

## Anti-Bribery & Corruption Compliance Programs: The Critical Advantages of Using Outside Counsel

### OVERVIEW

Managing bribery and corruption has taken center stage in corporate boardrooms, becoming one of the most critical compliance challenges for employers. With a changing legal landscape and increasingly aggressive enforcement efforts, it is essential that your Anti-Bribery & Corruption compliance programs are rock-solid.

Your Anti-Bribery & Corruption policies are the centerpiece of your compliance program, directly impacting all other aspects of your compliance efforts. While it may seem natural to turn to your compliance training provider's internal consultants for your Anti-Bribery & Corruption policy and procedure development, outside legal counsel is often better suited to help you develop these critical aspects of your compliance program.

### EXPERTISE ON CRITICAL LEGAL SUBJECTS

Anti-Bribery & Corruption issues directly impact your organization's efforts to comply with key laws including the Foreign Corrupt Practices Act, Dodd-Frank, and the UK Bribery Act. Compliance with these laws takes on added significance because, in many cases, they contain potential criminal sanctions, jail time, and enormous penalties. In the case of the UK Bribery Act, having in place "adequate procedures" to prevent bribery can actually provide your organization a complete affirmative defense to claims under this law. Effective counseling and guidance from qualified, practicing lawyers is *essential* to ensure that your organization complies with and gets the maximum legal protection provided by these laws.

### COORDINATION AND INTEGRATION WITH OTHER IMPORTANT POLICIES & TRAINING

Your Anti-Bribery & Corruption policy is not just a stand-alone document, but instead should be viewed as a key part of your organization's overall compliance effort. All too often, Anti-Bribery & Corruption policies are not integrated with, and in some cases even conflict with, other compliance policies, such as employee handbooks, gift giving policies, and policies related to the use of company assets. Outside counsel often knows an organization's other compliance policies and training (and may have even helped draft them), and therefore can be of invaluable assistance in ensuring that all these compliance tools are consistent and effectively work together.

“Effective counseling and guidance from qualified, practicing lawyers is *essential* to ensure that your organization complies with and gets the maximum legal protection provided by these laws.”

in partnership with:



### AUTHENTIC DEVELOPMENT & CANDID, PRIVILEGED EXPERT ADVICE

Developing a truly effective Anti-Bribery & Corruption policy and program requires the interactive, strategic and confidential discussions that can best take place within the confines of a protected attorney-client relationship. While developing an Anti-Bribery & Corruption policy, it is not uncommon for the writer to be exposed to sensitive internal information, including possible complaints and incidents. When working with outside counsel, these disclosures can be privileged. When working with a consultant, they are not. Even more importantly, policy review and program development by experienced, practicing lawyers ensures that real world experience is put to work. These attorneys see the trends “in the trenches” as they develop — consultants and training vendors can lack that critical and ever-evolving real-world perspective.

### WHO WILL GO WITH YOU TO COURT?

Your Anti-Bribery & Corruption policy is not only a statement of your organization's values, but can become a legally operative document. You need to be absolutely confident that your policy would stand up if it is ever challenged in a legal proceeding. You need to be equally confident in the credentials of the person who helped draft or revise your policy in the event he or she had to go to court on your organization's behalf.

### WILL THE AUDIT COMMITTEE ACCEPT THIS?

Does your organization have an Audit Committee? If so, you need to consider whether your Audit Committee members, who have specific legal obligations to the organization, are going to be comfortable having your Anti-Bribery & Corruption policies and procedures developed by consultants as opposed to qualified and experienced attorneys. The reality is that the Audit Committee, which expects you to use well-qualified resources, may not support exposing the organization to potential criminal risk because the best resources were not used, or because corners were cut in drafting or revising the organization's Anti-Bribery & Corruption policies and procedures.

### DO YOU TRUST THE STAFFING & CREDENTIALS OF OUTSIDE VENDORS AND CONSULTANTS?

If you are seriously considering the consulting resources of a compliance vendor, be aware that many of these organizations are thinly staffed and rely heavily on form templates. Ask tough questions about who may be working with your company, their credentials and the process they will use to ensure your Anti-Bribery & Corruption policies and procedures are a true reflection of your values and key compliance needs.

#### ABOUT ELT, INC.

Established in 1997, ELT provides online training solutions to help employers manage their most important workplace compliance challenges. Training topics include workplace harassment, ethics and Code of Conduct, anti-bribery & corruption, EEO, diversity and inclusion, union awareness, and wage and hour. Our state-of-the-art programs have been used by more than 5,000,000+ learners in 2,000+ leading organizations across the globe.



Corporate Office  
ELT, Inc.  
160 Pine Street  
San Francisco, CA 94111

1-877-358-4621  
[www.elt.com](http://www.elt.com)