

# Legal & Compliance outsource support



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**VALEC**

LAW  
ETHICS  
COMPLIANCE

INTRO

**"If you think that compliance is expensive: try non-compliance".**

Former US Deputy Attorney General Paul McNulty - perfect introduction to the [report](#) issued recently by The Centre for Banking Research (CBR) of the University of London about the outcome of its Conduct Costs Project that analyses the financial consequences of misconduct for twenty of the world's leading banks, from January 2008 to December 2018.

**Verica Aljinović**  
**Consultant, In-house Legal&Compliance expert**  
**„VALEC“**

# Verica Aljinovic

Verica  
Aljinović,  
Law  
Ethics  
Compliance



Verica (Božić) Aljinović



VERICA\_COMPLIANCE\_VALEC

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➤ **48y Belgrade. Mom of 2**

➤ **22g In-house in FMCG:**

- 14y of the leading role and development of Nestle In-House Legal&Compliance team in ex-Yu region, Romania and Bulgaria – Executive Board member for 9 legislations, 3 factories. (11 team members). Leading Compliance Committee for 5 factories (including 3 in Ukraine). For all that time, **Nestle did not face any significant penalty.**

- **3y in retail industry** – support for NIKE i ZARA chains within Delta Holding group of Companies (Delta Sport).

- **5y in distribution companies** – Direktna trgovina and Direct Group – legal support for BAT tobacco products, Doncafe portfolio and Telenor pre-paid.

➤ **Hobby:** botanics, traveling, skiing...

➤ **Help, Support and Outsource for Legal&Compliance tasks, challenges:**

- trainings, projects, evaluations (creative and expertise driven) in FMCG, food production & distribution and other industries.

➤ **Recommendations of the colleagues/partners on LinkedIn profile**

➤ **Authentic approach, steering businesses to legal & compliance excellence**

# ESG and Compliance – Why?

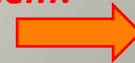
ESG – Environment protection, social responsibility and conscientiously corporative management

➔ measurable OBLIGATIONS for the Company i.e.:

E – Environment (ecology, protection) – emissions, waste, plastic, sustainability ....

S – Social (corporate culture ➔ bad practices prevention – human rights, employees, suppliers, customers, child labor, force labor, whistleblowers, safety and health at work, gender balance etc.).

G – Governance – processes management, business operating – responsibility of all members. Besides of „E“ – environmental aspects, equally important are „S“ i „G“ aspects which basic element is Compliance. *I can help you to shape them.*

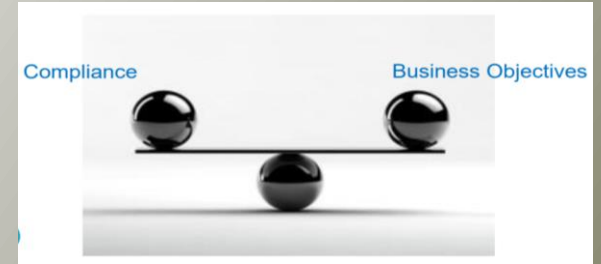


GAP Analyses and complete risk management & mitigation in business practices which are impacting human rights, safe and secure business environment ➔ condition for EU business operations.

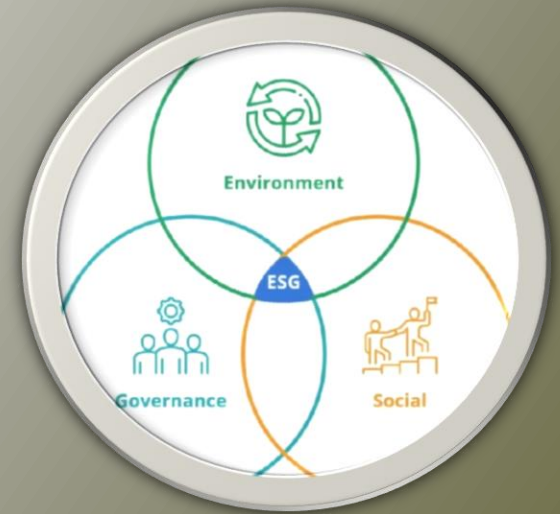
## EU Directives related to ESG



# Challenges of daily Legal & Compliance work (topics to cover)



Plus



# ***Compliance outsource support Programs***



# Program 1 External support (outsource)

## ➤ **Taks of organization of legal&compliance tasks with „In-house“ identification and coordination - business advice with legal bacground - Luck of internal team/increase of the workload:**

- Identification of client`s needs and coordination of the legal tasks and projects;

- Daily advices and challangies support and prevention;

- Ensuring the basic advices & guidelines, solutions, templates, trainings;

- Creation of procedures, opinions, business advices and prompt support \*(with EU directives);

- Strong expertise in compliance, commercial, contractual, antitrust, labor, risk mitigation.

- Coordination of attorney at law offices and their representation & performance from more then 1 Law office from partnership network from the whole region with proven performance in specific field (data privacy, construction, litigation, administrative) **for legal representation**  
– under favourable conditions;

- Performance of all other services (per request) from my dedicated Programs. (on web site and here)

### Objective:

**Business advice and prevention of legal and compliance cases escalation**

*in 2 following options:*



## **Option 1** Outsource without internal Legal&Compliance team

### **„Prevention, solution & coordination“**

- In house legal expertise with **internal team integration** with the company and recognition of needs – **daily advising**, advanced communication in English;
- Organization and **performance of compliance tasks, action points, performance of audits, GAP analyses, trainings and campaigns** within the organization;
- **Drafting and checking** procedures, agreements, templates, decisions, statutory, real-estate and various documents;
- **Resolving everyday business situations** with legal&compliance challenge, without the need to "translate" from non-legal to legal language;
- **Solving the challenge to be resolved** – to end without further legal escalation and the need for attorney, exhaustive judicial and administrative procedures;
- **Proposing the solutions** for new legislation, directives follow up etc.
- Hiring (if necessary) and **coordinating a specialized attorney with best specific expertise and proven „solution provider“** in particular field – under favorable conditions – for legal representation.

## Option 2

### Our source with internal legal & compliance team

#### *„Outsource support and refreshment“*

All of the above in Option 1 as well as follows:

- **Additional support** for the internal team in case of the need or increased workload, project and to hold certain trainings, work on certain jobs (drafting and approving contracts, procedures and documents) or the need to **introduce new expertise** – (compliance, ESG directives etc.);
- **Training** preparation and train the organisation (antitrust, code of conduct, data privacy, compliance in specific area (gender balance, diversity&inclusion, anticorruption, inspection supervision, general compliance ...).
- Proposals for **automation/optimization of work and regional approach**: Creating new ways of work and templates that should optimize time and resources (in labor challenges, commercial jobs, etc.);
- In the case of **evaluation & audit** on the principle of a "new pair of eyes" to evaluate or improve the particular matter i.e. GAP analyses.



# Program 2 Start-up – Compliance for beginning

- **Specialized approach – in accordance with business activity/model and industry:**
  - **Creation of basic rules & regulations for business activity i.e. "Code of conduct" and all procedures, statements and instructions for basic compliance demands;**
  - **Training of ethical business – creating the Code of ethics;**
  - **Mandatory information's to employees;**
  - **Privacy, labor relations, mobbing, whistleblowers, protection from smoke, conflict of interest, anti-corruption (business gifts, entertainment, etc.);**
  - **Business secrets, NDA and confidential information;**
  - **Transposing global procedures of the company into the local context & in line with local regulations;**
  - **Creation of trading terms & conditions in accordance with local demands.**
  - **Improving safety & quality procedures.**
  - **Inspection supervision.**

**Basic question: What impacts the organization the most ?**



# Program 3 Compliance – trainings (per specific industry)

## ➤ Specialized approach – in accordance with business activity/model:

- Factory (**liability in manufacturing chain**), **quality, regulatory, hygiene, waste**.
- DC, warehouse & distribution, **quality, safety, security, waste**.
- Wholesales and retail, **competition (antitrust) and civil (obligation) relations, contractual**
- Marketing, **advertising, intellectual property**.
- Purchasing, **contractual, competition (antitrust)**.
- HR, **labor relations, mobbing, discrimination**.
- Privacy and personal data (Data privacy).

Inspection supervision/process is in every segment.



## Steps:

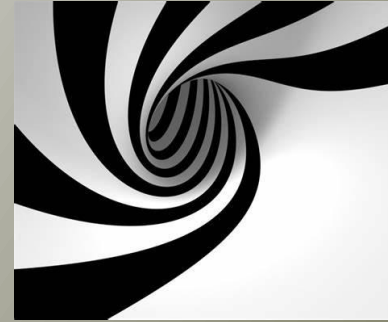
- Definition of the groups, terms and number of participants with Client
- Preparation of the material materijala and training content depending from procedures and processes and main business activity – industry (with local tams).
- Training with test (knowledge assessment)
- Proposals for improvement of procedures/process.

**Basic question: What impacts the organization the most ?**



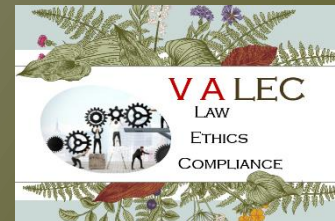
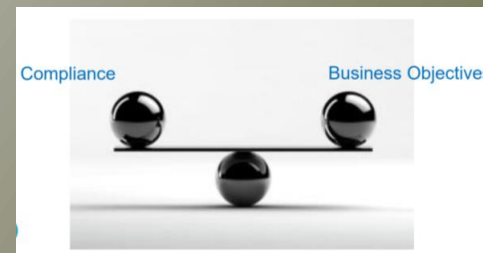
# Program 4 - Business ethics (with anticorruption)

- Part of „good feeling“ with enhancing values important for organization i.e. ethical behaving in a manner „what is right“ even when nobody is watching;
- Bringing decisions in situations which are not black or white – how to act in ethical manner?
- 4 basic approaches of the Business ethics:
  - Responsibility
  - Respect
  - Fairness
  - Honesty
- Way of working: practical examples and occasions in which decision should be brought: which principle? logic? whom to consult? „Value game“ workshop.
- How to transpose ethics demands into Compliance program in order to be enforceable? Creation of procedures and Codes.

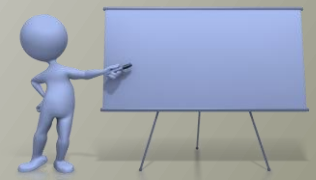


## Topics to cover:

- Code of Ethics
- Corporate gifts, entertainment & hospitality;
- Conflict of interest;
- Confidential information's & trade secrets;
- „Speak up“ line and whistleblowing reporting channels



# Program 5 – Compliance Program



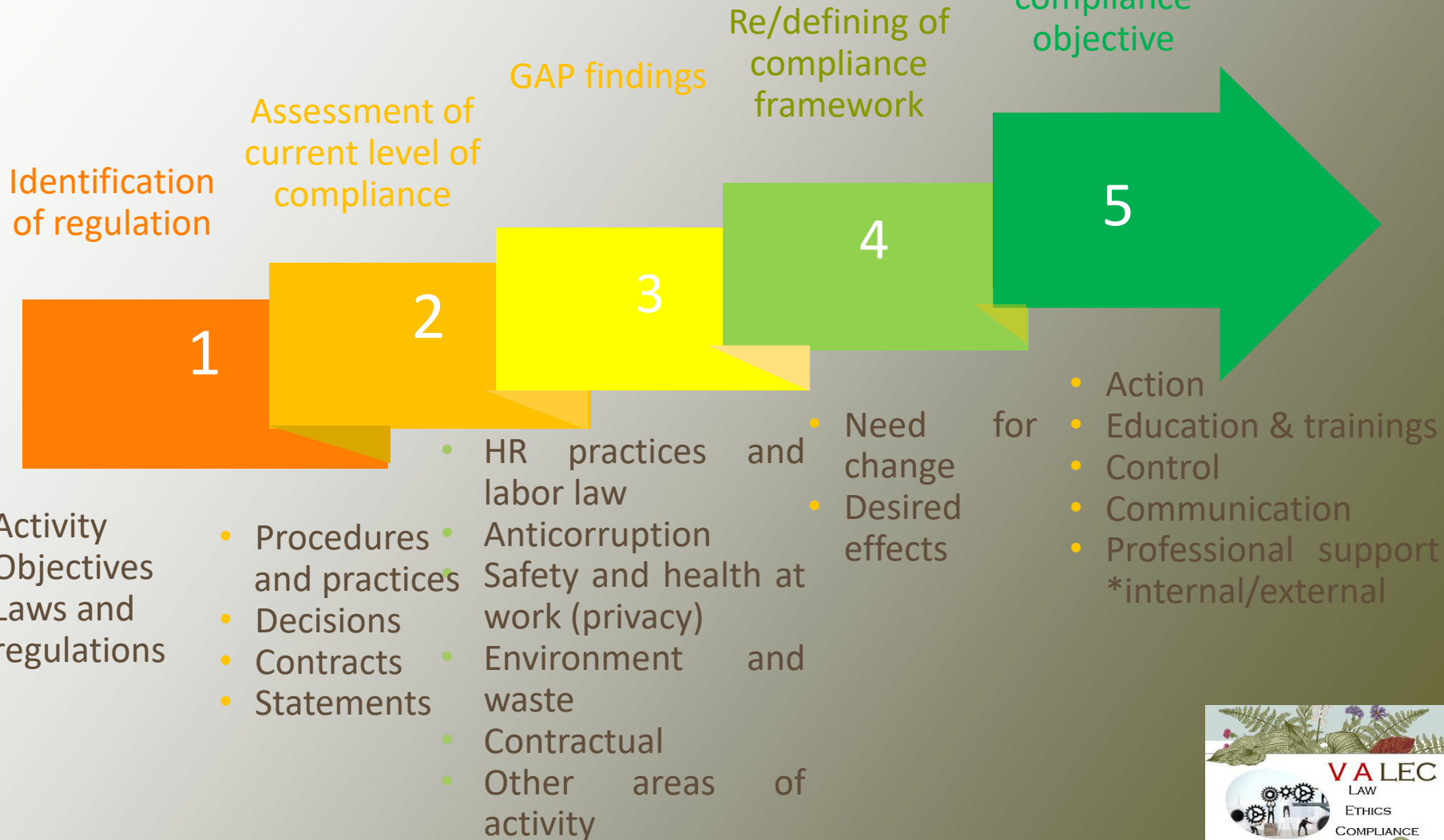
- Creation of specialized Compliance Program (and Code of conduct) for management strategy (Board of directors etc.). Putting Compliance into company focus as „S“ and „G“ element of ESG transformation:
  - Setting measurable objectives \*KPIs for the key company business operations;
  - Forming the relevant Compliance Committee and defining the Agenda;
  - Obligation of reporting of non compliances (whistleblowers, anonymous reporting's) – SPEAK Up lines and investigations;
  - Risk mapping, internal control, inspections;
  - Training plans, workshops/tests and creative initiatives for teams (compliance weeks, compliance videos etc.);
  - Special focus on anticorruption and i antitrust and other ESG fields..  
(property protection, AML, discrimination, gender balance, conflict of interest, privacy etc.).



# Program 6 – Compliance GAP analyses improving processes and procedures

What is GAP\* ?

GAP is difference between actual status and desirable status in compliance development



# Program 7 – Competition Compliance (Antitrust)

- Creation of Compliance program in Antitrust in line with guidelines of the Competition Authority and Checklist (if issued by the authority) and local and EU enforcement practices. Focus on the mostly exposed departments: sales, marketing, purchasing and HR.  
It means:
  - Creation of trainings for each department (tailor made approach).
  - Creation of procedures for following rules of competition and Protocol of dawn raids;
  - Additional protection for competing assortment in one company's portfolio (2 or more principals);
  - Presentation of case law and daily situations which are exposing for the Company.
  - EU examples (trends and practices), cases within the Country and surrounding countries as well as European Commission trends, directions and cases.
- GAP analyses and risk assessment performances /audit (contracts oversee , procedures, practices and communications).
- Practical advices.

