

1. **POLICY STATEMENT**

1.1 *It is our policy to conduct our charitable business in an honest and ethical manner. We therefore take a zero-tolerance approach to fraud, bribery and corruption and are committed to: (a) acting professionally, fairly and with integrity in all our dealings and relationships wherever we operate, and (b) implementing and enforcing effective systems to counter fraud, bribery and corruption.*

1.2 *We take the most serious view of any actual or attempted act of fraud, bribery or corruption and will uphold all laws relevant to countering fraud, bribery and corruption in all the jurisdictions in which we work, including, in the UK, the Fraud Act 2006 and the Bribery Act 2010, which apply to our conduct both in the UK and abroad, and, in the US, the Foreign Corrupt Practices Act 1977.*

2. **INTRODUCTION**

2.1 Big Win Philanthropy's reputation is an enormously valuable asset and could be seriously damaged by allegations of fraud, bribery or corruption. We must all work to avoid or prevent situations that may compromise this.

2.2 If found guilty of fraud, bribery or corruption, companies can face an unlimited fine. For individuals, it could be an unlimited fine and a prison sentence. In the UK, the sentence could be one of up to 10 years, and, if the individual is a company director, they can also be disqualified from acting as a company director for up to 5 years.

2.3 We have identified that the following are particular risks for our business. As part of Big Win Philanthropy's programmatic work, we:

- i. Partner with governments;
- ii. Provide financial contributions to governments;
- iii. Procure the services of foreign third parties;
- iv. Transmit funds to grantees abroad;
- v. Operate in countries with perceived high levels of corruption.

We also invest our endowment funds in order to sustain our charitable business.

To address these risks, we:

- i. Develop, maintain and consistently apply effective controls to prevent fraud, bribery and corruption at all levels (such as: risk assessments, training, due diligence, embedding relevant requirements in contracts etc);

- ii. Ensure that if fraud, bribery or corruption occurs, a vigorous and prompt investigation takes place, and that reports are shared with stakeholders as appropriate;
- iii. Take appropriate disciplinary and legal action where justified;
- iv. Review systems and procedures to prevent similar frauds or acts of bribery or corruption;
- v. Ensure fraud, bribery and corruption risks are taken into consideration in programme planning.

3. PURPOSE

3.1 To ensure that Big Win Philanthropy continues to hold high standards of accountability, transparency and legal compliance, we have put in place clear guidance on our organisational framework for addressing the risks of fraud, bribery and corruption.

3.2 The purpose of this policy is to:

- (a) set out Big Win Philanthropy's responsibilities;
- (b) set out the responsibilities of those working for and on behalf of Big Win Philanthropy in observing and upholding our position on fraud, bribery and corruption; and
- (c) provide information and guidance to those working for and on behalf of Big Win Philanthropy on how to recognise and deal with fraud, bribery and corruption issues.

4. APPLICATION

This policy applies to all persons working for or on behalf of Big Win Philanthropy UK and Big Win Philanthropy US in any capacity, including employees at all levels, directors, officers, agency workers, seconded workers, volunteers, interns, agents, contractors, external consultants, third-party representatives and business partners, sponsors, or any other person associated with us, wherever located.

5. ROLES AND RESPONSIBILITIES

5.1 The Big Win Philanthropy UK and US Boards of Directors (Trustees) have overall responsibility for ensuring this policy complies with our legal and ethical obligations, and that all those under our control comply with it.

5.2 The Chief Operating Officer 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 fraud, bribery and corruption.

5.3 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.

5.4 You are invited to comment on this policy and to suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Chief Operating Officer or Legal Director.

6. DEFINITIONS

6.1 In this policy, **third party** means any individual or organisation you come into contact with during the course of your work for Big Win Philanthropy and includes actual and potential supporters, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

6.2 **Per diem** refers to a cash payment intended to subsidise or facilitate lodging, meals, and other daily expenses which has been calculated on a daily rate basis instead of an actual cost basis.

6.3 **Public official** covers a wide variety of individuals, ranging from civil servants and politicians to customs officials, teachers, police officers and tax inspectors. For purposes of this policy, 'public official' also includes a political party official and any candidate for political office.

6.4 **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.

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

6.6 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.

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

6.8 **Fraud** is where a person dishonestly makes a false representation, or dishonestly fails to disclose to another information which he or she is under a legal duty to disclose, or dishonestly abuses his or her position, with the intention to make a gain for him or herself or another, or to cause loss to another or to expose another to a risk of loss. Theft is also included in this policy.

Examples:

Offering a bribe: Kerr offers a potential client tickets to a major sporting event, but only if they agree to do business with Kerr's employer.

This would be an offence as Kerr is making the offer to gain a commercial and contractual advantage. The employer may also be found to have committed an offence because the offer has been made to obtain business for it. It may also be an offence for the potential client to accept the offer.

Receiving a bribe: A supplier gives Karen's nephew a job, but makes it clear that in return they expect Karen to use her influence in her organisation to ensure they continue to do business with the supplier.

It is an offence for a supplier to make such an offer. It would be an offence for Karen to accept the offer as she would be doing so to gain a personal advantage.

Bribing a foreign official: Emeka arranges for the business to pay an additional "facilitation" payment to a foreign official to speed up an administrative process, such as clearing her employer's goods through customs.

The offence of bribing a foreign public official is committed as soon as the offer is made. This is because it is made to gain a business advantage for Emeka's employer. Emeka's employer may also be found to have committed an offence.

Committing fraud: Ivanka makes claims for journeys which were not made; she makes payment for goods or services which were not delivered; she steals incoming cash or cheques.

Each of these examples would be an offence because Ivanka has dishonestly abused her position, with the intention to make a gain for herself or another.

7. **WHAT YOU MUST NOT DO**

It is **not** acceptable for you (or someone on your behalf) to:

- (a) give, promise to give, or offer, a payment, gift or hospitality with the expectation or hope that a business advantage will be received, or to reward a business advantage already given;
- (b) give or accept a gift or hospitality during any commercial negotiations or tender process, if this could be perceived as intended or likely to influence the outcome;
- (c) give, promise to give, or offer, a payment, gift or hospitality to a public official, agent or representative to "facilitate" or expedite a routine procedure;
- (d) accept a payment, gift or hospitality from a third party that you know or suspect is offered with the expectation that it will provide a business advantage for them or anyone else in return;
- (e) accept hospitality from a third party that is unduly lavish or extravagant under the circumstances;
- (f) threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy;
- (g) pay per diems or make any other cash payment to public officials other than reimbursements for reasonable, documented, approved, out-of-pocket expenses incurred in the course of Big Win Philanthropy's charitable activities; or

(h) engage in any other activity that might lead to a breach of this policy.

8. **FACILITATION PAYMENTS AND KICKBACKS**

8.1 We do not make, and will not accept, facilitation payments or "kickbacks" of any kind.

8.2 **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 public official). They are not common in the UK or US, but are common in some other jurisdictions.

8.3 **Kickbacks** are typically payments made in return for a business favour or advantage.

8.4 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 Big Win Philanthropy's 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 the Chief Operating Officer.

9. **GIFTS, HOSPITALITY AND EXPENSES**

9.1 This policy allows reasonable and appropriate hospitality or entertainment given to or received from third parties, for the purposes of:

- (a) establishing or maintaining good business relationships;
- (b) improving or maintaining our image or reputation; or
- (c) marketing or presenting our services effectively.

9.2 The giving and accepting of gifts is allowed if the following requirements are met:

- (a) it is not made with the intention of influencing a third party to obtain or retain business or a business advantage, or to reward the provision or retention of business or a business advantage, or in explicit or implicit exchange for favours or benefits;
- (b) it is given in Big Win Philanthropy's name, not in your name;
- (c) it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- (d) taking into account the reason for the gift, it is of an appropriate type and value, and given at an appropriate time. For example, in the UK and US, it is customary for small gifts to be given at Christmas;
- (e) it is given openly, not secretly; and

- (f) it complies with any applicable local law.

Gifts should not be offered to, or accepted from, public officials or their representatives without the prior approval of the Chief Operating Officer.

- 9.3 Promotional gifts of low value such as branded stationery to or from existing customers, suppliers and business partners will usually be acceptable.
- 9.4 Reimbursing a third party's expenses, or accepting an offer to reimburse our expenses (for example, the costs of attending a business meeting) would not usually amount to bribery. However, a payment in excess of genuine and reasonable business expenses (such as the cost of an extended hotel stay) is not acceptable. Please note, however, that Big Win Philanthropy does **not** permit the paying of per diems by Big Win Philanthropy to public officials.
- 9.5 We appreciate that practice varies between countries and regions and that what may be normal and acceptable in one region may not be in another. The test to be applied is whether in all the circumstances the gift, hospitality or payment is reasonable and justifiable. The intention behind it should always be considered.

10. DONATIONS

- 10.1 We do not make contributions to political parties. We only make charitable donations that are legal and ethical under local laws and practices. No donation must be offered or made without the prior approval of the Chief Operating Officer.

11. RECORD-KEEPING

- 11.1 We must keep financial records and have appropriate internal controls in place which will evidence the business reason for making payments to third parties.
- 11.2 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.
- 11.3 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.
- 11.4 You must also declare and keep a written record of all hospitality or gifts offered to, or received by, you above nominal value, which will be subject to managerial review. A copy of the register, together with examples of the sorts of hospitality and gifts you do and do not need to record, can be found in Box.

12. YOUR RESPONSIBILITIES

- 12.1 You must ensure that you read, understand and comply with this policy.
- 12.2 You must at all times consider the local context in which you are working. It is important that you are sensitive to, and respectful of, local laws and policies. If certain conduct is acceptable under this policy but **not** acceptable under local laws and/or policies then you should **not** engage in such conduct.
- 12.3 The prevention, detection and reporting of fraud, bribery and other forms of corruption are the responsibility of all those working for us or under our control. You are required to avoid any activity that might lead to, or suggest, a breach of this policy.
- 12.4 You must notify the Chief Operating Officer as soon as possible if you believe or suspect that a conflict with this policy has occurred, or may occur in the future. For example, if a client or potential client offers you something to gain a business advantage with us, or indicates to you that a gift or payment is required to secure their business. Further "red flags" that may indicate bribery or corruption are set out in Annex 1.

13. RAISING A CONCERN

- 13.1 You are encouraged to raise concerns about any issue or suspicion of fraud, bribery or corruption at the earliest possible stage.
- 13.2 If you are offered a bribe, or are asked to make one, or if you believe or suspect that any bribery, corruption or other breach of this policy has occurred or may occur, you must notify the Chief Operating Officer as soon as possible. Alternatively, you should feel free to raise the issue with the Legal Director or in accordance with the relevant Big Win Philanthropy Whistleblowing Policy.
- 13.3 If you are unsure about whether a particular act constitutes bribery or corruption, raise it with your manager or the Chief Operating Officer.

14. PROTECTION

- 14.1 Individuals who refuse to accept or offer a bribe or commit fraud, 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.
- 14.2 Big Win Philanthropy is committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in fraud, bribery or corruption, or because of reporting in good faith their suspicion that an actual or potential fraud, 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 Chief Operating Officer immediately. If the matter is not remedied, and you are an employee, you should raise it formally using our Grievance Procedure, details of which can be found in the relevant Employee Handbook.

15. TRAINING AND COMMUNICATION

15.1 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.

15.2 Our zero-tolerance approach to fraud, bribery and corruption must be communicated to all suppliers, contractors and business partners at the outset of our business relationship with them and as appropriate thereafter.

16. BREACHES OF THIS POLICY

16.1 Anyone who commits fraud, bribery or corruption or any other dishonesty, or who becomes aware of it and does not report it, will be subject to appropriate disciplinary action. Such disciplinary action could result in dismissal for misconduct or gross misconduct.

16.2 We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

17. CONTACTS

Chief Operating Officer	Christopher Klatell chris.klatell@bigwin.org
Deputy Chief Operating Officer	Shyam Radia shyam.radia@bigwin.org

ANNEX 1 – POTENTIAL RISK SCENARIOS: “RED FLAGS”

The following is a list of possible red flags that may arise during the course of you working for Big Win Philanthropy and which may raise concerns under various fraud, anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustration purposes only.

If you encounter any of these red flags while working for Big Win Philanthropy, you must report them promptly to the Chief Operating Officer:

- (a) you become aware that a third party engages in, or has been accused of engaging in, improper business practices;
- (b) you learn that a third party has a reputation for paying bribes, or requiring that bribes are paid to them, or has a reputation for having a "special relationship" with foreign public officials;
- (c) a third party insists on receiving a commission or fee payment before committing to sign up to a contract with us, or carrying out a government function or process for us;
- (d) a third party requests payment in cash and/or refuses to sign a formal commission or fee agreement, or to provide an invoice or receipt for a payment made;
- (e) a third party requests that payment is made to a country or geographic location different from where the third party resides or conducts business;
- (f) a third party requests an unexpected additional fee or commission to "facilitate" a service;
- (g) a third party demands lavish entertainment or gifts before commencing or continuing contractual negotiations or provision of services;
- (h) a third party requests that a payment is made to "overlook" potential legal violations;
- (i) a third party requests that you provide employment or some other advantage to a friend or relative;
- (j) you receive an invoice from a third party that appears to be non-standard or customised;
- (k) a third party insists on the use of side letters or refuses to put terms agreed in writing;
- (l) you notice that we have been invoiced for a commission or fee payment that appears large given the service stated to have been provided;
- (m) a third party requests or requires the use of an agent, intermediary, consultant, distributor or supplier that is not typically used by or known to us;
- (n) you are offered an unusually generous gift or offered lavish hospitality by a third party.

ANNEX 2 – OTHER RESOURCES

- Transparency International is a leading non-governmental organisation dedicated to fighting corruption around the world:

<https://www.transparency.org/en/cpi/2020/index/>

<https://www.transparency.org/en/publications/business-principles-for-counteracting-bribery>

- Transparency International UK:

<https://www.antibriberyguidance.org/>

- The United States Department of Justice publishes a Resource Guide to the US Foreign Corrupt Practices Act:

<https://www.justice.gov/criminal-fraud/fcpa-resource-guide>

- The United Nations Convention against Corruption is the only legally binding universal anti-corruption instrument and covers five main areas: preventive measures, criminalization and law enforcement, international cooperation, asset recovery, and technical assistance and information exchange:

<https://www.unodc.org/unodc/en/treaties/CAC/>

- The Organisation for Economic Co-operation and Development (OECD) is an international organisation that works to build better policies for better lives, providing a unique forum and knowledge hub for best practice-sharing and advice on public policies and international standard-setting:

<https://www.oecd.org/en/topics/anti-corruption-and-integrity.html>