

LEGAL RISK MAP[®] QUESTIONNAIRE

Introduction.

You have arrived here because you have either looked at our website and downloaded this questionnaire or spoken to someone within our firm. Either way, if you want to be reminded what this is all about, please do look at <https://proeliumlaw.com/legal-risk-map/>

You can also complete this exact same form online, also at <https://proeliumlaw.com/legal-risk-map/>.

As a quick reminder, our legal risk mapping is a basic review of your organisation's legal health. It looks at how well your legal structure covers you and should be considered a central part of your risk analysis and risk management. We use 11 themed areas, we have listed them just below so you have a reminder of what they are about:

Theme 1 – Corporate structures and responsibilities, including memorandum of association, articles of association and shareholders agreements or if your organisation is a registered charity or NGO.

Theme 2 – Policies, including (for instance): day-to-day functioning of your company; anti-money laundering; anti-bribery and corruption; third party suppliers.

Theme 3 – Commercial contracts – with third party suppliers and clients/customers.

Theme 4 – Business continuity and succession planning.

Theme 5 – Staff and consultant contracts, their rights to work and visas.

Theme 6 – Host nation and local laws for overseas projects, extra-territorial laws and sanctions, immigration and tax and work permits.

Theme 7 – Duty of care. Essential to limit your exposure to negligence claims.

Theme 8 – Insurance and whether it is adequate or not.

Theme 9 – Accreditations, whether you would be ready and their usefulness.

Theme 10 – Use of weapons and armoured vehicles, dual-use goods (if applicable) and private security companies.

Theme 11 – Data Protection and Cyber. Data protection, to conform to the Data Protection Act 2018 (known as GDPR); privacy policies; protecting your company from the risk of cyber attacks; use of computer hardware and software.

Theme 12 – Intellectual Property. Understand what Intellectual Property you own, or might own and not realise, is important for the value of your business.

An important couple of points before you begin...

- The results of this questionnaire will not form any sort of legal advice and so you must not treat it as such.

- It is an overview of your company or organisation and its practices and is intended to suggest areas of strength, or for improvement.
- The questionnaire is aimed at a very broad group of possible users.
- Some of the questions may not quite make sense to you, but they might to the next person who fills in the questionnaire.
- Remember, this is a free capability we offer, so it is aimed at being as simple as possible while gathering the most amount of information to give a snapshot of your business from a legal perspective.

Please provide your email address so we can forward your legal risk map and report.

Please tell us your company name.

The legal bit

By continuing with this online questionnaire, you agree that Proelium Law LLP may use the data provided in it. If you want to look at how we may use that data, please go to <https://proeliumlaw.com/terms-and-conditions> where it is explained. (This is not applicable if you simply download the questionnaire document and do not share it with Proelium Law.)

Company business and activities.

Please write a few words below about what your company does, types of projects and clients, countries it operates in and anything else that would help us understand what your company does. This will help us to understand the context of your answers.

Theme 1 - Corporate Structures.

Here we ask a few questions so we understand what your company or organisation structure is. If you aren't sure, best not to guess, just tick the 'Yes' under the 'Don't Know' question.

Do you have a holding company (often called a Group company) with subsidiaries model? Y N

Are you a single limited company? Y N

Are you more than one limited company? Y N

Are you a Limited Liability Partnership (LLP)? Y N

Are you a simple (unregistered) partnership? Y N

Are you a Sole Trader? Y N

Are you a not for profit organisation? Y N

Are you a registered charity? Y N

Are you a Community Interest Company (CIC)? Y N

Are you a PLC? Y N

Don't know Y N

Company documentation.

Understanding the documents you have in place is important, as they explain how your company is owned and run. Answering these questions will provide some understanding of what you possess currently. If you aren't sure, best not to guess, just tick 'Yes' under the 'Don't Know' question.

Do you have Articles of Association? Y N

The Articles of Association is a document that contains the purpose of the company as well as the duties and responsibilities of its members defined and recorded clearly. It is an important document which needs to be filed with the Registrar of Companies (Companies House).

If you do have Articles of Association, please confirm if they are standard (tick yes) or amended (tick no). Y N

Do you have a Memorandum of Association? Y N

A Memorandum of Association (MOA) is a legal document prepared in the formation and registration process of a limited liability company to outline its relationship with shareholders.

Do you have a Shareholder Agreement(s)? Y N

Do you have a Partnership Agreement? Y N

Do you have Directors Agreements? Y N

Don't know Y N

Shareholders.

If you have shareholders, it is helpful if we know how those shares are held. If you aren't sure, click 'Yes' under the 'I have no idea of the shareholder structure' question.

There is only one shareholder Y N

There is more than one shareholder with the same class of shares Y N

There is more than one shareholder and there are different classes of shares
 Y N

I have no idea of the shareholder structure or of shareholder responsibilities
 Y N

Theme 2 - Policies.

Understanding if you work to policies is helpful. There are lots of different ways to describe policies and procedures (Manual of Procedures, Standard Operating Instructions, Governance Manual etc). They don't just help your staff to understand what you want them to do, they can be an advantage for clients to also understand your working practices and provide a part of a defence should anything go wrong and legal action is brought against your company. Also, we acknowledge that some of the policies we ask if you have below may not be relevant to your organisation. Don't worry, lots of our clients work in environments that make such policies relevant, but they should give you a pause for thought as to whether or not you need that particular one!

Do you have any sort of Policy Documents in place? Y N

If you have policies in place, please choose from the list below of what policies you have:

Modern Slavery and Human Trafficking Y N

Anti-Bribery and/or Anti-Corruption Y N

Third Party Suppliers	Y <input type="checkbox"/> N <input type="checkbox"/>
Money Laundering and Counter-Terrorist Financing	Y <input type="checkbox"/> N <input type="checkbox"/>
Company Roles and Responsibilities	Y <input type="checkbox"/> N <input type="checkbox"/>
Client due diligence	Y <input type="checkbox"/> N <input type="checkbox"/>
Health and Safety (Duty of Care)	Y <input type="checkbox"/> N <input type="checkbox"/>
Financial controls	Y <input type="checkbox"/> N <input type="checkbox"/>
Recruitment	Y <input type="checkbox"/> N <input type="checkbox"/>
Equal Opportunities	Y <input type="checkbox"/> N <input type="checkbox"/>
Security	Y <input type="checkbox"/> N <input type="checkbox"/>
Corporate and Social Responsibility	Y <input type="checkbox"/> N <input type="checkbox"/>
Performance and appraisals	Y <input type="checkbox"/> N <input type="checkbox"/>
Sexual Harassment	Y <input type="checkbox"/> N <input type="checkbox"/>
Human Resources	Y <input type="checkbox"/> N <input type="checkbox"/>
Travel	Y <input type="checkbox"/> N <input type="checkbox"/>
Data Protection/GDPR/Cyber	Y <input type="checkbox"/> N <input type="checkbox"/>
We do not have any sort of policies	Y <input type="checkbox"/> N <input type="checkbox"/>

Theme 3 - Commercial Contracts (Third Parties).

Companies may have lots of written contracts in place (such as service agreements with third-party suppliers) or decide a simple set of T&C's on the back of an order form is sufficient. Policies on third party suppliers (think of your supply chain) are helpful because they will usually demonstrate you have some form of due diligence process on them in place. These questions are designed to establish the types of contracts you have in place.

We have third party suppliers and we have service agreements / contracts in place with them Y N

We have third party suppliers, but we do not have contracts in place with them

Y N

We impose standards on third party suppliers that are explained in our company policies Y N

We have no policies on third party suppliers Y N

Don't know Y N

Commercial Contracts (Clients).

It is essential to capture what your client needs, and the best way is through contracts. It will help if we understand what contracts you have in place with clients currently.

We have contracts in place with our clients for supply of our services Y N

We do have clients, but we have a basic set of T&C's for providing services Y N

We do have clients, but we do not have any contracts in place Y N

Don't know Y N

Theme 4 - Business Continuity and Succession Planning.

These questions aim to identify if you are considering what would happen if key personnel became incapable of running the business for whatever reason. It also asks if you have any sort of Power of Attorney documents in place or planning in your Will for how your part of the company ownership would transfer.

We have an active and maintained succession plan in place in the event of the owner(s) or shareholders becoming ill, leaving, dying or selling Y N

The succession planning considers power of attorney and what would happen to shareholders shares in the event of their death Y N

We know we need it, but haven't given any thought to it Y N

We are too young for succession planning as a company Y N

Don't know Y N

Theme 5 - Staff and Consultants Contracts.

These questions aim to identify if you have employees or consultants and if you are contracting with them correctly. They also explore the rights to work and visas of your staff.

- Do you employ staff? Y N
- We have written employee contracts in place Y N
- We have employees, but no written employee contracts in place Y N
- We have written consultant contracts in place Y N
- We understand IR 35 compliance Y N
- We use consultants, but no written contracts are in place Y N
- We understand issues surrounding rights to work and visas Y N
- We do not know if there are any issues for us surrounding rights to work or visas Y N
- Don't know Y N

Theme 6 - Host nation (local), UK extraterritorial laws, sanctions, immigration, tax and work permits.

As an organisation, you may be operating outside of the UK. Here we briefly ask about your understanding of extraterritorial law and sanctions and whether or not you are considering the local laws of the places where you are doing business. If you don't understand the issues in this section, click 'Yes' on the 'Don't Know' question.

- We understand the local laws of the countries we operate in Y N
- We understand the application of extraterritorial UK laws Y N
- We do not understand local laws of the countries we operate in Y N
- We regularly check for updates to UK sanctions for all the countries we operate in Y N
- We do not understand the extraterritorial application of UK laws Y N
- We have researched counterterrorism legislation and advise our staff Y N
- We have policies for responding to arrests of our staff Y N
- We require visas for our staff to work Y N

- We are aware of the requirement surrounding immigration and visas including work permits Y N
- We pay for visas and are aware of the associated corruption risks Y N
- We register all of our staff in the host nation country Y N
- We pay local taxes for locally employed staff Y N
- We pay taxes in host nations for international staff Y N
- We are required to pay corporation tax in host nations Y N
- We have various exemptions for paying taxes in host nations Y N
- We pay VAT (or equivalent) in host nations Y N
- We have policies for responding to arrests of our staff Y N
- Don't know Y N

Theme 7 - Duty of Care.

These questions identify your risk management processes, if any, and whether or not you weave them into the general day-to-day running of your company.

- We understand the principles of negligence and take active steps to reduce risk to staff and consultants Y N
- We don't have any active focus on Duty of Care matters Y N
- Don't know Y N

Theme 8 - Insurance.

These questions identify if you have professional indemnity, whether you may need it and if you have employers or public liability and if you need that also.

- We have insurance that we are certain covers our risks and professional activities in full Y N
- We have insurance that we are certain covers our risks and professional activities in full Y N
- We have: professional indemnity Y N
 employer's liability Y N
 public liability Y N

We have insurance, but we don't know if it provides adequate cover Y N

We don't have any insurance at all Y N

Theme 9 - Accreditations.

These questions identify whether you would be ready to take an initial or surveillance audit for a standard, the usefulness of the standards and, if you are accredited, whether you are continuing to follow the requirements.

Do you have any ISO's or similar styled standard marks in place? Y N

If you don't, do you plan to have any in place? Y N

Don't know Y N

Theme 10 - Weapons, armoured vehicles, dual-use goods, private security companies

These questions identify whether you have use of weapons and armoured vehicles or dual-use goods (if applicable) or use private security companies. We ask here if you understand the regulations surrounding them. We raise a few questions to see if you do and if you understand why and what type of security providers you use. If you don't understand the issues in this section tick 'Yes' on the 'Don't Know' question.

It is obvious what weapons and armoured vehicles are, but dual-use items are goods, software, technology, documents and diagrams which can be used for both civil and military applications. They can range from raw materials to components and complete systems - such as aluminium alloys, bearings, or lasers. They could also be items used in the production or development of military goods, such as machine tools, chemical manufacturing equipment and computers.

Do you utilise any of the below?

Weapons Y N

Armoured vehicles Y N

Dual use goods Y N

Private security companies Y N

Do you fully understand the UK laws surrounding weapons and their use? Y N

We use Private Security Companies (PSC's) and understand their background and skills Y N

We use locally employed security Y N

Our response to security incidents is based on an agreed and constantly reviewed threat/risk Y N

We regularly review the type of security we use Y N

We base the need for security on affordability Y N

We supervise security Y N

The security provider tells us how to do security Y N

Don't know Y N

Theme 11 – Data Protection and Cyber

Here we establish your basic understanding of the topic, deconflict the cyber and data protection terminology and ask you about how you store data. If you don't understand the issues in this section tick 'Yes' on the 'Don't Know' question.

We are required to be signed up to the Information Commissioners Office and understand our obligations Y N

Our professional activities have no relevance to data protection law except for the standard application regarding personal data Y N

Our professional activities have major connectivity with data gathering Y N

We are aware of the Data Protection Act 2018 (known as GDPR) and recognise the risk of not complying with it and it is incorporated within our policies Y N

We have an awareness of Data Protection requirements but don't actively comply with them in policies Y N

Don't know Y N

Theme 12 – Intellectual property

Here we seek to understand what intellectual property you may own (often without realising), and if it is adequately protected. We will also look at whether you may be infringing someone else's intellectual property. If you don't understand the issues in this section tick 'Yes' on the 'Don't Know' question.

Do you consider your business name, product name, or slogan to be a valuable asset? Y N

Do you have a distinct logo that identifies your business? Y N

Do you have any 'inventions'? Y N

Have you used other peoples' text, music or photographs during the course of your business e.g. on your website? Y N

Have you bought another companies logo or branding? Y N

Do you consider your business to have trade secrets? Y N

A trade secret is a form of intellectual property rights on confidential information which may be sold or licensed, for example, the secret formula for Coca-Cola is a trade secret.

Y N

Don't know Y N

That's it...finished! Thank you.

As you have opted to download the questionnaire you have a few choices.

You can:

- return it to us and we will forward you the results to the email provided as soon as possible, or
- you can just use your answers as a guide for yourself.

As always, you can simply get in touch with us for a chat about any of the questions you have read.