

BIF Portugal

Processo de *Due Diligence*

* Baseado nas diretrizes *Private-Sector Donors: Due Diligence Process* da Transparency International

No contexto do seu Business Integrity Forum, a TI Portugal conduz um processo de *Due Diligence* destinado a avaliar eventuais riscos reputacionais e outros que possam ocorrer em função da natureza dos setores de atividade das empresas com quem estabelece parcerias.

São componentes deste processo:

1) Pesquisa em Notícias e Bases de Dados/ *News and Database Search*

A TI Portugal investiga o histórico de todas as empresas que pretendem integrar o BIF Portugal, por forma a avaliar se estas estiveram envolvidos em casos confirmados de corrupção ou outros de elevado risco reputacional, tais como violações ambientais ou de direitos humanos. Isto inclui não apenas condenações, mas também alegações, e abrange todos os líderes de topo das empresas, incluindo os acionistas.

O objetivo desta componente de *due diligence* é determinar se o compromisso da empresa com a integridade foi feito de boa fé. Se esse processo indicar que a TI Portugal está a ser usada para “branquear” ou “limpar” o desempenho da empresa, a empresa não pode integrar o Forum.

2) Lista de Verificação do Compromisso de Integridade/ *Commitment Checklist*

As empresas que integram o BIF Portugal devem ter políticas e procedimentos que garantam a prevenção, deteção e combate à corrupção e infrações conexas, ou estarem em processo de implementação.

Nesta fase, as empresas devem estar preparadas para demonstrar que 1) as suas políticas estão de acordo com os Princípios Empresariais da TI para Combater o Suborno/ *Transparency International's Business Principles for Countering Bribery* ou 2) a empresa apresenta razões sólidas para eventuais lacunas identificadas e compromete-se a corrigi-las e a implementar melhores práticas.

Se as empresas não cumprirem um destes dois requisitos, não podem ser membros do BIF Portugal.

3) Reuniões Bilaterais/ *Bilateral Meetings*

A TI Portugal realiza pelo menos uma reunião com o Ponto de Contacto para a Integridade/ *Integrity Contact Point* indicado pela empresa e com a liderança de topo (um membro do Conselho de Administração ou da Comissão Executiva). Nestas reuniões são avaliados os graus de motivação e de compromisso da empresa com a Integridade, mas igualmente clarificadas quaisquer dúvidas saídas da primeira componente do processo de *due diligence*.

A empresa deve dar resposta a todas as questões solicitadas, bem como facultar elementos que não estejam acessíveis online ou em bases de dados públicas tais como comunicações internas destinadas a reforçar a integridade da empresa.

Se a empresa não responder cabalmente às questões colocadas pela TI Portugal, a empresa não pode integrar o Forum.

BIF Portugal

Due Diligence

[Company Name]

[Date]

ANNEX I - NEWS AND DATABASE SEARCH

Integrity Baseline

Source: News search, Company website, Public Databases

Sectoral issues

Does the company's sector pose any reputational risks for TI-PT?

Sector:

Risks:

Anti-Corruption Commitments

Does the company communicate a commitment to anti-corruption?

- [Code of conduct / memberships in networks / sponsorships / etc]

Policies & Procedures

Has the company committed to an anti-corruption programme

The company has an anti-corruption policy publicly available

YES / NO

Reporting

Does the company report its corruption performance?

The company publishes a Sustainability Report that includes corruption commitments

YES / NO

Additional Memberships

Does the company participate in any sustainability networks?

- [UN Global Compact / IBLF / WBCSD / etc]

Background

Source: News search, Company website, Public Databases If information is not available, state so in the relevant field.

Company History

No more than two paragraphs on the origins of the company and its prominent executives.

Sector

[Sector] / [Subsector]

No more than two paragraphs on the company's business model. If relevant, include information on subsidiaries, parent company, geographic concentration, recent developments

Major Competitors

-

Assets

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Headquarters	<i>Location of headquarters and major regional offices.</i>
Employees	<i>Number of employees and employee categories. If possible, determine how many direct vs indirect employees the company has.</i>
Revenue	<i>Use company annual reports</i>
Anti-Corruption Commitments	<p><i>Describe the company's commitment to integrity and transparency. Where possible, determine the background of this commitment, including when it was developed.</i></p> <p><i>Does the company work with any other partners to implement this commitment? What projects has the company communicated about?</i></p>
Corporate Lobbying	<p><i>Use InfluenceExplorer.com to identify the company's corporate giving profile. View all years available. Identify the top three individual recipients and the top three institutional recipients.</i></p> <p><i>Include a brief paragraph on the company's lobbying activities.</i></p>
Senior Executives	<i>Identify the senior management and their compensation packages.</i>
Corporate Social Responsibility	<p><i>No more than two paragraphs on the company's CSR commitments—which topics has it identified as priorities? Who are its partners? How does it demonstrate this commitment?</i></p> <p><i>Where possible, include information on the company's internal policies.</i></p>

Corruption Risk

Source: News search

Sector Risks	<ul style="list-style-type: none"> - <i>Reputational risks due to the business that the company is in.</i> - <i>This does not necessarily depend on specific cases of corruption, but rather that the standard operations of the company pose a reputational risk to TI</i> - <i>Tobacco and weapons companies would be obvious candidates here, but sectors like finance, extractive or apparel may also pose risks.</i>
Reputational risk for TI based on company's industry sector	
Judgements	<ul style="list-style-type: none"> - <i>This includes any civil or criminal judgements or settlements against the company in any national jurisdiction.</i>
Confirmed incidents of corruption	<i>Include only cases where corruption has been confirmed by a court ruling or fine or settled by the company.</i>
Accusations & Investigations	<ul style="list-style-type: none"> - <i>In this box, insert all cases where the company has been investigated by regulators or publicly accused of corrupt behaviour</i>
Allegations that affect the company's reputation	
Other Reputational Risks	<ul style="list-style-type: none"> - <i>In this box, include all high-profile accusations, investigations and judgements against the company on other issues: Child labour, forced labour, discrimination, freedom of association, etc.</i>
Additional Information	-

TI Portugal Team Member
conducting Due Diligence

- [*Name, Function*]

Signature

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Business Integrity Programme

Due Diligence

[Company Name]

[Date]

ANNEX II - COMMITMENT CHECKLIST

To be filled by the company's Integrity Contact Point. Please choose the correct answer for each question on the list.

Strategy & Policy <i>Content of company anti-corruption policy/ practice</i>	The company has an overall code of conduct or statement of principles including a reference to anti-bribery.	YES / NO / UNCLEAR
	The company publicly commits to be in compliance with all relevant laws, including anti-corruption laws	YES / NO / UNCLEAR
	The company has a published policy of zero tolerance of bribery	YES / NO / UNCLEAR
	The Audit Committee, Board or equivalent body makes a regular independent assessment of the adequacy of the programme	YES / NO / UNCLEAR
	The company has procedures to address bribery when it occurs	YES / NO / UNCLEAR
	The company has a whistleblowing and employee help/guidance system, including non-victimisation provisions	YES / NO / UNCLEAR
	Policy defines appropriate / inappropriate gifts, hospitality and travel expenses	YES / NO / UNCLEAR
	Policy explicitly forbids facilitation payments	YES / NO / UNCLEAR
	Policy prohibits political contributions or, if it does allow such contributions, requires them to be fully disclosed	YES / NO / UNCLEAR
Policy Implementation <i>Internal awareness-raising of integrity commitments and values</i>	Policy commitments include political contributions, charitable donations, sponsorships and facilitation payments, gifts and hospitality	YES / NO / UNCLEAR
	The programme explicitly applies to all employees, agents, suppliers and business partners	YES / NO / UNCLEAR
	The company carries out regular audits to determine the risks of bribery	YES / NO / UNCLEAR
	Training is provided to all employees	YES / NO / UNCLEAR
	The company provides channels through which employees can report potential violations of policy or seek advice (e.g. whistle-blowing) in confidence	YES / NO / UNCLEAR
This complaints mechanism includes contracted staff and other external stakeholders	YES / NO / UNCLEAR	

	Anti-corruption programmes are implemented in all business entities over which the company has effective control	YES / NO / UNCLEAR
Communications <i>External reporting of anti-corruption commitments and performance</i>	The company publicly discloses information about its anti-corruption programme and its implementation	YES / NO / UNCLEAR
	The company communicates the anti-corruption commitments of its top-level management	YES / NO / UNCLEAR
	The company report its activities and revenues on a country-by-country basis	YES / NO / UNCLEAR
	The company publishes a Sustainability Report	YES / NO / UNCLEAR

Company's Integrity Contact Point - [Name, Function]

Signature -

Business Integrity Programme

Due Diligence

[Company Name]

[Date]

ANNEX III - BILATERAL MEETINGS

List of Bilateral Meetings		
DATE	PARTICIPANTS	NOTES

TI-PT Team Member conducting
Due Diligence

- [Name, Function]

Signature

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