

Anti-Bribery Policy

1.0 SCOPE

Purpose

- 1.1 The purpose of this Policy is to limit the Group's exposure to bribery. The Group values its reputation for ethical behaviour and for financial probity and reliability. It recognises that as well as the commission of any crime, any involvement in bribery will also reflect adversely on its image and reputation.
- 1.2 Our aim is to ensure that colleagues, Board and Committee Members understand and comply with the provisions of the Bribery Act and communicate its objectives to those parties with whom we have an active business relationship. This Policy aligns with whg's colleague and Board Member Codes of Conduct and Gifts and Hospitality Policy.
- 1.3 All colleagues and Board and Committee Members must be made aware that they are expected to report any cases of suspected bribery to the Fraud Prevention Officer (the Corporate Director of Governance and Compliance).

Legal and regulatory framework

- 1.4 The Bribery Act came into force in July 2011. A traditional definition of bribery is the receiving or offering of undue reward by or to any person whatsoever in a public office, private employee, colleague or representative of another organisation, in order to influence their behaviour in office and to incline them to act contrary to known rules of honesty and integrity. Generally bribery is defined as giving someone a financial or other advantage to encourage that person to perform their functions or activities improperly or to reward that person for having already done so.
- 1.5 The Act creates four offences. The first three are offences that are committed by individuals.
 - Promising or offering a bribe;
 - Requesting, agreeing to receive or accepting a bribe; and
 - Bribing a foreign public official.
- 1.6 The other offence under the Act is:
 - A corporate offence of "failure to prevent bribery" by "persons associated" with an organisation. Examples of such bribes include paying a bribe specifically to get business, keep business, or gain a business advantage for whg.

- 1.7 There is a maximum sentence of 10 years' imprisonment for bribery committed by an individual and an unlimited fine for an offence committed by a corporate body. Under the Act whg has a full defence and could avoid prosecution if we show we have adequate procedures in place to prevent bribery.
- 1.8 whg complies with the National Housing Federation's current codes of governance and has in place a suite of policies and procedures covering the following, which are designed in part to prevent and prohibit bribery and corruption:
- Financial Regulations
 - Procurement Policy and Procedures
 - Fraud Prevention Policy
 - Gifts and Hospitality Policy (for colleagues and Board Members)
 - Codes of Conduct (for colleagues and Board Members)
 - Conflicts of Interest (for colleagues and Board Members) and declarations of interest are required
 - Colleague contracts of employment
 - Board and Committee Members' Agreements
 - Whistleblowing Policy

Assessment of Risk

- 1.9 The main risks of bribery arise:
- Through dealings with contractors, where for example bribes might be offered linked to awarding contracts and
 - Customers where bribes might be offered linked to granting tenancies or carrying out work to homes.
- More examples of possible bribery are set out in Appendix 1.
- 1.10 whg applies due diligence procedures, taking a proportionate and risk-based approach, in respect of persons who perform or will perform services for or on behalf of the organisation, in order to mitigate identified bribery risks.

2.0 POLICY STATEMENT

- 2.1 whg recognises that market practice varies across the areas in which it does business and what is normal and acceptable in one place may not be in another. This Policy prohibits any inducement which results in a personal gain or advantage to the recipient or any person or body associated with them, and which is intended to influence them to take action which may not be solely in the interests of whg or of the person or body employing them or whom they represent.
- 2.2 whg's Anti-Bribery Policy applies to all whg colleagues, Board and Committee Members, agents, intermediaries, consultants, sub-contractors, suppliers and

Joint Venture partners working with, or on the Company's behalf ("Business Partners").

- 2.3 All whg colleagues, Board and Committee Members are expected to conduct themselves with integrity, impartiality and honesty at all times and not act in a way that could be seen as contravening the Act. Accordingly, they are required to follow the rules on gifts, hospitality and entertainment.
- 2.4 In addition, where whg or a subsidiary is a member of a Joint Venture Limited Liability Partnership we will ensure that adequate procedures to prevent bribery are in place.
- 2.5 Gifts and entertainment given and received as a reward, inducement or encouragement for preferential treatment or inappropriate or dishonest conduct are strictly prohibited. In particular, and in accordance with the Gifts and Hospitality Policy, no gifts, hospitality or entertainment may be given or accepted during a tender process or during contractual negotiations if there is a risk that such gifts or entertainment could influence, or be perceived to influence, the outcome of such processes or negotiations.
- 2.6 It is important that the actions of all whg colleagues and Board and Committee Members are able to withstand scrutiny, and not cause any embarrassment to the Group, any individual or any third party, including contractors or suppliers.
- 2.7 Colleagues, Board and Committee Members or any other person or organisation with whom whg works, must not:
 - Offer or make a bribe, unauthorised payment or inducement of any kind to anyone;
 - Solicit business by offering a bribe, unauthorised payment or inducement to a third party;
 - Accept any kind of bribe, unauthorised payment or inducement that would not be authorised by whg in the normal course of events.
- 2.8 Colleagues, Board and Committee Members or any other person working with or for whg must:
 - Refuse any bribe, inducement or unauthorised payment that is offered in a clear manner that could lead to any misunderstanding; and
 - Report all such offers, as soon as possible to the Fraud Prevention Officer (or if he or she is not available, or is suspected of being involved, to the Group Chief Executive).
- 2.9 This Policy is not meant to prohibit the following practices providing they are proportionate, comply with whg's Code of Conduct and Gifts and Hospitality Policy and are properly recorded:
 - Normal and appropriate hospitality (as set out in the Codes of Conduct and Gifts and Hospitality Policy);
 - The giving of a commemorative gift or other gift to mark an occasion;

- whg's contractors or suppliers adding contractual social value to the services they provide to whg (as set out in the Gifts and Hospitality Policy and Social Value in Procurement Policy);
- The use of any recognised fast-track process which is available to all on payment of a fee;
- The offer of resources to assist the person or body to make the decision more efficient provided that they are supplied for that purpose only.

Inevitably, decisions as to what is acceptable may not always be easy. If there is any doubt, the matter should be referred to the Fraud Prevention Officer.

- 2.10 Facilitation payments ('facilitating', 'speed', 'back-hander' or 'grease' payments) are any payments, usually small cash payments made to low-level officials, as a bribe to secure or expedite the performance of a routine or necessary action or level of service. whg colleagues or business partners must never offer, pay, solicit or accept bribes in any form, including facilitation payments.
- 2.11 whg does not make contributions or donations to political organisations or independent candidates, nor does it incur any political expenditure. We respect the right of individual colleagues, Board and Committee Members to make personal contributions, provided they are not made in any way to obtain advantage in a business transaction.
- 2.12 whg is committed to charitable giving and supporting the community. Donations are given according to whg policy and care must be taken to ensure such donations are never used to gain improper influence.
- 2.13 whg will treat any breach of this Policy with maximum seriousness and will report any offence to the appropriate regulatory body and/or the police. Any colleague who breaches this Policy will be subject to disciplinary actions, which could result in dismissal for gross misconduct. Any Board or Committee Member who breaches the Policy will be removed.

Roles and Responsibilities

- 2.14 whg Board
It is the responsibility of the Board to ensure that a Policy is in place and is reviewed regularly. The Board has delegated responsibility for reviewing and approving the Policy to the Audit and Assurance Committee.
- 2.15 Colleagues, Board and Committee Members, partners, contractors and suppliers must be aware of the provisions of the Policy and are responsible for reporting any breach of the Policy to the Fraud Prevention Officer. If the Fraud Prevention Officer is not available or is suspected of being involved, the report should be to the Group Chief Executive. Issues that should be reported include any suspected or actual attempts at bribery including:
- Concerns that other colleagues, Board or Committee Members may be being bribed or being offered bribes;

- Concerns that other colleagues, Board or Committee Members may be offering or giving bribes.

2.16 Directors and managers are responsible for ensuring that their colleagues, including new colleagues, receive training on the Policy.

2.17 The Fraud Prevention Officer is responsible for following up any reports of suspected or actual attempts of bribery or any other concerns relating to bribery and taking appropriate action, which may include reporting the incident or suspected incident to the relevant authorities and the Board.

Investigation

2.18 Investigations into reports of bribery or attempted bribery will be dealt with in line with whg's Fraud Response Plan.

2.19 The fact that an investigation is being undertaken or its results will not be disclosed or discussed with anyone other than those who have a legitimate right to know. This is important in order to avoid damaging the reputations of persons suspected, but subsequently found to be innocent of wrongful conduct, and to protect whg from potential civil liability and to prevent the risk of anyone being tipped off. However, in order to help deter any future fraudulent activity, any lessons learnt may be produced and used for training and / or made available for colleagues

3.0 PERFORMANCE MEASURES

- 3.1 We will monitor performance in relation to:
- Provision of training for colleagues, Board and Committee Members to ensure they understand their role and responsibility in relation to this Policy;
 - The outcome of any investigation into bribery or attempted bribery.

4.0 EQUALITY AND DIVERSITY

4.1 No equality and diversity issues have been identified.

5.0 TRAINING AND DISSEMINATION

5.1 Appropriate training will be provided to colleagues, Board Members, Committee Members and the Spotlight Review Group, relevant to their role. Members of the Group Executive and Senior Leadership Team and teams that are identified as being at high risk of potential fraud will be required to confirm annually that they have read, understood and agree to comply with this Policy. Training will be supplemented by initiatives, linked for example to International Fraud Awareness Week, to remind colleagues about the risk of bribery.

6.0 MONITOR AND REVIEW

- 6.1 The Board has delegated to the Audit and Assurance Committee (AAC) responsibility for reviewing and approving this Policy.
- 6.2 This Policy will be monitored by the Corporate Director of Governance and Compliance and reviewed every three years, or sooner in the event of significant legal or regulatory developments.
- 6.3 Adherence to the Policy will be included in the annual review of internal controls reported to the Audit and Assurance Committee.

7.0 ASSOCIATED DOCUMENTS, POLICIES AND PROCEDURES

- 7.1
- Bribery Act 2010
 - RSH's Governance and Financial Viability Standard 2015 and Code of Practice
 - NHF Code of Governance 2020
 - Charity Commission's Compliance Toolkit: Protecting Charities from Harm, Chapter 3: Fraud and financial crime
 - Codes of Conduct for colleagues and Board and Committee Members
 - Whistleblowing Policy
 - Fraud Prevention Policy
 - Gifts and Hospitality Policy (for colleagues and Board Members)
 - Financial Regulations
 - Procurement Policy and Procedures
 - Colleague contracts of employment
 - Board and Committee Members' Agreements

Document author	Sarah Johnson, Head of Governance and Risk
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Consultation	N/A
Approved by	Audit and Assurance Committee 21 April 2021
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Corporate Plan aim	Deliver a strong business, fit for today and prepared for tomorrow
Equality analysis	N/A
Key changes made	New s.3 added dealing with investigations. s.4 and 5 Performance and Monitoring and Training sections strengthened

Examples of Bribery

- A partner organisation offers cash to whg to employ their daughter.
- A supplier offers substantially discounted goods to an individual in exchange for remaining as a preferred supplier.
- A manager is offered a weekend trip for his / her family in exchange for winning a contract.
- A colleague is offered cash for granting a tenancy.
- A partner organisation offers an inducement for issuing an invoice for works they have not done.
- A colleague offers a Board Member cash to support their plans.
- A Board Member persuades a colleague to make an offer of housing to his / her relative who is not in housing need.
- A manager offers a colleague cash for not telling anyone that they received a new kitchen from a contractor.
- A customer offers a colleague cash in return for not following up on their breach of tenancy.
- whg offers a bribe to Council officials to obtain planning permissions.
- whg offers a bribe to a developer to obtain Section 106 properties.