

POLICY:	ANTI-BRIBERY AND CORRUPTION
Ref No:	N/A
Date Approved:	18 March 2020
Approved By:	Group Board [Approved on 18 March 2020 at Group Audit Committee]
Applicable to:	All employees, directors, board members officers, agency workers, seconded workers, volunteers, interns, involved tenants, agents, suppliers, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located of TRGL and any of its Affiliates/Subsidiaries.
Lead Director:	Director of Governance and General Counsel
In Consultation with:	Director of Internal Audit & Risk
Associated Procedures:	Board & Committee Member Code of Conduct Employee Code of Conduct Whistleblowing procedure Fraud response plan Procurement policy Procurement manual
Associated Leaflet/s:	Not applicable
Review Date:	January 2023

Anti-Bribery and Corruption Policy

Date: March 2020

1.

Definitions/description of general issues surrounding the policy subject

Bribery is offering, promising, giving or accepting any financial or other advantage, to induce the recipient or any other person to act improperly in the performance of their functions, or to reward them for acting improperly, or where the recipient would act improperly by accepting the advantage.

An **advantage** includes money, gifts, loans, fees, hospitality, services, discounts, and the award of a contract or anything else of value.

A person acts **improperly** where they act illegally, unethically, or contrary to an expectation of good faith or impartiality, or where they abuse a position of trust. The improper acts may be in relation to any business or professional activities, public functions, acts in the course of employment, or other activities by or on behalf of any organisation of any kind.

Corruption is the abuse of entrusted power or position for private gain.

2.

Summarised Policy Statement

Riverside is committed to conducting our work in accordance with the highest standards of ethics. 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 and implementing and enforcing effective systems to counter bribery and corruption.. The reputation of the Group and of the sector depends on all of us acting in accordance with sound ethical principles, and we will do our utmost to ensure that this good reputation is protected.

We will uphold all laws relevant to countering bribery and corruption and we remain bound by UK laws, including the Bribery Act 2010, in respect of our conduct both at home and abroad.

3.

Policy Statement- what you must do to comply

The purpose of this policy is to:

- set out our responsibilities, and of those working for us, in observing and upholding our position on bribery and corruption; and
- provide information and guidance to those working for us on how to recognise and deal with bribery and corruption issues.

It is a criminal offence to offer, promise, give, request, or accept a bribe. Individuals found guilty can be punished by up to ten years' imprisonment and/or a fine. As an employer if we fail to prevent bribery we can face an unlimited fine, exclusion from tendering for public contracts, and damage to our reputation. We therefore take our legal responsibilities very seriously.

In this policy, '**third party**' means any individual or organisation who comes into contact with Riverside for business purposes, and includes people and organisations such as

tenants, residents, applicants, customers, suppliers, joint venture partners, contractors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for gross misconduct. Any board or committee member or involved resident who breaches this policy may be removed from office.

We will not deal with prospective partners or other third parties where we suspect them of bribery or corruption, and we will seek to terminate arrangements in the event of unethical behaviour.

This policy does not form part of any employee's contract of employment and we may amend it at any time.

Legal and regulatory context and framework, including relevance to Scotland

Bribery Act 2010;

Fraud Act 2006;

Companies Acts 1985 and 2006;

Value Added Tax Act 1994;

Criminal Justice Act 1993;

Customs and Excise Management Act 1979;

Theft Acts 1968 & 1978;

Criminal Law Act 1977;

Prevention of Corruption Act 1906;

Public Bodies Corrupt Practices Act 1889;

Article 1 of the Convention on the protection of the financial interests of the European Communities;

Homes and Communities Agency's Regulatory Framework;

National Housing Federation's "Excellence in governance" Code for members;

National Housing Federation's "Code of conduct";

Criminal Finances Act;

Scottish Housing Regulator's Regulatory Framework;

SFHA's Interim Model Code of Conduct; and such additional legislation/regulations implemented in relation to anti-corruption and bribery from time to time.

Group Board must agree any changes to this policy statement.

4.	<p>Who is responsible for the policy?</p> <p>The board of directors has overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.</p> <p>The compliance manager has primary and day-to-day responsibility for implementing this policy, monitoring its use and effectiveness, dealing with any queries about it, and auditing internal control systems and procedures to ensure they are effective in countering bribery and corruption.</p> <p>Management at all levels are responsible for ensuring those reporting to them understand and comply with this policy and are given adequate and regular training on it; in particular the Head of Procurement.</p>
5.	<p>Standards – what you must not do</p> <p>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 those to whom this policy applies are required to avoid any activity that might lead to, or suggest, a breach of this policy.</p> <p>All those to whom this policy applies must ensure that they read, understand and comply with it.</p> <p>The Riverside Board & Committee Member Code of Conduct and the Employee Code of Conduct set out clear provisions relating to matters such as conflicts of interest, use of suppliers, gifts and hospitality, and donations.</p> <p>It is not acceptable for those to whom this policy applies (or someone on their behalf) to:</p> <ul style="list-style-type: none"> • give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a function will be performed improperly or an improper advantage will be received, or to reward an improper advantage already given; • give or accept a gift or hospitality during any negotiations or tender process, if this could be perceived as intended or likely to influence the outcome; • accept a payment, gift or hospitality from a third party that they know or suspect is offered with the expectation that they/we will provide an improper advantage for them or anyone else in return; • accept hospitality from a third party that is unduly lavish or extravagant under the circumstances which might lead to a breach of this policy; • offer or accept a gift to or from government officials or representatives, or politicians or political parties outside the ordinary course of business without the prior approval of your manager;

	<ul style="list-style-type: none"> • threaten or retaliate against another worker who has refused to commit a bribery offence or who has raised concerns under this policy; or • engage in any other activity that might lead to a breach of this policy.
6.	<p>Facilitation payments and kickbacks</p> <p>We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.</p> <p>Facilitation payments, also known as "back-handers" or "grease payments", are typically small, unofficial payments made to secure or expedite a routine or necessary action (for example by a government official). They are not common in the UK, but are common in some other jurisdictions.</p> <p>Kickbacks are typically payments made in return for a business favour or advantage.</p> <p>You must avoid any activity that might lead to a facilitation payment or kickback being made or accepted by us or on our behalf, or that might suggest that such a payment will be made or accepted. 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 your manager.</p>
7.	<p>Record Keeping</p> <p>We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.</p> <p>You must declare and keep a written record of all hospitality or gifts given or received, which will be subject to managerial review.</p> <p>You must submit all expenses claims relating to hospitality, gifts or payments to third parties in accordance with our expenses policy and record the reason for expenditure.</p> <p>All accounts, invoices, and other records relating to dealings with third parties including suppliers and customers should be prepared with strict accuracy and completeness. Accounts must not be kept "off-book" to facilitate or conceal improper payments.</p>
8.	<p>Performance reporting: standards and requirements</p>

	<p>Those to whom this policy applies must declare all matters required under the applicable code of conduct in accordance with its requirements and make such declarations as and when they occur.</p> <p>Riverside will seek to ensure that its consultants, contractors, suppliers, joint venture partners and agents have anti-bribery and corruption policies and procedures in place that are consistent with the Group’s own.</p> <p>Those to whom this policy applies must notify a manager as soon as possible if they believe or suspect that a conflict with this policy has occurred, or may occur in the future. They are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage.</p> <p>Employees, contractors, board members, tenants and other persons connected with the Group may raise concerns in accordance with the Group’s Whistleblowing procedure.</p> <p>If they are offered a bribe, or are asked to make one, or if they believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, they must notify their manager or report it in accordance with the Whistleblowing Policy as soon as possible.</p> <p>If they are unsure about whether a particular act constitutes bribery or corruption, they should raise it with their manager or the Riverside Director of Governance and General Counsel.</p> <p>All potential instances of actual or attempted bribery must be reported and will be investigated. Any incidents of actual or attempted bribery and/or corruption are reported to the Group Audit Committee. They may result in disciplinary, civil or criminal action where substantiated. In the case of Riverside’s consultants, contractors, suppliers, joint venture partners and agents, this may result in contracts being terminated and of organisations being prevented from working with the Group in the future.</p> <p>The Corporate Audit Team maintains the register of fraud, losses and irregularities.</p> <p>The Company Secretary maintains a register of interests and also registers of gifts and hospitality in respect of employees and board members.</p> <p>Reporting incidents where the ABC Policy cannot be followed</p> <p>Where the ABC Policy cannot be followed due to personal safety being threatened; such incidents must be reported in the first instance to the Lead Director of this ABC Policy, as soon as you are out of physical danger, who shall then assess whether the incident requires documenting with the Corporate Audit Team/Company Secretary.</p>
9.	Protection

	<p>Individuals who refuse to accept or offer a bribe, or 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.</p> <p>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 Director of Governance and General Counsel immediately. If the matter is not remedied, and you are an employee, you should raise it formally using Riverside's Grievance Procedure.</p>
10.	<p>Implementation</p> <p>Key measures designed to eliminate the risk of bribery include procurement, finance and recruitment measures as well as procedures to ensure fair access to services.</p> <p>The Group's approach to anti-bribery and corruption follows the six principles set out in guidance from the Ministry of Justice.</p> <ul style="list-style-type: none"> • Proportionality. The Group's anti-bribery and corruption arrangements are focussed on those areas where the risk is greatest ie procurement and growth. • Top level commitment. The Group is committed to conducting our work in accordance with the highest standards of ethics. The overall policy statement was approved by the Group Board; who has overall responsibility for ensuring that this policy complies with our legal and ethical obligations, and that those under the group Board's control comply with it. • Risk assessment. Periodic assessments of the bribery risks faced by the Group will be carried out. • Due diligence. The Group's procurement arrangements emphasise the importance of appropriate due diligence before engaging contractors or suppliers. Top management scrutiny is required before entering into any joint ventures, mergers or partnership arrangements. • Communication. The initial rollout of the anti-bribery and corruption arrangements is supported by ongoing training. Training on this policy forms part of the induction process for all individuals who work for us, and regular training will be provided as necessary. Our zero-tolerance approach to bribery and corruption must be communication to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

	<ul style="list-style-type: none"> Monitoring and review. The Group’s arrangements are subject to ongoing audit. Registers of gifts, hospitality and conflicts of interests are reviewed by the Group Chief Executive on a regular basis. Any incidents of actual or attempted bribery are reported to the Group Audit Committee and investigated. <p>Any allegation of fraud or bribery will be investigated under the procedures set out in the fraud response plan.</p>						
11.	<p>Impact Assessment</p> <p>This policy has been equality impact assessed and has been judged to be fair and in line with Riverside’s commitment to Equality and Diversity which states that Riverside is committed to equality and strives to be fair in its dealings with all people, communities and organisations with which it has relationships and take into account the diverse nature of their culture and backgrounds.</p> <p>This policy complies with Riverside’s commitment to ensuring that no person or group of people will be treated less favourably than another person or group of people and will develop and deliver services that actively take into account the :</p> <ul style="list-style-type: none"> Nine Protected Characteristics of age, gender, transgender, disability, racial ethnic origin, religion or belief, sexuality, marriage or civil partnership and pregnancy. social and economic factors leading to disadvantage or exclusion including but not exclusively such things as employment status, caring responsibilities, being HIV positive or having AIDS, having reading or writing difficulties, leaving care, having unrelated criminal convictions, being without English as a language and appearance. Human Rights Act 1998. 						
12.	<p>Risk Appetite</p> <p><i>Risk Appetite and Thresholds</i></p> <p><i>Each policy should have risk appetite statements and risk thresholds that convert the risk statement into measurable metrics that can be used to manage RHG business day to day.</i></p> <ul style="list-style-type: none"> <i>Risk appetite statement – is the amount and type of risk that RHG is willing to take in order to meet its strategic objectives</i> <i>Risk threshold – is the level beyond which RHG does not want to tolerate the risk</i> <i>Risk indicators – key indicators that the risk is being controlled effectively. These should be monitored at least quarterly, to ensure the risk is being managed and is within appetite.</i> <table border="1" data-bbox="411 1776 1364 2054"> <thead> <tr> <th data-bbox="411 1776 703 1816"><i>Risk Appetite</i></th> <th data-bbox="703 1776 1078 1816"><i>Risk Thresholds</i></th> <th data-bbox="1078 1776 1364 1816"><i>Risk Indicators</i></th> </tr> </thead> <tbody> <tr> <td data-bbox="411 1816 703 2054"> <ul style="list-style-type: none"> <i>We have a zero tolerance policy in respect of bribery and</i> </td> <td data-bbox="703 1816 1078 2054"> <ul style="list-style-type: none"> <i>Staff Training – 98% of staff trained.</i> <i>Zero reported incidents in relation to bribery/corruption.</i> </td> <td data-bbox="1078 1816 1364 2054"> <ul style="list-style-type: none"> <i>Number of anti-bribery and corruption incidents</i> </td> </tr> </tbody> </table>	<i>Risk Appetite</i>	<i>Risk Thresholds</i>	<i>Risk Indicators</i>	<ul style="list-style-type: none"> <i>We have a zero tolerance policy in respect of bribery and</i> 	<ul style="list-style-type: none"> <i>Staff Training – 98% of staff trained.</i> <i>Zero reported incidents in relation to bribery/corruption.</i> 	<ul style="list-style-type: none"> <i>Number of anti-bribery and corruption incidents</i>
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	<p><i>corruption and seek to avoid bribery and corruption across TRGL.</i></p> <ul style="list-style-type: none"> <i>We seek to minimise our risks to the greatest extent possible by providing training to the business on anti-bribery and corruption.</i> 	<ul style="list-style-type: none"> • 	<p><i>reported within TRGL.</i></p> <ul style="list-style-type: none"> <i>Number of breaches to anti-bribery and corruption legislation.</i> <i>Breaches of gifts and hospitality thresholds.</i> <i>Training on e-learning module (98% threshold).</i>
13.	<p>Advice/Questions</p> <p>If you are seeking advice in relation to anything in relation to this ABC Policy please contact Sara Shanab, Director of Governance and General Counsel.</p>		