



Alliance Partner Compliance Policy



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Summary

This Alliance Partner Compliance Policy is designed to ensure that we work collaboratively with our Alliance Partners and that they are aware of, and are committed to, the high ethical standards which Thames Water expects of our own people and of all companies with which we form an alliance.

Partners will provide a written confirmation each year that it is following the Policy.

Alliance Partner Compliance Policy

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1. Introduction

At Thames Water Utilities Limited (“Thames”), we work collaboratively with our Alliance Partners (“Partners”) to conduct business with passion for our customers and services, respect for individuals, and uncompromising integrity in our business dealings. References in this Alliance Partner Compliance Policy (“Policy”) to Thames’s ” services” include water supply, sewerage services and all other services which we provide.

To meet these objectives, Thames expects its Alliance Partners to:

- maintain the highest standards of business ethics, as described in Thames’s “Honest and ethical behaviour policy”;
- become familiar with and comply with all laws that are relevant to their Partner status, including the laws that govern the conduct of Thames; and
- stay abreast of all legal and regulatory changes that are relevant to their Partner activity.

Further, Thames requires that Partners:

- implement effective business controls to prevent and detect unlawful conduct;
- comply with and agree to contractual provisions that require strict adherence to all laws that are relevant to their Partner status;
- confirm Thames’s audit rights to review the Partners’ compliance with such laws relevant to their Partner status;
- to the extent they become aware, proactively report to Thames actual or potential violations of this Policy or applicable laws involving Thames business by their employees and representatives, as well as actual or potential violations of Thames’s Honest and ethical behaviour policy, this Policy, and applicable laws by Thames employees and representatives; and
- complete all related Thames training and due diligence as and when requested by Thames.

Partners must comply with the fundamental legal and ethical principles described in this Policy. Partners must act honestly at all times. This Policy is applicable to Partners, their employees, temporary employees, agents, independent contractors, and subcontractors. A breach of this Policy will be considered a breach of the Partner’s contract with Thames and may lead to the termination of the business relationship with Thames.

Alliance Partner Compliance Policy

2. Compliance with Laws and regulations

1. Competition Law

Partners must comply with laws and regulations governing fair trading and competition that are relevant to their Thames Partner status. They must adhere to the principles described in the Competition Act 1998, Thames's Competition Compliance Policy and Competition Law Compliance Manual. Additionally, Partners may not discuss or enter into a formal or informal agreement or discussion with any competitor about any of the following: (a) price; (b) matters affecting price; (c) bids; or (d) division of sales territory, customers, or suppliers.

Thames requires that Partners maintain an arm's length relationship with personnel working in their company but not working in their Alliance Partner role by;

- clearly differentiating between the functions of Alliance and non-Alliance business groups;
- having separate management teams with clear separation of duties and information barriers in place;
- ensuring the separate management teams do not have any incentives which depend on the performance of another Alliance or non-Alliance business group;
- guaranteeing that no operational personnel
 - can carry out any commercial, operational or administrative job or function in both business groups;
 - attempt to collect or share any specific commercial information beyond that which is required to carry out their specific functions.

2. Water Industry Laws

Partners must conform to all of the obligations which Water Industry Laws that are relevant to their Partner status.

Water Industry Laws comprise the Water Industry Act 1991 and related secondary legislation.

3. Anti-Corruption Laws

Thames expects Partners to uphold the highest standards of integrity in all business interactions. Thames has a zero tolerance policy prohibiting any and all forms of bribery and corruption. Partners are strictly prohibited from promising, offering, authorizing, giving or accepting anything with a monetary value above £50 unless declared on a Probity Form, signed and agreed to by a member of the Infrastructure Alliance Board. No gift or hospitality of any value considered to be a bribe or inducement may be accepted.

Alliance Partner Compliance Policy

NOTE: This rule also applies to the giving of gifts, hospitality or services to external parties by Thames's employees (or persons acting on our behalf.) either directly or indirectly in order to obtain or retain business, or otherwise gain an improper advantage.

Thames also prohibits Partners, or their representatives or employees, from offering or providing cash or non-cash gift or entertainment to any Thames employee for any improper purpose, such as influencing him or her to take a course of action. Thames employees are similarly prohibited from soliciting such items. This prohibition extends to immediate family members of both Partner employees or representatives and Thames employees.

Books and Records

Partners are required to keep complete and accurate books and records regarding all transactions or other expenditures with respect to any Thames-related business. Partners are expressly prohibited from engaging in false and/or misleading accounting practices. Thames employees and Partners must not engage in the creation or preparation of any misleading or inaccurate transactional documentation or the falsification of any type of transactional documentation relevant to Thames-related business. Partners should refuse any request by any Thames employee to create misleading, inaccurate or false documentation. Any requests by a Thames employee to engage in unethical conduct should be reported to Thames through one of the methods specified at the end of this Policy.

Third Parties Engaged By Partners

Partners must not engage or contract with any third party in connection with any Thames-related business that engages in, or is suspected of engaging in, bribes, kickbacks, improper payments or any other conduct that may violate the Bribery Act.

Any and all employees, agents, representatives, subcontractors, or other parties who have been or will be engaged by a Partner in connection with Thames-related business must agree to comply with ethics and compliance standards that are no less stringent than those embodied in this Policy.

4. Intellectual Property Laws

Partners must not infringe Thames's trademarks including the Thames Water roundel (logo). Partners must not infringe the intellectual property rights of third parties in any manner which would damage the reputation of Thames or involve Thames in legal proceedings.

Alliance Partner Compliance Policy

5. Environmental Laws

Partners must conduct their operations in ways that are environmentally responsible and in compliance with all environmental laws, regulations, and standards that are relevant to their Partner status.

6. Privacy and Data Protection Laws

Partners must adhere to the principles described in the Data Protection Act 1998 and the General Data Protection Regulations that are relevant to their partner status.

7. Human Rights and Employment Laws

Partners must comply with all health and safety regulations and laws upholding the rights of persons regarding employment contracts, equality and discrimination at work, unfair dismissal, flexible working rights, maternity and paternity leave, the Working Time Regulations, wages, equal pay, disciplinary and grievance procedures, the Data Protection Act 1998 and the Modern Slavery Act 2015 that are relevant to their Partner status.

Partners must not discriminate based on race, colour, age, gender, sexual orientation, gender identity and expression, ethnicity, religion, disability, marital status or political affiliation.

3. Compliance and Risk Management System

1. Business Controls

Partners must maintain or where necessary establish effective business controls that are capable of preventing and detecting unlawful conduct by their employees and counterparties. By way of guidance, an effective business controls program typically contains at least the following components: (i) periodic risk assessments that lead to adjustments in their business controls that take into account the current risk environment;

(ii) a high-level commitment to legal and ethics compliance programs, including ethics, anti-corruption, environmental, occupational health and safety, commercial practices, and employment programs;

(iii) adoption of a clearly articulated Policy and compliance procedures;;

(iv) adequate resources and designated company representative(s) responsible for overseeing and implementing the legal and ethics compliance programs;

(v) training and continuing advice regarding the legal and ethics compliance programs and Partner policies and procedures;

(vi) appropriate incentives and disciplinary measures for legal and ethical compliance;

(vii) procedures for appropriate risk-based diligence on third parties;

(viii) clearly communicated mechanisms for employees to report misconduct or seek guidance without fear of retaliation, including on a confidential basis.

Alliance Partner Compliance Policy

2. Investigations and Thames's Ongoing Monitoring of the Thames Partners' Compliance

Partners must, consistent with applicable laws and contractual obligations, provide reasonable assistance to any investigation by Thames of a violation of this Policy or of a violation by an Thames employee of Thames's Honest and ethical behaviour policy if related to the Partners' business and allow Thames reasonable access to all documentation concerning the Partners' compliance with this Policy.

Partners also must report to Thames any conduct of their employees and representatives, as well as any conduct of Thames's employees and representatives, that is believed in good faith to be an actual, apparent, or potential violation of this Policy, Thames's Honest and Ethical Behaviour Policy or any applicable laws. Reports will be handled in confidence.

Methods to report:

I. Notify a Thames manager

All managers who receive such a report must notify Audit & Assurance.

II. Notify the Audit & Assurance team directly.

The team can be contacted on 07747 640 072 or at investigations@thameswater.co.uk

III. Contact the anonymous Reporting Line run by Crimestoppers.

They can be contacted on 0800 555 111 or via their site theline.co.uk