

TITLE	REF	VERSION
Bribery and Corruption Procedure	GOVPRO002	3.0

DEPARTMENT	Governance		
DATE	11 December 2023	REVIEW DATE	11 December 2025

BRIBERY AND CORRUPTION PROCEDURE

Procedure statement

Activate Learning is committed to conducting all activities in an honest and ethical manner and in accordance with the requirements of the Bribery Act 2010. We take a zero-tolerance approach to bribery and corruption and strive to act professionally, fairly, and with integrity in all our dealings and relationships. We are committed to implementing and enforcing effective systems to counter bribery.

Activate Learning takes its legal responsibilities very seriously and recognises that incidences of bribery and corruption can result in:

- personal penalties (up to ten years' imprisonment); and
- corporate repercussions, including unlimited fines, exclusion from tendering opportunities, and reputational damage.

Purpose

The purpose of this procedure is to:

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

Scope

This procedure applies to all individuals working for Activate Learning, including managers, employees, contractors, and volunteers (collectively referred to as "staff" in this procedure).

Gifts and Hospitality

This procedure does not prohibit normal and appropriate hospitality; the Activate Learning Gifts and Hospitality Procedure sets out guidance and the procedure for accepting gifts and hospitality.

Definitions

In this procedure, "third party" means any individual or organisation you meet during your work for us. This includes actual and potential students, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies.

For the purposes of this procedure, terms are defined as follows:

Bribery: *The offer, promise or provision of an inducement or reward to gain any commercial, contractual, regulatory, or personal advantage.*

Corruption: *The offering, giving, soliciting or acceptance of an inducement or reward which may influence the action of any person.*

Responsibilities

Corporation Board

The Activate Learning Corporation Board has overall responsibility for ensuring this procedure complies with our legal and ethical obligations, and that all staff follow this procedure. The Audit & Risk Committee shall ensure that internal control systems and procedures are subject to regular audits to provide assurance that they are effective in countering bribery and corruption.

Governance Professional

The Head of Governance has primary responsibility for implementing this procedure and maintaining the Register of Gifts and Hospitality. The Head of Governance will regularly monitor the effectiveness and review the implementation of this procedure, considering its suitability, adequacy, and effectiveness.

Any improvements identified will be implemented as soon as possible.

Management Staff

Management at all levels are responsible for ensuring that their teams:

- are made aware of this procedure;
- understand this procedure; and
- receive adequate and regular training to enable them to follow this procedure.

Staff

All staff are responsible for following this procedure and ensuring its success. The prevention, detection, and reporting of bribery and other forms of corruption are the responsibility of all. We must avoid any activity that might lead to, or suggest, a breach of this procedure. Due to the severity of issues covered, breaches of this procedure may result in disciplinary action under the Staff Disciplinary procedure or, in serious cases, police involvement.

You should notify the Head of Governance as soon as possible if they believe or suspect that an incident of bribery and corruption has occurred or may occur in the future. Potential indicators of bribery or corruption are set out in The Schedule ([Appendix 1](#)).

Expectations of staff

Staff are expected to maintain the highest standards of integrity. For the protection of yourself and Activate Learning, you must avoid the following behaviours:

- giving, promising, or offering payment, gift or hospitality in hope, expectation, or recognition of a business advantage. "Business advantage" includes academic advantage such as the award of a degree or academic title;
- giving, promising, or offering any payment, gift or hospitality to a government official, agent or representative to "facilitate" or expedite a routine procedure, such as student admission;
- accepting payment, gift, or hospitality from a third party that you know, or suspect is offered with the expectation that it will obtain a business advantage for them;
- threatening or retaliating against staff or students who has refused to commit a bribery offence or who has raised concerns under this procedure; or
- engaging in any activity that might lead to a breach of this procedure.

Facilitation payments and "kickbacks"

Activate Learning do not make nor accept facilitation payments or "kickbacks" of any kind. Facilitation payments are typically small, unofficial payments made to secure or expedite a routine government action.

They are not commonly paid in the UK but are common in some other jurisdictions. Kickbacks are typically payments made in return for a business favour or advantage.

You must avoid any activity that might lead to, or suggest that, a facilitation payment or kickback will be made or accepted by us.

All payments made on behalf of Activate Learning should be reasonable, justifiable, and proportionate to the goods or services provided. In addition, they should be accompanied by a receipt which details the reason for the payment.

Any concerns regarding a payment should be raised with the Head of Governance.

Donations

Activate Learning does not make any contributions to politicians, political parties, or election campaigns. Donations to individuals, for-profit organisations, or private accounts are incompatible with Activate Learning's ethical standards and are prohibited.

Activate Learning may make charitable donations, so long as they are ethical and transparent. The recipient's identity and planned use of the donation must be clear, and the reason and purpose for the donation must be justifiable and documented.

Donations shall not be made to induce or reward the improper performance of any function or activity which should otherwise be performed in good faith, impartially, or from a position of trust. All charitable donations must be reported to the Head of Governance and will be publicly disclosed. The Donations and Sponsorships form is included as [Appendix 2](#).

Sponsoring

Sponsoring means any contribution in money or in kind towards an event organised by a third party in return for the opportunity to raise Activate Learning's profile:

- All sponsoring contributions must be transparent and proportionate, pursuant to a written agreement, and made for legitimate business purposes.
- They may not be made towards events organised by individuals or organisations that have goals incompatible with Activate Learning's ethical standards or that would damage Activate Learning's reputation.
- All sponsorships must be reported to the Head of Governance and will be publicly disclosed.
- The Donations and Sponsorships form is included as [Appendix 2](#).
- Where commercial sponsorship is used to fund Activate Learning's activities, it must be transparent and proportionate, pursuant to a written agreement and for legitimate business purposes.
- Where meetings are externally sponsored, that fact must be disclosed in the papers relating to the meeting and in any published minutes/proceedings.

Raising a concern

You are encouraged to raise any concerns or suspicion of malpractice at the earliest possible stage. If you are unsure whether a particular act constitutes bribery or corruption, or if you have any other queries, these should be raised with the Head of Governance.

Any concerns raised will be fully investigated by the Head of Governance.

You will not suffer any detrimental treatment because of reporting reasonably held suspicions. Any unfounded or malicious allegations will be subject to a full investigation and may result in disciplinary action under the Staff Disciplinary Procedure.

Record-keeping

Activate Learning maintain robust financial records and appropriate internal controls which will evidence the business reason for payments to third parties. All accounts, invoices, memoranda, and other documents and records relating to dealings with third parties should be prepared and maintained with strict accuracy and completeness. No accounts must be kept “off-book” to facilitate or conceal improper payments.

The Head of Governance maintains a Register of Donations and Sponsorship, which is published on the Activate Learning website on an annual basis.

References

This Procedure complies with the following legislation:

- [Bribery Act 2010](#)

This Procedure should be read in conjunction with the following Activate Learning Policies and Procedures:

- Corporate Ethics Policy
- Gifts and Hospitality Procedure
- Staff Disciplinary Procedure

Appendix 1

THE SCHEDULE

Potential Risk Scenarios: “Red Flags”

The following is a list of possible “red flags” that may arise during you working for us and which may raise concerns under various anti-bribery and anti-corruption laws. The list is not intended to be exhaustive and is for illustrative purposes only.

If you encounter any of the following red flags while working for Activate Learning you must report them promptly in line with this procedure:

- a. you become aware that a third party engages in, or has been accused of engaging in, improper business practices with a view to gaining a financial or other advantage.
- 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 government 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 request 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 request that a payment is made to “overlook” potential legal violations.
- i. a third-party request that you provide employment or some other advantage such as a place on a course or an academic award 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.

Appendix 2



DONATIONS AND SPONSORSHIPS FORM

PERSONALIA

Name:	
Email:	
Role/position:	
College:	

DONATION/SPONSORSHIP MADE/RECEIVED

Donation/sponsorship made/received
Details
Amount
Area of the business affected
Link to written record

To the best of my knowledge, the above information is complete and correct. The donations/sponsorships were made/received in accordance with Activate Learning's Corporate Ethics Policy.

Signature of recipient:

Date:

Counter signed:

(Head of Governance)