business practice by its representatives.
- vi Members must maintain accurate and transparent records and financial reports which reflect each underlying transaction relating to business activities and relationships, including relationships with third-party representatives.

### 4.3 Local laws and customs

4.3.1 It is recognised that the procedures and regulations set out in this policy may conflict with local law or custom and practice in countries outside the United Kingdom. In such circumstances:

- i Where a **local law** conflicts with the procedures and regulations contained in this policy or with English legislation, if that local law imposes stricter obligations, members of the University must comply with the local law. If that local law imposes obligations that are less strict than this policy or English legislation, then members of the University must comply with this policy and English legislation, which shall take precedence.
- ii Where **local customs or practices** depart from the provisions of this policy and UK legislation, members of the University must comply with this policy and English legislation.

4.3.2 Members of the University must consider the procedures and regulations within this policy as minimum requirements to be followed at all times.

### 4.4 Facilitation payments

4.4.1 In certain countries, it is customary business practice to make payments or gifts of small value in order to speed up or facilitate the performance of a routine action or administrative process. These are often referred to as “**Facilitation Payments**”. Under English law, it is illegal to make a Facilitation Payment either in the UK or overseas, regardless of whether such a payment is made by an employee or a third-party representative. Facilitation Payments are considered to be bribes.

- 4.4.2 Facilitation Payments are distinct from corporate gifts such as those which may be given by the University to another organisation (or vice versa) as a courtesy. Please refer to the **Gifts and Hospitality Policy** (UPR GV18) for information regarding corporate gifts.
- 4.4.3 Members of the University are forbidden from making or accepting Facilitation Payments. If a member of the University believes that a Facilitation Payment is being extorted under duress, they should seek immediate guidance from the Secretary and Registrar (or their nominee). A member of the University may only make a Facilitation Payment in extreme circumstances where:
- i the Secretary and Registrar has authorised such payment or it is impossible to obtain advice from the Secretary and Registrar (or their nominee); and
  - ii the member reasonably believes that their or another's safety is at real risk or that there is a real risk of harm to them or another person.
- 4.4.4 Where a Facilitation Payment is made in the circumstances set out above, the relevant member of the University must within ten (10) working days make a written report to the Secretary and Registrar setting out:
- i the circumstances of the incident;
  - ii the reason why the Facilitation Payment was made;
  - iii the nature of the goods or service facilitated by the Facilitation Payment; and
  - iv the amount of the Facilitation Payment.
- 4.4.5 The report will be noted formally by the Audit and Risk Committee of the Board of Governors at the earliest opportunity.

#### **4.5 Threats and blackmail**

Threats or blackmail, either direct or implied, must be reported, in confidence, to the Secretary and Registrar (or their nominee) and, where appropriate, to the Police.

#### **4.6 Subsidiary Companies**

The Boards of Directors of the University's wholly owned subsidiary companies and their wholly owned subsidiary companies are required to adopt this policy and shall annually make a report to the University confirming that they have done so.

#### **4.7 Negotiation and formation of contracts**

- 4.7.1 All managers with responsibility for the negotiation or formation of contracts must be aware of the range of legal relationships and prospective legal relationships which fall within the scope of this policy, as well as the Conflicts of Interest Policy (UPR GV17) and the Gifts and Hospitality Policy (UPR GV18). Examples include, but are not limited to, purchase orders, contracts for goods and services, academic agreements, collaborative partner arrangements, and representative agreements, such as those with recruitment agents.

- 4.7.2 Any member of the University with responsibility for the negotiation or formation or renewal of contracts or the management of existing contracts must notify the Secretary and Registrar (or their nominee) in any cases where a prospective or existing contractor, collaborative partner, consultant, agent or supplier or any other individual or organisation:
- i refuses to provide information; or
  - ii provides, during negotiation, discussion or at any point during the subsequent relationship, information that might reasonably be deemed to conflict with this policy and/or the Bribery Act 2010 and would, therefore, make the establishment or continuation of the association or relationship with that individual or entity inappropriate.
- 4.7.3 The Head of Procurement will notify the Secretary and Registrar (or their nominee) in cases where purchasing consortia or other groups with which the University is involved in relation to procurement of goods and services do not have controls which are consistent with this policy.

## 5 Reporting and Registers

- 5.1 All interests held by members of the University shall be reported and recorded in accordance with the provisions of the Conflicts of Interest Policy (UPR GV17).
- 5.2 All gifts and hospitality shall be reported and recorded in accordance with the provisions of the Gifts and Hospitality Policy (UPR GV18).
- 5.3 All and any actual or suspected irregularities (financial or otherwise) should be reported as follows:
- i where the irregularity concerns a member of the University who is not listed in section 5.3,ii below, the report should be made to the Secretary and Registrar and the Head of Internal Audit;
  - ii where the irregularity concerns the Deputy Vice-Chancellor or the Group Finance Director or the Secretary and Registrar or a Pro-Vice Chancellor, the report should be made to the Vice-Chancellor and the Head of Internal Audit;
  - iii where the irregularity concerns a Governor (other than the Chair of the Audit and Risk Committee) or the Vice-Chancellor, the report should be made to the Chair of the Audit and Risk Committee and the Head of Internal Audit; and
  - iv where the irregularity concerns the Chair of the Audit and Risk Committee, the report should be made to the Chair of the Board of Governors and the Head of Internal Audit.



## 6 Roles and Responsibilities

### 6.1 Board of Governors

The Board of Governors:

- i will determine University policies and regulations in relation to Bribery, Corruption and related matters, including policies in relation to the declaration and registration of interests (the Conflicts of Interest Policy (UPR GV17)) and gifts and hospitality (the Gifts and Hospitality Policy (UPR GV18));
- ii retains overall responsibility for the effective operation of these policies and regulations and for their review and revision; and
- iii will ensure that appropriate processes are in place so that any and all irregularities (financial or otherwise) are reported, as appropriate, in accordance with these policies and, in cases where the irregularity is of sufficient seriousness or materiality, to the Office for Students, in compliance with its regulatory framework.

### 6.2 Audit and Risk Committee

The Board of Governors has delegated responsibility to the Audit and Risk Committee for:

- i monitoring compliance with this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18);
- ii reviewing the effectiveness of internal control processes and procedures;
- iii providing assurance to the Board of Governors;
- iv reviewing the relevant policies and recommending revisions for approval by the Board of Governors; and
- v annually, reviewing the value limits that apply to the declaration and registration of matters to be reported in compliance with these policies (specifically, the value limits within the Gifts and Hospitality Policy (UPR GV18).

### 6.3 Vice-Chancellor

6.3.1 The Board of Governors has delegated responsibility to the Vice-Chancellor for the day-to-day implementation and operation of the policies and regulations set out (and referred to) in this policy and for ensuring compliance.

6.3.2 The Vice-Chancellor:

- i will authorise any necessary investigations required in cases where non-compliance is suspected or has been alleged and, in particular, will sign all necessary authorities for surveillance to be undertaken;
- ii will initiate the relevant disciplinary procedure where the findings of an audit investigation indicate dishonest behaviour;

- iii will contact the Police where there is evidence that a criminal offence may have been committed;
- iv will liaise with the Police and the Crown Prosecution Service in relation to the question of whether any prosecution will take place;
- v will ensure that the Registers set out in this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18) are maintained; and
- vi may, in accordance with the provisions of the Corporate Governance and Financial Regulations (UPR FR06), delegate some or all of these responsibilities to the Group Finance Director and/or the Secretary and Registrar.

## **6.4 Secretary and Registrar**

6.4.1 The Secretary and Registrar (or nominee) will:

- i on a case-by-case basis, provide guidance and, where necessary, determine whether and how the policies set out in this document are to be interpreted/applied; and
- ii ensure appropriate reporting of declarations in accordance with this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18).

6.4.2 For the purposes of this section 6.4, the Secretary and Registrar's nominees are the Director of Legal & Compliance Services and University Solicitor, the Head of Governance Services, and the Head of Internal Audit.

## **6.5 Managers (including Heads of SBUs and line managers)**

All managers will:

- i comply with the provisions of this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18);
- ii ensure that members of staff and students for whom they have management responsibility comply with this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18);
- iii promote and uphold the standards of conduct requirements by this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18);
- iv ensure that risk assessments are made in relation to specific areas in which the University may face bribery and corruption risks;
- v ensure that appropriate steps are taken to mitigate the risks identified in this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18); to protect the University; and to address any risks of non-compliance in each of the geographic territories within which the University operates;

- vi ensure that accurate and transparent records and financial reports, which reflect each underlying transaction, are created and maintained concerning business activities and relationships with third-party representatives and that these records are retained for seven (7) years; and
- vii take appropriate action where there is evidence of under-reporting in relation to the reporting of interests, benefits and gifts, as required by this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18).

## **6.6 Members of the University (including students)**

All members of the University must:

- i familiarise themselves with, comply with, and at all times act in accordance with this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18);
- ii ensure that the assets of the University are safeguarded;
- iii comply with the reporting requirements of this policy, the Conflicts of Interest Policy ((UPR GV17) and the Gifts and Hospitality Policy (UPR GV18); and
- iv report any and all suspected irregularities (financial or otherwise).

## **7 Advice and Guidance**

- 7.1 Advice and guidance in relation to this policy can be sought from the Director of Legal & Compliance Services and University Solicitor and/or the Head of Internal Audit.
- 7.2 If you have any concerns about compliance with the Act and this policy and wish to speak to someone confidentially about those concerns, please contact the Whistleblowing Hotline: 01707 285842 or contact the Head of Internal Audit directly. Further information regarding whistleblowing is set out in the **Whistleblowing Policy (UPR GV16)**.

## **8 Failure to Comply**

- 8.1 Members of the University must comply with the terms of this policy. Any breach of this policy will be regarded as a serious matter.
- 8.2 The University may take disciplinary action in cases where it is alleged that this policy has been breached.
- 8.3 Failure of a third-party individual or organisation to comply with any of the requirements set out in this policy may result in the termination of their contract or association with the University.

## 9 Review

This policy will be reviewed by the Audit and Risk Committee on an annual basis, and recommendations for amendment may be made by the Corporate UPR Advisory Group (CUPRAG) and the Conflicts of Interest Committee.

Sharon Harrison-Barker  
Secretary and Registrar  
Signed: **1 August 2021**

### **Alternative format**

If you need this document in an alternative format, please email us at [governanceservices@herts.ac.uk](mailto:governanceservices@herts.ac.uk) or telephone us on +44 (0)1707 28 6006.