

Policy Number: P1100
Policy Owner: Company Secretary
Approved: January 2023
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Bribery Policy

1. Introduction

- 1.1 As a registered provider Saha is required to adopt and comply with a chosen code of governance. Saha has chosen the NHF Code of Governance 2020 a requirement of which is to maintain the highest ethical standards and probity.
- 1.2 The purpose of the Saha Bribery Policy is to provide clear guidance to employees, board and committee members on the organisation's, and their own personal responsibilities in ensuring that bribery does not occur in any part of the organisation.
- 1.3 Our Commitment
 - 1.3.1 As a Registered Provider (RP) the organisation is committed to eliminating corruption and bribery and achieving the highest standards of good governance in all its activities.
 - 1.3.2 The organisation wishes to carry out its business transparently and fairly, and therefore, operates a zero tolerance policy towards bribery by its board and committee members, staff, involved customers, contractors, agents and other associated persons. Incidences of bribery could lead to the organisation's reputation being damaged and also lead to deterioration in its relationship with its tenants, service users and other customers, business partners and other stakeholders.
 - 1.3.3 Any individual's conduct can lead to prosecutions being brought against the organisation and can impact directly on the organisation's reputation.
 - 1.3.4 We are committed to avoiding working with other organisations or individuals who do not commit to doing business without bribery.
- 1.4 By strict adherence to this policy and associated policies and procedures, Saha will mitigate the risk of bribery involving its staff, board and committee members and involved residents.

2. Scope

- 2.1 This policy applies to all staff (including temporary, agency and contract staff) and board and committee members of the organisation.
- 2.2 Failure to comply with this policy may lead to disciplinary action being taken. Any disciplinary action will be in accordance with the organisation's disciplinary procedures.
- 2.3 Executive Directors and managers must ensure that their staff are aware of this policy. The organisation's Company Secretary will ensure board and committee members are informed.

3. Definitions

- 3.1 The Bribery Act 2010 defines bribery as giving or receiving a financial or other advantage in connection with the "improper performance" of a position of trust, or a function that is expected to be performed impartially or in good faith.

4. Policy Statement

4.1 The Bribery Act 2010 ('the Act')

- 4.1.1 The Bribery Act came into force on 1 July 2011 and it applies to the organisation and any of its subsidiaries from time to time.
- 4.1.2 The Act contains four principal bribery offences:
 - bribing someone to encourage or reward 'improper performance' of a function or activity – this includes offering, promising or actually giving a bribe
 - being bribed resulting in an activity or function being 'improperly performed' or resulting from an activity or function being 'improperly performed'. This includes requesting, agreeing to receive or receiving a bribe
 - bribing a foreign public official
 - the corporate offence.

4.2 The corporate offence

- 4.2.1 The Act introduces a strict liability offence for organisations where someone associated with an organisation, including board and committee members, staff and involved customers, agents or sub-contractors, commits an act of bribery to obtain or retain business or a business advantage.
- 4.2.2 Strict liability means that the organisation may be liable in law without the finding of fault. At court, it need only be proved that a bribe was made by someone associated with the organisation with the intention of giving the organisation a business advantage, whether or not the organisation encouraged such action or was aware of it. The responsibilities under the Act therefore need to be taken extremely seriously.

4.3 Penalties

- 4.3.1 Prosecution under the Act could result in the organisation receiving an unlimited fine and potentially the organisation becoming disqualified from tendering for public contracts.
- 4.3.2 Breaches of the Act could also lead to penalties for the organisation's senior officers with whose "consent or connivance" bribery was committed. Individuals can be found guilty of bribery and, in the most serious cases, be liable on conviction to imprisonment for up to 10 years, to a fine, or to both.
- 4.3.3 In addition, individuals could be liable for bribing, receiving a bribe or bribing a foreign public official. Again, such individuals could be liable on conviction to imprisonment for up to 10 years, to a fine, or to both.

4.4 Adequate procedures – the six management principles

- 4.4.1 There is a defence to the corporate offence if the organisation can show it had adequate procedures in place, designed to prevent bribery.
- 4.4.2 The Ministry of Justice has issued guidance which sets out six broad management principles to assist organisations to put in place proper anti-bribery procedures.
- 4.4.3 The organisation will be following these principles to show that it is committed to eliminating bribery within the organisation.
- 4.4.4 The management principles the organisation needs to follow are:
 - **Proportionality:** anti-bribery policies and procedures should be proportionate to the activities and size of the organisation, the sector in which it operates and the risks it faces
 - **Top level commitment:** establishing a clear culture within the organisation in which bribery is unacceptable
 - **Risk assessment:** understanding and keeping up to date with the bribery risks it faces by carrying out regular and comprehensive risk assessments
 - **Due diligence:** the organisation needs to know about who it does business with, who it's paying money to and why – and make sure the organisation's partners also have reciprocal anti-bribery agreements in place
 - **Communication:** so that all the organisation's board and committee members, staff, involved customers and business partners know the procedures to follow in situations which may be sensitive to bribery. The organisation must ensure that its anti-bribery policies are embedded in its culture, not just a tick-box exercise
 - **Monitoring and review:** through audit and other internal controls the organisation will monitor its anti-bribery procedures to prevent and detect bribery to provide assurance that its procedures are working. Allegations and investigations of bribery will be reported in the first

instance to the Audit and Risk Committee and will be recorded on the bribery register.

4.4.5 Attached at Appendix 1 is an Anti-Bribery 'Adequate Procedures' Checklist.

4.4.6 This policy is designed to address these principles and, primarily, the second key principle of demonstrating top level commitment and the fifth key principle of having clear, practical and accessible policies and procedures properly communicated to people within the organisation. This policy complements other procedures the organisation has in place to avoid fraud, money-laundering and other forms of corruption in the organisation.

4.5 Application of the Policy

4.5.1 The organisation will apply the principles set out in this policy fairly, openly and transparently.

4.5.2 The policy applies to all board and committee members, staff and involved customers of the organisation at any time. The organisation will apply the provisions of this policy as they relate to all its diverse range of activities across the organisation, and to individuals and the organisations having a relationship with the organisation, including contractors, agents and consultants.

4.5.3 All the parties listed above are required by the organisation to familiarise themselves with this policy and the processes and procedures contained within it, and to make sure they follow it at all times throughout their relationship with the organisation.

4.5.4 **Section 4.16** of this policy sets out how breaches of this policy will be dealt with.

4.5.5 The organisation will act at all times within the requirements of its constitutional document, its rules, and its intra-group agreement with The Salvation Army Trustee Company, the organisation's parent. If anything within this policy conflicts with the organisation's constitutional documents, the constitutional documents will take priority.

4.6 ANTI-BRIBERY REQUIREMENTS

4.6.1 Hospitality, Entertainment and Gifts

4.6.2 This Policy must be read in conjunction with the organisation's Hospitality, Entertainment, Gifts and Small Benefits Policy, in particular in relation to;

- a. approval of levels of hospitality, entertainment and gifts;
- b. the need to declare hospitality, entertainment and gifts; and
- c. the need to keep a register of declarations.

4.6.3 This policy does not prohibit the giving or receiving of reasonable, proportionate and appropriate hospitality, entertainment or gifts to or from people and organisations with which we work in partnership. There are circumstances where the acceptance of hospitality, entertainment or gifts is in accordance with established business practice, or where

the acceptance of gifts or hospitality is difficult to avoid without causing offence. Any such hospitality, entertainment or gifts should be given and received openly and transparently.

- 4.6.4 Board and committee members, staff and involved customers should generally not receive or offer hospitality, entertainment and gifts from or to persons or organisations that may be in a position to benefit from actions or decisions taken by the organisation.
- 4.6.5 Hospitality, entertainment and gifts cannot be given or received if done so with the intention of influencing someone to give the organisation business, influencing the organisation to award business or to reward the provision or retention of business or business advantage.
- 4.6.6 Any hospitality or gifts given should be reasonable and proportionate and designed to:
 - a) cement or improve relationships;
 - b) show genuine appreciation for services;
 - c) improve the organisation's image; and/or
 - d) market products or services.
- 4.6.7 Recipients should never be given the impression that they are under an obligation to confer a business advantage on the organisation because of the hospitality, entertainment or gifts offered.
- 4.6.8 Hospitality, entertainment or gifts should not be offered to, or accepted from, government officials or representatives, or politicians or political parties, without the prior approval of the organisation's Chief Executive or Company Secretary.
- 4.6.9 Staff, board, committee members or involved customers will never give, promise or offer a payment, hospitality, entertainment or gift to a government official, agent or representative to expedite or facilitate a routine procedure (for example, to speed up a planning application).
- 4.6.10 If a staff, board, committee member or interested customer suspects that hospitality, entertainment or gifts are being offered or provided with an expectation that a business advantage will be provided by the organisation in return, that person must not accept it and must report this to the Company Secretary immediately.
- 7.7.11. Any hospitality, entertainment or gifts offered to staff, board, committee members or interested customers (including both accepted and declined) and offered by staff, board, committee members or interested customers (subject to them having the necessary approval to make such an offer) should be declared appropriately. Unofficial payments or 'kick-backs' should not be offered or accepted under any circumstances.

4.7 Expenses

- 4.7.1 Any expenses claims you make must be in accordance with appropriate policy and procedure:

- For Board and Committee members - the organisation's Board and Committee Members Payments, Expenses and Benefits Policy
- For staff - the Financial Procedures Manual

4.7.2 Expense claims must be properly recorded and supported by receipts (other than in exceptional circumstances).

4.8 Dealings with third parties

- 4.8.1 If staff, board, committee members or involved customers make payments to third parties, details of such payments must be properly recorded and receipted.
- 4.8.2 In making any such payments, staff, Board, Committee members or involved customers should consider what these payments are for and whether they are reasonable and proportionate.
- 4.8.3 Staff, Board, Committee members or involved customers must make all suppliers / contractors and business partners they deal with aware that the organisation takes bribery and corruption very seriously and that it will not be tolerated.
- 4.8.4 No hospitality, entertainment or gifts should be offered to or accepted from any organisation for which the organisation is tendering for a contract during the tender process.

4.9 Charitable donations

- 4.9.1 The organisation only makes charitable donations that are legal and ethical. No donation should be offered or made without the prior approval of the Company Secretary. In making charitable donations there will be an assessment of whether it would be appropriate to make such a donation under a formal grant agreement.

4.10 Political donations

- 4.10.1 The organisation does not make political donations.

4.11 Training

- 4.11.1 Board and committee members, staff and involved customers will receive training on anti-corruption measures and the requirements of this policy, and all new board and committee members and staff will receive anti-bribery training as part of their induction.
- 4.11.2 You must attend any training you are required to attend and, where you cannot attend a session that has been organised; you must arrange to attend an alternative session.

4.12 Advice

- 4.12.1 You should seek advice from the Company Secretary if you are unsure about how the provisions of this policy should be applied.
- 4.12.2 Where appropriate, the Company Secretary should seek legal advice on anti-bribery issues.

4.13 Practical Procedures

4.13.1 You must make sure that no payments are left unrecorded; to make sure that there can be no concealment of improper payments.

4.14 Breaches

4.14.1 If you believe or suspect that a breach of this policy has taken place or may occur in future – for example if a contractor offers you something in return for business, you must notify the Company Secretary.

4.14.2 You must tell the Company Secretary if you are ever offered a bribe, suspect that this may happen in the future or if you think you are a victim of another form of unlawful activity.

4.14.3 You must tell the Company Secretary if you have any concerns or suspicions that any of your colleagues may be involved in bribery or corruption at the earliest possible opportunity. Alternatively, if you are uncomfortable in doing this, you should raise your concerns or suspicions following the procedure set out in the organisation's Whistleblowing Policy.

4.14.4 We are keen to encourage openness and will support you if you raise any genuine concerns you have under this policy (even if they later turn out to be mistaken). The organisation wants to ensure no one suffers detrimental treatment (including disciplinary action or dismissal, threats etc) because of such reporting or because of refusing to take a bribe – if you feel you have suffered such treatment contact the Company Secretary.

4.15 Examples of Bribery

4.15.1 The following list contains some examples of acts which would alert staff, board, committee members and involved customers and which should be reported to the Company Secretary. The examples are to give you an idea of the sort of behaviour which is unacceptable and which could have serious consequences.

- a) you learn that one of the contractors you regularly deal with has a reputation for paying bribes or requiring that bribes are paid to them;
- b) a supplier asks the organisation to provide an invoice or receipt when no money is payable or has been paid;
- c) a supplier insists on being paid in cash and/or refuses to sign a formal agreement;
- d) a contractor offers to pay by cash to provide employment for a friend or relative;
- e) invoices for a payment may seem excessive given the service / goods which have been provided;
- f) We are offered an unusually generous gift or lavish hospitality;
- g) The organisation's representatives are offered substantially discounted fees for supply of goods as a private person; or

- h) The organisation's representatives (staff, board, committee members or involved customers) are offered a payment in cash if a contract is awarded to the contractor / supplier.

4.16 Dealing with Breaches

- 4.16.1 For the reasons outlined above, the policy is crucial to the organisation's ability to meet its legal requirements. Accordingly, the organisation will treat any breach of this Bribery Policy seriously
- 4.16.2 Any alleged breach of the policy will be investigated by the organisation, and reported to the Board and the Audit and Risk Committee and the latter will be responsible for the investigation.
- 4.16.3 A breach of the policy by an employee will be treated as a disciplinary matter under his or her contract of employment and an appropriate sanction may be applied. An investigation into any allegation of such a breach made against an Employee will be conducted in accordance with the organisation's relevant policies for such investigations. This policy does not form part of any employee's contract of employment, and it may be amended at any time.
- 4.16.4 A breach of the Bribery Policy by a board or committee member will be treated as a breach of his or her duties and obligations to the organisation and his or her Agreement for Services. An investigation into any allegation of such a breach made against a board or committee member will be conducted in accordance with the organisation's relevant policies for such investigations and an appropriate sanction may be applied in accordance with the organisation's Code of Conduct, the organisation's Standing Orders and the organisation's constitutional documents.
- 4.16.5 A breach of the Bribery Policy by an involved customer will be treated as a breach of trust. An investigation into any allegation of such a breach made against an involved customer will be conducted in accordance with the organisation's relevant policies for such investigations and an appropriate sanction may be applied in accordance with the organisation's Code of Conduct, Standing Orders and the organisation's constitutional documents..
- 4.16.6 Where the organisation discovers bribery has taken place, it will make a full disclosure of this to the Serious Fraud Office and co-operate fully in any investigation carried out by the Serious Fraud Office.

4.17 Monitoring and Reporting

- 4.17.1 This policy will be reviewed by the Audit and Risk Committee periodically and no less frequently than every three years.
- 4.17.2 The Audit and Risk Committee will monitor the operation and adequacy of this policy on a regular basis and will report to the Group Board on any problems.
- 4.17.3 The Audit and Risk Committee will report to the Group Board no less frequently than every 12 months on the organisation's anti-bribery compliance.

4.17.4 Any questions on this Bribery Policy or any of the issues covered within it and any interested person should be directed to the Company Secretary.

5. Data Protection and Equality Impact

In developing this policy we have carried out assessments to ensure that we have considered:

- Equality, Diversity and Inclusion
- Privacy and Data Protection

To request a copy of these full assessments, please contact the Business Assurance Team at business.assurance@Saha.org.uk.

6. Further information

If you have any questions regarding this policy, please contact your line manager or the Business Assurance Team at business.assurance@Saha.org.uk, who will direct your query to the relevant Policy owner.

Legislative and Regulatory Framework

The following legislation, regulatory standards and documents can be relied upon to inform this policy.

Legal Framework	Regulatory Standard	Other documents
Bribery Act 2010	Governance and Financial Viability Standard	Staff terms and conditions including contracts of employment Board and committee members Deed of Agreement for Services Code of Governance and Codes of Conduct Probity Policy Hospitality, Entertainment, Gifts and Small Benefits Policy Declaration of Interests Policy Whistleblowing Policy Board and Committee Members Payments, Expenses and Benefits Policy Standing Orders, Financial Regulations, Delegated Authorities Procurement Policy Fraud Policy Anti-Money-laundering Policy

Document History Log

Lead Reviewer	Date			Version	Approval	
	Created:	Revised:	Expiry		By	Date
Fraud Bribery and Money-Laundering Policy P10471.0						
MQ	16/03/2009			1.0	Remuneration Committee	16/03/2009
MQ		27/05/2011		1.1	Board	27/05/2011
MQ		02/11/2012	Sept 2014	1.2	Management Review	02/11/2012
NH		30/10/2014	Nov2017	1.3	Board	BD.086/14
Bribery Policy P1100						
AP		Feb 2017	Feb 2020	2.0	Board	23.02.2017
Assistant Company Secretary		Nov 2019	Nov 2022	3.0	Board	12/12/2019
BAM		May 2022 Minor change to Code of Governance	Nov 2022	3.0		
Company Secretary			Jan 2026	3.1	ARC	26/01/23

Equality Impact Assessment Summary			
Protected characteristic	Impact (Positive, negative, neutral)	Protected characteristic	Impact (Positive, negative, neutral)
Age	Neutral	Disability	Neutral
Sex	Neutral	Race	Neutral
Religion of belief	Neutral	Sexual orientation	Neutral
Gender reassignment	Neutral	Pregnancy / maternity	Neutral
Marriage / civil partnership	Neutral		

BRIBERY POLICY

ANTI-BRIBERY 'ADEQUATE PROCEDURES' CHECKLIST

1. Top level commitment

- 1.1 The organisation has made a clear commitment to tackling bribery within its anti-bribery policy.
- 1.2 An anti-bribery statement will be included on the organisation's website when this policy is authorised by the Board.
- 1.3 An anti-bribery statement will be included within all tender documentation for services to be carried out for the organisation when this policy has been approved by the Board.
- 1.4 The organisation has appointed the Company Secretary as the Bribery Compliance Officer within the Executive Team.

2. Risk assessment

- 2.1 The organisation will carry out periodic, informed and documented risk assessments of potential bribery risks faced by:
 - (i) the organisation in general
 - (ii) specific projects the organisation is proposing to carry out
 - (iii) potential and existing relationships with contractors and agents.

3. Board and committee members, and involved customers

- 3.1 The organisation will ensure its Code of Conduct always includes reference to non-tolerance of bribery by the organisation.
- 3.2 The organisation will provide training for board and committee members, staff and involved customers on the Bribery Act and anti-bribery procedures.

4. Employees

- 4.1 The organisation will ensure its Code of Conduct always includes reference to non-tolerance of bribery by the organisation and that committing bribery will be considered gross misconduct.
- 4.2 The organisation will review its terms and conditions of employment and disciplinary policy and procedures to determine if it is necessary to amend to include termination where bribery is committed.
- 4.3 The organisation will provide regular training for employees, and the Company Secretary will consider specific training for those employees involved in procurement exercises and marketing.
- 4.4 The organisation will incorporate anti-bribery measures into its recruitment policies and procedures, where this is appropriate to the role being recruited for (e.g. senior management and those involved in tendering and marketing etc).

5. Contractors and consultants

- 5.1 The organisation will review its standard commercial contracts to ensure there is provision for termination where a contractor providing services, agent or consultant commits bribery. In addition the organisation will consider whether it is appropriate for provisions to be included to give the organisation the ability to audit the organisation's activities and expenditure and require any requests for bribes to be reported to the organisation.
- 5.2 The organisation will carry out appropriate due diligence on agents, consultants and contractors, including taking and checking references, checking ownership, checking details of other directorships or partnerships, reviewing financial statements and accounts, incorporating checks into interviews, reviewing any judicial or regulatory findings and keeping a record of all checks carried out. In carrying out such due diligence, the organisation will have regard to the potential bribery risks posed by its relationship with such agents or contractors, especially where they operate in higher risk sectors (e.g. construction) where the project is of higher value and/or longer duration.
- 5.3 The organisation will require contractors to put in place appropriate anti-bribery procedures both internally and with sub-contractors (if applicable), including, if appropriate, bribery prevention training for employees.
- 5.4 Where any consultant, agent or contractor may offer hospitality on the organisation's behalf, the organisation will ensure such hospitality is only offered where appropriate, reasonable and proportionate. This may include providing such third parties with criteria for the provision of hospitality.
- 5.5 In employing consultants, contractors or agents, the organisation will provide a clear statement of the services to be provided and any relevant costs, commissions and fees (except where this is clear from the contract with that third party).

6. Tendering

- 6.1 The organisation's Company Secretary will consider the provision of appropriate training to staff involved in tendering exercises to enable them to identify potential bribery risks.
- 6.2 The organisation will require all contractors for the provision of services to demonstrate a commitment to tackling bribery.
- 6.3 The organisation will include a statement about its stance towards bribery in all tender documents.
- 6.4 The organisation will review its standard tender documents to include a requirement for disclosure of bribery or other corruption offences.

7. Communication

- 7.1 The organisation will be proactive in communicating its anti-bribery stance to board and committee members, staff and involved customers and external organisations.
- 7.2 The organisation will publish its anti-bribery statement on its website.

7.3 The organisation will carry out board and committee member and staff surveys on potential bribery risks and anti-bribery compliance.

7.4 The organisation will review any feedback from board and committee members and staff in relation to anti-bribery training to make such training more effective.

8. Financial procedures

8.1 The organisation will review its internal expenses policies and procedures as they apply to all of board and committee members, staff and involved customers to ensure that the process for reclaiming expenses is transparent.

8.2 The organisation will raise anti-bribery procedures with its internal auditors.

9. Joint ventures

9.1 The organisation will review all joint venture arrangements to assess if appropriate anti-bribery procedures should be put in place.

9.2 The organisation will review any existing joint venture and other partnership agreements to ensure both parties demonstrate a commitment to tackling bribery and allow termination if bribery takes place.

10. Mergers and acquisitions

10.1 In considering any potential merger or acquisition, the organisation will carry out appropriate due diligence on the other organisation(s) involved to assess and mitigate bribery risks.