



Third Party Code guidance: Anti-bribery and corruption

Introduction

In this new era of epidemic and pandemic risk, CEPI's mission—to accelerate the development of vaccines and other biologic countermeasures against epidemic and pandemic threats so they can be accessible to all people in need—is more important than ever before. Our ambitious goal, to develop vaccines against a novel viral threat in as little as 100 days, could give the world a fighting shot at stopping the next pandemic in its tracks.

CEPI requires all Third Parties (including (i) individuals, organisations and companies that provide or are intending to provide goods or services, (ii) Awardees receiving funding, and (iii) other business partners of CEPI to abide by CEPI's Third Party Code ("Code"), which can be found on www.cepi.net.

Recognising CEPI engages with organisations across different jurisdictions, each subject to distinct legislation and at varying maturity levels of their compliance frameworks, CEPI has produced some guidance which may be helpful for some Third Parties. This guidance is not intended to replace the need for independent review and assessment by our Third Parties of their own compliance framework and their adequacy. This guidance is not legal advice.



CEPI has a zero-tolerance approach to corruption.

What is bribery and corruption?

Key definitions used by CEPI

- **Corruption** – The abuse of entrusted power for private gain.
- **Bribery** (a form of corruption) – The offering, promising, giving, accepting or soliciting of an advantage as an inducement for an action which is illegal, unethical or a breach of trust. Inducements can take the form of money, gifts, loans, fees, rewards or other advantages (taxes, services, donations, favours etc.).
- **Facilitation payments** (a form of bribery) – also called “speed” or “grease” payments, are payments made to secure the performance of a routine governmental action or public service to which you have a legal right or other entitlement.

Why is this guidance important?

Corruption is a global problem that costs both money and lives. It is estimated that corruption costs developing countries \$1.26 trillion every year, which is enough to lift 1.4 billion people above the poverty threshold. Corruption harms the poor and vulnerable the most, increasing costs and reducing access to basic services such as health, education, social programs, and justice. It also reduces private sector investment, which negatively impacts markets, job opportunities, and economies. Furthermore, corruption exacerbates inequality and creates new problems by allowing unethical individuals to exploit both corrupt and non-corrupt environments

In summary, corruption is detrimental because it erodes trust, weakens institutions, hampers economic development, and exacerbates social inequalities. It is essential to combat corruption to ensure a fair, just, and prosperous society.

Legislative requirements

CEPI is subject to varying legislative requirements relating to corruption, most notably including:

- Norwegian Penal Code
- UK Bribery Act 2010
- US Foreign Corrupt Practices Act

Key sources for further information

<https://www.legislation.gov.uk/ukpga/2010/23/contents>

<https://www.sec.gov/enforcement/foreign-corrupt-practices-act>

Compliance programme

Regulatory guidance

The US Department of Justice and UK Serious Fraud Office have both published guidance on what constitutes an effective compliance programme. This will vary based on the risk profile of each organisation, however can be useful tools in assessing and strengthening compliance frameworks. The guidance varies slightly and it's worth looking at the full documents linked above, however based on this guidance CEPI views key aspects of a compliance programme as including:

Compliance Programme element	Description
Risk assessment	Do you understand the risks you face regarding bribery and corruption, and are you targeting your resources effectively?
Governance and tone from the top	Do leadership promote an ethical culture through their actions as well as their words? Is the compliance function appropriately resourced with sufficient senior support?
Strategy and policies	Do you have an appropriate statement or position regarding bribery and corruption? Is this supported by key policies in place?
Culture	Do you have a culture of trust where people feel empowered to do the “right thing”?
Training and communications	Do your teams understand your position on bribery and corruption? Are there regular reminders, especially for highest risk staff?
Monitoring and assurance	Regular monitoring to ensure that the anti-bribery programme is effective is essential in order to drive continuous improvement, and to detect and deter bribery.
Speak up and investigations	Are there whistleblowing or speak up lines which allow employees to seek advice and raise concerns? Are these concerns / allegations investigated appropriately?
Procedures and controls	Do you have procedures around high risk activities, including: <ul style="list-style-type: none">• Third party risk management• Gifts and hospitality• Conflicts of Interest

Further reading:

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

<https://www.gov.uk/government/publications/bribery-act-2010-guidance>

CEPI's view of good and better practice

CEPI has no single expectation of a compliance programme for our Third Parties, recognising that the organisations we work with vary in size, complexity and risk-profile. The below table suggests elements of what CEPI views as good and better practice across each Compliance Programme element – however, each organisation should consider their own risk profile and the factors required to mitigate that, and should not rely on this as guidance. This does not constitute legal advice.

Compliance programme element	CEPI's view of "good"	CEPI's view of "better"
Risk assessment	Compliance risk assessment is undertaken with input from across organisation, thereby shaping compliance response.	Risk assessment process is subject to regular refresh (e.g. every 1-3 years) as well as ad hoc refresh if new risks emerge
Governance and tone from the top	An individual / team has defined responsibility for compliance. Leadership reference ethical culture periodically.	Team with responsibility for compliance are adequately resourced and have appropriate reporting lines. Leadership demonstrates the importance of ethical conduct through their action as well as through regular communication.
Strategy and policies	Clear statement on anti-corruption is supported by relevant policies in place covering key compliance risks including ABC. A Code of Conduct (or similar) defines expectations of employees.	Compliance activities follow a strategy set by the compliance team (or responsible individual) and informed by the risk assessment.
Culture	Individuals are aware of the importance of ethical conduct.	Culture is deliberately developed to support ethical culture, including through reward and disciplinary measures as well as through use of employee surveys to target remediation activities where needed.

Compliance programme element	CEPI's view of "good"	CEPI's view of "better"
Training and communication	<p>Training provided to new joiners, ensuring that they are aware of the organisations position and relevant policies.</p> <p>Some communications are shared on compliance-relevant topics.</p>	<p>Training provided at induction, as an annual refresh, and enhanced training on a risk-based approach.</p> <p>Communications on compliance related topics are issued periodically using a variety of methods; ethical conduct is referred to across communications issued (even on other topics).</p>
Monitoring and assurance	<p>Some monitoring is performed to review the effectiveness of the compliance programme.</p> <p>The programme is included as a potential option in the Internal Audit plan.</p>	<p>Ongoing monitoring is performed over the organisation and activities of third parties.</p> <p>Compliance team conduct reviews over (targeted) third parties, as well as over their own internal procedures, in addition to the work of internal audit.</p>
Speak up and investigations	<p>Organisation has a SpeakUp / Whistleblowing programme with multiple reporting options.</p> <p>Organisation commits to protecting individuals against retaliation if reports are made in good faith.</p>	<p>Organisation has a SpeakUp / Whistleblowing programme with employee awareness actively encouraged. Third Parties are also made aware of the mechanism.</p> <p>Allegations or potential breaches of policy are investigated, learnings inform mitigation actions as appropriate.</p>
Procedures and controls	<p>Key procedures are in place to manage corruption risk, including</p> <ul style="list-style-type: none"> • Conflict of Interest • Gifts and Hospitality • Third party risk management (TPRM) 	<p>Key procedures in place include approach to monitoring and review to understand their effectiveness</p> <p>TPRM procedure includes full lifecycle, covering integrity due diligence, use of contractual terms, and ongoing monitoring.</p>

Gifts and hospitality

Definitions

Gift: Anything of value (excluding Hospitality) offered or given to, or received from, a person or entity outside of your organisation for which no reasonable fee is paid in return by the recipient.

Hospitality: Any form of travel, food, drink, accommodation, entertainment, or event offered to, given to, or received from, a person or entity outside your organisation for which no reasonable fee is paid in return by the recipient.

Objective

CEPI expects our Third Parties to act with integrity and impartiality at all times when making decisions on use of CEPI funding or on behalf of CEPI.

Integrity and impartiality may be compromised if an individual or organisation accepts Gifts or Hospitality that are intended to influence any decision taken (or if anyone might think this is the intention). Equally, it is not appropriate to offer or give Gifts or Hospitality that are intended to influence a decision of another individual or organization (or if anyone might think this is the intention).

CEPI Third Parties should carefully consider whether it is appropriate to accept a Gift or Hospitality, taking into account:

- The context and timing of the offer
- The nature of the provider / host and their relationship to you
- The nature of the Gift or Hospitality
- The real and perceived value of the Gift or Hospitality

Compliance programme

In order to support this objective, organisations may consider having the following compliance programme elements in place

- A Policy / procedure with clear requirements for any Gifts or Hospitality to be accepted. Alternatively, an organisation may have a clear statement of rejection of all Gifts and Hospitality.
- Clear roles and responsibilities in relation to Gifts and Hospitality, including defining responsibility for:
 - o Setting any thresholds and responding to queries,
 - o Reporting Gifts and Hospitality offered,
 - o Approvals required for Gifts and Hospitality.
- A clear reporting route for Gifts and Hospitality offered, accepted and refused.
- Training and / or communication to staff so that they are aware of the expectations on them.
- Some form of monitoring compliance with the Gifts and Hospitality approach.

Help and support

There are a number of ways in which CEPI may be able to provide support and guidance to our Third Parties who are looking to strengthen their own compliance programme to effectively address their risks of bribery and corruption.

- A number of elements of CEPI's own compliance programme (including our Anti-Corruption Policy) are published in the Document repository on www.cepi.net, and may be helpful as a reference.
- CEPI may provide training for some Awardees where appropriate. However, if you feel that your teams would benefit from business integrity training (including coverage of bribery and corruption risks), please get in touch.
- CEPI's electronic Whistleblowing channel is available on www.cepi.net, and any concerns or allegations in relation to our projects may be reported through that channel, regardless of the nature of the individual reporting the issue. Please see Speak Up for further information.
- CEPI conducts audits over some of our Third Parties; any findings from these may be shared with you to highlight key areas for further development.

Key sources for further information

There are many other sources of information and guidance on the prevention of bribery and corruption, including Transparency International (TI) a non-for-profit organisation that works globally to combat corruption and promote transparency, accountability, and integrity (<https://www.transparency.org>). TI have produced detailed guidance on an anti-corruption programme, which is publicly available through their website:

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

Please reach out to your CEPI contact, or to compliance@cepi.net

Speaking up

CEPI prioritizes the prevention of misconduct and promotes a culture of openness and transparency. All Third Parties and other individuals are encouraged to report to CEPI concerns of non-compliance with the Code. If you have concerns regarding breaches of this Code, please report such breaches immediately to CEPI. We rely on you to help make sure that CEPI is aware of and can correct any issues that may not be in line with our ethical standards.

Where possible, you can report to your contact person within CEPI. You may also report to CEPI management if necessary.

CEPI has also selected a trusted external and independent third party specialized in compliance reports, with whom the whistleblower may communicate freely through the following [electronic channel](#). The channel also offers anonymous reporting options.

Date of last review	March 2025
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