



# International Standard

**ISO 37001**

## Anti-bribery management systems — Requirements with guidance for use

*Systèmes de management anti-corruption — Exigences et  
recommandations de mise en œuvre*

**Second edition  
2025-02**



Beijing Sanxing 9000 Certification Body Co.,Ltd.

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Published in Switzerland

# Contents

Page

<b>Foreword</b>	<b>v</b>
<b>Introduction</b>	<b>viii</b>
<b>1 Scope</b>	<b>1</b>
<b>2 Normative references</b>	<b>1</b>
<b>3 Terms and definitions</b>	<b>1</b>
<b>4 Context of the organization</b>	<b>6</b>
4.1 Understanding the organization and its context	6
4.2 Understanding the needs and expectations of interested parties	6
4.3 Determining the scope of the anti-bribery management system	7
4.4 Anti-bribery management system	7
4.5 Bribery risk assessment	7
<b>5 Leadership</b>	<b>8</b>
5.1 Leadership and commitment	8
5.1.1 Governing body	8
5.1.2 Top management	8
5.1.3 Anti-bribery culture	9
5.2 Anti-bribery policy	9
5.3 Roles, responsibilities and authorities	10
5.3.1 General	10
5.3.2 Anti-bribery function	10
5.3.3 Delegated decision-making	10
<b>6 Planning</b>	<b>11</b>
6.1 Actions to address risks and opportunities	11
6.2 Anti-bribery objectives and planning to achieve them	11
6.3 Planning of changes	12
<b>7 Support</b>	<b>12</b>
7.1 Resources	12
7.2 Competence	12
7.2.1 General	12
7.2.2 Employment process	12
7.3 Awareness	13
7.3.1 Awareness of personnel	13
7.3.2 Training for personnel	13
7.3.3 Training for business associates	14
7.3.4 Awareness and training programmes	14
7.4 Communication	14
7.5 Documented information	15
7.5.1 General	15
7.5.2 Creating and updating documented information	15
7.5.3 Control of documented information	15
<b>8 Operation</b>	<b>16</b>
8.1 Operational planning and control	16
8.2 Due diligence	16
8.3 Financial controls	16
8.4 Non-financial controls	16
8.5 Implementation of anti-bribery controls by controlled organizations and by business associates	17
8.6 Anti-bribery commitments	17
8.7 Gifts, hospitality, donations and similar benefits	18
8.8 Managing inadequacy of anti-bribery controls	18
8.9 Raising concerns	18
8.10 Investigating and dealing with bribery	18

<b>9</b>	<b>Performance evaluation</b>	<b>19</b>
9.1	Monitoring, measurement, analysis and evaluation	19
9.2	Internal audit	19
9.2.1	General	19
9.2.2	Internal audit programme	20
9.2.3	Audit procedures, controls and systems	20
9.2.4	Objectivity and impartiality	20
9.3	Management review	20
9.3.1	General	20
9.3.2	Management review inputs	21
9.3.3	Management review results	21
9.4	Review by anti-bribery function	21
<b>10</b>	<b>Improvement</b>	<b>22</b>
10.1	Continual improvement	22
10.2	Nonconformity and corrective action	22
<b>Annex A (informative) Guidance on the use of this document</b>		<b>23</b>
<b>Bibliography</b>		<b>46</b>



## Foreword

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The procedures used to develop this document and those intended for its further maintenance are described in the ISO/IEC Directives, Part 1. In particular, the different approval criteria needed for the different types of ISO document should be noted. This document was drafted in accordance with the editorial rules of the ISO/IEC Directives, Part 2 (see [www.iso.org/directives](http://www.iso.org/directives)).

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This document was prepared by Technical Committee ISO/TC 309, *Governance of organizations*.

This second edition cancels and replaces the first edition (ISO 37001:2016), which has been technically revised. It also incorporates the Amendment ISO 37001:2016/Amd 1:2024.

The main changes are as follows:

- subclauses were added on climate change and stressing the importance of the compliance culture;
- conflicts of interest were addressed;
- the concept of the anti-bribery function was clarified;
- the wording was harmonized with other standards where appropriate and reasonable;
- the latest harmonized structure was introduced.

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## Introduction

Bribery is a widespread phenomenon. It raises serious social, moral, economic and political concerns, undermines good governance, hinders development and distorts competition. It erodes justice, undermines human rights and is an obstacle to the relief of poverty. It also increases the cost of doing business, introduces uncertainties into commercial transactions, increases the cost of goods and services, diminishes the quality of products and services, which can lead to loss of life and property, destroys trust in institutions and interferes with the fair and efficient operation of markets.

Governments have made progress in addressing bribery through international agreements such as the Organization for Economic Co-operation and Development Convention on Combating Bribery of Foreign Public Officials in International Business Transactions<sup>[19]</sup> and the United Nations Convention against Corruption<sup>[18]</sup> and through their national laws. In most jurisdictions, it is an offence for individuals to engage in bribery and there is a growing trend to make organizations, as well as individuals, liable for bribery.

However, the law alone is not sufficient to solve this problem. Organizations have a responsibility to proactively contribute to combating bribery. This can be achieved by an anti-bribery management system, which this document is intended to provide, and through leadership commitment to establishing a culture of integrity, transparency, openness and compliance. The nature of an organization's culture is critical to the success or failure of an anti-bribery management system.

A well-managed organization is expected to have a compliance policy supported by appropriate management systems to assist it in complying with its legal obligations and commitment to integrity. An anti-bribery policy is a component of an overall compliance policy. The anti-bribery policy and supporting management system help an organization to avoid or mitigate the costs, risks and damage of involvement in bribery, to promote trust and confidence in business dealings and to enhance its reputation.

This document reflects international good practice and can be used in all jurisdictions. It is applicable to small, medium and large organizations in all sectors, including public, private and not-for-profit sectors. The bribery risks facing an organization vary according to factors such as the size of the organization, the locations and sectors in which the organization operates, and the nature, scale and complexity of the organization's activities. This document specifies the implementation by the organization of policies, procedures and controls which are reasonable and proportionate according to the bribery risks the organization faces. [Annex A](#) provides guidance on implementing the requirements of this document.

Conformity with this document cannot provide assurance that no bribery has occurred or will occur in relation to the organization, as it is not possible to completely eliminate the risk of bribery. However, this document can help the organization implement reasonable and proportionate measures designed to prevent, detect and respond to bribery.

This document can be used in conjunction with other management system standards (e.g. ISO 9001, ISO 14001, ISO/IEC 27001, ISO 37301 and ISO 37002) and management standards (e.g. ISO 26000 and ISO 31000).

Guidance for the governance of organizations is specified in ISO 37000 and requirements for a general compliance management system are specified in ISO 37301.

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# Anti-bribery management systems — Requirements with guidance for use

## 1 Scope

This document specifies requirements and provides guidance for establishing, implementing, maintaining, reviewing and improving an anti-bribery management system. The system can be stand-alone or can be integrated into an overall management system. This document addresses the following in relation to the organization's activities:

- bribery in the public, private and not-for-profit sectors;
- bribery by the organization;
- bribery by the organization's personnel acting on the organization's behalf or for its benefit;
- bribery by the organization's business associates acting on the organization's behalf or for its benefit;
- bribery of the organization;
- bribery of the organization's personnel in relation to the organization's activities;
- bribery of the organization's business associates in relation to the organization's activities;
- direct and indirect bribery (e.g. a bribe offered or accepted through or by a third party).

This document is applicable only to bribery. It sets out requirements and provides guidance for a management system designed to help an organization to prevent, detect and respond to bribery and comply with anti-bribery laws and voluntary commitments applicable to its activities.

The requirements of this document are generic and are intended to be applicable to all organizations (or parts of an organization), regardless of type, size and nature of activity, and whether in the public, private or not-for-profit sectors. The extent of application of these requirements depends on the factors specified in [4.1](#), [4.2](#) and [4.5](#).

NOTE 1 See [Clause A.2](#) for guidance.

NOTE 2 The measures necessary to prevent, detect and mitigate the risk of bribery by the organization can be different from the measures used to prevent, detect and respond to bribery of the organization (or its personnel or business associates acting on the organization's behalf). See [A.8](#) for guidance.

## 2 Normative references

There are no normative references in this document.

## 3 Terms and definitions

For the purposes of this document, the following terms and definitions apply.

ISO and IEC maintain terminology databases for use in standardization at the following addresses:

- ISO Online browsing platform: available at <https://www.iso.org/obp>
- IEC Electropedia: available at <https://www.electropedia.org/>

### 3.1

#### **bribery**

offering, promising, giving, accepting or soliciting of an undue advantage of any value (which can be financial or non-financial), directly or indirectly, and irrespective of location(s), in violation of applicable law, as an inducement or reward for a person acting or refraining from acting in relation to the *performance* (3.16) of that person's duties

Note 1 to entry: The above is a generic definition. The meaning of the term “bribery” is as defined by the anti-bribery law applicable to the *organization* (3.2) and by the anti-bribery *management system* (3.5) designed by the organization.

### 3.2

#### **organization**

person or group of people that has its own functions with responsibilities, authorities and relationships to achieve its *objectives* (3.11)

Note 1 to entry: The concept of organization includes, but is not limited to sole-trader, company, corporation, firm, enterprise, authority, partnership, charity or institution, or part or combination thereof, whether incorporated or not, public or private.

Note 2 to entry: If the organization is part of a larger entity, the term “organization” refers only to the part of the larger entity that is within the scope of the anti-bribery *management system* (3.5).

### 3.3

#### **interested party** (preferred term)

#### **stakeholder** (admitted term)

person or *organization* (3.2) that can affect, be affected by, or perceive itself to be affected by a decision or activity

Note 1 to entry: An interested party can be internal or external to the organization.

### 3.4

#### **requirement**

need that is stated and obligatory

Note 1 to entry: The core definition of “requirement” in ISO management system standards is “need or expectation that is stated, generally implied or obligatory”. “Generally implied requirements” are not applicable in the context of anti-bribery management.

Note 2 to entry: “Generally implied” means that it is custom or common practice for the *organization* (3.2) and *interested parties* (3.3) that the need or expectation under consideration is implied.

Note 3 to entry: A specified requirement is one that is stated, e.g. in *documented information* (3.14).

### 3.5

#### **management system**

set of interrelated or interacting elements of an *organization* (3.2) to establish *policies* (3.10) and *objectives* (3.11), as well as *processes* (3.15) to achieve those objectives

Note 1 to entry: A management system can address a single discipline or several disciplines.

Note 2 to entry: The management system elements include the organization's structure, roles and responsibilities, planning and operation.

Note 3 to entry: The scope of a management system may include the whole of the organization, specific and identified functions of the organization, specific and identified sections of the organization, or one or more functions across a group of organizations.

### 3.6

#### **top management**

person or group of people who directs and controls an *organization* (3.2) at the highest level

Note 1 to entry: Top management has the power to delegate authority and provide resources within the organization.

Note 2 to entry: If the scope of the *management system* (3.5) covers only part of an organization, then top management refers to those who direct and control that part of the organization.

Note 3 to entry: Organizations can be organized depending on which legal framework they are obliged to operate under and also according to their size, sector, etc. Some organizations have both a *governing body* (3.7) and *top management* (3.6), while some organizations do not have responsibilities divided into several bodies. These variations, both in respect of organization and responsibilities, can be considered when applying the requirements in [Clause 5](#).

### 3.7

#### **governing body**

person or group of people who have ultimate accountability for the whole *organization* (3.2)

Note 1 to entry: A governing body can be explicitly established in a number of formats including, but not limited to, a board of directors, supervisory board, sole director, joint and several directors, or trustees.

Note 2 to entry: ISO management system standards make reference to the term “top management” to describe a role that, depending on the standard and organizational context, reports to, and is held accountable by, the governing body.

Note 3 to entry: Not all organizations, particularly small and medium organizations, will have a governing body separate from top management. In such cases, top management exercises the role of the governing body.

[SOURCE: ISO 37000:2021, 3.3.4, modified — The Notes to entry were reordered: Note 2 to entry is now Note 1 to entry; Note 3 to entry is now Note 2 to entry; and Note 3 to entry was added.]

### 3.8

#### **anti-bribery function**

person(s) with responsibility and authority for the operation of the anti-bribery *management system* (3.5)

### 3.9

#### **effectiveness**

extent to which planned activities are realized and planned results are achieved

### 3.10

#### **policy**

intentions and direction of an *organization* (3.2) as formally expressed by its *top management* (3.6) or its *governing body* (3.7)

### 3.11

#### **objective**

result to be achieved

Note 1 to entry: An objective can be strategic, tactical, or operational.

Note 2 to entry: Objectives can relate to different disciplines (such as finance, sales and marketing, procurement, health and safety, and environment). They can be, for example, organization-wide or specific to a project, product or *process* (3.15).

Note 3 to entry: An objective can be expressed in other ways, e.g. as an intended result, as a purpose, as an operational criterion, as an anti-bribery objective or by the use of other words with similar meaning (e.g. aim, goal, or target).

Note 4 to entry: In the context of anti-bribery *management systems* (3.5), anti-bribery objectives are set by the *organization* (3.2), consistent with the anti-bribery *policy* (3.10), to achieve specific results.

### 3.12

#### **risk**

effect of uncertainty on objectives

Note 1 to entry: An effect is a deviation from the expected — positive or negative.

Note 2 to entry: Uncertainty is the state, even partial, of deficiency of information related to, understanding or knowledge of, an event, its consequence, or likelihood.

Note 3 to entry: Risk is often characterized by reference to potential events and consequences, or a combination of these.



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第1版  
2025-02



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## 反贿赂管理体系—要求及使用指南

Anti-bribery management systems—

Requirements with guidance for use



公司内部翻译

ISO 37001-2025

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## 目 次

前言 .....	III
引言 .....	VI
1 范围 .....	1
2 规范性引用文件 .....	1
3 术语和定义 .....	1
4 组织的环境 .....	7
4.1 理解组织及其环境 .....	7
4.2 理解相关方的需求和期望 .....	7
4.3 确定反贿赂管理体系的范围 .....	8
4.4 反贿赂管理体系 .....	8
4.5 贿赂风险评估 .....	8
5 领导作用 .....	8
5.1 领导作用和承诺 .....	9
5.1.1 治理机构 .....	9
5.1.2 最高管理者 .....	9
5.1.3 反贿赂文化 .....	10
5.2 反贿赂方针 .....	10
5.3 岗位、职责和权限 .....	10
5.3.1 总则 .....	10
5.3.2 反贿赂职能 .....	11
5.3.3 委托决策 .....	11
6 策划 .....	11
6.1 应对风险和机遇的措施 .....	11
6.2 反贿赂目标及实现目标的策划 .....	12
6.3 变更的策划 .....	12
7 支持 .....	12
7.1 资源 .....	12
7.2 能力 .....	13
7.2.1 总则 .....	13
7.2.2 聘用过程 .....	13
7.3 意识 .....	14
7.3.1 人员的意识 .....	14
7.3.2 人员的培训 .....	14
7.3.3 商业伙伴的培训 .....	14
7.3.4 意识和培训计划 .....	15
7.4 反贿赂沟通 .....	15
7.5 成文信息 .....	15
7.5.1 总则 .....	15
7.5.2 成文信息创建和更新 .....	16
7.5.3 成文信息的控制 .....	16
8 运行 .....	16
8.1 运行的策划和控制 .....	16
8.2 尽职调查 .....	16
8.3 财务控制 .....	17
8.4 非财务控制 .....	17
8.5 受控组织和商业伙伴实施反贿赂控制 .....	17
8.6 反贿赂承诺 .....	18
8.7 礼品、招待、捐赠及类似利益 .....	18

8.8 管理反贿赂控制的不足 ..... 18

8.9 提出疑虑 ..... 18

8.10 调查和处理贿赂 ..... 19

9 绩效评价 ..... 19

9.1 监视、测量、分析和评价 ..... 19

9.2 内部审核 ..... 20

9.2.1 总则 ..... 20

9.2.2 内部审核方案 ..... 20

9.2.3 审核程序、控制和系统 ..... 20

9.2.4 客观性和公正性 ..... 21

9.3 管理评审 ..... 21

9.3.1 总则 ..... 21

9.3.2 管理评审输入 ..... 21

9.3.3 管理评审结果 ..... 21

9.4 反贿赂职能部门的评审 ..... 22

10 改进 ..... 22

10.1 持续改进 ..... 22

10.2 不合格和纠正措施 ..... 22

附录 A（资料性）本标准使用指南 ..... 24

参 考 文 献 ..... 47





# 前言

国际标准化组织（ISO）是由各国标准化群体（ISO 成员群体）组成的世界性的联合会。制定国际标准工作通常由 ISO 的技术委员会完成。各成员群体若对某技术委员会确定的项目感兴趣，均有权参加该委员会的工作。与 ISO 保持联系的各国际组织（官方的或非官方的）也可参加有关工作。ISO 与国际电工委员会（IEC）在电工技术标准化方面保持密切合作的关系。

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ISO 与合格评定相关的特定术语和表述含义的解释以及 ISO 遵循的世界贸易组织（WTO）贸易技术壁垒（TBT）原则关信息访问 [www.iso.org/iso/foreword.html](http://www.iso.org/iso/foreword.html)。

本标准由 ISO/TC 309（组织治理）技术委员会编制。

本第二版取消并代替第一版（ISO 37001:2016），该版已经过技术修订。本版还纳入了修正案 ISO 37001:2016/Amd 1:2024。

主要变更如下：

- 增加了关于气候变化和强调合规文化重要性的子条款；
- 解决了利益冲突问题；
- 澄清了反贿赂职能的概念；
- 在适当和合理的情况下，与其他标准的措辞保持一致；
- 引入了最新的协调结构。

## 许可和使用条款

ISO 出版物的使用需遵守适用许可协议的条款和条件。ISO 出版物根据不同的许可协议类型（“许可类型”）提供，允许非独占、不可转让、有限、可撤销的权利，以使用/访问 ISO 出版物，用于以下一个或多个目的（“目的”），这些目的可能是内部或外部范围的。适用的目的必须在许可协议中明确。

### a) 许可类型；

#### 1) 单一注册最终用户许可：

- 该许可为指定目的提供，并在用户姓名上加水印。
- 在此许可下，用户不能与任何人共享 ISO 出版物，包括在网络上共享。

#### 2) 网络许可：

该许可为指定目的提供，可分配给同一组织内的未命名并发最终用户或命名并发最终用户。

### b) 目的。

#### 1) 内部目的:

——仅限于用户组织内部使用,包括但不限于自身实施。

允许的内部使用范围在购买时或通过 ISO、用户所在国家的 ISO 成员机构、任何其他 ISO 成员机构或授权第三方分销商达成的后续协议中指定。这包括任何适用的内部复制权利(如内部会议、内部培训计划、认证服务的准备、整合或说明在内部手册、内部培训材料和内部指导文件中)。每次内部使用必须在采购订单中明确指定,并且每次允许的使用都将适用特定的费用和要求。

#### 2) 外部目的:

外部使用,包括但不限于由用户/用户组织向第三方提供的认证服务、咨询、培训、数字服务等,以及用于商业和非商业目的。

允许外部使用的范围在购买时或通过随后与国际标准化组织(ISO)、用户所在国家的 ISO 成员机构、任何其他 ISO 成员机构或授权第三方分销商达成的协议中指定,包括任何适用的外部复制权(例如,在用户/用户组织营销和销售的出版物、产品或服务中)。每次外部使用必须在采购订单中明确指定,并且每次允许的使用都将适用特定的费用和要求。

除非用户已根据上述规定获得复制权,否则用户无权在其组织内外出于任何目的共享或转授权 ISO 出版物。如果用户希望为 ISO 出版物或其内容获得额外的复制权,用户可以联系 ISO 或其所在国家的 ISO 成员机构以探讨其选择。

在用户或用户组织被授予提供认证服务交付中的任何或全部活动,或为客户进行审核的外部使用许可的情况下,用户或用户组织同意核实,受认证或审核的管理体系运行的组织已从其所在国家的 ISO 成员机构、任何其他 ISO 成员机构、ISO 或授权第三方分销商处获得了用于认证或审核的 ISO 标准自行实施的许可。此核实义务应包含在用户或用户组织获得的适用许可协议中。

ISO 出版物不得披露给第三方,用户应仅将其用于采购订单和/或适用许可协议中指定的目的。未经授权超出许可目的披露或使用 ISO 出版物是禁止的,并可能导致法律行动。

ISO 出版物根据不同类型的许可协议(“许可类型”)提供,允许非独占、不可转让、有限、可撤销的权利,以使用/访问 ISO 出版物,用于以下一个或多个目的(“目的”),这些目的可能是内部或外部范围的。适用的目的必须在许可协议中明确。

#### **使用限制**

除适用许可协议中另有规定,并需获得国际标准化组织(ISO)、用户所在国家的 ISO 成员机构、任何其他 ISO 成员机构或授权第三方分销商另行授予的许可外,用户无权:

——将 ISO 出版物用于除许可目的以外的任何目的;

——授予超出许可类型的 ISO 出版物使用或访问权限;

——超出预定目的和/或许可类型披露 ISO 出版物;

——出售、出借、出租、复制、分发、进出口或以其他方式商业利用 ISO 出版物。对于联合标准(如 ISO/IEC 标准),本条款适用于相应的联合版权所有权;

——将 ISO 出版物(全部或部分)的所有权转让给任何第三方。

无论用户为 ISO 出版物获得访问和使用权限的许可类型或目的如何，用户均不得整体或部分地访问或使用任何 ISO 出版物用于机器学习、人工智能和/或类似目的，包括但不限于将其作为（i）大型语言模型或类似模型的训练数据，或（ii）用于提示或以其他方式使人工智能或类似工具生成响应。此类使用仅在通过请求者所在国家的 ISO 成员机构、另一个 ISO 成员机构或 ISO 的特定许可协议明确授权的情况下才被允许。对于此类授权的请求，将逐例考虑以确保遵守知识产权。

如果 ISO 或用户所在国家的 ISO 成员机构有合理怀疑认为用户未遵守这些条款，其可书面要求在用户场所或通过远程访问在工作时间内进行审核，或由第三方审核员进行审核。

有关本标准的任何反馈或问题，应提交给用户的国家标准机构。这些机构的完整列表可在 [www.iso.org/members.html](http://www.iso.org/members.html) 上找到。



# 引言

贿赂是一种普遍存在的现象，它引发了严重的社会、道德、经济和政治疑虑，破坏了良好治理，阻碍了发展，并扭曲了竞争。贿赂侵蚀了正义，损害了人权，是缓解贫困的障碍。它还增加了商业活动的成本，给商业交易带来了不确定性，提高了商品和服务的价格，降低了产品和服务的质量，这可能导致生命和财产的损失，破坏对机构的信任，并干扰市场的公平和高效运行。

政府已经通过国际协议（如《经济合作与发展组织关于在国际商业交易中打击贿赂外国公职人员的公约》<sup>[19]</sup>和《联合国反腐败公约》<sup>[18]</sup>）以及国家法律，在解决贿赂问题方面取得了进展。在大多数司法管辖区，个人从事贿赂行为是违法的，并且有一种日益增长的趋势是，使组织以及个人都对贿赂行为承担责任。

然而，仅靠法律并不足以解决这个问题。组织有责任积极主动地参与打击贿赂。这可以通过反贿赂管理体系来实现，本标准旨在提供这样的管理体系，并通过领导层的承诺来建立诚信、透明、开放和合规的文化。组织的文化性质对于反贿赂管理体系的成功或失败至关重要。

一个管理良好的组织应有一项合规政策，并由适当的管理体系支持，以协助其履行法律义务和对诚信的承诺。反贿赂方针是整体合规政策的一个组成部分。反贿赂方针及其支持的管理体系有助于组织避免或减轻涉及贿赂的成本、风险和损害，促进商业交易中的信任和信心，并提升其声誉。

本标准反映了国际良好实践，可在所有司法管辖区使用。它适用于所有部门的小型、中型和大型组织，包括公共部门、私营部门和非营利部门。组织面临的贿赂风险因多种因素而异，如组织的规模、组织运营的地点和部门，以及组织活动的性质、规模和复杂性。本标准规定了组织根据其所面临的贿赂风险，实施合理且相称的政策、程序和控制措施。附件A提供了实施本标准要求的指导。

符合本标准并不能保证组织没有发生或将来不会发生贿赂行为，因为完全消除贿赂风险是不可能的。然而，本标准可以帮助组织实施旨在预防、检测和应对贿赂的合理且相称的措施。

本标准可以与其他管理体系标准（如ISO 9001、ISO 14001、ISO/IEC 27001、ISO 37301和ISO 37002）和管理标准（如ISO 26000和ISO 31000）结合使用。

关于组织治理的指导在ISO 37000中进行了规定，而一般合规管理体系的要求在ISO 37301中进行了规定。

# 反贿赂管理体系——要求及使用指南

## 1 范围

本标准规定了建立、实施、保持、评审和改进反贿赂管理体系的要求，并提供了相关指导。该体系可以独立存在，也可以融入整体管理体系中。本标准涉及组织活动相关的以下方面：

- 公共部门、私营部门和非营利部门的贿赂；
- 组织的贿赂行为；
- 组织人员代表组织或为了组织利益而进行的贿赂；
- 组织商业伙伴代表组织或为了组织利益而进行的贿赂；
- 对组织的贿赂；
- 与组织活动相关的对组织人员的贿赂；
- 与组织活动相关的对组织商业伙伴的贿赂；
- 直接和间接贿赂（例如，通过第三方或由第三方提供或接受的贿赂）。

本标准仅适用于贿赂问题。它规定了要求，并为旨在帮助组织预防、检测和应对贿赂，以及遵守适用于其活动的反贿赂法律和自愿承诺的管理体系提供了指导。

本标准的要求是通用的，旨在适用于所有组织（或组织的一部分），无论其类型、规模和活动性质如何，也无论其属于公共部门、私营部门还是非营利部门。这些要求的适用程度取决于4.1、4.2和4.5中指定的因素。

注1：见 A.2 以获取指导。

注2：组织为防止、检测和减轻自身贿赂风险所需的措施，可能与用于防止、检测和应对对组织（或其人员或代表组织行事的商业伙伴）的贿赂的措施不同。见 A.8 以获取指导。

## 2 规范性引用文件

本标准中无规范性引用文件。

## 3 术语和定义

以下术语和定义适用于本标准。

ISO（国际标准化组织）和IEC（国际电工委员会）维护用于标准化的术语数据库，其访问地址如下：

- ISO 在线浏览平台：<https://www.iso.org/obp>

——IEC Electropedia: <https://www.electropedia.org/>

### 3.1

#### 贿赂 bribery

提供、承诺、给予、接受或索取任何价值的不当利益（无论是财务的或非财务的），无论地点如何，直接或间接地违反适用法律，以此作为引诱或奖励，促使个人就其职责绩效（3.16）采取或不采取行动。

注1：上述为一般定义。“贿赂”一词的含义由适用于组织（3.2）的反贿赂法律和由组织设计的反贿赂管理体系（3.5）进行具体规定。

### 3.2

#### 组织 organization

为实现其目标（3.11），具有自身职责、权限和相互关系的个人或一群人。

注1：组织的概念包括但不限于个体经营者、公司、集团、商行、企事业单位、行政机构、合伙企业、慈善机构或研究机构，或其部分或组合，无论是否具有法人资格，无论公立还是私立。

注2：如果组织是更大实体的一部分，则“组织”一词仅指处于反贿赂管理体系（3.5）范围内的该更大实体的一部分。

### 3.3

#### 相关方（推荐术语）interested party

#### 利益相关者（认可术语）stakeholder

能够影响、被影响或自认为受到某个决定或活动影响的个人或组织（3.2）。

注1：相关方可以是组织内部的或外部的。

### 3.4

#### 要求 requirement

明确表述的、必须履行的需求。

注1：ISO 管理体系标准中“要求”的核心定义是“明确表述的、通常隐含的或必须履行的需求或期望”。在反贿赂管理的背景下，“通常隐含的要求”不适用。

注2：“通常隐含”意味着对于组织（3.2）和相关方（3.3）而言，所考虑的需求或期望是习惯或常见做法所隐含的。

注3：规定的要求是明确表述的，例如在成文信息（3.14）中。

### 3.5

#### 管理体系 management system

组织（3.2）中用于建立方针（3.10）和目标（3.11），以及实现这些目标的过程（3.15）的一组相互关联或相互作用的要素。

注1：管理体系可以针对一个领域或多个领域。



注2：管理体系要素包括组织的结构、岗位和职责、策划和运行。

注3：管理体系的范围可以包括整个组织、组织的特定和已识别的职能、组织的特定和已识别的部分，或跨一组组织的一个或多个职能。

### 3.6

#### 最高管理者 top management

在最高层指挥和控制组织（3.2）的一个人或一组人。

注1：注释 1：最高管理者在组织内有授权和提供资源的权力。

注2：若管理体系（3.5）的范围仅覆盖组织的一部分，则最高管理者是指那些指挥并控制组织该部分的人员。

注3：组织的形式取决于其运营所遵照的法律框架及其规模大小、所属行业等。有些组织可能同时设有治理机构（3.7）和最高管理者，而有些组织则没有将职责分属于多个机构。在适用第 5 章的要求时，应考虑到这些关于组织及其职责的不同情况。

### 3.7

#### 治理机构 governing body

对组织（3.2）的整体活动、治理和政策承担最终责任并行使权力的个人或一组人，最高管理者（3.6）向其报告并对其负责。

注1：治理机构可以以多种形式明确设立，包括但不限于董事会、监事会、唯一董事、联合董事或受托人。

注2：ISO 管理体系标准使用“最高管理者”一词来描述一个岗位，该岗位根据标准和组织背景的不同，向治理机构报告并对其负责。

注3：并非所有组织，特别是小型和中型组织，都会有独立于最高管理者的治理机构。在这种情况下，最高管理者履行治理机构的职责。

[来源：ISO 37000:2021, 3.3.4, 已修改——注的排序已更改：原注2现为注1；原注3现为注2；并增加了注3。]

### 3.8

#### 反贿赂职能 anti-bribery function

负责反贿赂管理体系（3.5）运行的个人或群体。

### 3.9

#### 有效性 effectiveness

完成策划的活动并实现策划结果的程度。

### 3.10

#### 方针 policy

由最高管理者（3.6）或治理机构（3.7）正式发布的组织（3.2）的宗旨和方向。



### 3.11

#### 目标 objective

要实现的结果。

注1：目标可以是战略性的、战术性的或操作性的。

注2：目标可以与不同的领域相关（如财务、销售和市场营销、采购、健康和安全以及环境）。它们可以是组织范围内的，也可以是特定于项目、产品或过程（3.15）的。

注3：目标可以用其他方式表达，例如作为预期结果、目的、操作准则、反贿赂目标或使用具有相似含义的其他词语（如宗旨、目标或指标）。

注4：在反贿赂管理体系（3.5）的语境中，组织（3.2）根据反贿赂方针（3.10）设定反贿赂目标，以实现特定结果。

### 3.12

#### 风险 risk

不确定性对目标的影响。

注1：影响是偏离预期的——无论是正面的还是负面的。

注2：不确定性是与事件、其后果或可能性相关的信息、理解或知识存在缺陷的状态，即使是部分缺陷。

注3：风险通常通过参考潜在事件和后果，或这两者的组合来描述其特征。

注4：风险通常用事件（包括环境变化）的后果及其相关发生可能性的组合来表达。

### 3.13

#### 能力 competence

运用知识和技能实现预期结果的能力。

### 3.14

#### 成文信息 documented information

组织（3.2）需要控制和保持的信息及其所承载的媒介。

注1：成文信息可以是任何格式和媒介，且可以来自任何来源。

注2：成文信息可以指：

- 管理体系（3.5），包括相关过程（3.15）；
- 为组织运营而创建的信息（文件）；
- 实现结果的证据（记录）。

### 3.15

#### 过程 process

相互关联或相互作用的一组活动，这些活动使用或转化输入以产生结果。

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注1：注释 1：一个过程的结果是否被称为输出、产品或服务，取决于参考的语境。

### 3.16

#### 绩效 performance

可测量的结果。

注1：绩效可以与定量或定性的发现相关。

注2：绩效可以与管理活动、过程（3.15）、产品、服务、体系或组织（3.2）相关。

### 3.17

#### 监视 monitoring

确定体系、过程（3.15）或活动的状态。

注1：为了确定状态，可能需要检查、监督或批判性地观察。

### 3.18

#### 测量 measurement

确定值的过程（3.15）。

### 3.19

#### 审核 audit

一种系统而独立的过程（3.15），用于获取证据并客观地评价它，以确定审核准则被满足的程度。

注1：审核可以是内部审核（第一方）或外部审核（第二方或第三方），也可以是结合审核（结合两个或多个学科）。

注2：内部审核由组织（3.2）自身或代表其进行的外部方进行。

注3：“审核证据”和“审核准则”在 ISO 19011 中有定义。

### 3.20

#### 符合性 conformity

满足要求（3.4）。

### 3.21

#### 不符合性 nonconformity

未满足要求（3.4）。

### 3.22

#### 纠正措施 corrective action

为消除不符合（3.21）的原因并防止其再次发生的措施。

### 3.23

#### 持续改进 continual improvement

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为增强绩效（3.16）而反复进行的活动。

### 3.24

人员 personnel

组织的（3.2）董事、官员、雇员、临时工作人员或工人，以及志愿者。

注1：不同类型的人员会带来不同类型和程度的贿赂风险（3.12），组织在贿赂风险评估和贿赂风险管理程序中可以对其采取不同的处理方式。

注2：关于临时工作人员或工人的指导，请见 A.8。

### 3.25

商业伙伴 business associate

与组织（3.2）已经建立或计划建立某种形式的商业关系的外部方。

注1：商业伙伴包括但不限于客户、客户、合资企业、合资伙伴、联合体伙伴、外包提供商、承包商、咨询师、分包商、供方、销售商、顾问、代理、分销商、代表、中介和投资者。此定义故意宽泛，应根据组织的贿赂风险（3.12）状况来解释，以适用于那些可能使组织合理暴露于贿赂风险的商业伙伴。

注2：不同类型的商业伙伴会带来不同类型和程度的贿赂风险，组织（3.2）对不同类型的商业伙伴的影响能力也会有所不同。组织的贿赂风险评估和贿赂风险管理程序可以对不同类型的商业伙伴采取不同的处理方式。

注3：本文中的“商业”一词可广义解释为与组织存在目的相关的活动。

### 3.26

公职人员 public official

通过任命、选举或继承而担任立法、行政或司法职务的人，或行使公共职能的任何人，包括为公共机构或公共企业行使职能的人，或任何国内或国际公共组织的官员或代理人，或任何公职候选人。

注1：关于可被视为公职人员的个人的示例，请见 A.21。

### 3.27

第三方 third party

独立于组织（3.2）的个人或机构。

注1：注：所有的商业伙伴（3.26）均为第三方，但并非所有的第三方都是商业伙伴。

### 3.28

利益冲突 conflict of interest

一种情形，其中相关方拥有直接或间接的个人利益或组织利益，这些利益可能损害或干扰其以组织（3.2）的最佳利益为出发点公正地履行职责的能力。

注1：个人利益可能包括多种类型，如商业、财务、家庭、专业、宗教或政治利益。

注2：组织利益涉及的是组织或其部分（如团队或部门）的利益，而非个体的利益。

（来源：ISO 37009:—1），3.14]

### 3.29

#### 尽职调查 due diligence

进一步评估贿赂风险（3.12）的性质和程度的过程（3.15），帮助组织（3.2）就特定交易、项目、活动、商业伙伴（3.25）和人员（3.24）做出决策。

### 3.30

#### 反贿赂文化 anti-bribery culture

存在于整个组织（3.1）中的价值观、道德观、信念和行为，它们与组织的结构和控制系统相互作用，产生有利于反贿赂方针（3.10）和反贿赂管理体系（3.5）的行为规范。

注1：此术语改编自 ISO 37301:2021，3.28 中的“合规文化”。

## 4 组织的环境

### 4.1 理解组织及其环境

组织应确定与其宗旨相关且影响其实现反贿赂管理体系预期结果的能力的外部 and 内部问题。这些问题包括但不限于以下因素：

- a) 组织的规模、结构和委托决策权限；
- b) 组织运营或预期运营的地点和行业领域；
- c) 组织活动和运营的性质、规模和复杂性；
- d) 组织的商业模式；
- e) 组织控制的实体以及控制组织的实体；
- f) 组织的商业伙伴；
- g) 与公职人员互动的性质和程度；
- h) 适用的法定、监管、合同和职业义务及职责。组织应确定气候变化是否为一个相关问题。

注：如果组织直接或间接控制另一组织的管理，则视为对该组织具有控制权（见A.13）。

### 4.2 理解相关方的需求和期望

组织应确定：

- a) 与反贿赂管理体系有关的相关方；
- b) 这些相关方的相关要求；
- c) 将通过反贿赂管理体系处理哪些要求。

如需要获取全文

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