

**Anti-Bribery and Anti-Corruption Policy**  
**Minerva Business and Human Rights Association**  
**Policy and Procedures No.COC02**

## **1. Objective**

The Business and Human Rights Association (**Minerva**) accepts the principle of openness, transparency and accountability in all its activities to the highest possible standard as part of its rights-based civil society approach. In this context, all employees, members and collaborating institutions and organizations are expected to act in accordance with the Anti-Bribery and Anti-Corruption Policy (**Policy**) against all forms of corruption. This Policy has been prepared in order to set out the anti-bribery and anti-corruption policies in the Minerva Code of Conduct.

## **2. Scope**

The Anti-Bribery and Anti-Corruption Policy applies to Minerva Board members, employees, agents, representatives, consultants, interns, volunteers and all related persons representing Minerva on and off duty. These persons are referred to as Minerva employees in this Policy.

The Anti-Bribery and Anti-Corruption Policy also covers non-governmental organizations, public institutions, companies and their employees, suppliers, consultants, lawyers, external auditors, and individuals and organizations working on behalf of Minerva (business partners).

## **3. Definitions and Abbreviations**

**Bribery:** Cash and/or non-cash benefits illegally provided to a person or to third parties with access/influence over that person in order to influence decisions and practices related to that person's job, to get that person to do, not do, speed up, slow down a task and/or to perform similar actions contrary to the requirements of his/her job.

**Corruption:** The misuse of one's authority by a person to gain unfair advantage for oneself and/or another person.

**Gift:** Items that do not require a cash payment and are usually given by business partners or customers as a thank you or business courtesy.

**Facilitation Payments:** It is the provision of certain cash or non-cash benefits to the public authorities that follow up the relevant transactions in order to accelerate or secure the outcome of the rightful business and transactions (obtaining legal permits and licenses, visa application, etc.) to be carried out in state institutions.

#### **4. Duties and Responsibilities**

The implementation and updating of the Anti-Bribery and Anti-Corruption Policy is under the authority, duty and responsibility of the Board of Directors. The issues that Minerva must comply with regarding the accounting and recording system are regulated by legal regulations.

Companies and business partners from which goods and services are bought and sold must comply with the Policy principles and other relevant legal regulations, and work with individuals and organizations that do not comply with them will be terminated. In addition, all Minerva employees,

- To comply with the policies determined by the Board of Directors,
- To effectively manage the risks related to its own fields of activity,
- Work in compliance with relevant legal regulations and Minerva practices,
- In case of any behavior, activity or practice contract to the Policy, it is obligated to report the situation to the Board of Directors.

#### **5. Policies and Procedures**

##### **5.1. Bribery and Corruption**

Minerva is against all forms of bribery and corruption and any form of bribery, regardless of its purpose, is unacceptable. Any 3rd party who seeks to do business with Minerva through bribery or corruption must terminate the business relationship. Accordingly, the following actions are considered as bribery and corruption:

- Unlawful, unauthorized, improper use or theft of Minerva's assets in cash or in kind,
- Misrepresentation of costs, falsification or erasure of documents,

- Accepting cash, gifts, personal benefits or personal favors in exchange for any employment contract, purchase of goods/services or payment of high wages,
- Blackmail, extortion and usurpation,
- Offering, giving, requesting or agreeing to receive a bribe for any reason.

## **6. Policies and Procedures**

Gifts, facilitation payments and hospitality activities that may cause or be perceived to cause a conflict of interest, even if they are in line with the matters specified in this Policy, may not be offered or accepted. Within this framework, in the event that an accusation defined in the Policy is found to be fixed, the association membership and/or employment contract of the relevant persons shall be terminated by the decision of the Board of Directors. Responsibilities and obligations arising from the law are reserved.

The necessary arrangements for a comprehensive investigation of the person and/or persons notified of corruption must be completed within 15 days at the latest from the moment the transaction constituting corruption is learned. The investigation process is initiated by the Board of Directors, provided that there is no conflict of interest. Notifications regarding the Anti-Bribery and Anti-Corruption Policy can be made to the email line [team@minervabhr.org](mailto:team@minervabhr.org).

### **6.1. Decisions and Sanctions**

The Charter and Code of Conduct of Minerva are guiding and binding in the decision-making process. Within this framework, in the event that an accusation defined in the Policy is found to be fixed, the membership of the association and the employment contract (if any) may be terminated by the decision of the Board of Directors.

**Status:** No. COC02 under Minerva Policy and Procedures, Approved.

**Acceptance Date:** March 2023

**Entry into Force:** March 2023

**Approved by:** Board of Directors