

COURSE

**ANTI-CORRUPTION
COMPLIANCE**





Lecturers:

Ario Dehghani, Counsel, Head of the Compliance and EU practices at Redcliffe Partners.

Borys Danevych, Co-founder and Partner at Marchenko Danevych, American Chamber of Commerce in Ukraine, Co-Chair of Healthcare Committee

Googlegroup: class_cppts_2017@googlegroups.com

Class Meeting: Wednesday from 6:00 to 8:50 p.m. in Room 318

SCHEDULE

Nº	Topic	Date	Time	Type of class	Room	Lecture
1	What is compliance and what is it good for?	15.11.17	18:00-18:40	lecture	4 – 318	Ario Dehghani
			18:40-19:20	workshop		
2	How to build up a robust and tailored internal compliance system	15.11.17	19:30-20:10	lecture	4 – 318	Ario Dehghani
			20:10-20:50	workshop		
3	How to conduct an internal compliance investigation	22.11.17	18:00-18:40	lecture	4 – 318	Ario Dehghani
			18:40-19:20	workshop		
4	Potential liability issues in connection with the FCPA, the UKBA and other foreign laws	22.11.17	19:30-20:10	lecture	4 – 318	Ario Dehghani
			20:10-20:50	workshop		
5	Ukraine anti-corruption legislation: effect on compliance systems	29.11.17	18:00-18:40	lecture	4 – 318	Borys Danevych
			18:40-19:20	workshop		
6	Compliance systems in governmental authorities in Ukraine	29.11.17	19:30-20:10	lecture	4 – 318	Borys Danevych
			20:10-20:50	workshop		
7	Compliance systems in high-risk professions in Ukraine (legal, healthcare, construction & development)	06.12.17	18:00-18:40	lecture	4 – 318	Borys Danevych
			18:40-19:20	workshop		
8	Broader perspective: tax and labor compliance, professionals ethics standards	06.12.17	19:30-20:10	lecture	4 – 318	Borys Danevych
			20:10-20:50	workshop		
9	Compliance monitoring, compliance culture and the new ISO standard 37001	13.12.17	18:00-18:40	lecture	4 – 318	Ario Dehghani
			18:40-19:20	workshop		
10	Data Protection: a growing issue of compliance	13.12.17	19:30-20:10	lecture	4 – 318	Ario Dehghani
			20:10-20:50	workshop		

COURSE RULES AND REQUIREMENTS

GRADE FOR THE COURSE:

ECTS Grade	Scores (Points)	Signification
A	91-100	Excellent
B	81-90	Very Good
C	71-80	Good
D	66-70	Satisfactory
E	60-65	Sufficient
F	30-59	Insufficient
F	0-29	Failed

Grade for the course consists of two parts

One part 60 %			Second part 40 %	
Tests	Attending classes	Participating in class discussion	Final exam (Writing task)	
1 to 20 points	20 points	20 points		
	2 points per class	2 points per class		
			40	A
			32	B
			24	C
			16	D
			8	E

PLAN AND DESCRIPTION OF THE COURSE

ANTI-CORRUPTION COMPLIANCE

TOPIC 1.

WHAT IS COMPLIANCE AND WHAT IS IT GOOD FOR?

Agenda

- ▶ What is the definition of compliance?
- ▶ What is the role for compliance for the private and public sector?
- ▶ Why do we need compliance to be successful?

Brief description:

What is meant with the term “compliance”? Many people understand something differently. It depends if they are active in the public sector or in the private sector. It depends if they live and work in Ukraine or, e.g., in German or the U.S. The reception of the term is so different as cultures among mankind. The role of compliance is getting more and more important, not only in western hemispheres. The private and the public sector understand compliance differently, but should approach this topic based on the same principles.

Lecturer:

Ario Dehghani.

Materials

- 👁️ OECD online platform (<http://www.oecd.org/general/searchresults/?q=compliance>);
- 👁️ Compliance in the public sector (file:///C:/Users/Ario%20Dehghani/Downloads/ggg_compliance_public_sector_feb_2015.pdf) (<https://www.oag.govt.nz/reports/docs/compliance-in-public-sector.pdf>) (<https://publicsector.wa.gov.au/public-administration/public-sector-governance/administrative-compliance-obligations>)
- 👁️ Compliance in the private sector (<https://www.oecd.org/cleangovbiz/toolkit/privatesectorintegrity.htm>)

TOPIC 2.

HOW TO BUILD UP A ROBUST AND TAILORED INTERNAL COMPLIANCE SYSTEM



- 👁 The FCPA guide (<https://www.justice.gov/criminal/fraud/fcpa/guidance/guide.pdf>);
- 👁 The UKBA guide (<https://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>);
- 👁 Some bad examples (<http://www.complianceexperts.com/blog/building-a-compliance-management-system-14-essential-components>).

Agenda

- 🕒 The need for a tailored compliance system
- 🕒 What are the most relevant requirements for a good running compliance system?
- 🕒 What is a risk assessment?
- 🕒 The importance of a good compliance function
- 🕒 The importance of communication and compliance culture
- 🕒 The importance of monitoring and investigating

Brief description:

A compliance system does not consist only of policies and one employee who calls himself/herself a Compliance Officer. It is not even close to start from that point. Not every company or private sector office has the need for the same compliance system. We will talk about the way to receive a good understanding of the compliance needs of every company or public office. We will talk about the role of a compliance function and the importance of some minimum requirements of every compliance system.

Lecturer:

Ario Dehghani.

TOPIC 3.

HOW TO CONDUCT AN INTERNAL COMPLIANCE INVESTIGATION

- 👁️ Guide on internal investigations (<http://www.jonesday.com/files/upload/CII%20Best%20Practices%20Pitfalls%20to%20Avoid2.pdf>)

Agenda

- 🕒 What is an internal investigation?
- 🕒 When is an internal investigation necessary?
- 🕒 What should be key elements of an internal investigation?
- 🕒 Internal investigation - a monitoring instrument!

Brief description:

Each company and public office should have some specialists who know how, when and why to conduct an internal compliance investigation. We will address the key elements of internal investigations and will talk about the necessity of each one of them. We will discuss when an internal investigation should be conducted and if a hotline is enough investigation for each company/office.

Lecturer:

Ario Dehghani.

TOPIC 4.

POTENTIAL LIABILITY ISSUES IN CONNECTION WITH THE FCPA, THE UKBA AND OTHER FOREIGN LAWS



Agenda

- ▶ Potential liability issues under the FCPA
- ▶ Potential liability issues under the UKBA
- ▶ Relevance for Ukraine
- ▶ Case law

Brief description:

Several extraterritorial law regimes from other countries have a long arm enforcement. The FCPA and the UKBA are the most prominent ones for anti-corruption in cases of a link to the U.S. and the UK. This link can exist very easily and can hit private and public sectors also in Ukraine. The trend to establish law regimes which can reach into the law regimes of other countries is still intact and well used. We will talk about the main risks and how to protect a company or public office against those risks.

Lecturer:

Ario Dehghani.

- 👁 FCPA
 - <https://www.justice.gov/criminal-fraud/foreign-corrupt-practices-act>
 - <https://www.sec.gov/spotlight/foreign-corrupt-practices-act.shtml>
 - <https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2012/11/14/fcpa-english.pdf>
 - <https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2012/11/14/fcpa-ukranian.pdf>
 - <https://www.justice.gov/sites/default/files/criminal-fraud/legacy/2015/01/16/guide.pdf>
 - <https://www.sec.gov/spotlight/fcpa/fcpa-cases.shtml>
- 👁 UKBA
 - <https://www.legislation.gov.uk/ukpga/2010/23/contents>
 - <https://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>
 - <https://www.sfo.gov.uk/>
 - <https://www.sfo.gov.uk/our-cases/>

TOPIC 5.

UKRAINE ANTI-CORRUPTION LEGISLATION: EFFECT ON COMPLIANCE SYSTEMS



- 👁️ Law on Prevention of Corruption # № 1700-VII dated 14.10.2014 (<http://zakon0.rada.gov.ua/laws/show/1700-18>);
- 👁️ Law on State Anticorruption Strategy for 2014-2017 (<http://zakon0.rada.gov.ua/laws/show/1699-18/paran16#n16>);
- 👁️ State Program of the State Anticorruption Strategy for 2015-2017 Implementation (<http://zakon0.rada.gov.ua/laws/show/265-2015-n>).

Agenda

- ▶️ Sanctions for corruption offences for individuals and entities
- ▶️ Compliance requirements for public sector
- ▶️ Compliance requirements for private sector

Brief description:

These day Ukrainian legislation on prevention of corruption looks really good and up-to-date. The issue of poor enforcement does not change this fact. So what are the risks for individuals and legal entities engaged in corruption in Ukraine? How much the legislative restrictions and requirements change the public sector? May implementation of obligatory compliance requirements serve as a safeguard for business and non-business entities operating in the unsafe environment?

Lecturer:

Borys Danevych

TOPIC 6.

COMPLIANCE SYSTEMS IN GOVERNMENTAL AUTHORITIES IN UKRAINE

Agenda

- ▶ Nationwide instruments
- ▶ Central Governmental Bodies
- ▶ Local Governmental Bodies
- ▶ Outstanding issues and room for improvement

Brief description:

There are a number of corruption prevention and compliance instruments implemented in the recent years in Government and broadly in public sector. Strategies, programs, policies, compliance officers, transparency requirements and monitoring, ethics rules and many others. How does it work and what shall be improved?

Lecturer:

Borys Danevych

- 👁️ Law on Prevention of Corruption # № 1700-VII dated 14.10.2014 (<http://zakon0.rada.gov.ua/laws/show/1700-18>);
- 👁️ Alternative Assessment Report on Efficiency of State Anticorruption Policy 2015 (ftp://91.142.175.4/nazk_files/doslidzhennya/44.pdf).

TOPIC 7.

COMPLIANCE SYSTEMS IN HIGH-RISK PROFESSIONS IN UKRAINE (IT, LEGAL, HEALTHCARE, CONSTRUCTION AND DEVELOPMENT)

- 👁 International Bar Association Report on Anti-Corruption Strategy for the Legal Profession: The client perspective (2013) - <https://www.ibanet.org/Article/NewDetail.aspx?ArticleUid=B0F3961A-8928-40BF-97EC-48B74392CEA1>;
- 👁 Corruption in the pharmaceutical sector. Diagnosing the challenges (2016) <http://apps.who.int/medicinedocs/documents/s22500en/s22500en.pdf>;
- 👁 Managing bribery and corruption risks. The real estate, construction and infrastructure industry (2017) [http://www.ey.com/Publication/vwLUAssets/Managing_bribery_and_corruption_risks_in_the_construction_and_infrastructure_industry/\\$FILE/Assurance_%20FIDS_sector_paper_Construction.pdf](http://www.ey.com/Publication/vwLUAssets/Managing_bribery_and_corruption_risks_in_the_construction_and_infrastructure_industry/$FILE/Assurance_%20FIDS_sector_paper_Construction.pdf)

Agenda

- 🕒 Issues in high-risk professions/industries
- 🕒 Ways to address the issues by means of compliance
- 🕒 Share of compliant businesses in currently non-compliant professions/industries: how to change the proportion?

Brief description:

in many countries worldwide there are rankings of the most corrupted professions or industries. In Ukraine there is hardly any not affected by corruption. However, some professions and industries are often considered as corrupt per se. Right values, risk assessment and implementation and enforcement of compliance programs shall change the perception.

Lecturer:

Borys Danevych

TOPIC 8.

BROADER PERSPECTIVE: TAX AND LABOR COMPLIANCE, PROFESSIONAL ETHICS AND STANDARDS

Agenda

- ▶ Ukrainian reality
- ▶ Ways of transformation for private sector
- ▶ Ways of transformation for public sector

Brief description:

Compliance is far beyond staying away from corruption per se. Compliance is the system of conducting any activity in line with all applicable relevant legal requirements and ethical standards. These include tax, labor, competition, data protection, environmental compliance, as well as compliance with applicable ethical standards. Endemic Ukrainian corruption affected all these areas a lot, thus public and private sectors are in need of mindset change, as well as change of practices and adaptation to the new reality.

Lecturer:

Borys Danevych

TOPIC 9.

COMPLIANCE MONITORING, COMPLIANCE CULTURE AND THE NEW ISO STANDARD 37001



- 👁 The FCPA guide (<https://www.justice.gov/criminal/fraud/fcpa/guidance/guide.pdf>)
- 👁 The UKBA guide (<https://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>)

Agenda

- 🕒 What are good monitoring tools?
- 🕒 How to build up a robust compliance structure?

Brief description:

IN my everyday work, I am always asked by clients, how to monitor compliance internally and how to build up a good compliance culture. Both are one of the most challenging things to accomplish in practice, where you need to show deeds and where just words are not enough. We will discuss how to approach these challenges, also in Ukraine.

Lecturer:

Ario Dehghani.

TOPIC 10.

DATA PROTECTION: A GROWING ISSUE OF COMPLIANCE



Agenda

- ▶ What importance has data protection worldwide and in Ukraine?
- ▶ The Ukrainian data protection obligations.
- ▶ Other law regimes influencing Ukrainian data protection approach (e.g., the GDPR)

Brief description:

Within the last 2-3 years, data protection became a hot topic for business and the public sector, especially in Europe. The Ukrainian data protection law is mainly based on the current applicable EU Directive for Data Protection. Based on its more less copy-paste implementation into Ukrainian law, not many understand in our country the importance of this law and to comply with it. We will also talk about the new GDPR, which will be enforced in Europe in May 2018.

Lecturer:

Ario Dehghani.

- 👁 Ukrainian law on Data Protection (<http://cedem.org.ua/en/library/law-of-ukraine-on-protection-of-personal-data/>)
- 👁 EU Directive (<http://eur-lex.europa.eu/LexUriServ/LexUriServ.do?uri=CELEX:31995L0046:en:HTML>)
- 👁 the GDPR (<http://eur-lex.europa.eu/legal-content/EN/TXT/PDF/?uri=CELEX:32016R0679&from=de>)

LECTURERS



Ario Dehghani

Practices

- 🕒 compliance
- 🕒 data protection and privacy
- 🕒 EU law
- 🕒 German desk

Industries

- 🕒 FMCG and retail
- 🕒 food and beverage
- 🕒 pharmaceuticals and medical devices

Ario Dehghani is a counsel and Head of the Compliance and EU law practices of Redcliffe Partners

He has unparalleled experience of advising businesses on preventing, identifying, eliminating and mitigating compliance risks at both national and global levels. Ario specialises in advising clients on all types of compliance matters and in conducting internal investigations related to, amongst others, FCPA and UK Bribery Act issues. He also focuses on anti-bribery, anti-corruption, anti-money laundering, sanctions, data protection, regulatory and product compliance matters.

Ario's track record includes a vast experience of over nine years with compliance due diligence, implementing and auditing internal compliance systems, conducting compliance investigations and delivering customised training for in-house compliance officers. His industry expertise includes advising global clients from the chemical, life science, electronic, IT, automotive, consumer goods and energy sectors. Ario has been admitted to practise law in Germany and the EU since 2008.

Before joining Redcliffe Partners, Ario practised law for over seven years with Hogan Lovells' Munich office, where he focused on white collar, compliance and internal investigations.

Ario is a Co-Director of the Institute of German Law of the National University Kyiv-Mohyla Academy (NaUKMA), an interdisciplinary institution of comparative research with a focus on German and Ukrainian law. He provides courses on German private and public law and holds open lectures on Compliance and EU law topics.

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Borys Danevych

Partner, Life Sciences

Borys Danevych is recognized as a leading expert in Life Sciences in Ukraine. He is also ranked as a prominent individual in Intellectual Property with a strong focus on Life Sciences by Legal 500 EMEA and Chambers and Partners Europe. Borys advises and represents the biggest global pharmaceutical, biotech and medical device-producing companies, as well as contract research organizations, on complex regulatory and compliance, commercial and IP matters. Borys is actively involved in numerous initiatives focused on the healthcare reform process.

Past Associations

Danevych, Managing Partner, 2012 – 2013 A prominent Ukrainian law firm with a strong Life Sciences practice, Associate, 2003 – 2008, Partner, 2008 – 2012

Admission

Kyiv City Bar, 2006

Affiliations

American Chamber of Commerce in Ukraine, Co-Chair of Healthcare Committee

Notable Clients

Aspen, AstraZeneca, Baxalta, EBRD, Gilead, Johnson & Johnson, Lilly, Novo Nordisk, PPD, Sanofi and others.
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