

Title: Anti-Corruption Policy
文件名: 反腐败政策

Policy Owner: Office of Legal Counsel
政策所有者: 法务总监办公室

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Applies to: All members of the Tianjin Juilliard School (“**Tianjin Juilliard**” or
适用于: “**School**”) community, including faculty; staff; members of the Board; employees; volunteers; students who are acting as employees or volunteering as part of a School sponsored program, activity, or event; interns; contractors; consultants; agents; and other persons and organizations acting on the School’s behalf. This includes all affiliates and other entities formed by the School, and any joint ventures the School participates in, whether or not the School owns the majority interest.

适用于：天津茱莉亚学院全体成员（以下称“天津茱莉亚”或“学院”），包括：教师、员工、理事会成员、其他雇员、志愿者；以雇员或志愿者身份参与天津茱莉亚赞助项目、活动、事件的学生；实习生；承包商；顾问；代理和其他代表学院行事的个人或组织。该政策同时适用于学院设立的所有关联机构和其他实体，以任何由学院参股的合资项目，无论学院是否在该合资项目中是否具有控股权。

Effective Date: March 8, 2024
生效日期: 2024年3月8日

Policy Statement

政策声明

Reason for the Policy

政策制定的原因

This Policy provides guidance on how to recognize and respond to situations that may implicate laws prohibiting corruption and bribery, including:

本政策就如何识别和应对可能涉及法律禁止之腐败和贿赂的情形提供指引，该等情形包括：

The FCPA – The FCPA prohibits payment of anything of value to foreign government officials to influence their acts or decisions or to secure any other improper advantage in retaining or obtaining business.

《反海外腐败法》——《反海外腐败法》禁止向外国政府官员支付任何有价值的对价，以影响其行为或决定，或为了保持或获取业务而获取其他不当利益。

- U.K. Bribery Act 2010 – The Bribery Act has worldwide scope and makes it unlawful to offer, give, or promise to give a “financial or other advantage” to either a private individual or government official in exchange for improperly performing a function or activity. It is more expansive than the FCPA in that it prohibits not only the paying and receiving of bribes, but also the failure of an organization to prevent bribery. In addition, the Bribery Act has a broad jurisdictional reach that extends to actions taken by any organization that has a “business presence” in the U.K., regardless of where the bribe is paid.

2010年英国《反贿赂法案》——该《反贿赂法案》的适用范围遍及全球，其规定以换取不当履行某职能或活动为目的，而向个人或政府官员提供、给予或承诺给予某种“财务或其他利益”的行为是非法的。该法案比《反海外腐败法》的适用范围更广，因为它不仅对行贿及受贿的行为予以禁止，同时还对组织未能预防贿赂发生的行为予以禁止。此外，该《反贿赂法》还具有广泛的司法管辖范围，其管辖范围延伸至任何在英国具有“业务存在”的组织所采取的行动，而不考虑贿赂支付的发生地。

- Similar laws in P.R. China – Prohibit giving and receiving property in order to obtain an improper benefit, including an unfair commercial advantage. Under P.R. China law, bribery is typically divided into two categories—official bribery and commercial bribery. “Official bribery” involves bribes to a government agency, governmental officials or personnel performing public duties in state-owned enterprises or private companies. “Public duties” include the carrying out of organizational, leadership, supervisory, and management functions on behalf of enterprises or institutions of any kind owned in whole or in part by the

state. “Commercial bribery” means the offering or receiving of bribes between non-governmental agencies, companies, or personnel. Individuals as well as entities can be prosecuted for the crime of offering or accepting bribes. Chinese unfair competition law also prohibits commercial bribery, defined under the law as giving, receiving, or demanding things of value in connection with the sale or purchase of goods or services. The granting of secret off-record payments or kickbacks to any individual or company is considered to be a bribe.

中国的类似法律---禁止为获得某种不正当商业利益（包括不公平的商业优势）而给予和接受财物。根据中国的法律，贿赂通常分为两类：向国家工作人员行贿和商业贿赂。“向国家工作人员行贿”指的是向政府机构、政府官员或国有企业或私营企业中履行公务的人员行贿。“公务”包括代表全部或部分国有的企事业单位执行组织、领导、监督和管理职能的行为。“商业贿赂”是指非政府机构、公司或人员之间提供或接受贿赂。个人和实体都可被指控触犯行贿罪或受贿罪。中国的《不正当竞争法》也禁止商业贿赂，该法将商业贿赂定义为在销售或购买商品或服务时给予、接受或索取有价值的东西。向任何个人或公司提供账外暗中付款或回扣都被认为是商业贿赂。

- Anti-Corruption Laws in Other Countries – The School is subject to the laws in each of the jurisdictions where it acts or operates, including anti-corruption laws. Many of the countries where the School operates or may operate in the future have adopted the OECD Convention on Combating Bribery of Foreign Public Officials in International Business Transactions (the “**Convention**”). The Convention requires adopting nations to ensure that their legislatures approve the Convention and pass legislation to implement it into national law. The anti-corruption laws in foreign jurisdictions can be more expansive than the FCPA.

其他国家的反腐败法律---学院遵守其行事或运营所在的每个司法管辖区的法律，包括反腐败法律。学院正在或将来可能开展业务的许多国家已经加入了经济合作与发展组织的《关于打击国际商业交易中贿赂外国公职人员公约》（“该公约”）。该公约要求通过加入的国家确保其立法机关批准该公约，并通过国内立法落实该公约。反腐败法律在国外的司法管辖区可能比《反海外腐败法》管辖范围更广。

Definitions

定义

- Government Official – Any officer or employee of a foreign government or any department, agency, or any person acting in an official capacity for or on behalf of a foreign government, government entity, or public international organization, any foreign political party or party official, any candidate for foreign political office, or any employee of a state-owned or controlled entity or institution (e.g., an employee of a state-owned university or a physician at a state-owned hospital). “Government Official” also includes the family members of any of the groups listed above.

政府官员—指外国政府、机关或代理机构的任何官员或雇员；或任何代表外国政府、政府机构或公共国际组织以官方身份行事的任何部门、机构或个人，以及任何外国政党或政党官员，任何外国政治职位候选人，或任何国有或受控实体或机构的雇员（例如，公立大学的雇员或公立医院的医生）。“政府官员”还包括上述任何群体的家庭成员。

- Payment – Paying or offering to pay now or in the future anything of value with the intent to induce improper behavior. “Anything of value” is broadly defined and can include cash, gift cards, vouchers, or things similar to cash; services; gifts; lavish meals; investment opportunities in other than arm’s length transactions; offers of employment; charitable donations to legitimate charities if they are intended to obtain or retain business, to secure a business opportunity or any other business advantage, or to obtain beneficial government treatment, contracts or other business opportunities; entertainment; travel expenses; favors for family or acquaintances; or the uncompensated use of School facilities or property.

支付—指支付或许诺在未来支付任何有价值的东西，以意图诱导不当行为。“任何有价值的东西”的定义很宽泛，可以包括现金、礼品卡、代金券或与现金类似的东西；服务；礼物；奢华餐饮；公平交易以外的投资机会；提供就业机会；向合法慈善机构提供的慈善捐赠（如捐赠目的是获得或保留业务、获得商业机会或任何其他商业优势，或获得政府优待、合同或其他商业机会）；娱乐；差旅费用；对家人或友人提供帮助；或无偿使用学校设施或财产。

Corruption – Activities taken to induce a Government Official or private person to misuse his or her authority, such as inducing the person to take any improper action or to refrain from taking appropriate actions.

腐败行为-诱使政府官员或个人滥用其权力的行为，如诱使其采取任何不当行动或不采取适当行动。

All members of the Tianjin Juilliard community governed by this Policy, as listed above, are strictly prohibited from engaging in any type of corrupt activity, including unlawful bribery of a Government Official or private person in connection with School activities. A bribe does not actually have to take place or be accepted; offering or agreeing to a bribe is itself a violation of this Policy.

如上文所述，天津茱莉亚的所有成员都被严禁参与任何类型的腐败活动，包括包括与学院活动相关的对政府官员或私人个人的非法行贿。贿赂并不一定要实际发生或被受贿方实际接受;提出行贿或同意行贿本身即违反本政策。

Each member of the School community engaged in a School activity must refuse to participate in any attempt to bribe or make any other improper Payment to a Government Official or private person intended to induce the recipient to misuse his or her authority, such as inducing the person to perform his or her responsibilities or duties improperly or to give an improper advantage. This includes, as examples only: (i) offering or providing a Payment to a Government Official to rule favorably on an application for a tax exemption or a permit, registration, license, or other authorization; (ii) making a Payment to a Government Official or private person who has responsibility for awarding or influencing the award of a grant, contract, or gift; (iii) reimbursing a Government Official for personal expenses other than as part of bona fide, documented School activity or project in accordance with Tianjin Juilliard policies; and (iv) providing any Payment to a consultant, agent, or other person to enable any of the foregoing or any other corrupt activities. “Facilitation payments” made to Government Officials to expedite or secure a non-discretionary routine government action (e.g., issuing a visa or providing for mail pick-up) are forbidden by this Policy, no matter how small.

参与学校活动的任何学校社区成员都应杜绝参与任何试图向政府官员或个人行贿，或进行其他任何不正当的付款，以诱使其滥用其职责或权利或提供不正当的利益。该等诱使行为包括（仅作为示例）：(i) 向政府官员或个人许诺或提供一笔款项，以诱使其对免税或许可、注册、许可证或其他授权的申请作出有利的裁定；(ii) 向负责审批某授权、合同或礼物，或对该等审批产生影响的政府官员或个人支付款项；(iii) 为政府官员报销其个人费用，但该个人费用未符合天津茱莉亚报销政策，系非真实基于学院记录的活动或项目发生的；以及(iv)向顾问、代理人或其他人士提供任何款项，以使前述任何活动或任何其他腐败活动成为可能。本政策禁止向政府官员支付“便利费”，以加快或确保非自由裁量的政府例行行为（例如签发签证或提供收件服务），无论金额多么小。

In addition, members of the Tianjin Juilliard community are expected to recognize and appropriately address situations that raise corruption concerns, or so-called “red flags”, including when dealing with persons and organizations acting on the School’s behalf. Red flags include, but are not limited to: (i) a history of corruption in the country; (ii) an unusual payment pattern or financial arrangement; (iii) a party’s refusal to agree in writing not to violate applicable anti-corruption laws; (iv) a lack of transparency in expenses and accounting records; (v) an apparent lack of qualifications to perform the services offered; and (vi) proposed selection of a vendor or service provider based on the recommendation of a Government Official or other person with responsibility for or influence over the award of a grant, contract, or gift. These circumstances require closer scrutiny into the planned activities, but do not necessarily prohibit them after the responsible individuals confirm that the planned activities will be lawful and in keeping with the School’s policies.

此外，天津茱莉亚的成员应识别会引起腐败问题或所谓“危险信号”的情况并适当进行处理，包括与代表学院行事的个人和组织打交道时。危险信号包括但不限于：(i) 该国的腐败历史；(ii) 不寻常的付款模式或财务安排；(iii) 拒绝对不违反适用的反腐败法律进行书面确认；(iv) 开支和会计记录缺乏透明度；(v) 明显缺乏执行所提供服务的资格；(vi) 拟选定的某供应商或服务商系政府官员，或其他负责审批某授权、合同或礼物，或对该等审批产生影响的个人推荐的。这些情况出现时，需对计划的活动进行更严格的审查，但并不一定禁止这些活动，只要负责人确认计划活动合法，并符合学校的政策要求即可。

Tianjin Juilliard could be liable for the corrupt activity of persons acting on the School’s behalf, including agents, attorneys, and consultants, even if the School did not authorize the activity. When entering into a relationship with a third-party, members of the Tianjin Juilliard community should complete sufficient due diligence to ensure that the retained individual or organization does not have a history of corrupt activity, and understands and agrees that they are not authorized to engage in corrupt activity on the School’s behalf. The level of due diligence required may vary depending on the level of risk involved in the transaction, including whether the third party will interact with Government Officials on behalf of the School or whether the services will occur in a country that involves a high risk of corruption. Care should be taken to ensure third parties’ understanding of and commitment to compliance with anti-bribery laws. At a minimum, members of the Tianjin Juilliard community should ensure that third parties do not have a history of violating anti-bribery laws and regularly audit their activities to ensure ongoing compliance. Any agreements with third parties must include provisions that they will comply with any applicable anti-bribery laws.

天津茱莉亚可能会为代表学院的包括代理人、律师和顾问在内的人员的腐败活动承担责任，即使学院并未授权该活动。在与第三方建立关系时，天津茱莉亚成员应进行足够的尽职调查，以确保所聘用的个人或组织没有腐败活动的历史，并确保他们理解并同意其不得代表学院从事腐败活动。所需的尽职调查水平可能因交易中涉及的风险水平而异，包括第

三方是否会代表学校与政府官员互动，或者服务是否将在涉及高腐败风险的国家/地区进行。应注意确保第三方理解并承诺遵守反贿赂法。至少，天津茱莉亚的成员应确保第三方没有违反反贿赂法的历史，并应定期审查他们的活动，以确保第三方的持续合规。与第三方的任何协议都必须包括他们将遵守任何适用的反贿赂法律的条款。

All proposed contracts and transactions for grants, contracts, and gifts should go through routine appropriate channels within the School and have a documented legitimate purpose. Legitimate purposes may include, as examples only, making fair payment for services actually provided or for hosting conferences in accordance with School practices. Each department should maintain accurate and current financial records of its transactions and projects.

所有关于赠款、合同和礼物的拟议合同和交易都应通过学校常规的，适当的渠道审批，并有其合法目的的记录。合法目的可能包括（仅作为示例）根据学校惯例为实际提供的服务或举办的会议进行的对价支付。每个部门都应对其交易和项目保持准确和及时的财务记录。

Expenses and payments must never be hidden or purposefully misclassified. In addition, each department should have sufficient knowledge of its vendors, agents, consultants, and collaborators in any transaction or activity to reasonably assure that there is a common commitment to principles of lawful and ethical conduct, including compliance with anti-corruption laws.

不得对费用和付款进行隐藏或故意进行错误分类。此外，每个部门在任何交易或活动中都应充分了解其供应商、代理、顾问和合作者，以确保双方共同承诺遵守合法和商业道德准则，包括承诺遵守反腐败法律。

Gifts and Gratuities

礼品和酬金

No gifts may be given, directly or indirectly, to any Government Officials, except within the following guidelines:

除遵守以下准则外，不得直接或间接向任何政府官员赠送礼物：

- Gifts are restricted to items of minimal value or that are customary and reasonable in the industry, and are limited to either (i) souvenir-type items (e.g., books by School faculty or items bearing the School's logo); or (ii) customary gifts in connection with national, traditional, or religious holidays (e.g., a box of cookies or holiday decorations).

- 礼品仅限于价值极小的物品或行业中惯用且合理的物品，并且仅限于 (i) 纪念品类物品（例如，学校教职员工的书籍或带有学校徽标的物品）；或 (ii) 与国家、传统或宗教节日有关的传统礼物（例如，一盒饼干或节日装饰品）。

- No more than two such gifts may be given to any individual over the course of a 12-month period. Gifts may not exceed a total value per instance or per calendar year of \$100. For gifts given or received in P.R. China or involving P.R. China nationals, the value may not exceed RMB 100 per instance, or per matter or event, or per calendar year.
- 12 个月内不得向任何个人赠送超过两份的此类礼物。单次或每个日历年的礼物总价值不得超过 100 美元。对于在中国境内送出或接受或涉及中国公民的礼品，单次、单件事项或活动，或每日历年的价值不得超过人民币 100 元。

- No cash gifts or gift cards are permitted under any circumstances.
- 在任何情况下都不允许使用现金礼品或礼品卡。

Under no circumstances may gifts be given in exchange for improper favorable treatment by a Government Official or a private persons. Where local law prohibits the giving of any gift, this Policy also prohibits the giving of such a gift. In all instances in which gifts are given, the gifts must be recorded accurately and fully to reflect the true purpose of the expenditures.

在任何情况下均不得向政府官员或私人提供礼物以换取不当优待。如果当地法律禁止赠送任何礼物，本政策也禁止赠送此类礼物。对所有赠送礼物的情况，都必须准确、完整地记录，以反映支出的真实目的。

Charitable Contributions

慈善捐助

Charitable contributions involving or at the request of a Government Official are generally prohibited absent prior written approval of the Office of the Legal Counsel.

未经法律总监办公室事先书面批准，一般情况下，禁止涉及政府官员或应政府官员要求的慈善捐款。

Travel and Entertainment/Educational Trips

旅游和娱乐/教育旅行

The School may pay for or reimburse bona fide and reasonable/customary expenses incurred by or for a Government Official if the payments are directly related to either (i) the promotion, demonstration, or explanation of products or services, or (ii) the execution or performance of a contract with a foreign government or agency.

Thus, reasonable travel, lodging, meal, and entertainment expenses may be paid if they are related to the attendance by a Government Official at business meetings with the School or its representatives, so long as such payments are permitted under local law in the home country of the Government Official.

若政府官员发生了与 (i) 产品或服务的推广、演示或说明，或 (ii) 为执行或履行与某外国政府或机构间合同而直接相关的、合理的/惯例性质的费用，学院可予以支付或据实报销。

因此，政府官员出席与学校或其代表的商务会议而发生的合理的差旅、住宿、餐饮和娱乐费用，若该政府官员所在国的法律允许，学院可予以支付。

In general, meals, travel, lodging, and entertainment with Government Officials for a bona fide business purpose must be reasonable/customary and not extravagant. No payments should be made for travel by family members or guests of Government Officials, unless there is a legitimate, independent purpose for such expenditures, and only then when approved by the Office of the Legal Counsel.

一般而言，出于真实的商业目的与政府官员一起用餐、旅行、住宿和娱乐必须是合理/符合惯例的，但不应是奢侈的。不得为政府官员的家庭成员或客人的旅行支付任何费用，除非该等支出具有合法、独立的目的，且获得了法律总监办公室的批准。

Under no circumstances may even modest Payments be made toward meals, travel, lodging, or entertainment in exchange for improperly favorable treatment by Government Officials. Where local law prohibits or further restricts providing meals, lodging, travel, or entertainment to Government Officials, this Policy also prohibits such conduct. In all instances, expenditures associated with meals, lodging, travel, or entertainment must be recorded accurately and fully to reflect the true purpose of the expenditures.

在任何情况下，都不得以换取政府官员的不当优待，而对其用餐、旅行、住宿或娱乐支付费用，哪怕是小额费用。如果当地法律禁止或进一步限制向政府官员提供餐饮、住宿、旅行或娱乐，本政策也禁止此类行为。在任何情况下，与餐饮、住宿、旅行或娱乐相关的支出都必须准确完整地记录，以反映其支出的真实目的。

Consequences

后果

Violations of this Policy could result in criminal or civil penalties against both the School and involved individuals in China and abroad. Some countries take broad jurisdiction over bribery and corruption offenses, so violations in one country could result in extradition to and prosecution in another country. Failure to comply with this Policy may also result in disciplinary action by Tianjin Juilliard, up to and including termination of employment.

违反本政策可能导致对学校和相关个人在中国和国外的刑事或民事处罚。一些国家对贿赂和腐败犯罪拥有广泛的管辖权，因此在一个国家的违法行为可能会导致被引渡到另一个国家并被起诉。未能遵守本政策还可能导致天津茱莉亚的纪律处分，包括终止雇佣关系。

Reporting Suspected Violations and Questions Regarding this Policy

报告有关本政策的可疑违规行为和问题

To report violations of this Policy or for further information, please contact the Office of the Legal Counsel. Members of the School community should also report any instances where a corrupt Payment has been requested by a private person or Government Official.

如需报告违反本政策的行为或了解更多信息，请联系法务总监办公室。学院成员还应报告关于被某个人或政府官员要求支付腐败款项的任何情况。

Reference Materials

参考资料

- 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 (Updated November 2, 2015), available at <http://www.justice.gov/criminal/fraud/fcpa/guidance/>.

美国《反海外腐败法》资源指南，美国司法部刑事司和美国证券交易委员会执法司（2015年11月2日更新），可在<http://www.justice.gov/criminal/fraud/fcpa/guidance/>获取。

- Other materials related to the FCPA are available at <http://www.justice.gov/criminal/fraud/fcpa> and <http://www.sec.gov/spotlight/fcpa.shtml>.
- 有关 FCPA 的其他材料，请访问 <http://www.justice.gov/criminal/fraud/fcpa> 和 <http://www.sec.gov/spotlight/fcpa.shtml>。

- Guidance on the U.K. Bribery Act can be found at <https://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>.
- 有关英国反贿赂法的指南，请访问 <https://www.justice.gov.uk/downloads/legislation/bribery-act-2010-guidance.pdf>。

Cross References to Related Policies

相关政策的交叉引用

- Gifts from External Parties Policy
- 校外单位礼品政策