



## **GMSI Ethics and Integrity Policy**

### **Introduction**

The purpose of this policy is to establish controls to ensure compliance with all applicable anti-bribery and corruption regulations, and to ensure that GMSI's business is conducted in an ethical manner. GMSI is dedicated to upholding the standards of the industry at all times and are committed to promoting conduct that adheres to moral and ethical principles displaying soundness of moral character and honesty. These principles are fundamental to the work of GMSI and reflected in our core values: integrity; client-focus; flexibility; team work and excellence. GMSI will not participate in any activities that could damage GMSI's reputation or that of clients or partner organisations. We expect our partner organisations to share our values and ethical standards.

### **Scope**

Bribery is the offering, promising, giving, accepting or soliciting of an advantage as an inducement for action which is illegal or a breach of trust. A bribe is an inducement or reward offered, promised or provided in order to gain any commercial, contractual, regulatory or personal advantage.

In this policy, third party refers to any individuals or organisations that employees come into contact with during the course of their work for GMSI, and includes actual and potential clients, customers, suppliers, distributors, business contacts, agents, advisers, and government and public bodies, including their advisors, representatives and officials, politicians and political parties.

All staff, associates, consultants, facilitators and directors (whether permanent, fixed-term, or temporary) of Governance and Management Services International (GMSI) and GMSI and Associates, Nigeria, henceforth referred to as employees, are required to comply with our ethical policies and procedures.

### **Policy**

In accordance with the Bribery Act 2010, employees must not offer or give any gift or hospitality: which could be regarded as illegal or improper, or which violates the recipient's policies; or to any public employee or government officials or representatives, or politicians or political parties. GMSI prohibits all staff from:

- Offering, giving, soliciting or accepting any bribe, whether cash or other inducement, to or from any person or company, in order to gain any commercial, contractual or regulatory advantage for GMSI or anyone connected to GMSI in a manner which is unethical or in order to gain any personal advantage. Any such payment or inducement may result in immediate dismissal for those involved in their payment or receipt.

GMSI appreciates that the practice of giving business gifts varies between countries and regions and what may be normal and acceptable in one region may not be in another. The assessment to be made is whether in all the circumstances the gift or hospitality is reasonable; justifiable; and proportionate. The intention behind the gift should always be considered. If it is not appropriate to decline the offer of a gift, the gift may be accepted, provided it is then reported to the employee's manager and/or Director or another appropriate action is taken. The offer of any gift, whether declined or accepted, must be reported in writing to the Director. This policy allows the following

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practices providing they are customary in a particular region, or are proportionate and are properly recorded:

- Normal and appropriate hospitality (given or received)
- The giving of an appropriate gift at a festival, ceremony or at another special time.

Training on this policy forms part of the induction process for all new employees. All existing employees will receive regular, relevant training on how to implement and adhere to this policy.

### **Record Keeping**

GMSI will keep financial records and have appropriate internal controls in place which will provide evidence of the business reason for making any payments to third parties.

Employees must ensure all expenses claims relating to hospitality, gifts or expenses incurred to third parties are submitted in accordance with our expenses policy and specifically record the reason for the expenditure. All accounts, invoices, memoranda and other documents and records relating to dealings with third parties, such as clients, suppliers and business contacts, will be prepared and maintained with strict accuracy and completeness.

GMSI will ensure that all statements, communications, brochures, formal documents and representations made to prospective clients in projects proposals and bid preparations are accurate and truthful. Once awarded, we will ensure that contracts are executed according to the agreed specifications, requirements and clauses. GMSI will not pay bribes or try to influence improperly decisions about awards of projects, nor does GMSI condone such behaviour in others. GMSI will avoid any conflicts of interest and will inform clients beforehand of any potential conflict of interest that could arise during the implementation of contracts. GMSI will only undertake project assignments in our areas of expertise, where we can deliver effective, efficient and high quality services to our clients. We will respect the confidentiality of proprietary information that we acquire from partners and clients during the course of our normal business activities. We will also carry out due diligence on partner organisations.

Employees must declare and keep a written record of all hospitality or gifts accepted or offered, which will be subject to managerial review.

### **Reporting and/or raising concerns**

The prevention, detection and reporting of bribery and corruption is the responsibility of all employees and anyone else working on behalf of GMSI and should ensure they use it to disclose any suspected danger or wrongdoing. Employees are encouraged to raise concerns about any issue or suspicion of malpractice at the earliest possible stage. If employees are unsure whether a particular act constitutes bribery or corruption, or if employees have any other queries or concerns, these should be referred to the Director.

### **Monitoring and Review**

The Director will monitor the effectiveness and review the implementation of this policy, regularly considering its suitability, adequacy and effectiveness. Any improvements identified will be made as soon as possible and employees will be notified of changes accordingly.

Employees 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 Director.

**Professor Victor O. Ayeni**  
**Director**

**August 2013**