

## Anti-Bribery Policy

<b>Effective Date:</b>	October 12, 2022
<b>Supersedes:</b>	n/a
<b>Policy Review Date:</b>	To be reviewed every 3 years from effective date
<b>Issuing Authority:</b>	Research Foundation President
<b>Policy Owner:</b>	Chief Compliance Officer
<b>Contact Information:</b>	(518) 434-7145 <a href="mailto:rfcompliance@rfsuny.org">rfcompliance@rfsuny.org</a>

## Reason for Policy

The Research Foundation for The State University of New York ("Research Foundation" or "RF") is committed to ensuring its Directors, Officers, Employees and Representatives adhere to the strongest ethical standards, including compliance with all statutory and regulatory anti-Bribery obligations. Engaging in conduct to secure or provide a business advantage (i.e., Bribery) is never acceptable and can expose individuals and the RF to possible civil and criminal prosecution, reputational harm, or other serious consequences.

## Statement of Policy

All RF Employees, Representatives, and Agents must comply with the anti-Bribery laws and regulations of the United States and of foreign countries where the Research Foundation does business. The RF strictly prohibits Bribery of governmental officials as well as Bribery of individuals or entities in the private sector in any of its business operations. No RF Employee, Representative, or Agent may, directly or indirectly:

- 1) Offer, give, or promise to another person Anything of Value with the intention, or reasonable appearance of the intention, to induce or reward that person or another person to perform his or her responsibilities or duties improperly or to give an improper advantage; or
- 2) Request, agree to receive, accept, or direct Anything of Value for oneself or others if it is intended, or may reasonably appear to be intended, to induce or reward improper performance of one's responsibilities or duties or to gain an improper advantage.

In some cases giving or receiving a Gift may constitute Bribery or may result in an unmanaged conflict of interest. Before accepting or giving Anything of Value, please refer to the RF's [Conflict of Interest Policy](#) and [Gifts to Employees from Non-RF Sources Policy](#), in addition to this policy, to ensure your conduct is allowable and consistent with RF values and legal obligations.

In the event that an RF Employee, Representative, or Agent has reason to believe that a violation of this policy has occurred, he or she should report this through any of the channels identified in the [Fraud and Whistleblower Policy](#).

In addition to any penalty contained in any provision of law, or federal or state policy, individuals who knowingly and intentionally violate this policy may be subject to disciplinary action pursuant to the RF's [Code of Conduct](#) and [Progressive Discipline Policy](#).

## Responsibilities

The following table outlines the responsibilities for compliance with this Policy:

Responsible Party	Responsibility
Employees, Representatives, and Agents	Adhere to anti-Bribery restrictions in this policy.
RF operations manager (OM) or designee	Ensure all Employees and Representatives at their campus adhere to the applicable policy for anti-Bribery.
RF Chief Compliance Officer	Provide written or verbal opinions on the application of this policy and determinations on whether a particular transaction would be improper under the Foreign Corrupt Practices Act, the <a href="#">Code of Conduct</a> , or other applicable anti-corruption laws.

## Definitions

*Agent* - a person who agrees to perform acts or services for the Research Foundation. Agents can include third party agents, consultants, distributors, joint-venture partners, and others.

*Anything of Value* - In addition to cash payments, "anything of value" may include

- Gifts of any value, entertainment or other business promotional activities;
- Covering or reimbursing an official's expenses;
- Offers of employment or other benefits to a family member or friend of a foreign official;
- Political party and candidate contributions;
- Charitable contributions and sponsorships;
- In-kind contributions;
- Investment opportunities;
- Stock options or positions in joint ventures;
- Steered subcontracts.

*Bribery* -

- i) To offer, give, or promise to another person Anything of Value with the intention, or reasonable appearance of the intention, to induce or reward that person or another person to perform his or her responsibilities or duties improperly or to give an improper advantage; or

- ii) To request, agree to receive, accept, or direct Anything of Value for oneself or others if it is intended, or may reasonably appear to be intended, to induce or reward improper performance of one's responsibilities or duties or to gain an improper advantage.

*Employee* - An individual engaged to provide services to the Research Foundation where the Research Foundation controls what services are performed and how they are performed.

*Gift* - Shall mean anything of more than nominal monetary value given to a Research Foundation Employee, Representative, or Agent in any form including, but not limited to

- Money;
- Service;
- Loan;
- Travel;
- Lodging;
- Meals;
- Refreshments;
- Entertainment;
- Discount;
- Forbearance or promise.

*Officer* - An Officer elected under the Research Foundation's bylaws, including the Research Foundation's president, general counsel, secretary, and chief financial Officer and those appointed pursuant to Article IV Section 13 of the RF's bylaws as appointed Officers.

*Principal Investigator* - Primary individual(s) in charge of a research grant or other project administered by the RF. The term "Principal Investigator" includes those individuals serving as co-principal investigators.

*Representative* - Research Foundation Board members; Officers; Operations Managers; individuals to whom an OM has delegated authority to carry out RF responsibilities; and Principal Investigators.

## **Related Information**

[Anti-Bribery and FCPA Guideline](#)

[Code of Conduct](#)

[Fraud and Whistleblower Policy](#)

[Gifts to Employees from Non-RF Sources](#)

[Gifts Guidelines](#)

[Conflict of Interest Policy](#)

Reference Material

- A Resource Guide to the U.S. Foreign Corrupt Practices Act, Criminal Division of the U.S. Department of Justice and the Enforcement Division of the U.S. Securities and Exchange Commission (November 2012), available at <http://www.justice.gov/criminal/fraud/fcpa/guidance/>
- Other materials related to the U.S. Foreign Corrupt Practices Act are available at <http://www.justice.gov/criminal/fraud/fcpa> and <http://www.sec.gov/spotlight/fcpa.shtml>

**Forms:**

None

**Change History**

Date	Summary of Change
October 12, 2022	New policy.

**Feedback**

Was this document clear and easy to follow? Please send your feedback to [webfeedback@rfsuny.org](mailto:webfeedback@rfsuny.org).