

**COURSE**

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**ANTI-CORRUPTION  
COMPLIANCE**





**Lecturers:**

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

**Borys Danevych**, Founder and Partner at Danevych.Law, Co-Chair of Healthcare Committee at the American Chamber of Commerce in Ukraine.

**Googlegroup:** [acicp\\_2018@googlegroups.com](mailto:acicp_2018@googlegroups.com)

**Room:** 4-100

## SCHEDULE

Nº	Topic	Date	Time	Type of class	Room	Lecturer
1.	What is compliance and what is it good for?	22.11.18	18:00-18:40	Lecture	4-100	Ario Dehghani
2.	How to build up a robust and tailored internal compliance system		18:40-19:20	workshop		
3.	How to conduct an internal compliance investigation	23.11.18	19:30-20:10	Lecture	4-100	Ario Dehghani
4.	Practical experience for internal compliance investigations (Study cases)		20:10-20:50	workshop		
5.	Potential liability issues in connection with the FCPA, the UKBA and other foreign laws	29.11.18	18:00-18:40	Lecture	4-100	Ario Dehghani
6.	Ukraine anti-corruption legislation: effect on compliance systems	18:40-19:20	Workshop			
7.	Compliance systems in Governmental authorities in Ukraine	30.11.18	19:30-20:10	Lecture	4-100	Borys Danevych
8.	Compliance systems in high-risk professions in Ukraine (legal, healthcare, construction & development)	20:10-20:50	Workshop			
9.	Broader perspective: tax and labor compliance, professionals ethics standards	06.12.18	18:00-18:40	Lecture	4-100	Borys Danevych
10.	Compliance monitoring, compliance culture and the new ISO standard 37001		18:40-19:20	Workshop		
11.	Data Protection: a growing issue of compliance	07.12.18	19:30-20:10	Lecture	4-100	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

Усі письмові роботи надсилати через електронну платформу.

#### Веб-сайт курсу

Програма, анонси та навчальні матеріали будуть розміщені на веб-сайті ACREC: <https://acrec.org.ua/>

## 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 (<https://www.oag.govt.nz/reports/docs/compliance-in-public-sector.pdf/view>)
- Compliance in the private sector

## TOPIC 2.

# HOW TO BUILD UP A ROBUST AND TAILORED INTERNAL COMPLIANCE SYSTEM

### Agenda

- ④ The need for a tailored compliance system
- ④ What are the most relevant requirements for a good running compliance system?
- ④ What is a risk assessment?
- ④ The importance of a good compliance function
- ④ The importance of communication and compliance culture
- ④ 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.

### Materials

- 👁 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>).

## TOPIC 3.

# HOW TO CONDUCT AN INTERNAL COMPLIANCE INVESTIGATION

### Agenda

- ④ What is an internal investigation?
- ④ When is an internal investigation necessary?
- ④ What should be key elements of an internal investigation?
- ④ 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.

### Materials

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

## TOPIC 4. PRACTICAL EXPERIENCE FOR INTERNAL COMPLIANCE INVESTIGATIONS (STUDY CASES)

### **Brief description:**

Workshop

### **Lecturer:**

Ario Dehghani.

## TOPIC 5: 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.

### **Materials**

- 👁 FCPA <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 6: UKRAINE ANTI-CORRUPTION LEGISLATION: EFFECT ON COMPLIANCE SYSTEMS

### Agenda

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

### Brief description:

These days 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

### Materials

- 👁️ 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-%D0%BF>).

## TOPIC 7. 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

### Materials

- 👁️ 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 ([https://nazk.gov.ua/sites/default/files/docs/nazk\\_files/doslidzhennya/44.pdf](https://nazk.gov.ua/sites/default/files/docs/nazk_files/doslidzhennya/44.pdf)).
- 👁️ Report on Corruption in Ukraine 2017 ([https://nazk.gov.ua/sites/default/files/docs/2017/мижнародні%20програми/рівень%20корупції\\_дослідження.pdf](https://nazk.gov.ua/sites/default/files/docs/2017/мижнародні%20програми/рівень%20корупції_дослідження.pdf))

## TOPIC 8: COMPLIANCE SYSTEMS IN HIGH-RISK PROFESSIONS IN UKRAINE (LEGAL, HEALTHCARE, CONSTRUCTION &DEVELOPMENT)

### 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

### Materials

- 👁 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)

## TOPIC 9. BROADER PERSPECTIVE: TAX AND LABOR COMPLIANCE, PROFESSIONALS ETHICS 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 10: COMPLIANCE MONITORING, COMPLIANCE CULTURE AND THE NEW ISO STANDARD 37001

### 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.

### Materials

- 👁️ The FCPA guide (<https://www.justice.gov/criminal/fraud/fcpa/guidance/guide.pdf>)

## TOPIC 11: 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.

### Lecturer:

Ario Dehghani.

### Materials

- 👁️ Ukrainian law on Data Protection (<https://cedem.org.ua/en/library/law-on-protection-of-personal-data/>)
- 👁️ EU Directive (<https://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 specializes 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 customized 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 practice law in Germany and the EU since 2008.

Before joining Redcliffe Partners, Ario practiced 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.

**email:** ario.dehghani@redcliffe-partners.com



### Borys Danevych

Partner, Life Sciences, Danevych.Law

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

Marchenko Danevych, Co-Founder, Partner, 2013 – 2018.

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

AbbVie, Amgen, AstraZeneca, EBRD, Gilead, Johnson & Johnson, Lilly, Novo Nordisk, PPD, Sanofi, Shire and others.

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