

Anti-Bribery and Corruption Policy

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1. Policy Statement

William College (the College) is committed to ensuring and maintaining high standards of ethics and values. These same standards are applied to every branch of operations and to every individual.

We take our legal obligation to prevent bribery and corruption seriously and will ensure that our business dealings and relationships are conducted in compliance with all UK laws relating to the prevention of bribery and corruption including the Bribery Act 2010. This is not just a cultural commitment on the part of the College; bribery is a criminal offence in most countries and corrupt acts expose the College and its employees to the risk of prosecution, fines and imprisonment, as well as endangering the College's reputation.

William College also has a duty to comply with legal requirements, the requirements of funding bodies and the standards in public life, including the "Seven Principles of Public Life," namely: Selflessness, Integrity, Objectivity, Accountability, Openness, Honesty and Leadership.

It is College policy to conduct all of its business in an open, honest and ethical manner. The College adopts a zero-tolerance stance on bribery and corruption. We are committed to conducting our business dealings and relationships professionally, fairly, and with integrity, wherever we operate.

As such, the College expects staff and others delivering services to the College, either remunerated or not, to comply with this policy, to follow related guidance, and to strictly adhere to these core rules:

- Do not offer, promise or pay bribes; and
- Do not request, agree to or accept bribes.

The purpose of this policy is to set out our responsibilities 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.

2. Scope

This policy applies to all employees (whether permanent, fixed-term, temporary or casual), including senior managers, Governors and Directors, any of subsidiary companies, 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. Where there is a conflict between the policy and local customs and practices, this policy should take precedence.

This policy should also be made available to and discussed with parties with whom the College has commercial dealings, or is considering doing business with, to ensure they understand the College's standards. Except where a student is also an employee of the College, this policy does not apply directly to students. However, students are nevertheless expected to behave in a way that is consistent with this policy, and this expectation is made clear in the Student Code of Conduct.

Any breach of this policy will be regarded as a serious matter and is likely to result in disciplinary action.

3. Definition

Bribery is the offer, promise, giving, demanding, or accepting of an advantage as an inducement for an action which is illegal, unethical, a breach of trust or the improper performance of a contract. Inducement can take the form of gifts, hospitality, fees, rewards, jobs, internships, examination grades, favours, or other advantages. It does not matter whether the bribe is given or received directly or through a third party or whether it is for the benefit of the recipient or some other person.

Corruption involves giving or receiving an advantage through illegal or dishonest behaviour, or through actions that are inconsistent with one's duties or the rights of others. In other words, corruption is the misuse of entrusted power for private gain.

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.

Kickbacks are typically payments made in return for a business favour or advantage. Individuals should always be mindful of what a payment is for and whether the amount requested is proportionate to the goods

or services provided.

Fraud refers to an act or omission, made with the intent of making a financial gain, or causing a financial loss, or exposing another to the risk of a financial loss, in which a person:

- dishonestly makes a false representation; or
- dishonestly fails to disclose information which he or she is under a legal duty to disclose; or
- occupies a position in which he or she is expected to safeguard, or not act against, the interests of another person and;
- dishonestly abuses that position; and
- intends, by means of that abuse of that position to make a gain for himself or herself or another, or to cause loss to another or to expose another to the risk of loss.

Improper means where the person concerned fails to perform a function or activity in good faith, impartially or in accordance with a position of trust; or does not perform the function at all.

Associated Person provides services to William College or acts on the College's behalf and could be an employee of any type, consultants, agents and other forms of intermediaries and subsidiaries.

4. Activities prohibited under this policy

It is not acceptable for you or someone acting on your behalf to:

- 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;
- give, promise to give, or offer, a gift or hospitality during any commercial 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 you know, or suspect is offered with the expectation that it we will provide a business advantage for them or anyone else in return;
- accept hospitality from a third party that is unduly lavish or extravagant under the circumstances.
- offer or accept a gift from government officials or representatives, or politicians or political parties without the prior approval of Line Manager.
- threaten or retaliate against another individual who has refused to commit a bribery offence or who has raised concerns under this policy; make or accept, facilitation payments or "kickbacks" of any kind.
- to turn a 'blind eye' to any of the above.
- to engage in any activity that might lead to a breach of this policy.

5. Activities permitted under this policy

This policy does not prohibit reasonable and proportionate gifts and hospitality being given to or received from third parties. There must be no risk or perception that the giving or receiving of gifts or hospitality might improperly influence the recipient.

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

- 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;
- it is given in our name, not in your name;
- it does not include cash or a cash equivalent (such as gift certificates or vouchers);
- it is appropriate in the circumstances, taking account of the reason for the gift, its timing and value. For example, in the UK it is customary for small gifts to be given at Christmas.
- It should never be cash or a cash equivalent
- It should carry no risk of being misconstrued by either the recipient or an observer as a reward or an inducement.
- it is given openly, not secretly; and
- it complies with any applicable local law.

Promotional gifts of low value such as branded stationery to or from existing customers, suppliers and business partners will usually be acceptable.

6. Responsibilities

6.1. The College

William College is responsible for:

- making its staff and others delivering services to the College, either remunerated or not, aware of this policy, and for providing support and guidance to facilitate adherence to it.
- Staff to attend the relevant training via the Staff Training Portal
- Maintain procedures for the delegation of authority and the avoidance of conflicts of interest.
- Must keep accurate financial and other records and have appropriate internal controls in place, which will evidence the business reason for making payments to any third parties.
- Make available to all staff the means or mode of reporting suspected bribery via hr_wc@williamcollege.com

6.2. Audit, Risk and Finance Committee

The nature and extend of the risks relating to bribery and fraud to which the College is exposed shall be assessed by the Audit, Risk and Finance Committee at least annually and appropriate changes to this or other policies should be implemented to reflect the outcomes of such risk assessments. The Audit, Risk and Finance Committee will receive an annual report on compliance with the policy.

6.3. Associated persons

Associated persons, including those with management responsibility, are expected to:

- read, understand and comply with the College's Anti-Bribery and Corruption Policy at all times and in all locations both in the UK and overseas where College business is conducted, in order to meet all legal and regulatory requirements;
- where required, undertake appropriate training;
- Report information in line with this policy and the Gifts and Entertainment Policy.
- be aware of their personal responsibilities and to adhere to this and other relevant policies
- Each person covered by this policy is expected not only to adhere to its rules regarding bribes, but also to avoid and resist participation in any situation that might create, for an onlooker, the appearance or perception of inappropriate influence or conflict of interest.

Any person covered by this policy may face disciplinary action, which could result in dismissal for gross misconduct, if the policy is breached. Failure to report corrupt activity by other persons can also result in disciplinary action, especially where there is evidence of an attempt to cover up or disguise another's wrongdoing.

7. Raising a Concern

William College encourages openness and will support anyone who raises genuine concerns about the occurrence or potential occurrence of bribery or corruption in good faith under this policy, even if the concerns turn out to be mistaken.

Associated persons are encouraged to raise concerns about any issue or suspicion of bribery or corruption at the earliest possible stage. Concerns may be raised with a Line Manager or the Director of Operations. Alternatively, concerns may be brought to the attention of the Chair of the Audit, Risk, and Finance Committee. Bribery is considered a serious offence, and if it occurs, the College will take firm action as outlined in this policy. Employees, workers, or any other members of the College may also raise concerns as a disclosure in accordance with the provisions of the Whistleblowing Policy.

William College is committed to ensuring that no one suffers any detrimental treatment as a result of refusing to take part in bribery or corruption, or as a result of reporting in good faith their suspicion that actual or potential bribery or corruption has occurred or may occur in the future. Detrimental treatment includes dismissal, disciplinary action, threats, or other unfavourable treatment connected with raising a concern.

Any individual who believes they have suffered such treatment should inform a Line Manager or another

member of the senior management team immediately. If the matter is not remedied, and the individual is an employee, they should raise it formally using the Staff Grievance Policy.

8. Training and Communication

Anti-Bribery training will be provided to specific key individuals and staff operating in areas that are perceived as high risk as far as the Bribery Act is concerned, including, but not limited to, decision makers in the College, e.g. senior management and committee members; those who work closely with partners or joint ventures; those involved in the procurement and/or tendering process; those involved in staff and student recruitment process, both in the UK and overseas.

William College will ensure that its bribery prevention and associated policies and procedures are embedded and understood throughout the organisation through internal and external communication. This policy on bribery and corruption is communicated to all suppliers, contractors and business partners.

A standard anti-corruption and bribery clause should be inserted into all contracts where possible and where not, the contract should contain a clause that provides us with the same level of protection as afforded by the standard clause.

9. Risk Assessment and Due Diligence

Senior Managers are responsible for ensuring risks are assessed and appropriate actions are taken to comply with this policy, including reporting the identified risks and implementation of actions within their reports and plans.

William College will apply due diligence procedures, taking a proportionate and risk-based approach, in respect of persons and organisations that perform or will perform services for or on behalf of the College in order to mitigate identified bribery risks.

Where appropriate, SLT members or nominee will complete sufficient due diligence when entering into arrangements with others to ensure they are not acting corruptly and to periodically monitor their performance to ensure ongoing compliance. They will take appropriate action in response to any information uncovered as a result of due diligence which gives rise to concern and report any such actions to the Provost or equivalent.

The College adopts the following procedures for risk assessment and due diligence:

a. Risk Assessment Process

- Risk assessments will be conducted at least annually and whenever new business relationships or geographies are introduced.
- Activities vulnerable to bribery will be identified, including overseas partnerships, procurement, recruitment, gifts, and the use of agents.
- Risks will be assessed using a matrix evaluating likelihood and impact, and categorised as low, medium or high.
- A bribery risk register will be maintained by the Director of Operations or delegated officer.
- Risk assessment findings and mitigation measures will be reviewed annually by the Audit, Risk and Finance Committee.

b. Due Diligence Procedures

- Initial and ongoing due diligence will be undertaken for third-party agents, contractors, and partners.
- Procedures may include:
 - Background checks (e.g., company ownership, legal history, sanctions).
 - Reputational checks (e.g., press, public records, regulatory databases).
 - Use of standard questionnaires or declarations.
 - Site visits or interviews where relevant.
 - Anti-bribery clauses in all relevant contracts.
 - Annual compliance statements for high-risk relationships.
 - Periodic reviews or audits of high-risk arrangements.

c. Red Flags to watch

- Requests for cash or unusual payment arrangements.
- Vague or secretive terms.
- Reluctance to undergo due diligence.
- Unusually high or unexplained commissions.
- Business partners with known political affiliations.

d. Roles and Responsibilities

- Senior Managers: Oversee departmental risk assessments.
- SLT Members/Nominees: Conduct due diligence and approve engagements.
- Director of Operations: Receive and review risk/due diligence reports.
- Audit, Risk and Finance Committee: Review bribery risk profile and recommend policy changes.

10. Breaches of the Policy

Any employee who breaches this policy will face disciplinary action, which could result in dismissal for misconduct or gross misconduct. We may terminate our relationship with other individuals and organisations working on our behalf if they breach this policy.

11. Monitoring and Review

All members of staff are responsible for the success of this policy and should ensure they use it to disclose any suspected danger or wrongdoing. The Audit, Risk and Finance Committee will monitor the effectiveness and review the implementation of this policy, considering its suitability, adequacy and effectiveness.

All staff are invited to comment on this policy and suggest ways in which it might be improved. Comments, suggestions and queries should be addressed to the Secretary of the Committee.

This policy is reviewed annually by the Audit, Risk and Finance Committee. Any amendments require the approval of our Board of Governors. Notification will be provided by way of publication of updated versions on William College's website.

12. Related Internal Policies and External Reference Points

Internal Policies:

- Conflict of Interest Policy
- Abuse of Power Code of Practice
- Whistleblowing Policy
- Gift and Entertainment Policy
- Staff Disciplinary Policy
- Staff Grievance Policy
- Student Code of Conduct

External Reference Points:

- Bribery Act 2010
- Public Interest Disclosure Act 1998
- The UK government has also published several pieces of guidance for organisations in relation to the Bribery Act 2010 here: <https://assets.publishing.service.gov.uk/media/5d80cfc3ed915d51e9aff85a/bribery-act-2010-guidance.pdf>
- The Committee on Standards in Public Life (<https://www.gov.uk/government/organisations/the-committee-on-standards-in-public-life>) is an advisory non-departmental public body that advises the Prime Minister on ethical standards across public life in England, monitoring and reporting on issues relating to the standards of conduct of all public office holders.
- Seven Principles of Public Life (<https://www.gov.uk/government/publications/the-7-principles-of-public-life>) is an overview of the Nolan Principles, applicable to public officer-holders and those

working in education and delivering public services.

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