

## **CODE OF CORPORATE GOVERNANCE**

The Health and Care Professions Council's Code of Corporate Governance incorporates a series of regulatory documents and policies which govern how we operate, take decisions and the procedures followed to ensure that our actions are fair, efficient, transparent and accountable to our stakeholders.

The Code is divided into five sections as detailed below.

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## **STANDING ORDERS OF THE HEALTH AND CARE PROFESSIONS COUNCIL**

### **1 Application and Interpretation**

- 1.1 These Standing Orders establish the basic rules about how the Council conducts its proceedings.
- 1.2 They supplement and must be read with the Health and Social Work Professions Order 2001 and the Health and Care Professions Council (Constitution) Order 2009 (together, **the Orders**).
- 1.3 If a procedural point arises during a Council meeting which is not covered by these Standing Orders (or the Orders), the common law rules concerning the conduct of meetings apply.
- 1.4 The Chair is the final authority on the interpretation of these Standing Orders.
- 1.5 Unless the context otherwise requires, terms used in the Standing Orders have the same meaning as in the Orders.

### **2 Suspension of Standing Orders**

The Council, by resolution, may suspend any Standing Order (other than one prescribed by or under the Orders).

### **3 Frequency of Meetings**

- 3.1 The Council must meet in ordinary session (**Ordinary Meeting**) at least six times each year, at times decided by the Council.
- 3.2 In addition to Ordinary Meetings, a special session of the Council (**Special Meeting**) may be convened by the Secretary at the written request of the Chair or any four Council Members.
- 3.3 A request for a Special Meeting to be held must include details of the business to be transacted at that meeting.
- 3.4 A Special Meeting must take place within 14 days of the Secretary receiving the request for the meeting to be held.

### **4 Adjournment of Meeting**

- 4.1 The Chair may, with the consent of the meeting, adjourn a meeting, but no business is to be transacted at an adjourned meeting other than the business which had not been disposed of when the adjournment took place.

- 4.2 If a meeting is adjourned for more than seven days (but not otherwise), notice of the meeting must be given as if it was an Ordinary Meeting.

## **5 Access to meetings**

- 5.1 All Council meetings must be open to the public unless the business under consideration concerns:
- 5.1.1 information relating to a registrant, former registrant or applicant for registration;
  - 5.1.2 information relating to an employee or office holder, former employee or office holder or an applicant for any post or office;
  - 5.1.3 the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
  - 5.1.4 negotiations or consultation concerning labour relations between the Council and its employees;
  - 5.1.5 any issue relating to legal proceedings which are being contemplated or instituted by or against the Council;
  - 5.1.6 action being taken to prevent or detect crime or to prosecute offenders;
  - 5.1.7 the source of information given to the Council in confidence; or
  - 5.1.8 any other matter which, in the opinion of the Chair, is confidential or the public disclosure of which would prejudice the effective discharge of the Council's functions.

## **6 Notice of Meetings**

- 6.1 The Secretary must give Members at least seven days' notice of the time and place of a meeting.
- 6.2 If for any reason a meeting is convened at shorter notice, then the Secretary must give Members notice of the time and place of the meeting at the time that the meeting is convened.
- 6.3 Failure to send notice of a meeting to a Member does not invalidate the proceedings of that meeting.

## **7 Agenda**

- 7.1 The Secretary must issue an agenda for each meeting.
- 7.2 Except in cases of urgency or where circumstances make it impracticable to do so, the agenda for a meeting and any accompanying papers must be sent to Members at least seven days before the meeting.

## **8 Chair**

- 8.1 The Chair is to preside at any Council meeting.

- 8.2 If the Chair is absent from or unable to preside at a meeting, the Members present must nominate another Member to serve as chair at that meeting.
- 8.3 In these Standing Orders, references to the **Chair** include a Member presiding at a meeting in place of the Chair.

## **9 Quorum**

- 9.1 The quorum at any Council meeting is seven Members.
- 9.2 If a quorum is not present within 15 minutes of the time appointed for a meeting to commence, all business which should have been transacted at that meeting is to be held over until the next Ordinary Meeting, unless a Special Meeting is called in the meantime for the transaction of that business.
- 9.3 If, during a Council meeting, it appears to the Chair that a quorum has ceased to exist, business must be suspended and the number of Members present counted and, if:
  - 9.3.1 a quorum exists, the business may proceed;
  - 9.3.2 a quorum does not exist, the meeting must be dissolved and all remaining business adjourned to the next Ordinary Meeting.

## **10 Conduct of Meetings**

- 10.1 The order of business at a meeting must follow that set out in the agenda unless it is varied by the Chair with the consent of the meeting.
- 10.2 A Member may only initiate a debate or move a motion on a matter which is not on the agenda with the consent of the meeting.
- 10.3 All motions must relate to matters that are within or related to the functions of the Council.
- 10.4 Members must not use offensive or improper language or make derogatory personal references to any other Member or Council employee.
- 10.5 A Member must speak to the subject under discussion. The Chair may call attention to any irrelevance, repetition or other improper conduct on the part of a Member and, where the Member persists in that conduct, may direct that Member to cease speaking.
- 10.6 A ruling by the Chair on any question of order, whether or not provided for by the Standing Orders, is final and not open to debate.

## **11 Voting**

- 11.1 Except where the Orders specify a different requirement, any question at a meeting is to be decided by a majority of the Members present voting by a show of hands.
- 11.2 In the event of an equality of votes, the Chair is entitled to an additional casting vote.

## **12 Minutes of Council meetings**

- 12.1 The Secretary must keep minutes of each meeting which shall include a record of the Members present at that meeting.
- 12.2 At each meeting, the minutes of the preceding meeting must be confirmed (or confirmed as amended) and signed by the Chair as a true record of that meeting.
- 12.3 The signed minutes of a meeting, unless the contrary is proved, are conclusive proof of the proceedings of that meeting.

## **13 Duration**

Subject to Standing Order 9.2, a meeting must start at the time set out in the notice of meeting and may continue until all of the business on the agenda has been disposed of, but the duration of a meeting may only exceed three hours with the consent of the meeting.

## **14 Disorder**

- 14.1 If, in the Chair's opinion, a Member has persistently disregarded the ruling of the Chair or behaved in a manner which is obstructing the business of the meeting, the Chair may order that Member to withdraw from the whole or part of the remainder of the meeting.
- 14.2 In the event of a disturbance which, in the Chair's opinion, prevents the orderly conduct of business, the Chair may adjourn the meeting for such period as the Chair considers appropriate.
- 14.3 If a person other than a Member interrupts the proceedings at any meeting, the Chair may order that person to be removed from the meeting or may order the part of the room which is open to the public to be cleared.

## **15 Members' interests**

- 15.1 Members must make a declaration of their personal interests in the form required by the Council (which must be published in the Council's Register of Members' Interests) and must ensure that their interests as set out in that Register are accurate and up to date.
- 15.2 The agenda for every meeting must include as an item of business the declaration of interests. A member who has a personal interest in any matter under consideration at that meeting, whether or not declared in the Register of Members' Interests, must promptly disclose that interest to the meeting. If the interest is a prejudicial interest, the member must withdraw from the meeting during the Council's consideration of that matter.

## **16 Code of conduct**

Members must comply with the Code of Conduct adopted by the Council.

## **17 Members' education, training and performance**

- 17.1 The Council must establish standards of education and training for Members and, as part of those standards, must arrange for Members to undergo training to assist them in their performance of their duties.
- 17.2 The Council must establish standards of attendance and performance for members, including a system of annual performance appraisal.
- 17.3 Members must comply with the standards established by the Council under this Standing Order and must not, without reasonable excuse, refuse to participate in the training or appraisal processes.

## **18 Provisional suspension of Members**

- 18.1 If circumstances arise which may result in a Member being suspended or removed from office by the Privy Council under the Orders, the Council may resolve that the Member is to be provisionally suspended from office until the Privy Council has reached a decision on whether to suspend or remove the Member.
- 18.2 A Member who is provisionally suspended is not entitled to participate in Council meetings or to exercise any other functions of a Member.

## **19 Approval of resolutions without meeting**

A resolution which, with the Chair's consent, is circulated to, and approved in writing or electronic form by at least three quarters of the Members entitled to receive notice of and attend a Council meeting is as valid as if it had been passed at such a meeting.

## **20 Emergency Action**

- 20.1 In an emergency, where a decision must be made by the Council before its next meeting, the powers and duties of the Council may be exercised by the Chair (**Emergency Action**).
- 20.2 For this purpose an **emergency** means circumstances in which:
  - 20.2.1 the HCPC will be unable to discharge its statutory functions or be exposed to a significant level of risk if urgent action is not taken; or
  - 20.2.2 urgent action must be taken to prevent loss, damage or significant disadvantage to the HCPC.
- 20.3 Before taking any Emergency Action, the Chair must consult the Registrar.
- 20.4 The Registrar must make reasonable efforts to inform Members of the proposed Emergency Action or, where it is impracticable to do so, must inform them as soon as possible after Emergency Action has been taken, but failure to do either does not invalidate any Emergency Action.
- 20.5 The Emergency Action functions of the Chair and Registrar may be exercised by any other persons that the Chair and Registrar may respectively nominate in writing.

## **21 The Secretary**

- 21.1 The Registrar is to be the secretary to the Council.
- 21.2 The Registrar, with the Council's consent, may appoint another person to act as secretary to the Council.
- 21.3 In these Standing Orders, references to the **Secretary** mean the Registrar or any person appointed under Standing Order 21.2.

## **22 The Registrar, Secretary and advisers**

- 22.1 The Registrar is entitled to attend and speak at Council meetings.
- 22.2 The Secretary or any other person advising on the business before a Council meeting (including advising the Chair on issues of order) may attend and, with the Chair's consent, speak at that meeting.

## **23 Common Seal**

- 23.1 The Common Seal of the Council must be kept in safe custody by the Registrar or a person appointed by the Registrar.
- 23.2 The Common Seal may only be affixed to a document with the consent of the Council or of a Committee to which that power has been delegated and where the seal is affixed to a document, it must also be signed by a Council Member and the Registrar.

## **24 Adoption**

These Standing Orders were adopted by the Council on 20th September 2017 and supersede all previous versions. They apply to any Council meeting held on or after [date].

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## Standing Orders for Committees of the Health and Care Professions Council

### 1 Application and Interpretation

- 1.1 These Standing Orders establish the basic rules about how HCPC committees conduct their proceedings.
- 1.2 They supplement and must be read with the Health and Social Work Professions Order 2001 (**the Order**) and, in the case of the Education and Training Committee, the statutory rules made under paragraph 17(1) of Schedule 1 to the Order (**the ETC Rules**).
- 1.3 If a procedural point arises during a meeting that is not covered by these Standing Orders (or the Order or ETC Rules), the common law rules concerning the conduct of meetings apply.
- 1.4 The Chair is the final authority on the interpretation of these Standing Orders.
- 1.5 In these Standing Orders, **Committee** means any committee (or sub-committee) to which they apply and other terms used in these Standing Orders have the same meaning as in the Order.
- 1.6 These Standing Orders do not apply to fitness to practise proceedings conducted under Part V of the Order by the HCPC Practice Committees, known collectively as the “Health and Care Professions Tribunal” (**the Tribunal**), as those proceedings are governed by statutory rules made under the Order.

### 2 Composition of committees

- 2.1 The composition of the **Education and Training Committee** is determined by the Council in the ETC Rules.
- 2.2 The **Tribunal Advisory Committee**, which performs the functions set out in Annex 1, comprises six members, none of whom is a Council member, appointed by the Council (on terms it determines), of which:
  - 2.2.1 three members must be Tribunal Chairs; and
  - 2.2.2 three members must not be Tribunal Chairs or Tribunal Panellists.
- 2.3 The **Audit Committee**, which performs the functions set out in Annex 2, comprises four members, appointed by the Council (on terms it determines), of which:
  - 2.3.1 at least one member must have recent, significant and relevant financial experience;

- 2.3.2 at least two members must be members of Council; and
- 2.3.3 at least one member must not be a member of Council.
- 2.4 The **Remuneration Committee**, which performs the functions set out in Annex 3, comprises four members, appointed by the Council (on terms it determines), of which:
  - 2.4.1 three members must be Council members, none of whom is the Chair of the Council or a member of the Audit Committee; and
  - 2.3.3 one member must not be a Council member.
- 2.5 The membership, terms of office and terms of reference of any other Committee are as determined by the Council.

### 3 Frequency of Meetings

- 3.1 Subject to Standing Order 3.2, the Committee is to meet at the times it determines.
- 3.2 As a minimum:
  - 3.2.1 the **Education and Training Committee** must meet four times each year, on dates correlated with the Council's cycle of meetings;
  - 3.2.2 the **Tribunal Advisory Committee** must meet twice each year;
  - 3.2.3 the **Audit Committee** must meet three times in each year, on dates which coincide with key dates within the financial reporting and audit cycle; and
  - 3.2.4 the **Remuneration Committee** must meet twice each year.

### 4 Adjournment of Meeting

- 4.1 The Chair may, with the consent of the meeting, adjourn a meeting, but no business may be transacted at an adjourned meeting other than the business which had not been disposed of when the adjournment took place.
- 4.2 If a meeting is adjourned for more than seven days (but not otherwise), notice of the meeting must be given in accordance with Standing Order 6.

### 5 Access to meetings

- 5.1 All Committee meetings must be open to the public unless the business under consideration concerns:
  - 5.1.1 information relating to a registrant, former registrant or applicant for registration;
  - 5.1.2 information relating to an employee or office holder, former employee office holder or an applicant for any post or office;

- 5.1.3 the terms of, or expenditure under, a tender or contract for the purchase or supply of goods or services or the acquisition or disposal of property;
- 5.1.4 negotiations or consultation concerning labour relations between the Council and its employees;
- 5.1.5 any issue relating to legal proceedings which are being contemplated or instituted by or against the Council;
- 5.1.6 action being taken to prevent or detect crime or to prosecute offenders;
- 5.1.7 the source of information given to the Committee in confidence; or
- 5.1.8 any other matter which, in the opinion of the Chair, is confidential or the public disclosure of which would prejudice the effective discharge of the Committee's or Council's functions.

## **6 Notice of Meetings**

- 6.1 The Secretary must give members at least seven days' notice of the time and place of a meeting.
- 6.2 If for any reason a meeting is convened at shorter notice, then the Secretary must give members notice of the time and place of the meeting at the time that the meeting is convened.
- 6.3 Failure to send notice of a meeting to a member does not invalidate the proceedings of that meeting.

## **7 Agenda**

- 7.1 The Secretary must issue an agenda for each meeting.
- 7.2 Except in cases of urgency or where circumstances make it impracticable to do so, the agenda for a meeting and any accompanying papers must be sent to members at least seven days before the meeting.

## **8 Chair**

- 8.1 The Chair of the Committee, who is appointed by the Council (on terms it determines), is to preside at any Committee meeting.
- 8.2 If the Chair is absent from or unable to preside at a meeting, the members present must nominate another member to serve as chair at that meeting.
- 8.3 In these Standing Orders (other than in Standing Order 8.4), references to the **Chair** include a member presiding at a meeting of the Committee in place of the Chair.
- 8.4 The Chair must provide a report on the work of the Committee to the Council at least once each year, as the Council may direct.

## 9 Quorum

- 9.1 The quorum at a meeting of the Committee is:
  - 9.1.1 in the case of the ***Education and Training Committee***, as provided for in the ETC Rules;
  - 9.1.2 in the case of the ***Tribunal Advisory Committee***, any four members;
  - 9.1.3 in the case of the ***Audit Committee***, any three members;
  - 9.1.4 in the case of the ***Remuneration Committee***, any three members; and
  - 9.1.5 in any other case, half of the members of the Committee plus one.
- 9.2 If a quorum is not present within 15 minutes of the time appointed for a meeting to commence, all business which should have been transacted at that meeting is to be held over until the next meeting.
- 9.3 If, during a meeting of the Committee, a quorum ceases to exist, the meeting must be dissolved and all remaining business adjourned to the next meeting of the Committee.

## 10 Conduct of Meetings

- 10.1 The order of business at a meeting must follow that set out in the agenda unless it is varied by the Chair with the consent of the meeting.
- 10.2 A member may only initiate a debate or move a motion on a matter which is not on the agenda with the consent of the meeting.
- 10.3 All motions must relate to matters that are within or related to the functions of the Committee.
- 10.4 Members must not use offensive or improper language or make derogatory personal references to any other member or Council employee.
- 10.5 A member must speak to the subject under discussion. The Chair may call attention to any irrelevance, repetition or other improper conduct on the part of a member and, where the member persists in that conduct, may direct that member to cease speaking.
- 10.6 A ruling by the Chair on any question of order, whether or not provided for by the Standing Orders, is final and not open to debate.

## 11 Voting

- 11.1 Except where the Order specifies otherwise, any question at a meeting is to be decided by a majority of the members present voting by a show of hands.
- 11.2 In the event of an equality of votes, the Chair is entitled to an additional casting vote.

## **12 Minutes of meetings**

- 12.1 The Secretary must keep minutes of each meeting, which must include a record of the members present at that meeting.
- 12.2 At each meeting, the minutes of the preceding meeting must be confirmed (or confirmed as amended) and be signed by the Chair as a true record of that meeting.
- 12.3 The signed minutes of a meeting, unless the contrary is proved, are conclusive proof of the proceedings of that meeting.

## **13 Duration**

Subject to Standing Order 9.2, a meeting must start at the time set out in the notice of meeting and may continue until all of the business on the agenda has been disposed of, but the duration of a meeting may only exceed three hours with the consent of the members present.

## **14 Disorder**

- 14.1 If, in the Chair's opinion, a member has persistently disregarded the ruling of the Chair or behaved in a manner which is obstructing the business of the meeting, the Chair may order that member to withdraw from the whole or part of the remainder of the meeting.
- 14.2 In the event of a disturbance which, in the Chair's opinion, prevents the orderly conduct of business, the Chair may adjourn the meeting for a period that the Chair considers appropriate.
- 14.3 If a person other than a member interrupts the proceedings at any meeting, the Chair may order that person to be removed from the meeting or may order the part of the room which is open to the public to be cleared.

## **15 Members' interests**

- 15.1 Members must make a declaration of their personal interests in the form required by the Council (which must be published in the Council's Register of Members' Interests) and must ensure that their interests as set out in that Register are accurate and up to date.
- 15.2 The agenda for every meeting must include as an item of business the declaration of interests. A member who has a personal interest in any matter under consideration at that meeting, whether or not declared in the Register of Members' Interests, must promptly disclose that interest to the meeting. If the interest is a prejudicial interest, the member must withdraw from the meeting during the Committee's consideration of that matter.

## **16 Code of conduct**

Members must comply with the Code of Conduct adopted by the Council.

## **17 Members' education, training and performance**

- 17.1 The Council may establish standards of education and training for members and, as part of those standards, arrange for members to undergo training to assist them in their performance of their duties.
- 17.2 The Council may establish standards of attendance and performance for members, including a system of annual performance appraisal.
- 17.3 Members must comply with any applicable standards established by the Council under this Standing Order and must not, without reasonable excuse, refuse to participate in any training or appraisal processes.

## **18 Approval of resolutions without meeting**

A resolution which, with the Chair's consent, is circulated to, and approved in writing or electronic form by at least three quarters of the members entitled to receive notice of and attend a Committee meeting is as valid as if it had been passed at such a meeting.

## **19 The Secretary**

The Secretary to the Council, or any other person that the Secretary to the Council may appoint, is to be the Secretary to the Committee (the **Secretary**).

## **20 Adoption**

These Standing Orders were adopted by the Council on **20th September 2017** and supersede all previous versions. They apply to any Committee meeting held after that date.

## Annex 1

### Tribunal Advisory Committee: Terms of Reference

The *Tribunal Advisory Committee* is to:

1. advise the Council on the qualities, abilities and competences required of:
  - 1.1 Panel Members of the Tribunal (**Tribunal Panellists**)
  - 1.2 Panel Chairs of the Tribunal (**Tribunal Chairs**); and
  - 1.3 Legal Assessors;
2. advise the Council on arrangements for the merit-based selection, by fair and open competition, of:
  - 2.1 Tribunal Panellists;
  - 2.2 Tribunal Chairs; and
  - 2.3 Legal Assessors;
3. advise the Council on arrangements for the training and assessment of:
  - 3.1 Tribunal Panellists;
  - 3.2 Tribunal Chairs; and
  - 3.3 Legal Assessors;
4. subject to any policy established by the Council, provide guidance to the Tribunal on matters of practice and procedure, in order to assist the Tribunal to conduct proceedings fairly, proportionately, efficiently and effectively.

## Annex 2

### Audit Committee: Terms of Reference

The **Audit Committee** is to:

1. advise the Council and the Registrar (as Accounting Officer) on the appointment of internal and external auditors;
2. approve internal and external audit programmes and fees;
3. review the external auditors' management letters and any other relevant reports and report on these to the Council as appropriate;
4. receive reports on the internal audit work plan and consider appropriate action arising from them;
5. review the Council's annual report and accounts and make recommendations to the Council and the Registrar (as Accounting Officer) as appropriate;
6. consider whether risk management processes are adequate for all risks to which the Council is exposed and approve or, where the Committee considers that significant policy issues are involved, recommend that the Council approve measures to eliminate or mitigate against them;
7. at the Council's request, advise it on matters of corporate governance (but without limiting the Committee's power to make recommendations to the Council on corporate governance issues arising from the work of the auditors);
8. consider and make recommendations to the Council and the Registrar (as Accounting Officer) as appropriate on the Council's:
  - 8.1 accounting policies;
  - 8.2 anti-fraud policies; and
  - 8.3 'whistle-blowing' processes.

## Annex 3

### Remuneration Committee: Terms of Reference

The **Remuneration Committee** is to:

1. Approve the remuneration of the Chief Executive, the Senior Management Team (SMT) and HCPC salary bands annually, in line with the remuneration policy set by the Council.
2. Review the Remuneration policy and principles annually and make recommendations to Council as appropriate.
3. Review reports from the Chair of Council regarding the setting of objectives for, and performance appraisal of the Chief Executive.
4. Review reports from the Chief Executive regarding the setting of objectives for and performance appraisal of the SMT.
5. Approve the terms of any special severance arrangements applying in the event of any required and unplanned early termination of employment of the Chief Executive or any member of the SMT, having regard to relevant guidance and codes of practice and contracts of employment
6. Review, as necessary, any significant changes to policies impacting on remuneration, the employee pay and grading structure, or the pension scheme.
7. Approve the expenses policies for Council members, employees, partners and Tribunal witnesses.
8. Recommend to the Council any changes to the remuneration of the Chair, Council members and Partners.
9. The Chair of the Committee will present a report to the Council on its activities annually

## **Scheme of Delegation**

### **1 Introduction**

- 1.1 The Health and Care Professions Council (the **Council**) is responsible for setting the organisation's policy and strategy and the Executive is responsible for the operational implementation of that policy and strategy.
- 1.2 This scheme of delegation (the **Scheme**) is intended to facilitate the efficient and effective discharge of the Council's functions in a manner which reflects that division of responsibilities.
- 1.3 The Scheme sets out the decisions which the Council has:
  - 1.3.1 reserved to itself;
  - 1.3.2 delegated to its Education and Training Committee;
  - 1.3.3 delegated to the Chief Executive, some of which may also be exercised by nominated Executive officers or by persons nominated by the Chief Executive;
  - 1.3.4 delegated to the Registrar, some of which may also be exercised by persons nominated by the Registrar;
  - 1.3.5 delegated to other nominated officers of the Executive.
- 1.4 Where a decision is delegated to a Head of Service or Director, that power may also be exercised by the relevant Executive Director.
- 1.5 The Scheme does not affect:
  - 1.5.1 decisions of an administrative nature, which form part of the Executive's responsibilities for the day to day administration of the HCPC's affairs under the direction of the Chief Executive; or
  - 1.5.2 any statutory function conferred upon the Registrar by or under the Order, the discharge or delegation of which is a matter for the Registrar.

### **2 Withdrawal of delegated power**

- 2.1 The Scheme remains in force until it is amended or revoked by the Council.
- 2.2 The Scheme does not apply to any matter in respect of which the Council has resolved that delegated authority is not to be exercised.

### **3 Exercise of delegated power**

- 3.1 Any power delegated under the Scheme must be exercised in a manner which is consistent with the Council's obligations under the Health Professions Order 2001 (the **Order**) and the general law.
- 3.2 In particular, the decision maker must have regard to Article 3(4) of the Order, which provides that the over-arching objective of the Council in exercising its functions is the protection of the public.
- 3.3 The decision maker must also recognise that lawful exercise of a statutory power requires not only formal compliance with the conditions laid down for its performance, but also compliance with the principle that all statutory powers must be exercised in good faith and for their proper purpose.
- 3.4 Delegation does not impliedly authorise sub-delegation. Consequently, a Committee or person to whom the Council has delegated any power may not permit another Committee or person to exercise that power unless the Council has expressly authorised them to do so.

#### **4 Matters reserved to the Council**

- 4.1 The Council retains ultimate responsibility for all policy matters including agreeing the overall strategy for the performance of its functions.
- 4.2 The power to make Rules is specifically reserved to the Council by Article 3(12) of the Order and cannot be delegated.
- 4.3 The Council retains responsibility for the following decisions which, to the extent that it is lawful to do so, may only be delegated by means of a specific resolution of the Council:
  - 4.3.1 establishing the Standards of Proficiency, Standards of Conduct, Performance and Ethics, Standards of Education and Training and Standards of Continuing Professional Development;
  - 4.3.2 prescribing good conduct and good character requirements for safe and effective practice;
  - 4.3.3 establishing criteria for the purposes of Article 13 (grandparenting criteria), Article 15 (approvals criteria) and Article 15B (criteria for approved mental health professionals courses) of the Order;
  - 4.3.4 making recommendations to the Secretary of State and the Scottish Ministers concerning the regulation of any profession and giving guidance on the criteria that it will take into account in so doing;
  - 4.3.5 making any proposal to the Privy Council concerning the structure of the register;
  - 4.3.6 approving any report, plans or accounts to be submitted to the Privy Council, the Secretary of State or the Scottish Ministers;
  - 4.3.7 setting the fees to be charged for or associated with registration (including renewal, readmission, restoration and scrutiny fees);
  - 4.3.8 establishing any committee or sub-committee and making the Standing Orders for any committee or sub-committee;

- 4.3.9 appointing members to any committee or sub-committee;
  - 4.3.10 appointing or removing the Chief Executive;
  - 4.3.11 appointing or removing the Registrar;
  - 4.3.12 appointing members to represent the Council on outside bodies;
  - 4.3.13 entering into any arrangements with a body created or designated by the National Assembly for Wales under Article 20 of the Order;
  - 4.3.14 acquiring or disposing of any freehold or leasehold interest in land and property or other interest in land;
  - 4.3.15 re-structuring the Council's staff where the changes involve 20 or more employees.
- 4.4 The Council is also responsible for making decisions in relation to any matter for which it has granted delegated authority but where:
- 4.4.1 the person who would otherwise have delegated authority to act has an actual or potential interest; or
  - 4.4.2 in the opinion of the Chief Executive, it would be more appropriate for the Council to make the decision.

## **5 Matters delegated to the Education and Training Committee**

Approving, for the purpose of Article 12 of the Order, qualifications awarded in the United Kingdom which attest to the Standards of Proficiency required for admission.

## **6 Matters delegated to the Chief Executive and any officer nominated by the Chief Executive**

- 6.1 Advising the Privy Council that a person has ceased to be a member of the Council. This power may also be exercised by the Secretary to the Council.
- 6.2 Maintaining and publishing the Register of Members' Interests. This power may also be exercised by the Secretary to the Council.
- 6.3 Determining and administering the Council's employment procedures and processes.
- 6.4 Arranging any insurance on behalf of the Council where either the value of the premium payable does not exceed £50,000 or the renewal premium payable does not exceed the previous premium by more than 10%.
- 6.5 Tendering, awarding and varying contracts where the estimated total value does not exceed £100,000. The Chief Executive, with the approval of the Chair of the Council, may enter into contracts which exceed that limit (except in any case where the Council has resolved otherwise).
- 6.6 Approving the terms of any other agreement or transaction of a minor or urgent nature which, in the opinion of the Chief Executive, is in the best interests of the Council.

- 6.7 Managing any property owned by the Council or in which the Council has an interest including the submission of planning and building consent applications.

## **7 Matters delegated to the Registrar and the Deputy Registrar**

- 7.1 Maintaining the register and establishing arrangements for its publication and inspection.
- 7.2 Issuing certificates of good standing to registrants who wish to practise in another relevant European State.
- 7.3 Referring any allegation received by the Council under Part V of the Order to a Practice Committee or to Screeners. This power may also be exercised by the Head of Fitness to Practise.
- 7.4 Exercising the power under Article 22(6) of the Order to refer a matter for investigation as if it was the subject of an allegation.
- 7.5 Subject to any appointments procedure established by the Council, appointing:
  - 7.5.1 Visitors under Article 16 of the Order;
  - 7.5.2 Members and Panel Chairs of the Practice Committees (collectively, the Health and Care Profession Tribunal (the **Tribunal**)) under rules 3 and 4 of the Health and Care Professions Council (Practice Committees and Miscellaneous Amendments) Rules 2009; and
  - 7.5.3 Legal Assessors, Registrant Assessors, and Medical Assessors under Articles 34 to 36 of the Order.

This power may also be exercised by the Director of Human Resources and Organisational Development.

- 7.6 Prosecuting offences under Articles 39 and 39A of the Order (but subject to any prosecution policy established by the Council).
- 7.7 Conducting and defending all proceedings brought by or against the Council in any court, tribunal or arbitration, other than proceedings relating to fitness to practise cases or proceedings under section 29 of the NHS Reform and Health Care Professions Act 2002.
- 7.8 Entering into arrangements for the provision of administrative, technical or advisory services under Article 44A of the Order.
- 7.9 Determining applications for registration (but subject to any policies or procedures established by the Council or the Education and Training Committee).
- 7.10 Inviting (but not selecting):
  - 7.10.1 the members of any Panel which is to determine a registration appeal; and
  - 7.10.2 the Legal Assessor who is to be present at a registration appeal hearing.

- 7.11 Publishing the particulars of decisions (and the reasons for them) made by the Council's Registration Appeals Panel.
- 7.12 Conducting and defending all proceedings brought by or against the Council in relation to registration appeals.
- 7.13 Appointing authorised persons for the purpose of Articles 37(7) of the Order.

## **8 Matters delegated to the Head of Fitness to Practise**

- 8.1 Conducting and defending all proceedings brought by or against the Council in relation to fitness to practise cases and proceedings under section 29 of the NHS Reform and Health Care Professions Act 2002.
- 8.2 Appointing authorised persons for the purpose of Article 25(1) of the Order.
- 8.3 Requiring a person to comply with Article 25(2) of Order (certain information to be provided by a registrant who is the subject of an allegation). This power may be exercised by any person nominated by the Head of Fitness to Practise.
- 8.4 Seeking an extension by a court, under Article 31(8) of the Order, of an interim order made by a Practice Committee.

## **9 Matters delegated to the Head of Tribunal Services**

- 9.1 Inviting (but not selecting) the Legal Assessor who is to be present at a Tribunal hearing.
- 9.2 Publishing the particulars of orders and decisions made by the Tribunal (and the reasons for them).

*(The Head of Tribunal Services is also authorised by the Registrar under rules 3(2) and 4(3) of the Health and Care Professions Council (Practice Committees and Miscellaneous Amendments) Rules 2009, to invite Panel Chairs and Panel Members to participate in Tribunal proceedings.)*

## **10 Matters delegated to the Head of Education**

- 10.1 Inviting (but not selecting) the Visitors who are to conduct a visit or perform other functions under Part IV of the Order.
- 10.2 Publishing Visitors' reports and any responses to such reports (where the respondent has asked for it to be published).
- 10.3 Maintaining and publishing the Council's list of approved courses of education and training, qualifications and institutions.

## **11 Matters delegated to the Director of Finance**

- 11.1 In conjunction with the Chief Executive, who is the Council's Accounting Officer:
  - 11.1.1 keeping the accounts and preparing the annual accounts of the Council in accordance with Article 46 of the Order;

11.1.2 administering the Council's finances including, but not limited to, the day to day control and regulation of those finances.

**20 March 2020**

## **Education and Training Committee Scheme of Delegation**

### **1 Introduction**

- 1.1 The Education and Training Committee (the **Committee**) is responsible for discharging the statutory functions conferred upon it by the Health and Social Work Professions Order 2001 (the **Order**) and the Executive is responsible for the operational implementation of the Committee's decisions.
- 1.2 This scheme of delegation (the **Scheme**) is intended to facilitate the efficient and effective discharge of the Committee's functions in a manner which reflects that division of responsibilities..
- 1.3 The Scheme sets out the decisions which the Committee:
  - 1.3.1 has reserved or must reserve to itself;
  - 1.3.2 has delegated to the Chief Executive and Registrar (the **Chief Executive**) or persons nominated by the Chief Executive;
  - 1.3.3 has delegated to nominated Directors and persons nominated by them.
- 1.4 The Scheme does not affect:
  - 1.4.1 decisions of an administrative nature, which form part of the Executive's responsibilities for the day to day administration of the HCPC's affairs under the direction of the Chief Executive; or
  - 1.4.2 any statutory function conferred upon the Registrar by or under the Order, the discharge or delegation of which is a matter for the Chief Executive (as Registrar).

### **2 Withdrawal of delegated power**

- 2.1 The Scheme remains in force until it is amended or revoked by the Committee.
- 2.2 The Scheme does not apply to any matter in respect of which the Committee has resolved that delegated authority is not to be exercised.

### **3 Exercise of delegated power**

- 3.1 Any power delegated under the Scheme must be exercised in a manner which is consistent with the requirements of the Order, any rules made under it, any policies or procedures established by the Committee and the Committee's obligations under the general law.

- 3.2 In particular, the decision maker must have regard to Article 3(4) of the Order, which provides that the over-arching objective of the HCPC in exercising its functions is the protection of the public.
- 3.3 The decision maker must also recognise that lawful exercise of a statutory power requires not only formal compliance with the conditions laid down for its performance but also compliance with the principle that all statutory powers must be exercised in good faith and for their proper purpose.
- 3.4 Delegation does not impliedly authorise sub-delegation. Consequently, a person to whom the Committee has delegated any power may not permit another person to exercise that power unless the Committee has expressly authorised them to do so.

#### **4 Matters reserved to the Committee**

- 4.1 The Committee retains ultimate responsibility for all policy matters, including agreeing the overall strategy for the performance of its functions.
- 4.2 The Committee retains responsibility for the following decisions which, to the extent that it is lawful to do so, may only be delegated by means of a specific resolution of the Committee:
  - 4.2.1 responding to any consultation by the Council under Article 7 of the Order on the making of rules or the determining or varying of fees;
  - 4.2.2 approving, for the purpose of Article 12(1) of the Order, qualifications awarded in the United Kingdom which attest to the standard of proficiency required for admission. (This is a function which has been delegated to the Committee by the Council without authority to sub-delegate);
  - 4.2.3 establishing procedures under Article 12(2) of the Order for the assessment of qualifications obtained, and training and experience acquired, outside of the United Kingdom;
  - 4.2.4 giving advice to the Council under Article 14 of the Order in relation to the establishment of Standards of Proficiency, Standards of Education and Training and Standards of Continuing Professional Development;
  - 4.2.5 responding to any consultation by the Council under Article 15 of the Order on the establishment of Standards of Education and Training and requirements for admission to and participation in education and training;
  - 4.2.6 approving courses of education and training, qualifications, institutions and tests of competence under Article 15(5) of the Order;
  - 4.2.7 ensuring that universities and other relevant bodies in the United Kingdom are notified of the Standards of Education and Training and the Council's requirements for admission to and participation in such education and training and taking appropriate steps to satisfy the Committee that these standards and requirements are

- being met;
  - 4.2.8 approving education and training provided outside of the United Kingdom under Article 15(6) of the Order;
  - 4.2.9 receiving any report submitted to the Committee by a Visitor under Article 16(7) of the Order;
  - 4.2.10 imposing reporting requirements on Visitors under Article 16(7)(b) of the Order;
  - 4.2.11 withdrawing or refusing approval of an institution for failure to provide information and assistance under Article 17(3) of the Order;
  - 4.2.12 withdrawing or refusing approval of a course of education and training, qualification or institution under Article 18 of the Order;
  - 4.2.13 responding to any consultation by the Council under Article 21(3) of the Order on the giving of guidance in relation to the Standards of Conduct, Performance and Ethics or the standards of education and training, supervision and performance of persons who provide services in connection with those provided by registrants.
- 4.3. The Committee is also responsible for making decisions in relation to any matter for which it has granted delegated authority but where:
- 4.3.1 the person who would otherwise have delegated authority to act has an actual or potential interest; or
  - 4.3.2 in the opinion of the Chief Executive, it would be more appropriate for the Committee to make the decision.

## **5 Matters delegated to the Chief Executive and any officer nominated by the Chief Executive**

- 5.1. determining applications for admission to the register, including determining whether the applicant holds an approved qualification and meets the health and character requirements for safe and effective practice;
- 5.2. determining applications for renewal of registration and readmission to the register, including determining whether the applicant needs to meet or has met any additional requirements required by Article 10 of the Order;
- 5.3. determining applications for admission to the register made under Article 13 of the Order;
- 5.4. requiring a person to submit further evidence, documents or information in respect of any application for admission or readmission to the register or renewal of registration;
- 5.5. requiring a person to submit evidence of the continuing professional development (CPD) activity they have undertaken in compliance with standards made under Article 19(1) of the Order;

- 5.6. removing a person from the register under Article 19(3) of the Order for failing to comply with CPD standards.

**6. Matters delegated to the Head of Education and any officer nominated by the Head of Education**

- 6.1. Inviting (but not selecting) the Visitors who are to visit any place or institution for any purpose under Part IV of the Order;
- 6.2. Sending a copy of any report received by the Committee from a Visitor under Article 16(7) of the Order to the institution concerned and notifying that institution of its right to make observations in accordance with Article 16(9) of the Order;
- 6.3. Requiring a relevant institution to provide information and assistance under Article 17(3) of the Order (information and assistance reasonably required in connection with the discharge of the Committee's functions);
- 6.4. Giving notice to the institution concerned and notifying that institution of its right to make observations in relation to any proposal by the Committee to refuse or withdraw approval in accordance with Article 18 of the Order.

**6 September 2018**

# The Health and Care Professions Council (Education and Training Committee) (Constitution) Rules 2018

Made 19th September 2018.

Coming into force 20th September 2018.

These Rules are made by the Health and Care Professions Council in exercise of the powers conferred upon it by paragraph 17(1) of Schedule 1 to the Health and Social Work Professions Order 2001.

## Citation and commencement

1. (1) These Rules may be cited as the Health and Care Professions Council (Education and Training Committee) (Constitution) Rules 2018.

(2) These Rules come into force on 20th September 2018.

## Interpretation

2. In these Rules—

“the Committee” means the Education and Training Committee;

“the Chair” has the meaning given in rule 5(1) and includes a person nominated under rule 5(4) or 6(2) to serve as Chair at a meeting;

“the Constitution Order” means the Health and Care Professions Council (Constitution) Order 2009;

“member”, except in the phrase “Council member”, means a member of the Committee and includes the Chair; and

“the Order” means the Health and Social Work Professions Order 2001.

## Revocation

3. The Health and Care Professions Council (Education and Training Committee) (Constitution) Rules 2018, made on 6th December 2017, are revoked.

## The Committee

4. (1) The Education and Training Committee comprises six members, of whom—

- (a) four must be Council members;
- (b) one must be a person who has experience in relation to the provision or assessment of professional education and training which the Council considers will assist the Committee in performing its functions; and
- (c) one must be a registrant who, on appointment, has been admitted to the register for less than five years.

(2) The Committee must include at least—

- (a) one lay member; and
- (b) one registrant member (in addition to any member appointed under paragraph (1)(c)).

(3) The Council must determine the term of office of each member on appointment.

(4) Subject to paragraphs (5) and (6), a member may be appointed for a term of not more than four years and is eligible for re-appointment, but no person may be a member for more than an aggregate of 8 years during any period of 20 years.

(5) A Council member may not be appointed as a member of the Committee for a term which exceeds that person's term of office as a Council member.

(6) A member may only be appointed under paragraph (1)(c) for one term of not more than three years and is not eligible for re-appointment under that paragraph.

(7) A person ceases to be a member of the Committee—

- (a) if the member resigns, which the member may do at any time by notice in writing to the Council;
- (b) in the case of a member who is a Council member—
  - (i) on ceasing for any reason to be a Council member, or
  - (ii) if the member's Council membership is suspended by the Privy Council under Article 7 of the Constitution Order;
- (c) in the case of any other member, if the member becomes a person who, in the opinion of the Council, would be liable to removal or suspension from the Council under Article 6 or 7 of the Constitution Order if that person was a Council member; or
- (d) if the Council, by majority vote, terminates the person's appointment as a member of the Committee.

### **Committee Chair**

5. (1) The Council must appoint a member as the chair of the Committee ("the Chair").

(2) The Council must determine the term of office of the Chair on appointment, which may not exceed that person's term of office as a member of the Committee.

(3) A person serving as Chair ceases to do so—

- (a) if the member resigns as Chair, which the member may do at any time by notice in writing to the Council;
- (b) on ceasing for any reason to be a member of the Committee or (where applicable) a Council member;
- (c) if the Council, by majority vote, terminates the person's appointment as Chair.

(4) If, for any reason, the Chair is absent from or unable to act as Chair at a meeting or the office of Chair is vacant, the members who are present at a meeting of the Committee must nominate one of their number to serve as Chair at that meeting.

### **Quorum**

6. (1) Subject to paragraph (2), the quorum of the Committee is half of the total number of members of the Committee, plus one.

(2) At a panel meeting of the Committee the quorum is any three members (who must nominate one of their number to act as Chair at that meeting).

(3) A "panel meeting" means a meeting of the Committee which has been convened only to conduct one or more of the following items of business (and at which no other business is conducted)—

- (a) considering Visitors' reports which are submitted to the Committee in accordance with Article 16(7) of the Order and any observations upon those reports received by the Committee under Article 16(9) of that Order and, if thought fit, approving the course of education or training, qualification or institution to which a report and observations (if any) relate;
- (b) considering and, if thought fit, approving any proposed change to an approved programme;
- (c) considering and, if thought fit, approving any matter arising from the monitoring of an approved programme;

- (d) considering and, if thought fit, withdrawing approval from an approved programme which the Committee is satisfied no longer admits or recruits students; or
  - (e) where a concern is raised with the Committee under any arrangements it may establish for that purpose—
    - (i) considering and determining whether an approved programme continues to meet the Standards of Education and Training; and
    - (ii) subject to paragraph (4), deciding what steps (if any) must be taken to address a concern which it determines is well founded.
- (4) The steps that may be taken at a panel meeting under paragraph (3)(e)(ii) do not include withdrawal of approval from an approved programme.
- (5) In paragraph (3) an “approved programme” means a course, qualification or institution which is approved by the Committee under Part IV of the Order.

Sealed with the common seal of the Health and Care Professions Council on 19th September 2018.



*Stephen Cohen*  
Deputy Chair

*Marc Seale*  
Registrar

### **Explanatory Note**

These Rules prescribe the composition of the Health and Care Professions Council’s Education and Training Committee, provide for the chairing of that Committee and specify its quorum for transacting business.

The Rules revoke and replace the Health and Care Professions Council (Education and Training Committee) (Constitution) Rules 2018, which were made on 6th December 2017.

## CODE OF CONDUCT

### 1 Introduction

Council members must comply with this Code of Conduct (the **Code**) whenever they act in their capacity as a member of the Council.

The Code will also apply to Council members whose conduct, when acting for another organisation or in a private capacity, may undermine their role as a Council member or public confidence in the Council,

### 2 General obligations

Council members must take personal responsibility for ensuring that they keep to the Code.

Council members must:

- act in good faith;
- act in accordance with the HCPC's over-arching objective in exercising its functions, of protecting the public;
- treat others equally, fairly, with dignity and respect; and
- act in accordance with the principles of public life (set out more fully in Appendix A):
  - selflessness;
  - integrity
  - objectivity
  - accountability
  - openness
  - honesty; and
  - leadership.

Council members must not:

- use their position for personal gain or to promote their private interests;
- discriminate or treat anyone less favourably on grounds of age, disability, gender reassignment, marriage and civil partnership, pregnancy and maternity, race, religion and belief, sex or sexual orientation; or
- act in a way that may undermine public confidence in the HCPC or bring it into disrepute.

### **3 Confidentiality**

As the Council conducts much of its business in public, most information to which Council members have access will be in the public domain. However, some information must be kept confidential.

Council members must not disclose confidential information which they have received in that capacity, other than for a proper purpose or where required to do so by law.

Council members must take appropriate steps to ensure that confidential information is stored securely and should contact the Chief Executive if the status of any information is unclear. A Council member who becomes aware of a breach of confidentiality must immediately notify the Chief Executive or the Chair.

### **4 Attending meetings**

Council members must endeavour to attend all Council meetings and all meetings of any committee of which they are a member unless they are unable, with good reason, to do so and contribute in accordance with their role (see Appendix B).

Council members who are unable, with good reason, to attend a meeting must inform the Secretary of the Council or Secretary of the relevant committee as soon as possible ahead of the meeting.

Where a Council member's absence from meetings over a prolonged period may affect the Council's ability to perform its statutory functions, that member will be asked to work with the Chair of Council to consider any action needed to address the position.

Council members' attendance records will form part of their annual performance review and particular consideration will be given to absences without notice.

Article 6(1)(g) of the Health and Care Profession Council (Constitution) Order 2009 provides that the Privy Council may remove a Council member whose level of attendance at meetings falls below a minimum level of attendance acceptable to the Privy Council.

### **5 Use of HCPC resources**

The HCPC may only provide resources to Council members in order to assist them in the discharge of their duties. Council members must not use HCPC resources for any other purpose or place HCPC employees in the embarrassing situation of having to refuse to provide them with resources.

### **6 HCPC employees**

In dealing with HCPC employees, Council members must recognise that their actions may be treated in law as those of the HCPC as employer.

Council members must not give direct instructions to employees, who are subject to the HCPC's established employment procedures and act on the instructions of their line managers, Directors and the Chief Executive.

Members are entitled to question the manner in which the HCPC operates or the advice or opinions provided by employees, but must not raise matters relating to the conduct or capability of employees at meetings held in public, nor seek to undermine employees by means of rudeness or ridicule. In particular, Members must recognise that employees are constrained in the response they may make to such public comment.

If a Member has any concerns about the conduct or capability of an employee, they should be discussed with the appropriate Director. Concerns about a Director should be discussed with the Chief Executive and concerns about the Chief Executive should be referred to the Chair of the Council.

## **7 Council members' annual performance review**

Council members must participate in the annual performance review process.

## **8 Breach of the Code**

Any minor breach of this Code should, where possible, be dealt with informally in the first instance; for example, by the Chair or another member drawing the breach to the Council member's attention during the meeting at which it occurs.

A Council member who considers that another Council member may be in breach of this Code may also raise the matter with the Chair.

Where there is evidence of a deliberate, serious or continued breach of this Code or a formal complaint is received about the conduct of a Council member, the matter will be referred to the Chair, who will act in accordance with the complaints procedure set out in Appendix C.

## **9 Suspension or removal from office of a Council Member**

A Council member may be suspended or removed from office in accordance with the provisions of the Health and Care Professions Council (Constitution) Order 2009.

**20th September 2017**

## **Appendix A**

### **The Seven Principles of Public Life\***

#### **Selflessness**

Holders of public office should act solely in terms of the public interest.

#### **Integrity**

Holders of public office must avoid placing themselves under any obligation to people or organisations that might try inappropriately to influence them in their work. They should not act or take decisions in order to gain financial or other material benefits for themselves, their family, or their friends. They must declare and resolve any interests and relationships.

#### **Objectivity**

Holders of public office must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias..

#### **Accountability**

Holders of public office are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

#### **Openness**

Holders of public office should act and take decisions in an open and transparent manner. Information should not be withheld from the public unless there are clear and lawful reasons for so doing.

#### **Honesty**

Holders of public office should be truthful.

#### **Leadership**

Holders of public office should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

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\* as set out by the Committee on Standards in Public Life ([www.public-standards.gov.uk](http://www.public-standards.gov.uk))

## **Appendix B**

### **The role of Council Members and Chairs**

#### **Council Member**

The role of a Council Member is to:

- contribute their knowledge and expertise to Council meetings, to aid effective decision-making;
- support the Council's objectives;
- ensure that they have a good working knowledge of HCPC's functions, processes and other information that may help their role;
- act in accordance with the Code; and
- act as an ambassador for the HCPC, representing the Council to stakeholders.

#### **Council Chair**

In addition to the role of Council member, the Chair will also:

- provide strong non-executive leadership, and encourage open and pro-active accountability to the public and the professions;
- act as an ambassador for the Council, inspiring confidence in the organisation and representing the interests of statutory regulation to outside bodies;
- develop and maintain constructive collaboration, networking and consultation with key stakeholders, and others when required;
- uphold public interest in all that the HCPC undertakes;
- chair meetings of Council;
- approve draft agendas and approve draft minutes for the committee;
- monitor and develop Council members' performance, providing support as necessary;
- manage the Council's Chief Executive so as to secure effective oversight of the development and achievement of the Council's strategic, policy and operational objectives and compliance with its statutory responsibilities.
- set the Chief Executive's objectives and monitor the Chief Executive's performance against those objectives;
- to nominate a suitable person or persons to carry out the duties of the Chair if the Chair is absent or unavailable.

## **Committee Chairs**

The role of the Chair is to:

- approve draft agendas and approve draft minutes for the committee;
- consult the Committee Secretary for advice as needed;
- manage the efficient and effective running of meetings by grasping the detail of a wide range of business, and contribute to objective decision making by exercising sound judgement;
- facilitate open discussion, and good decision-making;
- give an overview of the business of the Committee and present any relevant papers to Council;
- report annually to Council on the Committee's activities over the last year;
- ensure that the meeting is conducted in accordance with the standing orders, and that all members keep to the Code of Conduct; and
- act as spokesperson for the committee if required.

## **Appendix C**

### **Complaints against Council Members**

#### **Introduction**

1. This procedure deals with the investigation of complaints made against Council members which arise in that capacity, including complaints made against Council members by HCPC staff.
2. Complaints against members by HCPC staff should be made to the Chief Executive. All other complaints against members should be made to the Secretary of the Council.
3. All complaints must be made in writing and referred to the Chair. If, in the opinion of the Chair, more detail is needed in order for the complaint to be considered, the Chair may ask the complainant to provide further details.
4. The Chair must determine conclusively whether a complaint is within the scope of this procedure. If the Chair determines that a complaint is not within its scope or is trivial or vexatious, the Chair must inform the complainant of that decision in writing, and the reasons for it, and no further action will be taken in respect of that complaint. If it appears to the Chair that the complaint is one which should be dealt with by the Privy Council then the Chair will refer the matter to the Privy Council.
5. Where the Chair is unable to act or is the subject of a complaint, any reference in this procedure to the Chair is to be read as a reference to the Chair of the Education and Training Committee.

#### **Conciliation**

6. If the Chair determines that a complaint is within the scope of this procedure, the Chair may suggest that the complainant and the member seek to resolve the matter by conciliation and, if they agree, the Chair, with the consent of the parties, may appoint a conciliator.
7. If the complaint is resolved by conciliation, no further action is to be taken by the Chair in respect of the complaint.
8. If conciliation fails to reach a satisfactory outcome, any admissions or statements made during the course of the process are not admissible in any subsequent investigation or consideration of the complaint.

9. The Chair must nominate an Independent Reviewer to investigate any complaint where:
  - 9.1 the Chair considers that the complaint is unsuitable for resolution by conciliation;
  - 9.2 a party does not agree to take part in conciliation; or
  - 9.3 conciliation fails to resolve the complaint;

## **Investigation**

10. The Chair must nominate a person (the **Independent Reviewer**) to investigate the complaint and report on the matter to the Council as to whether:
  - 10.1 on the balance of probabilities, the allegations contained in the complaint are factually correct; and
  - 10.2 on the basis of those facts, the member has breached the Code of Conduct for Council Members (the **Code**).
11. Where the Independent Reviewer concludes that a breach of the Code has occurred, he or she may also recommend to the Council the action which it should take against the member concerned in respect of that breach.
12. Subject to paragraph 13, the Independent Reviewer may determine the procedure to be followed in conducting the investigation, including the lines of inquiry to be pursued, the persons from whom evidence is to be sought and the form in which that evidence is to be given.
13. The Independent Reviewer must:
  - 13.1 send a copy of the complaint to the member concerned and invite him or her to submit a written response within a reasonable time (which must in any event be not less than 14 days);
  - 13.2 send a copy of any response from the member concerned to the complainant, and provide him or her with a reasonable time (which must in any event be not less than 14 days) in which to comment on it.
14. The Independent Reviewer may be provided with administrative support by the HCPC and may obtain legal advice from the Solicitor to the Council but, if the Independent Reviewer wishes to obtain independent administrative support or legal advice, the Council must meet the reasonable costs incurred by the Independent Reviewer in doing so.

## **Report**

15. Once the investigation has concluded, the Independent Reviewer must prepare a report (the **Report**) setting out the findings of the investigation, the conclusions reached, any recommendation made in accordance with paragraph 18 and the reasons for them.
16. The Report must also include all of the documents considered by the Independent Reviewer (other than any legal advice given to the Independent Reviewer or any other privileged communication).
17. The Report must be submitted to the Chair and, at the same time, a copy must be sent to the complainant and the member concerned.
18. If the Independent Reviewer concludes that there has been a breach of the Code, the Report may include one or more of the following recommendations:
  - 18.1 that no action be taken;
  - 18.2 that the member be admonished by the Council;
  - 18.3 that a report be submitted to the police, another regulatory or law enforcement agency or to a prosecuting authority;
  - 18.4 that the Council recommend to the Privy Council that the member be removed from the Council.

## **Council Procedure**

19. The Chair must convene a meeting of the Council, to consider the report.
20. The Report must be considered as public business unless, at the discretion of the Chair, it is taken as private business where:
  - 20.1 the Independent Reviewer has dismissed the complaint;
  - 20.2 the complaint concerns the health of any person;
  - 20.3 the complaint concerns confidential information; or
  - 20.4 the Independent Reviewer has recommended that the police or a regulatory, law enforcement or prosecuting body be informed of the matter;

and, in the latter case, the Chair may determine that the Council must not make public any information relating to the matter until the conclusion of any action by the police or other body concerned.

## **Senior Council Member**

### **Role**

The Senior Council Member has the following functions in respect of Council governance:

- acting as a sounding board for the Chair and Chief Executive on governance matters;
- being the contact point for Members who have concerns which:
  - they have been unable to resolve via the Chair or Chief Executive; or
  - would be inappropriate to raise with the Chair or Chief Executive;
- being the contact point for Members or Executive Directors to raise issues which they feel have not been or cannot be resolved through normal channels;
- being a conduit for Members' views on the performance of the Chair, overseeing the annual performance appraisal of the Chair;
- overseeing the appointment and reappointment process for Chair;
- being the contact point for Members who have concerns about the Chair, the Chief Executive or the relationship between the Chair and the Chief Executive;
- being the contact point for Members who have concerns about the relationship between the Chair and a Council Member;
- initiating dialogue with the Chair or other Members if it appears that the Council is not functioning effectively; and
- acting as an internal contact point for whistle-blowers who feel unable to raise concerns through such channels as are set out in the HCPC Whistleblowing Policy.

For the purpose of discharging these functions, the Senior Council Member may require the Council Secretary to include a relevant item of business on the agenda for any Council meeting.

### **Term of Office**

The term of office will be two years with the possibility of renewal for a further two years subject to Council approval. The maximum term of office will be four years. Appointment or removal from office is a decision reserved for Council.

## DECLARATION OF MEMBER'S INTERESTS

Name of Member: \_\_\_\_\_

**A: Membership or position of general control or management of certain bodies (current or held within the last two years)**

Name	Position
<b>1. body to which you are appointed by the HCPC:</b>	
<b>2. body exercising functions of a public nature:</b>	
<b>3. body directed to charitable purposes:</b>	
<b>4. body whose principal purposes include influencing public opinion or policy (including any political party or trade union):</b>	
<b>I have no relevant interest to declare (please tick)</b>	

**B: Remunerated employment, business, office or profession**

**Name, nature of the business and position you hold in any remunerated employment business, office or profession:**

--

I have no relevant interest to declare (please tick box)

--

**Category C: Directorships**

**Directorships (including non-executive directorships) in any public or private company:**

--

I have no relevant interest to declare (please tick box)

--

**Category D: Shareholdings**

**Details of any shareholdings which give you a majority or controlling interest in any undertaking:**

--

I have no relevant interest to declare (please tick box)

--

**Category E: Contracts**

**Description of any contracts for goods, services or works made between the HCPC and you or any entity in which you have a material interest:**

--

I have no relevant interest to declare (please tick box)

--

**Category F: Inducements, gifts and hospitality (please see relevant policy)**

Description	Donor	Date

I confirm that, to the best of my knowledge and belief, this is a full and accurate declaration of the interests that I am required to register. I undertake to promptly inform the Secretary to the Council of any changes to my registrable interests.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_

## **ANTI-BRIBERY POLICY**

### **Introduction**

The Health and Care Professions Council is committed to acting with objectivity and integrity and conducting all of its activities in an honest and ethical manner.

This includes preventing bribery and fostering a culture in which bribery will not be tolerated in any form.

Council members, committee members, employees, partners and all others who act on the HCPC's behalf must uphold the highest standards of integrity when doing so.

### **Bribery**

In essence, bribery is the giving or receiving of a financial or other inducement or advantage in connection with some improper performance of functions.

The Bribery Act 2010 creates two bribery offences:

- offering, promising or giving a financial or other advantage (the offence of bribing another person); and
- requesting, agreeing to receive or accepting a financial or other advantage (the offence of being bribed).

In either case the bribe must be intended to induce improper conduct by the recipient, that is the improper exercise of a function of a public nature or an activity connected with a business, trade or profession.

The Act also creates a separate offence of bribing a foreign public official. That offence is committed if a bribe is offered, promised or given to such an official with the intention of influencing the recipient in the performance of his or her public functions and with the intention of obtaining or retaining business or a business advantage.

### **Policy**

All forms of bribery are strictly prohibited. A person who is subject to this policy (**you**) must not:

- offer or give a bribe to, or seek or accept a bribe from, any individual or organisation; or
- seek or accept, any payment (in cash or kind) or other inducement in respect of any service provided by or on behalf of the HCPC.

If you are unsure about whether a particular act contravenes this policy, you should seek advice from the [HCPC Secretariat].

### **Hospitality, gifts etc.**

This policy does not prohibit the acceptance, for legitimate purposes, of gifts or hospitality which are reasonable and appropriate.

A gift or hospitality will not be reasonable and appropriate if it is lavish or extravagant, or may be seen as an inducement or reward for any preferential treatment.

A gift will be reasonable and appropriate if it is of modest value or a token nature, such as flowers or pens, t-shirts, diaries and similar promotional items. Such gifts do not include expensive items, cash or its equivalent (such as vouchers) or any gift given in secret.

Hospitality will be reasonable and appropriate if it is of modest value and related to HCPC's activities, such as meals or refreshments provided at meetings or conferences. Such hospitality does not include offers of entertainment, such as attendance at sporting or other events unconnected to the HCPC's activities.

You must not:

- accept a gift or hospitality which is not reasonable and appropriate;
- accept a gift under any circumstances from a supplier or potential supplier when a contract is being awarded or business is being transacted; or
- accept a discount which is not generally available or any similar inducement in respect of products or services purchased for private purposes from an HCPC supplier.

If you are unsure about whether any gift or hospitality contravenes this policy, you should seek advice from the [HCPC Secretariat].

### **Record keeping**

You must declare any gifts or hospitality which you receive or give.

You must prepare all records relating to dealings with suppliers and other relevant third parties completely and accurately.

### **Raising a concern**

If you are offered a bribe or are asked to make one, or if you suspect that any bribery or other breach of this policy has occurred or may occur, you must report it as soon as possible to the [HCPC Secretariat] or

**20th September 2017**

## Anti-Bribery Policy

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A gift will be reasonable and appropriate if it is of modest value or a token nature, such as flowers or pens, t-shirts, diaries and similar promotional items. Such gifts do not include expensive items, cash or its equivalent (such as vouchers) or any gift given in secret. No gift or other offering should be accepted if the value is reasonably believed to be over £10.

Hospitality will be reasonable and appropriate if it is of modest value and related to HCPC's activities, such as meals or refreshments provided at meetings or conferences. Such hospitality does not include offers of entertainment, such as attendance at sporting or other events unconnected to the HCPC's activities.

You must not:

- accept a gift or hospitality which is not reasonable and appropriate;
- accept a gift under any circumstances from a supplier or potential supplier when a contract is being awarded or business is being transacted; or
- accept a discount which is not generally available or any similar inducement in respect of products or services purchased for private purposes from an HCPC supplier.

If you are unsure about whether any gift or hospitality contravenes this policy, you should seek advice from the HCPC Secretariat.

### **Record keeping**

You must declare any gifts or hospitality which you receive or give.

You must prepare all records relating to dealings with suppliers and other relevant third parties completely and accurately.

### **Raising a concern**

If you are offered a bribe or are asked to make one, or if you suspect that any bribery or other breach of this policy has occurred or may occur, you must report it as soon as possible to the [HCPC Secretariat] via [bribery&fraud@hcpc-uk.org](mailto:bribery&fraud@hcpc-uk.org)

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## Fraud Policy

### Introduction

This document sets out the policy and procedures of HCPC or HCPTS against fraud, and other forms of dishonesty and supplements the Anti Bribery Policy.

It applies to Directors, employees, contractors, interims, agency staff, Council & Committee members and Partners. Anybody associated with HCPC or HCPTS who commits fraud, theft, or any other dishonesty, or who becomes aware of it and does not report it, will be subject to appropriate disciplinary action.

### 1. Statement of intent

HCPC or HCPTS will continually strive to ensure that all its financial and administrative processes are carried out and reported honestly, accurately, transparently and accountably and that all decisions are taken objectively and free of personal interest. We will not condone any behaviour that falls short of these principles.

All members of HCPC or HCPTS have a responsibility for putting these principles into practice and for reporting any breaches they discover.

### 3. Definitions

a) Fraud: A deliberate intent to acquire money or goods dishonestly through the falsification of records or documents. The deliberate changing of financial statements or other records by either; a member of the public, someone who works (in any capacity) or is a Partner for HCPC or HCPTS. The criminal act is the attempt to deceive and attempted fraud is therefore treated as seriously as accomplished fraud

b) Theft: Dishonestly acquiring, using or disposing of physical or intellectual property belonging to HCPC or HCPTS or to individual members of the organisation.

c) Misuse of equipment: Deliberately misusing materials or equipment belonging to HCPC or HCPTS for financial or material benefit.

d) Abuse of position: Exploiting a position of trust within the organisation for financial or material benefit.

### 4. Culture

HCPC or HCPTS fosters honesty and integrity in its entire employees and members. Directors, employees, Council & Committee members and Partners are expected to lead by example in adhering to policies, procedures and practices. Equally, members of the public, service users and external organisations (such as suppliers and contractors) are expected to act with integrity and without intent to commit fraud against the HCPC.

As part of this, HCPC or HCPTS will provide clear routes by which concerns may be raised by Directors, employees, and members and Partners. Details of this can be found in the HCPC's Fraud Response Policy. Alternatively employees may e mail [bribery&fraud@hcpc-uk.org](mailto:bribery&fraud@hcpc-uk.org)

Senior management are expected to deal promptly, firmly and fairly with suspicions and allegations of fraud or corrupt practice. HCPC may use the 'Near Miss Process' which can be found on the Quality Management System [https://hcpcuk.sharepoint.com/sites/management-systems/QMS/Pages/Near-Miss-Process-\(non-conformance\).aspx](https://hcpcuk.sharepoint.com/sites/management-systems/QMS/Pages/Near-Miss-Process-(non-conformance).aspx)

## **5. Responsibilities**

In relation to the prevention of fraud, theft, misuse of equipment and abuse of position, specific responsibilities are as follows:

### **a) Council members and SMT:**

The Directors are responsible for establishing and maintaining a sound system of internal control that supports the achievement of the HCPC's policies, aims and objectives.

The system of internal control is designed to respond to and manage the whole range of risks which the HCPC faces.

The system of internal control is based on an on-going process designed to identify the principal risks, to evaluate the nature and extent of those risks and to manage them effectively. Managing fraud risk is seen in the context of the management of this wider range of risks.

Audit Committee will approve such measures on an annual basis.

### **b) The Chief Executive Officer:**

Overall responsibility for managing the risk of fraud has been delegated to the CEO. The day to day responsibility has been delegated to the Chief Information Security and Risk Officer (CISRO) to act on behalf of the CEO.

Their responsibilities include:

- Undertaking a regular review of the fraud risks associated with each of the key organisational objectives.
- Establishing an effective anti-fraud response plan, in proportion to the level of fraud risk identified.
- The design of an effective control environment to prevent fraud.
- Establishing appropriate mechanisms for:
  - reporting fraud risk issues
  - reporting significant incidents of fraud, or attempted fraud to the Chair of Audit Committee;
- Liaising with the HCPC's appointed Auditors.

- Making sure that all employees and members are aware of the HCPC's Anti-Fraud Policy and know what their responsibilities are in relation to combating fraud;
- Ensuring that appropriate anti-fraud training is made available to Directors, employees and members and Partners as required; and
- Ensuring that appropriate action is taken to minimize the risk of previous frauds occurring in future.

c) Senior Management Team & Operational Management Team

The Senior Management Team and Operational Management Team are responsible for:

- Ensuring that an adequate system of internal control exists within their areas of responsibility and that controls operate effectively;
- Preventing and detecting fraud as far as possible;
- Assessing the types of risk involved in the operations for which they are responsible;
- Reviewing the control systems for which they are responsible regularly;
- Ensuring that controls are being complied with and their systems continue to operate effectively;
- Implementing new controls to reduce the risk of similar fraud occurring where frauds have taken place.

d) Employees and members

All employees and Council or Committee members are responsible for:

- Acting with propriety in the use of HCPC's resources and the handling and use of funds whether they are involved with cash, receipts, payments or dealing with suppliers;
- Conducting themselves with selflessness, integrity, objectivity, accountability, openness, honesty and leadership;
- Being alert to the possibility that unusual events or transactions could be indicators of fraud;
- Alerting their manager when they believe the opportunity for fraud exists e.g. because of poor procedures or lack of effective oversight;
- Reporting details immediately if they suspect that a fraud has been committed or see any suspicious acts or events; and
- Cooperating fully with whoever is conducting internal checks or reviews or fraud investigations.

e) Partners

Every Partner is responsible for:

- Acting with propriety in the use of the HCPC's resources and the handling and use information and of funds whether they are involved with cash, receipts, payments or dealing with suppliers;
- Conducting themselves with selflessness, integrity, objectivity, accountability, openness, honesty and leadership;

- Being alert to the possibility that unusual events or transactions could be indicators of fraud;
- Alerting their manager when they believe the opportunity for fraud exists e.g. because of poor procedures or lack of effective oversight;
- Reporting details immediately if they suspect that a fraud has been committed or see any suspicious acts or events; and
- Cooperating fully with whoever is conducting internal checks or reviews or fraud investigations.

## **6. Review**

This policy will be reviewed by SMT and agreed by the Audit Committee on an annual basis.

**4 December 2019**

## **Fraud Response Plan**

### **1. Introduction**

- 1.1 This fraud response plan provides a checklist of actions and a guide to follow in the event that a fraud is suspected. It covers:
- Notifying Suspected Fraud
  - The investigation process
  - Liaison with police and NAO
  - Initiation of recovery action
  - Reporting Processes
- 1.2 Its purpose is to define authority levels, responsibilities for action and reporting lines in the event of suspected fraud. Theft or other irregularity.

### **2. Notifying Suspected Fraud**

- 2.1 It is important that all employees are able to report their concerns without fear of reprisal or victimisation and are aware of the means to do so. The Public Interest Disclosure Act 1998 (the “Whistle Blowers Act”) provides appropriate protection for those who voice genuine and legitimate concerns through the proper channels. See the separate Whistle Blowing Policy for further details.
- 2.2 In the first instance, any suspicion of fraud, theft or other irregularity should be reported, as a matter of urgency, to your line manager. If such action would be inappropriate, your concerns should be reported upwards to one of the following persons:
- Head of Governance
  - A member of OMT
  - A member of SMT
  - Director of Finance
  - Chief Executive Officer
- 2.3 Concerns may also be raised with the Chair of the Audit Committee
- 2.4 Every effort will be made to protect an informant’s anonymity if requested. However, HCPC will always encourage individuals to be identified to add more validity to the concerns and allow further investigations to be more effective. In certain circumstances, anonymity cannot be maintained. This will be advised to the informant prior to release of information.

### **3. The Investigation process**

- 3.1 Suspected fraud must be investigated in an independent, open-minded and professional manner with the aim of protecting the interests of both HCPC and the suspected individual(s). Suspicion must not be seen as guilt to be proven.
- 3.2 The investigation process will vary according to the circumstances of each case and will be determined by the Chief Executive Officer in consultation with the Director of Finance, the appropriate Director and Head of Governance. An Investigating Officer will be appointed to take charge of the investigation on a day-to day basis. This will normally be the Chief Information Security and Risk Officer or, exceptionally, another independent manager.
- 3.3 The Investigating Officer may appoint any investigation team as needed.
- 3.4 Where initial investigations reveal that there are reasonable grounds for suspicion, and to facilitate the ongoing investigation, it may be appropriate to suspend an employee against whom concerns have been raised. This decision will be taken by the Chief Executive Officer and/or the Director of Finance, in consultation with the Head of Human Resources and Organisational Development and the Investigating Officer. Suspension should not be regarded as disciplinary action, nor should it imply guilt. The process will follow guidelines set out in HCPC's Employee Handbook. Council & Committee members are subject to the Code of Conduct, in the code of Corporate Governance.
- 3.5 It is important from the outset, to ensure that evidence is not contaminated, lost or destroyed. The Independent Investigator will therefore take immediate steps to secure physical assets, including computers and any records thereon, and all other potentially evidential documents or electronic or document saving devices. They will also ensure, in consultation with management, that appropriate controls are introduced to prevent further loss.
- 3.6 The Investigating Officer will ensure that a detailed record of the investigation is maintained. This should include a chronological file recording details of all telephone conversations, discussions, meetings and interviews (with whom, who else was present and who said what), details of documents reviewed, tests and analyses undertaken, the results and their significance. Everything should be recorded, irrespective of the apparent significance at the time.
- 3.7 All interviews will be conducted in a fair and proper manner. Where there is a possibility of subsequent criminal action, the police will be consulted and interviews may be conducted under caution in compliance with the Police and Criminal Evidence Act (PACE), which governs the admissibility of evidence in criminal proceedings.
- 3.8 The findings of the investigation will be reported to the Chief Executive, Director of Finance and head of Human Resources and Organisational Development who will determine, in consultation with the Investigating officer, what further action (if any) should be taken.

#### **4. Liaison with Police and National Audit office (NAO)**

- 4.1 The police generally welcome early notification of suspected fraud, particularly that of a serious or complex nature. Some frauds will lend themselves to automatic reporting to the police (such as theft by a third party). For more complex frauds, the Chief Executive Officer, following consultation with the Director of Finance, Director of Human Resources and Organisational Development, Head of Governance and the Investigating Officer will decide if and when to contact the police. The Director of Finance will report suspected frauds to the NAO at an appropriate time.
- 4.2 All employees will co-operate fully with any police or NAO enquiries, which may have to take precedence over any internal investigation or disciplinary process. However, wherever possible, teams will co-ordinate their enquiries to maximise the effective and efficient use of resources and information.

## **5. Initiation of Recovery Action**

- 5.1 HCPC will take appropriate steps, including legal action if necessary, to recover any losses arising from fraud, theft or misconduct. This may include civil action against third parties involved in the fraud, or whose negligent actions contributed to the fraud, to recover any losses.

## **6. Reporting Process**

- 6.1 Throughout any investigation, the Investigating Officer will keep the Chief executive Officer, Director of Finance, Director of Human Resources and Organisational Development and Head of Governance informed of progress and any developments. These reports may be verbal or in writing.
- 6.2 On completion of the investigation, the Investigating officer will prepare a full written report setting out:
- Background as to how the investigation arose
  - What action was taken in response to the allegations
  - The conduct of the investigation
  - The facts that came to light and the supporting evidence
  - Action taken against any party where the allegations were proved
  - Action taken to recover any losses
  - Recommendations and/or action taken by management to reduce further exposure and to minimise any recurrence.
- 6.3 In order to provide a deterrent to other staff a brief and anonymised summary of the circumstances may be published on HCPC's intranet.

## DOs and DON'Ts

DO	DON'T
<ul style="list-style-type: none"> <li>• <b>Make a note of your concerns</b></li> </ul> <p>Record all relevant details, such as the nature of your concern, the names of parties you believe to be involved, details of any telephone or other conversations with names, dates, times and any witnesses.</p> <p>Notes do not need to be overly formal, but should be timed, signed and dated.</p> <p>Timeliness is most important. The longer you delay writing up, the greater the chances or recollections becoming distorted and the case being weakened.</p> <ul style="list-style-type: none"> <li>• <b>Retain any evidence you may have</b></li> </ul> <p>The quality of evidence is crucial and the more direct and tangible the evidence, the better the chances of an effective investigation.</p> <ul style="list-style-type: none"> <li>• <b>Report your suspicions promptly</b></li> </ul> <p>In the first instance, report your suspicions to your line manager. If this action would be inappropriate, further guidance on disclosure can be found in the Anti bribery Policy, the Fraud Policy and the Whistle Blowing Policy.</p> <p>Additionally, all concerns must be reported to the Chief Information Security and Risk Officer.</p>	<ul style="list-style-type: none"> <li>• <b>Be afraid of raising your concerns</b></li> </ul> <p>The Public Interest Disclosure Act provides protection for employees who raise reasonably held concerns through the appropriate channels – whistle blowing.</p> <p>You will not suffer discrimination or victimisation as a result of following these procedures and the matter will be treated sensitively and confidentially.</p> <ul style="list-style-type: none"> <li>• <b>Convey your concerns to anyone other than authorised persons</b></li> </ul> <p>There may be a perfectly reasonable explanation for the events that give rise to your suspicion. Spreading unsubstantiated concerns may harm innocent persons.</p> <ul style="list-style-type: none"> <li>• <b>Approach the person you suspect or try to investigate the matter yourself</b></li> </ul> <p>There are special rules relating to the gathering of evidence for use in criminal cases. Any attempt to gather evidence by persons who are unfamiliar with these rules may compromise the case.</p>

4 December 2019

## Financial regulations

### **Introduction**

1. These Regulations set out the principles governing the financial and accounting practices of the Health and Care Professions Council (**HCPC**). Their purpose is to ensure that the HCPC's finances are managed with probity, accuracy, economy, efficiency and effectiveness.
2. The Regulations have effect as if they were incorporated in the Council's Standing Orders and should be read in conjunction with the Council's Scheme of Delegation.
3. The Regulations are not intended to provide detailed procedural advice and the Chief Executive or Director of Finance should be consulted in respect of any matter which is not covered by the Regulations and which may have a material effect upon the HCPC's finances.
4. Where appropriate, the Regulations will be supplemented by detailed Financial Operating Procedures.

### **Roles and responsibilities**

#### ***The Council***

5. The Council has the ultimate responsibility for the financial viability of the HCPC and for making arrangements for the proper administration of its finances. The Council exercises financial supervision and control by approving the annual budget and the five year plan and defining and approving essential features of the financial control framework, including policies on reserves, investment and procurement.
6. Under the Health and Social Work Professions Order 2001, the Council is specifically responsible for:
  - 6.1 setting fees;
  - 6.2 keeping accounts;
  - 6.3 preparing and publishing the annual accounts; and
  - 6.4 appointing auditors.

#### ***Audit Committee***

7. To assist it in the discharge of its financial responsibilities, the Council has established an Audit Committee, which oversees the HCPC's audit and other risk management arrangements.

### ***Chief Executive***

8. The Chief Executive has overall executive responsibility to the Council and as such is responsible for:
  - 8.1 the organisation and management of the HCPC's functions and leadership and management of all employees;
  - 8.2 ensuring that budgets and resources are managed within the estimates approved by the Council; and
  - 8.3 the HCPC's financial operations, including the system of internal control.
9. The Chief Executive has been appointed as Accounting Officer by the Privy Council and, as such, is responsible for ensuring that the HCPC performs its statutory functions within the available financial resources and for complying with the Council's obligations under Article 46 of the Health and Social Work Professions Order 2001.

### ***Director of Finance***

10. The Director of Finance is responsible for the administration of the financial affairs of the HCPC, in particular, by:
  - 10.1 implementing the Council's financial policies;
  - 10.2 maintaining effective system of internal financial control, including ensuring that detailed procedures incorporate the principles of separation of duties and appropriate internal checks, keeping the Financial Regulations under review and reporting to the Chief Executive on any matters that may require revision;
  - 10.3 ensuring that records are maintained which explain the HCPC's transactions and disclose, with reasonable accuracy, the financial position of the HCPC at any time;
  - 10.4 providing financial advice to the Council, its committees and employees;
  - 10.5 preparing such accounts and reports as the HCPC may require for the purpose of carrying out its statutory functions;
  - 10.6 ensuring that good financial practice is adopted by HCPC, in accordance with accepted professional standards and taking account of advice received from the internal and external auditors; and
  - 10.7 preparing Financial Operating Procedures to supplement these Regulations.

## **Budgets and Financial Planning**

### ***Financial Planning***

11. The Chief Executive will each year produce a draft annual budget for submission to the Council including:
  - 11.1 a statement of the HCPC's priorities and objectives for the year;
  - 11.2 the planned use of resources to reflect those priorities and achieve those objectives;
  - 11.3 the financial implications of the planned use of resources;
  - 11.4 contracts with an expected total value greater than £100,000 which are planned to be tendered or retendered during the year; and
  - 11.5 performance targets established by the Council.

### ***Annual Budget***

12. Resources are allocated annually by the Council. Directors and Managers are responsible for the efficient and effective use of the resources allocated to them.
13. The Chief Executive is responsible for preparing an annual budget and capital programme each year for approval by the Council.
14. The Chief Executive must ensure that detailed budgets are prepared in order to support the resource allocation process and that these are communicated to Directors and Managers as soon as possible following their approval by the Council.
15. The Chief Executive is responsible for the day to day management and control of the annual budget and capital programme and may:
  - 15.1 authorise spending on items not exceeding £100,000 each;
  - 15.2 with the approval of the Chair of the Council (except in any case where the Council has resolved otherwise), authorise spending on items which exceed that limit; and;
  - 15.3 authorise all payroll transactions.

### ***Budgetary Control***

16. The control of expenditure within an agreed budget is the responsibility of the Director or Manager who holds that budget (**Budget Holder**) who must ensure that effective day to day monitoring is undertaken. A Budget Holder may delegate authority to use resources within their budget, but may not delegate responsibility for the management of that budget. Each Budget Holder is responsible for expenditure within their budget and will be assisted in this duty by management information provided by the Director of Finance.
17. Budget Holders must report significant deviations from agreed levels of expenditure to the Chief Executive and the Senior Management Team as soon as they become apparent and ensure that any necessary action is taken promptly.

### ***Change Management***

18. Budget Holders must report any unplanned events to the Chief Executive, the Senior Management Team and Director of Finance through the variance analysis within the monthly management accounts. The management accounts are included within the Chief Executive report and reviewed by the Council in each of its

meetings. Expected financial impact resulting from the event will be reflected in the month 6 and 9 forecast, which are approved by the Council during the year.

19. In between budget and forecast processes, when a singular, unplanned event would result in a financial impact (**capital or revenue**) that exceeds 1% of the total budgeted **capital or revenue** expenditure for the year, that the Chief Executive will inform and seek approval from the Council. The Senior Management Team will also inform the Council about any other events that are below these thresholds but deemed to be significant for the Council to be aware.

### **Accounts**

20. HCPC's annual accounts shall be prepared under the direction of the Director of Finance and comply with any relevant statutory requirements and accepted accounting practice.
21. The annual accounts shall be presented to the Audit Committee and subsequently to the Council for approval.

### **Financial Systems and Procedures**

22. The Director of Finance must establish procedures for the secure receipt and payment of all HCPC monies.
23. The HCPC's accounting systems should provide for the allocation of expenditure incurred and income received in a manner which facilitates the preparation of statutory and other accounts, with all items of income and expenditure being allocated to relevant cost centres whenever possible.
24. The Director of Finance will be responsible for the day to day operation and control of the systems and procedures required to:
  - 22.1 order goods and services;
  - 22.2 pay creditors, allowances and expenses;
  - 22.3 collect and bank all income due to the HCPC;
  - 22.4 provide, safeguard and subsequently dispose of HCPC assets; and
  - 22.5 account for taxes and make necessary payments to the appropriate authorities.
25. The Finance Director, working in conjunction with the Human Resources Director, shall be responsible for the day to day operation and control of the systems and procedures required to pay salaries, wages and pensions.

### **Banking**

26. The Council is responsible for the appointment of the HCPC's Bankers.
27. All bank accounts which contain HCPC funds (**HCPC Accounts**) shall be operated in the name of the Health and Care Professions Council and in no circumstances shall HCPC funds be held in an account operated in the name of an individual or with other than HCPC's appointed bankers.
28. The consent of the Council is required before any person opens or maintains any account which contains monies which do not form part of HCPC funds and the title of which includes any reference to the Health and Care Professions Council.

29. All cheques and other documents authorising payment from HCPC Accounts must be signed by two of the following authorised signatories:
  - 27.1 the Chair of the Council;
  - 27.2 the Chief Executive;
  - 27.3 the Director of Finance; and
  - 27.4 any other person who is appointed as an authorised signatory by the Chair on the recommendation of the Chief Executive.
30. A person may be appointed under Regulation 27.4 as a signatory for all or specified HCPC Accounts and any such appointment may be revoked by the Chair at any time.
31. Transfers of funds between HCPC Accounts may be undertaken by electronic banking methods without authorising signatures. The Chief Executive shall designate the persons authorised to perform such transactions.
32. Every HCPC Account shall be reconciled at least once every month.
33. The Director of Finance is authorised to invest surplus funds in a manner which:
  - 31.1 manages cash resources effectively and provides security of HCPC's capital; and
  - 31.2 accords with any investment policy adopted by the Council.

### **Borrowing arrangements**

34. The approval of the Council is required before the HCPC enters into any borrowing arrangements.

### **Income**

35. The Director of Finance shall establish procedures for the secure collection, custody, control and deposit of all monies due to the HCPC, enabling the HCPC to receive all income to which it is entitled and ensuring that all monies due are collected promptly, including the proper and timely collection of debts.
36. All monies received on behalf of the HCPC shall be banked without delay in one of the HCPC Accounts.
37. All agreements, invoices, receipts and other documents relating to income receivable by the HCPC shall be in the name of the HCPC.
38. The custody of all cash holdings must comply with any requirements of the HCPC's insurers.
39. No deductions may be made from, or personal or other cheques cashed out of, any cash collected or received on behalf of the HCPC.

### **Debts**

40. The Chief Executive shall have all necessary powers to recover debts, including the taking of legal action.
41. The Chief Executive is authorised to write off debts which, after appropriate steps have been taken, are considered to be irrecoverable but no individual debt of more than £5,000 or any debt arising from theft or fraud shall be written off without the approval of the Council.

## **Expenditure**

42. Invoices will only be paid for amounts authorised by an appropriate Budget Holder.
43. Payments shall only be made on invoices where the goods or services have been satisfactorily received. However, in circumstances where advance payment (partial or full) is required as a condition of contract and the HCPC is satisfied that it will ultimately receive the goods and services, then such payments may be made.
44. No credit card account shall be established or operated in the name or on behalf of the Council without the prior express consent of the Council.

## **Payment of travel, subsistence and other allowances**

45. All payments for travel, subsistence or other allowances will be made in line with the expenses policy agreed from time to time by the Council.
46. Claims for payment (including bookings made with any travel company approved by the HCPC) shall be authorised in the following manner:
  - 44.1 claims by employees shall be authorised, as appropriate, by their line manager or another appropriate reviewer within the department;
  - 44.2 claims by Directors or the Chief Executive up to the domestic limit (UK travel, subsistence and allowances not exceeding £500) may be self-authorised but will be subject to an annual audit process conducted by the Business Process Improvement department to ensure compliance with applicable policies;
  - 44.3 claims by Directors which exceed the domestic limit or involve travel outside of the UK shall be authorised by the Chief Executive or by one other member of the Senior Management Team and the Director of Finance;
  - 44.4 claims by the Chief Executive which exceed the domestic limit or involve travel outside of the UK shall be authorised by the Chair of the Council and the Director of Finance;
  - 44.5 claims by Council members shall be authorised, as appropriate, by the Secretary to the Council, Secretary to the Committees or a relevant Budget Holder;
  - 44.6 claims by HCPC partners shall be authorised by the relevant Budget Holder; and
  - 44.7 claims by the Chair of the Council shall be authorised by the Chief Executive and the Director of Finance.

## **Contracts and procurement**

47. The HCPC is the legal party for all contracts entered into for the purchase of goods and services, for the provision of works and for the purchase of assets, including land and buildings.
48. Contracts and the process through which they are procured must be open and transparent with the successful contractor being chosen on the basis of a fair and competitive process which accords with any procurement policy adopted by the Council.

## **Asset Management**

49. The purchase, lease, rent or disposal of land and buildings by HCPC can only be undertaken with the approval of the Council.

50. The Director of Finance shall be responsible for:
- 48.1 maintaining a register of all HCPC assets; and
  - 48.2 the safe keeping of deeds, leases, agreements, financial instruments, loan agreements, share certificates and other securities.
51. The Chief Executive shall be responsible for ensuring that appropriate security arrangements exist to cover all HCPC buildings, stores, furniture, equipment, cash, information and records.

### **Risk Management**

52. The Audit Committee is responsible for the oversight of the HCPC's risk register.
53. Insurance arrangements are a key element of risk management and the Chief Executive shall be responsible for arranging appropriate insurance in line with any agreed policy.

### **Audit Arrangements**

54. The Council is responsible for the appointment of the internal and external auditors, acting on the recommendation of the Audit Committee. The same person or firm shall not be appointed to both positions.
55. The main purpose of the internal audit is to provide the Council with independent and objective assurances on the adequacy of the HCPC's financial control, operating control and risk management systems.
56. The external auditor's responsibilities include reporting an opinion on whether the HCPC's accounts give a true and fair view. As part of that responsibility the external auditor obtains an understanding of the system of internal control to the extent that it is relevant to the audit, including the control environment, the risk assessment process, and information technology relevant to financial reporting.

### **Authority of Internal and External Auditors**

57. In order to perform their functions, the internal and external auditors have authority to:
- 55.1 enter, at a reasonable time, any HCPC premises or land;
  - 55.2 have access to records, documents and correspondence relating to any transaction of the HCPC;
  - 55.3 review any relevant activity of the HCPC;
  - 55.4 require and receive such explanations as are necessary concerning any matter under examination; and
  - 55.5 require any HCPC Council member, employee or contractor to produce any asset under his or her control for which the HCPC is responsible.

### **Comptroller and Auditor General**

58. Article 46 of the Health and Social Work Professions Order 2001 provides that the HCPC's accounts shall be subject to examination by the Comptroller and Auditor General.
59. For the purposes of such examination, the Comptroller and Auditor General may inspect the HCPC's accounts and any records relating to them. Notwithstanding that power and the powers available under the National Audit Act 1983, the

Comptroller and Auditor General shall have the same authority under Regulation 55 as the internal and external auditors.

### **Subsidiary companies**

60. The HCPC shall not establish any subsidiary company (or appoint or remove a director of any such subsidiary company) without the approval of the Council.

### **Review of Financial Regulations**

61. The Financial Regulations will be reviewed at least every third year in order to ensure that they continue to reflect the circumstances of the HCPC and financial best practice.

**(6 December 2018)**

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## PROFESSIONAL LIAISON GROUPS

### Introduction

1. The Council, where it considers that doing so would assist it to perform its functions in respect of a particular project, may establish a Professional Liaison Group (**PLG**).
2. The purpose of a PLG is to draw on the expertise of Council members and others to consider one or more specified topics in detail, and to perform a specified task or set of tasks within a timeframe set by the Council.

### Establishing a PLG

3. In respect of any project where establishing a PLG may be appropriate and beneficial, the Director of Policy and Standards must submit a report to the Council setting out:
  - 3.1 a clear and concise rationale as to why it would be appropriate and beneficial to establish a PLG;
  - 3.2 the proposed terms of reference of the PLG (which must be sufficiently precise to enable the Council to agree the PLG's remit);
  - 3.3 the activities which it is proposed the PLG will undertake, including a detailed timetable that sets a date for the conclusion of those activities and a date by which the PLG will report its findings to the Council;
  - 3.4 the knowledge and skills required for membership of the PLG and its proposed composition, including whether external members should be appointed (and, if so, identifying potential members or organisations who should be invited to nominate such members); and
  - 3.5 a proposed budget for the PLG.

### PLG Membership

4. If the Council agrees to establish a PLG, Council members who wish to be appointed to the PLG must be given an opportunity to submit a statement (of not more than 200 words) which sets out how their knowledge and skills meet those agreed for the PLG by the Council.
5. A PLG will be chaired by a member of the Council and Council members who wish to be considered for appointment as the PLG Chair must provide an additional statement (also of not more than 200 words) setting out their suitability for that role.

6. Unless the Council determines otherwise, statements submitted by Council members in accordance with paragraphs 4 or 5 will be considered by the Chair of Council, who will then recommend to the Council which members should be appointed to the PLG.
7. If the Council agrees that external members are to be appointed to a PLG, potential members identified in accordance with paragraph 3.4 may be invited to be PLG members or, in the case of organisations, to nominate such members.
8. If the number of potential external PLG members exceeds the number of places available, candidates may be asked to provide a statement similar to that submitted by Council members in accordance with paragraph 4.
9. Unless the Council determines otherwise, any statements submitted in accordance with paragraph 8 will be considered by a Panel comprised of the Chair of the Council, the PLG Chair and the Director of Policy and Standards, who will then recommend to the Council which potential members should be appointed to the PLG.
10. As appointments to a PLG are made based upon an individual's knowledge and skills, members cannot delegate their role to others. However, an external PLG member who is appointed to represent an organisation and who is unable to attend a particular meeting may, with the consent of the PLG Chair, send a delegate to that meeting. Consent must be sought at least seven days in advance of the meeting and the PLG Chair's decision as to whether a delegate may attend shall be final and binding.

### **Conduct of PLG business**

11. The Council's expectation is that, normally, PLG meetings will be held in public and that the papers for such meetings will be made available on the HCPC website.
12. PLGs are not committees of the Council and may regulate their own proceedings. However, in doing so, PLG Chairs are expected to have regard to the HCPC Standing Orders for Committees and, in particular, to take account of the criteria set out in Standing Order 5 (access to meetings) in considering any proposal to hold all or part of a meeting in private.
13. Only PLG members are entitled to speak at PLG meetings. Members of the public may only address the meeting at the prior invitation of the Chair. If any person disrupts the proceedings, the Chair may order that the person be removed from the meeting or that the part of the room which is open to the public be cleared.
14. Members of the public who wish to attend PLG meetings must sit in the public gallery. They should aim to arrive before the meeting begins and remain until the meetings ends to avoid disturbing the proceedings.

15. Unless the Council determines otherwise, the quorum for any meeting of a PLG is half of the total membership of the PLG plus one. If, during a meeting a quorum ceases to exist, the Chair must dissolve the meeting and any remaining business will be adjourned to the next meeting of the PLG.
16. Minutes will be taken at all PLG meetings and will be confirmed and signed by the Chair at the next meeting of the PLG. The minutes of a PLG's final meeting will be sent to members electronically for confirmation before being signed by the Chair. All PLG minutes will be submitted to the Council.

### **PLG Costs**

17. PLGs must operate within the budget agreed by the Council when the PLG was established.
18. Council members participating in the work of a PLG will be entitled to claim attendance allowances and expenses in accordance with the HCPC expenses policy for Council members.
19. Other PLG members will be entitled to have their reasonable expenses reimbursed in accordance with that expenses policy but will not be eligible to receive an attendance allowance.
20. In order to support the involvement of service users and carers, PLG members who are participating in an individual capacity or on behalf of an organisation representing service users or carers may, at the discretion of the Chair, be eligible to receive an attendance allowance equal to that paid to Council members.

### **Reporting to the Council**

21. In addition to receiving the minutes of all PLG meetings, the Council must be informed of any deviation from the PLG's agreed activities, timetable or budget and provided with such progress reports on the work of a PLG as the Council considers appropriate.

**17<sup>th</sup> September 2013**