

## **SUPPLIER CODE OF CONDUCT**

We are committed to operating our own business responsibly, sustainably and to the highest professional and ethical standards. We recognise however that our business is only as ethical as the suppliers we engage and only as sustainable as the products and services we purchase from them. We wish therefore to work only with suppliers who share our values and who operate to the same high standards that we do. Suppliers who accept business from us agree to adopt the business principles and operating standards described below.

We expect our suppliers already to be managing their own businesses lawfully and responsibly. This will include having in place and using appropriate management systems, written policies and training programmes for delivering compliance with all applicable laws and regulations both in their own businesses and in their supply chains. Our aim is to build on that by working collaboratively with our suppliers to improve the ethical, social and environmental impacts of our respective businesses.

Suppliers who wish to do business with us must provide us with any information or documents we might reasonably request to enable us to assess their compliance with laws and regulations of general application and with our own responsible business values and operating standards. If a supplier's conduct does not meet our expectations, we will normally seek to engage with that supplier in order to encourage an improvement in their performance and business practices. We may however cease working with a supplier that commits serious or persistent breaches of laws or regulations, or who does not meet the ethical, social or environmental performance standards which we expect, or who we consider is not committed to improving its performance or business practices in these areas.

### **1 Our business principles and operating standards**

- 1.1 The United Nations Guiding Principles on Business and Human Rights: The United Nations Global Compact states that all businesses have a responsibility to respect human rights, and it asks businesses to embrace, support and within their respective spheres of influence give effect to a set of core values in the areas of human rights, labour standards, the environment and anti-corruption. We respect internationally recognised human rights, and we support the aims of the UN Global Compact and endeavour to reflect them in our own business.
- 1.2 Business conduct: our aim is always to operate our business in accordance with applicable laws and regulations and to the highest ethical standards, and we expect our suppliers to operate their businesses in the same manner. Unlawful conduct or unethical behaviour of any description is prohibited. If we discover or believe that a supplier has engaged in conduct which we consider to be unlawful or unethical, we will cease doing business with that supplier and terminate any relevant contract.
- 1.3 Confidentiality: protecting confidential, legally privileged and commercially sensitive information and personal data is of paramount importance to us and the clients we serve. All information, documents and data which suppliers receive from us or which they have access to when pitching for work from us or providing their products or services to us must be treated as confidential, handled carefully, protected appropriately and not be disclosed to anyone outside their own organisation without our prior written permission.

- 1.4 Fairness: we try to be a fair customer to all our suppliers. We do not expect our suppliers to do something which we are unable or unwilling to do ourselves, and neither do we require them to achieve voluntary standards which we do not meet. We aim to pay our suppliers within the timescale provided for in the relevant contract. We try to resolve any dispute that arises quickly and amicably through discussion and agreement: formal dispute resolution processes are a last resort.
- 1.5 Procurement: we aim to make a positive contribution to the community and to the environment by encouraging our suppliers to operate their businesses responsibly and sustainably, and by including ethical, social and environmental considerations in our purchasing decisions.
- 1.6 Environment: we seek to purchase products and services that either minimise negative or provide positive impacts on the environment, whilst also satisfying our business needs.
- 1.7 Health and safety: we comply with health and safety and fire safety laws and regulations in order to provide a safe working environment for our own people and for all visitors to our premises, including for any of our suppliers' staff who work in or visit our offices.
- 1.8 Equality and diversity: our suppliers' staff who work in our offices are treated with the same dignity and respect for diversity and accorded the same consideration and protection from unlawful discrimination, bullying or harassment as are our own people.
- 1.9 Labour practices: we are a people centric business. Our recruitment procedures and employment practices comply with relevant laws and regulations and follow best practice in the legal profession. We expect our suppliers also to comply with all recruitment and employment laws which govern their businesses and workforces and to be similarly worker friendly in their approach.
- 1.10 Remuneration: we are accredited by the Living Wage Foundation as a London Living Wage employer. Our employees are paid more than the mandatory national minimum wage and at or above the voluntary London living wage, which is higher. We require our suppliers also to comply with applicable minimum wage laws and we encourage those of our suppliers who operate in the London area to pay their London workers a London living wage. We engage with certain key suppliers to ensure that their staff who work in our offices are paid a London living wage.

## **2 Compliance and ethics**

- 2.1 It is a given that our suppliers will already be complying with all laws and regulations which govern their organisations, their business activities and their workforce. We expect however our suppliers also to manage their businesses and operations in accordance with any applicable professional code of conduct or relevant industry-specific custom or expectation of good practice.
- 2.2 Our suppliers must also ensure, and be able to demonstrate, that they have in place and use management systems, written policies, training programmes and where relevant and available technologies which are appropriate for their own business activities and their own risk profiles in order to prevent, detect and, if necessary, address or respond to:

- bribery or other corrupt practices
- improper gifts or entertainment
- money laundering
- financing of terrorism
- fraud including cybercrime
- tax evasion
- piracy or counterfeiting
- conflicts of interests
- illegal trading of publicly listed securities based on non-public information
- unauthorised access to or use of personal or business information
- bad product quality, poor customer service and/or complaints

### **3 Bribery and corruption**

- 3.1 Our own people are expected to maintain the highest ethical standards in both their professional and private lives, and we expect the same of our suppliers and their workers, sub-contractors and agents. Conduct of any description which is unlawful under the laws of the United Kingdom or the written laws of another jurisdiction, including, but not only, bribery or corruption, is prohibited.
- 3.2 Our suppliers must comply with all anti-bribery and all anti-corruption laws and regulations which govern their own businesses, workers, sub-contractors and agents, and have in place and use appropriate management systems, written policies and training programmes in order to ensure such compliance.
- 3.3 Suppliers who accept business from us agree that they, and their workers, sub-contractors and agents, will not engage in or authorise bribery or other corrupt practices, and neither will they, by action or omission, cause this firm or any of its members personally to breach any law prohibiting bribery or corruption, including the UK Bribery Act 2010 and the US Foreign Corrupt Practices Act 1977.

### **4 Labour practices**

- 4.1 Our suppliers must comply with, be able to demonstrate a commitment to, and have in place management systems, written policies and training programmes in order to ensure that they comply with, all applicable employment laws and internationally recognised labour standards, to include:
- Forced labour: there must be no involvement with slavery or human trafficking and no use of forced, bonded, involuntary or child labour in their own businesses or in their supply chains.
  - Health and safety: all workers must work in an environment that is safe and which supports and maintains good physical and mental health.
  - Equality and diversity: there must be equality of treatment and of opportunity for all workers, and discrimination based on race, nationality, religion, belief, gender, sexual orientation, marital status, pregnancy, paternity, adoption, disability, age, political opinion or social background must be prohibited.
  - Representation and freedom of association: all workers must be free to form and join an organisation of their choosing, and assemble peacefully.

- Contracts: all workers must be provided with a written contract that complies with applicable laws and which records the terms of their engagement.
- Remuneration: wages and benefits must comply with applicable laws including minimum wage laws, remuneration must be a living wage, wages must be role specific and not differ between genders, remuneration information must be provided in writing and deductions from wages must not be made as a disciplinary measure.
- Working hours: working hours must comply with applicable laws, provide for reasonable breaks and not be excessive, and overtime must be voluntary.
- Discipline: corporal punishment, physical abuse, sexual abuse, harassment, intimidation of any sort, or threats thereof, must be prohibited, disciplinary and grievance procedures must be documented and disciplinary decisions must be recorded in writing.

## **5 Confidential information and personal data**

- 5.1 We are a regulated law firm. Respecting and protecting confidential, legally privileged and/or commercially sensitive information, documents and data, whether belonging to us, our clients and/or third parties to whom we owe a duty of confidence, is of paramount importance to us. It is also a legal and a regulatory obligation.
- 5.2 All information, documents and data which we entrust to a supplier must be treated as confidential (and in some situations also as legally privileged and/or commercially sensitive) and be handled, transferred and stored appropriately. This will include: (1) taking steps to ensure that all workers (and any sub-contractor or agent to whom we have authorised the release of such information by the supplier) are aware of the obligation of confidentiality and respect it; and (2) taking appropriate organisational and technological measures to ensure that confidential information is always processed, transferred and stored securely, is not lost, damaged or misused, is not disclosed without permission or lawful authority, and that only workers who have a legitimate need or reason to receive it have access to it.
- 5.3 Kingsley Napley LLP is registered with the Information Commissioner as a controller of personal data under the Data Protection Act 1998. Any personal data that a supplier provides to us will be stored, processed and transferred in accordance with our obligations under that Act. By accepting business from us, suppliers confirm, both for themselves and for any individuals whose personal data they disclose to us, that we may store, process and transfer such data for the following purposes: (1) to enable us to acquire or use their product or service; (2) to manage our relationship with them; (3) for internal accounting, budgeting and recordkeeping purposes; (4) to enable us to enforce any contract or obligation or address or resolve any dispute; (5) to enable us to comply with our legal, regulatory or insurance obligations; (6) for the prevention or detection of crime and to ensure the safety and security of our buildings and the people who use them, including through the use of CCTV; and (7) to provide them with information about us, our services and our business requirements.
- 5.4 By accepting business from us, suppliers confirm that: (1) they comply with their own obligations under all applicable confidentiality and data protection laws and regulations, including the Data Protection Act 1998, and any relevant professional or industry specific code of conduct; (2) they have received any necessary permissions from the data owner or data subject before providing personal data to us; and (3)

they will not, by action or omission, put this firm in breach of any confidentiality or data protection obligation to which it is subject.

- 5.5 Any unauthorised release of confidential or privileged information or personal data that occurs in respect of, or any security risk that arises in relation to, any information, documents or data which we have entrusted to a supplier must be stopped, addressed and reported to us immediately. Full details of the incident or risk must be provided to us as soon as it is discovered in order that we may take appropriate steps to: stop a breach from occurring or continuing; minimise or mitigate any damage, loss or harm that has been or might be caused; and comply with our reporting obligations to clients, regulators and insurers.
- 5.6 Suppliers who will have access to particularly sensitive client information or data, or to whom we propose to outsource a support function involving the handling or processing of clients' confidential information or data, will be asked to enter into a confidentiality or data processing agreement with us in order to ensure that all relevant laws and regulations are complied with and to satisfy the outsourcing requirements of our regulator, the Solicitors Regulation Authority.

## **6 Environmental considerations**

- 6.1 Suppliers should seek to, and be able to demonstrate a commitment to:
- minimise their use of water, raw materials and energy
  - maximise their use of alternative sources of energy
  - use recyclable and renewable materials
  - recycle waste which can be recycled
  - dispose responsibly of waste which cannot be recycled
  - dispose of hazardous waste in accordance with legal requirements

**Kingsley Napley LLP**

1 May 2017