

Business Conduct & Anti-Bribery

Version 3

Version	Date	Changes Made
1	Sept 10	First policy
2	Sept 12	Updated in line with legislation
3	July 13	Put into new format

1. Policy

The Youth Sport Trust (“the Trust”) is committed, in the conduct of its business activities in the UK and overseas, to the highest standards of ethical conduct and integrity and to compliance with all applicable laws and regulations. This policy outlines our position on preventing and prohibiting bribery, in accordance with the Bribery Act 2010. The Trust will not tolerate any form of bribery by, or of, its employees, consultants or any person or body acting on its behalf. The Senior Leadership team is committed to implementing effective measures to prevent, monitor and eliminate bribery. For the purposes of this policy, bribery is defined as the giving or taking of a reward in return for acting dishonestly and/or in breach of the law.

This policy applies to all employees of the Trust, and to temporary workers, consultants, contractors, and subsidiaries acting for, or on behalf of, the Trust (“associated persons”) within the UK and overseas. Every employee and associated person acting for, or on behalf of, the Trust is responsible for maintaining the highest standards of business conduct. Any breach of this policy is likely to constitute gross misconduct and is likely to be a criminal matter for the individual concerned and may cause serious damage to the reputation and standing of the organisation.

The Trust may also face criminal liability for unlawful actions taken by its employees or associated persons under the Bribery Act 2010. All employees and associated persons are required to familiarise themselves and comply with this policy, including any future updates that may be issued from time to time.

Business Conduct

The Trust’s policy, in accordance with the Bribery Act 2010, is outlined below. Over and above this policy, employees must comply with the following at all times:

- Employees will, in their actions, comply with the letter and spirit of legal requirements, UK and European, applicable to the Trust’s business.
- No employee will use their employment status to obtain personal gain from those doing business, or seeking to do business, with the Trust.
- No employee will accept gifts, or other personal rewards (other than of token or nominal value) that may be intended to influence business transactions with the Trust.
- Employees will ensure that all their dealings with partners are conducted in a manner that does not compromise the integrity of the partners or the Trust.
- No employee of the Trust will become involved in any other situation in which their personal interest conflicts or might conflict with responsibilities to the Trust.
- No employee will invest other than in nominal investments, in publicly traded shares or receive any benefit directly or indirectly from any firm that might supply goods or services to or compete with the Trust.
- No employee will disclose any confidential information of the Trust or information for which the Trust has responsibility other than in the proper performance of their duties.

- The Trust accounts will record all its transactions, and properly disclose all its assets and liabilities, in accordance with generally accepted accounting principles. No employee will act in a manner contrary to these accounting principles or authorise others to do so.
- Any offers of, or receipt of, valuable gifts or significant hospitality should be reported to the employee's manager.

Bribery Act 2010

The Trust is committed to complying with the Bribery Act 2010, which came into force on 1 July 2011, in all its organisational activities in the UK and overseas.

Under the Bribery Act 2010, a bribe is a financial or other type of advantage that is offered or requested with the:

- Intention of inducing or rewarding improper performance of a function or activity; or
- Knowledge or belief that accepting such a reward would constitute the improper performance of such a function or activity.
- A relevant function or activity includes public, state or business activities or any activity performed in the course of a person's employment, or on behalf of another company or individual, where the person performing that activity is expected to perform it in good faith, impartially, or in accordance with a position of trust.

A criminal offence will be committed under the Bribery Act 2010 if:

- An employee or associated person acting for, or on behalf of, the Trust offers, promises, gives, requests, receives or agrees to receive bribes; or
- An employee or associated person acting for, or on behalf of, the Trust offers, promises or gives a bribe to a foreign public official with the intention of influencing that official in the performance of his/her duties (where local law does not permit or require such influence); and
- The Trust does not have the defence that it has adequate procedures in place to prevent bribery by its employees or associated persons.

All employees and associated persons are required to comply with this policy.

What is prohibited?

The Trust prohibits employees or associated persons from offering, promising, giving, soliciting or accepting any bribe in return for acting dishonestly or breaking the law. The bribe may be cash, a gift or other reward to, or from, any person or company, whether a public or government official, official of a state-controlled industry, political party or a private person or company, regardless of whether the employee or associated person is situated in the UK or overseas. The bribe might be made to ensure that a person or company improperly performs duties or functions (for example, by not acting impartially or in good faith or in accordance with their position of trust) to gain any commercial, contractual or regulatory advantage for the Trust in either obtaining or maintaining business, or to gain any personal advantage, financial or otherwise, for the individual or anyone connected with the individual.

This prohibition also applies to indirect contributions, payments or gifts made in any manner as an inducement or reward for improper performance, for example through consultants, contractors or sub-contractors, agents or sub-agents, sponsors or sub-sponsors, joint-venture partners, advisors, customers, suppliers or other third parties.

Records

Employees and, where applicable, associated persons, are required to take particular care to ensure

that all Trust records are accurately maintained in relation to any contracts or business activities, including financial invoices and all payment transactions with clients, suppliers and public officials.

Due diligence should be undertaken by employees and associated persons prior to entering into any contract, arrangement or relationship with a potential supplier of services, agent, consultant or representative.

Employees and associated persons are required to keep accurate, detailed and up-to-date records of all corporate hospitality, entertainment or gifts accepted or offered.

Working overseas

Employees and associated persons conducting business on behalf of the Trust outside the UK may be at greater risk of being exposed to bribery or unethical business conduct than UK-based employees. Employees and associated persons owe a duty to the Company to be extra vigilant when conducting international business.

Procedure

Employees and associated persons are required to co-operate with the Trust's risk management procedures and to report suspicions of bribery to the Finance & Corporate Services Director. While any suspicious circumstances should be reported, employees and associated persons are required particularly to report:

- Close family, personal or business ties that a prospective agent, representative or joint-venture partner may have with government or corporate officials, directors or employees;
- A history of corruption in the country in which the business is being undertaken;
- Requests for cash payments;
- Requests for unusual payment arrangements, for example via a third party;
- Requests for reimbursements of unsubstantiated or unusual expenses; or
- A lack of standard invoices and proper financial practices.

If an employee or associated person is in any doubt as to whether or not a potential act constitutes bribery, the matter should be referred to the appropriate Director or Head of HR.

Facilitation payments

The Trust prohibits its employees or associated persons from making or accepting any facilitation payments. These are payments made to government officials for carrying out or speeding up routine procedures. They are more common overseas. Facilitation payments are distinct from an official, publicly available fast-track process. Facilitation payments, or offers of such payments, will constitute a criminal offence by both the individual concerned and the Trust under the Bribery Act 2010, even where such payments are made or requested overseas. Employees and associated persons are required to act with greater vigilance when dealing with government procedures overseas.

Procedure

Where a public official has requested a payment, employees or associated persons should ask for further details of the purpose and nature of the payment in writing. If the public official refuses to give these, this should be reported immediately to the Finance & Corporate Services Director.

If the public official provides written details, the Finance & Corporate Services Director will consider the nature of the payment. Local legal advice may be sought by the Trust.

If it is concluded that the payment is a legitimate fee, for example part of a genuine fast-track

process, or is permitted locally, the Trust will authorise the employee to make the payment.

Where the Finance & Corporate Services Director considers that the request is for a facilitation payment, the employee or associated person will be instructed to refuse to make the payment and notify the public official that the employee or associated person is required to report the matter to the Company and the UK embassy.

The Trust will seek the assistance of the relevant employee in its investigation and may determine that the matter should be referred to the prosecution authorities. If an employee or associated person has any other concerns about the nature of a request for payment, they should report refer to the Trust's Whistleblowing Policy.

Corporate entertainment, gifts, hospitality and promotional expenditure

The Trust permits corporate entertainment, gifts, hospitality and promotional expenditure that is undertaken:

- For the purpose of establishing or maintaining good business relationships;
- To improve the image and reputation of the Trust; or
- To present the Trust's services effectively;

Provided that it is:

- Arranged in good faith, and
- Not offered, promised or accepted to secure an advantage for the Trust or any of its employees or associated persons or to influence the impartiality of the recipient.

The Trust will authorise only reasonable, appropriate and proportionate entertainment and promotional expenditure. This principle applies to employees and associated persons, whether based in the UK or overseas.

Procedure

Employees and, where relevant, associated persons should submit requests for proposed hospitality and promotional expenditure well in advance of proposed dates to their line manager.

Employees are required to set out in writing:

- The objective of the proposed client entertainment or expenditure;
- The identity of those who will be attending;
- The organisation that they represent; and
- Details and rationale of the proposed activity.

The Trust will approve business entertainment proposals only if they demonstrate a clear organisational objective and are appropriate for the nature of the business relationship. The Trust will not approve business entertainment where it considers that a conflict of interest may arise or where it could be perceived that undue influence or a particular business benefit was being sought (for example, prior to a tendering exercise).

Any gifts, rewards or entertainment received or offered from clients, public officials, suppliers or other business contacts should be reported immediately to your line manager. In certain circumstances, it may not be appropriate to retain such gifts or be provided with the entertainment and employees and associated persons may be asked to return the gifts to the sender or refuse the entertainment, for example, where there could be a real or perceived conflict of interest. As a general rule, small tokens of appreciation, such as flowers or a bottle of wine, may be retained by employees.

If an employee or associated person wishes to provide gifts to suppliers, clients or other business contacts, prior written approval from their line manager is required, together with details of the intended recipients, reasons for the gift and business objective. These will be authorised only in limited circumstances and may be subject to a cap of £50 per recipient.

Employees and, where applicable, associated persons must supply records and receipts, in accordance with the Trust's gifts and hospitality and travel & subsistence policies.

Charitable and political donations

The Trust does not make donations to any political parties/charities. Employees and associated persons are not permitted to make any charitable and political donations to organisations on behalf of the Trust.

What practices are permitted?

This policy does not prohibit:

- Normal and appropriate hospitality and entertainment with clients (please see travel and subsistence policy); and
- The use of any recognised fast-track process that is publicly available on payment of a fee.

Any such practices must be proportionate, reasonable and made in good faith. Clear records must be kept.

Risk management

The Trust has established detailed risk management procedures to prevent, detect and prohibit bribery. The Trust will conduct risk assessments on a regular basis and, where relevant, will identify employees or officers of the Trust who are in positions where they may be exposed to bribery.

Procedure

The Trust will identify high-risk areas, for example projects undertaken in high-risk countries, tenders for work and those working on high-value projects.

The Youth Sport Trust will:

- Regularly monitor "at risk" employees and associated persons;
- Regularly communicate with "at risk" employees and associated persons;
- Undertake extensive due diligence of third parties and associated persons; and
- Communicate its zero-tolerance approach to bribery to third parties, including actual and prospective customers, suppliers and joint-venture partners.

Reporting suspected bribery

The Trust depends on its employees and associated persons to ensure that the highest standards of ethical conduct are maintained in all its business dealings. Employees and associated persons are requested to assist the Trust and to remain vigilant in preventing, detecting and reporting bribery.

Employees and associated persons are encouraged to report any concerns that they may have to their line manager as soon as possible. Issues that should be reported include:

- Any suspected or actual attempts at bribery;
- Concerns that other employees or associated persons may be being bribed; or
- Concerns that other employees or associated persons may be bribing third parties, such as clients or government officials.

Any incidents of suspected bribery will be thoroughly and promptly investigated by HR in the strictest confidence. Employees and associated persons will be required to assist in any investigation into possible or suspected bribery. Employees will also be required to comply with the Trust's Whistleblowing Policy.

Employees or associated persons who report instances of bribery in good faith will be supported by the Trust. The Trust will ensure that the individual is not subjected to detrimental treatment as a consequence of their report. Any instances of detrimental treatment by a fellow employee because an employee has made a report will be treated as a disciplinary offence. An instruction to cover up wrongdoing is itself a disciplinary offence. If told not to raise or pursue any concern, even by a person in authority such as a manager, employees and associated persons should not agree to remain silent. They should report the matter to the Head of HR.

Action by the Youth Sport Trust

The Trust will fully investigate any instances of alleged or suspected bribery. Employees suspected of bribery may be suspended from their duties while the investigation is being carried out. The Trust will invoke its disciplinary procedures where any employee is suspected of bribery, and proven allegations may result in a finding of gross misconduct and immediate dismissal. The Trust may terminate the contracts of any associated persons, including consultants or other workers who act for, or on behalf of, the Trust who are found to have breached this policy.

The Trust may also report any matter to the relevant authorities, including the Director of Public Prosecutions, Serious Fraud Office, Revenue and Customs Prosecutions Office and the police. The Trust will provide all necessary assistance to the relevant authorities in any subsequent prosecution.

Review of procedures and training

The Trust will regularly communicate its anti-bribery measures to employees and associated persons. The Trust will set up training sessions where applicable. The Senior Leadership Team is responsible for the implementation of this policy.

The Head of HR will monitor and review the implementation of this policy and related procedures on a regular basis, including reviews of internal financial systems, expenses, corporate hospitality, gifts and entertainment policies.

Employees and those working for, or on behalf of, the Trust are encouraged to contact the Head of HR with any suggestions, comments or feedback that they may have on how these procedures may be improved. The Trust reserves the right to amend and update this policy as required. For the avoidance of doubt, this policy does not form part of an employees' contracts of employment.

Review of policies

All managers are responsible for ensuring that they and the employees who they supervise, comply with this policy. Any employee, who may have reason to ask for interpretation or guidance as to the application of this policy to a particular circumstance may consult the appropriate Director or Head of HR.

Any employee having knowledge of a contravention of this policy within their area of activities is required to refer the matter to their line manager, or HR if the contravention involves their line manager.