

Corporate Anti-Bribery Policy

1 Anti-Bribery Policy statement

Bribery is both a criminal offence and bad business. Not only can individuals be guilty of an offence but a company can be prosecuted if it fails to prevent bribery, whether in the UK or overseas. Under the *Bribery Act 2010*, 'bribery' is widely defined.

Without exception, the IFRS Foundation acts with integrity in all of its dealings and strictly prohibits bribery and corruption in any form.

The IFRS Foundation commits itself to:

- (a) conducting its business fairly, honestly, accountably and transparently;
- (b) not making, offering or accepting inducements or bribes, whether directly or indirectly, to gain business advantages or for any other purposes;
- (c) not using a third party as a conduit, whether directly or indirectly, to channel bribes or other inducements to others; and
- (d) developing a programme to implement and support these principles.

These are the values by which the IFRS Foundation expects its staff to carry out its work on its behalf.

1.1 THE MEANING OF BRIBERY

Bribery is a reward or an inducement, financial or otherwise, offered, promised or provided to improperly gain personal, commercial, regulatory or contractual advantage.

It is unacceptable to:

- (a) give, promise to give, or offer a payment, gift, hospitality or other financial advantage 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, hospitality or other financial advantage to a government official, agent or representative to 'facilitate' or expedite a routine procedure;
- (c) accept or solicit payment, gift, hospitality or any other financial advantage from a third party that they know or suspect is offered with the expectation that it will obtain a business advantage for them;
- (d) accept a payment, gift, hospitality or any other financial advantage from a third party if they know or suspect that it is offered or provided with an expectation that a business advantage will be provided by the IFRS Foundation in return;
- (e) retaliate against or threaten a person who has refused to commit a bribery offence or who has raised concerns under this policy;
- (f) do something that is improper, illegal or a breach of trust in the course of working or doing business; and/or
- (g) engage in any other activity that is in breach of this policy.

1.2 WHO DOES THIS POLICY APPLY TO?

Anyone who carries out work on behalf of the IFRS Foundation must abide by these rules, including:

- (a) Trustees;

- (b) Directors, IASB members and other employees;
- (c) consultants;
- (d) secondees; and
- (e) agency staff and casual workers or locum staff brought in to cover absent staff.

1.3 WHY DO WE ADOPT THIS POLICY?

As a unique, private organisation, which is required to be both publicly accountable and transparent in all of its work, the IFRS Foundation is committed to following the principles of integrity, transparency and accountability.

A key part of corporate integrity is complying with all applicable rules.

The IFRS Foundation is directly affected by, and subject to, the *Bribery Act* 2010. This legislation imposes strict legal rules on the IFRS Foundation's work and trading with which it must comply.

1.4 WHAT HAPPENS IF THE POLICY IS VIOLATED?

The IFRS Foundation staff can be responsible for acts of corruption and bribery committed on its behalf, anywhere in the world, even without the IFRS Foundation's knowledge.

The IFRS Foundation expects all those who are obliged to follow those rules to abide by the following principles:

- (a) ensure that they read, understand and comply with this policy;
- (b) sign the declaration that confirms the above; and
- (c) raise concerns as soon as possible if they believe or suspect that a conflict with this policy has occurred, or may occur, in the future.

Any violation of this policy by an individual acting on the IFRS Foundation's behalf may result in disciplinary action up to and including summary dismissal for gross misconduct and/or termination of the business relationship.

In addition, staff and Trustees should note that the penalties for violating the relevant legislation against bribery and corruption are both civil and criminal and include fines and imprisonment for individuals. The penalties for the IFRS Foundation may include unlimited fines and significant reputational damage.

1.5 RESPONSIBILITY FOR IMPLEMENTATION AND MONITORING

Within the IFRS Foundation, the responsibility to control the risk of bribery and any other corruption occurring resides at all levels of personnel. It does not rest solely with one director or manager, or within a single department.

If any individual has concerns or questions arising from this policy, it can be addressed to any of the directors in the IFRS Foundation, the Executive Director, the IASB Chair, or Vice-Chair.

1.6 THE IFRS FOUNDATION'S ANTI-BRIBERY PRINCIPLES

The IFRS Foundation expects all those who are obliged to follow these rules to abide by the principles set out below:

- (a) to carry out our business with integrity, honestly, accountably and transparently;
- (b) to not pay or offer to pay bribes or inducements of any nature, nor to condone the offering of bribes or inducements on our behalf to any third party and, in particular, to public officials, to gain or seek to gain new business or a business advantage.;
- (c) to not accept bribes or inducements, and nor will we agree to them being accepted on our behalf in order to influence our work;

- (d) if a Trustee or member of staff becomes aware that any appointed adviser, or business associate, has violated this policy, they should immediately inform the Executive Director or Director of Operations, and the IFRS Foundation will immediately terminate its relationship with that individual or organisation. It will not be associated with any person or organisation that may harm our reputation;
- (e) to set out the IFRS Foundation's processes for avoiding direct or indirect corruption and bribery and abiding by and supporting its values;
- (f) the staff will safeguard the organisation and its resources for which they are responsible, and will keep clear records of any gifts, corporate hospitality and donations received and given to a value greater than £100;
- (g) to make sure that everyone working for the IFRS Foundation knows and understands its policies and the principles that it has established; and
- (h) to regularly review and update these rules and the procedures that are relevant to their implementation.

1.7 COMPLIANCE IS MANDATORY

The IFRS Foundation will always ensure that no employee will suffer dismissal, demotion or any other penalty or adverse consequence for refusing to engage in, or for reporting, questionable conduct. This is true, even if the IFRS Foundation may suffer as a consequence.

The IFRS Foundation insists on the strict compliance with this policy by all staff and others to whom this policy applies.

1.8 FACILITATION PAYMENTS

Many countries do not make a distinction between facilitation payments and bribery. Facilitation payments are small payments made directly or indirectly to secure or speed up the performance of a routine action or to avoid bureaucratic delays, for example, the issuing of permits by public officials or for goods to clear customs.

The IFRS Foundation will not tolerate facilitation payments, because they are illegal.

2 Gifts and Hospitality Policy

Because bribes and inducements can sometimes be disguised as gifts, or gifts can sometimes be misinterpreted as bribes, the IFRS Foundation must ensure that giving or receiving gifts cannot distort its business relationships, create a conflict of interest or be otherwise construed as an inducement. A conflict of interest may also arise by the giving or receiving of favours or special treatment to which no financial value can be attached. Such special treatments generally encourage a 'payback' expectation and can distort a professional relationship.

This policy is not meant to change the requirements of our Gifts and Hospitality Policy and the policy relating to gifts, honoraria and fees as set out in the *Staff Handbook* at Sections 35–37.

This makes it clear that:

- (a) Staff should not accept gifts or any other consideration of a value greater than £100 from any person having business with the IFRS Foundation without having first obtained the permission of the Executive Director or Director of Operations, who may wish to record such information in an appropriate manner. Discretion should always be exercised in accepting hospitality. Excessively generous hospitality, however innocently offered, is always liable to misinterpretation.

- (b) Sample tokens of modest value bearing the name or insignia of the organisation giving them (for example, pens, diaries or calendars), whether given personally, or received in the post, may be retained unless they could be regarded as an inducement or reward.
- (c) If staff are invited to attend a meeting, present a speech or submit a written article, all speaking fees, article fees and honoraria should be paid over to the IFRS Foundation.
- (d) If staff are invited to speak or attend a commercial conference that has been organised for profit, they must seek their line manager's prior agreement and comply with the relevant provisions of the *Staff Handbook*.

Please note: sub-paragraphs (a) to (d) above also apply to Trustees.

2.1 GIFT REPORTING

Details of any gifts, corporate hospitality and donations received, in excess of value of £100, other than branded goods, must be notified to the Director of Operations on a monthly basis.

2.2 CHARITABLE CONTRIBUTIONS AND BEQUESTS

The IFRS Foundation and its staff must be vigilant to ensure that any charitable contribution or bequest is not used as a means of concealing or disguising bribery.

As a not-for-profit organisation, the IFRS Foundation does not regularly make charitable donations to organisations. However, should the IFRS Foundation deem it necessary to make a payment to a charitable organisation or educational fund, only the Trustees are permitted to make such a decision. A donation or payment must never be made in order to gain favour or influence.

2.3 RAISING A CONCERN

The IFRS Foundation is committed to ensuring that all individuals have a safe, reliable and confidential way of reporting any suspicious activity.

If staff or Trustees have a concern about a suspected instance of bribery or corruption, they should speak up—their information and assistance will help. The sooner they act, the sooner it can be resolved.

There are various channels to help staff to raise concerns. Please refer to the Whistle-blowing Policy as set out at Section 29 of the *Staff Handbook*. Staff should disclose and resolve their concerns internally, wherever possible, by reporting the matter to their line manager and/or a director or otherwise the Executive Director, IASB Chair or Vice-Chair, the Chair of the Trustees or one of the other Trustees. Trustees with any concerns should contact the Chair of Trustees, Executive Director or Director of Operations.

Where internal disclosures may be inappropriate, concerns can be raised with:

- (a) [Public Concern at Work](http://www.pcaw.co.uk), a registered charity whose services are free and strictly confidential;¹
- (b) the external auditor;
- (c) ACAS or a trade union (if applicable);
- (d) the local Citizens Advice Bureau;
- (e) relevant professional bodies or regulatory organisations;
- (f) a relevant voluntary organisation; or

¹ <http://www.pcaw.co.uk>

(g) the police.

Raising concerns in these ways may be more likely to be considered reasonable than making disclosures publicly (for example, to the media).

Concerns can be raised anonymously. In the event that an incident of bribery, corruption or wrongdoing is reported, the IFRS Foundation will act as soon as possible to evaluate the situation.

Staff who refuse to accept or offer a bribe, or those who raise concerns or report wrongdoing, may be worried about the repercussions. The Foundation aims to encourage openness and will support anyone who raises a genuine concern in good faith under this policy, even if they turn out to be mistaken.

The IFRS Foundation is committed to ensuring nobody suffers detrimental treatment through refusing to take part in bribery or corruption or because of reporting a concern in good faith. If staff have any questions about these procedures, they should contact the Executive Director or Director of Operations.