

Office for Legal Complaints (OLC) Rules of Procedure

Introduction

1. The Office for Legal Complaints (OLC) was established by Legal Services Act 2007 (the Act) and is charged with overseeing the set up and running of the Legal Ombudsman.
2. In the exercise of its powers under Paragraph 20 of Schedule 15 to the Act, the OLC has made these Rules of Procedure ('Rules') to regulate its procedures and those of its Committees and Subcommittees.

Statutory framework

3. The constitution and proceedings of the OLC are governed by Part 6 of, and Schedule 15 to, the Act.

Meetings of the OLC

4. The OLC shall hold meetings at such regular intervals as may be determined by the Members.
5. The Members may invite any person to attend all or any part of a meeting.
6. Other than as allowed for by Paragraph 7 of these rules, meetings will normally be held at the offices of the Legal Ombudsman, but may take place remotely with agreement of The Chair.
7. Meetings will usually be convened in person or by video conferencing. From time to time, meetings may be convened wholly or partly on a hybrid basis, and in such circumstances participating Members shall be deemed to be present at the meeting.
8. Members are expected to attend not less than 75 percent of the meetings in any 12 month period. Exceptionally, members may be permitted to contribute to a meeting via telephone or any other form of electronic communication.
9. The OLC may, from time to time, hold private sessions as determined by the Chair.

Agenda and papers

10. In normal circumstances, final papers for a meeting will be provided to the OLC Board Governance Manager no later than six working days in advance of the meeting, however The Executive will manage this in conjunction with the OLC Chair and Board Governance Manager as working days may vary following peer and CO reviews.
11. The agenda and papers for a meeting will be circulated to Members and such other persons as might be agreed from time to time, by the OLC Board Governance

Manager no later than four working days in advance of the meeting. The Board Governance Manager will manage this in conjunction with the OLC Chair and Executive as working days may vary following peer and CO reviews

12. The non-receipt of papers via email by any member or attendee shall not invalidate the business transacted at a meeting.
13. The order of business at a meeting shall follow the agenda issued in respect of that meeting, unless otherwise directed by the Chair.
14. Papers may only be tabled at a meeting with the prior permission of the Chair.
15. No business other than that on the agenda issued in respect of a meeting may be taken, unless otherwise directed by the Chair.
16. The papers of meetings will be marked with appropriate protective markings where necessary and should be treated accordingly. If papers which are classified are lost or misplaced, Members and attendees must report this immediately to the Board Governance Manager.
17. Decisions on publication of papers or release under the Freedom of Information Act 2000 follow the FOI policy; all Board papers published for transparency where possible.

Power to call meetings of the Board

18. Where, in the opinion of the Chair, an urgent matter has arisen, the Chair may call a meeting.
19. Where two or more members submit a request for a meeting to the Chair, the Chair shall call a meeting as soon as practicable.

Notice of Meetings

20. Members will be notified as soon as practicable by the Board Governance Manager of the dates of all meetings of the Board.
21. The non-receipt of a notice of a Meeting by any Board Member shall not invalidate the business transacted at a meeting.

Chairing of Meetings

22. The Chair shall, if present, preside at all meetings.
23. In the absence of the Chair, a lay member nominated by the Chair (or, if s/he is unavailable, elected by the Board) shall preside.
24. The procedure at meetings shall be determined by the Chair, in accordance with these Rules and in consultation with the OLC Board Governance Manager.

Procedure at Meetings

25. Subject to these Rules, Members may meet together for the dispatch of business, adjourn and otherwise regulate their meetings as they think fit.
26. The Chair shall:
 - preserve order and ensure that all members have sufficient opportunity to

- express their views on all matters under discussion;
 - determine all matters of order, competency and relevancy;
 - determine in which order those present shall speak; and
 - determine whether or not a vote is required
27. Papers shall be taken as read and where appropriate questions shall be directed to the relevant member of the Legal Ombudsman Executive Team unless otherwise directed by the Chair.
 28. Written comments on agenda items submitted by any Member who is not present shall be read out at the appropriate point in the meeting by the Chair or the OLC Board Governance Manager.
 29. Decisions of the Board will normally be made by consensus. Failing consensus, decisions shall be reached by means of a vote when:
 - the Chair believes that there are Board Members present at the Meeting who disagree with a proposal;
 - when a Member who is present requests a vote to be taken; or
 - the Chair considers that a vote should be taken.
 30. Where a vote is taken, the proposal shall be determined by a majority of the votes of the Members present and voting on the question. The Chair shall declare whether or not a resolution has been carried.
 31. In the case of an equality of votes, the Chair shall have a second, casting vote.
 32. The minutes of the meeting will normally record only the numerical result of a vote, showing the numbers for and against the proposal and noting any abstentions. A Member may request that their particular vote be recorded in the minutes.
 33. Members may agree to defer a decision on a proposal to a later date. The decision to defer, together with the reasons for doing so, shall be recorded in the minutes of the meeting.
 34. Any agreement to delegate the decision on a proposal under Paragraph 22 of Schedule 15 to the Act shall be recorded in the minutes of the meeting.

Quorum of the Board

35. The quorum for a meeting is three Members and a lay majority must be present for all OLC decisions.
36. In the event that the OLC is taking a formal decision and a Member (or Members) are not present, views from such non-attendees may be accepted in advance in writing. If this is not possible, the Chair may decide that in order to make sure that all Members are aware of the nuance of debate, a resolution may be circulated to all members after a meeting and a decision subsequently taken by out of committee email. If there was any doubt, there would be an option for a decision to be delayed to a subsequent meeting.
37. Where a meeting of the OLC:
 - is not quorate within 30 minutes from the time appointed for the meeting; or
 - becomes inquorate during the course of the meeting;

- then the meeting shall be adjourned to such time, place and date as may be determined by the members present.

Minutes of Meetings

38. In the absence of the OLC Board Governance Manager, a member of the Legal Ombudsman staff, as nominated by the Chief Ombudsman, shall act as Secretary.
39. The Secretary shall record the minutes of every meeting, to be circulated in draft for confirmation or otherwise in advance of the next meeting to the Board.
40. The minutes of a meeting shall record key points of discussion. Where personnel, finance or other restricted matters are discussed, the minutes shall describe the substance of the discussion in general terms.
41. The minutes of a meeting shall also record:
 - the names of every Member and other person present during any part of the meeting;
 - the names of Members who have tendered apologies for absence;
 - the withdrawal from a meeting of any Member on account of a conflict of interest; and
 - any declaration of interest.
42. The agreed minutes of a meeting shall be published on the Legal Ombudsman website for transparency purposes., subject to the approved Publication Scheme.

Delegation of Powers

43. Paragraph 22 of Schedule 15 to the Act provides generally that the OLC Board may authorise:
 - the Chair or any other member,
 - a committee or sub-committee of the OLC Board
 - an ombudsman, or
 - a member of staff appointed under paragraph 13 of Schedule 15 to the Act, to exercise, on behalf of the OLC Board, such of its functions, in such circumstances, as it may determine, but excluding those stipulated in Paragraph 22 (2) of Schedule 15 to the Act.
44. A committee may delegate functions (including functions delegated to the committee) to:
 - a sub-committee;
 - the Chair, or any member;
 - an ombudsman; or
 - a member of staff appointed under Paragraph 13 of Schedule 15 to the Act

45. The Chief Ombudsman shall prepare and maintain a scheme of delegations identifying which functions s/he shall perform personally and which functions s/he has delegated. All powers delegated by the Chief Ombudsman can be reassumed and the Chief Ombudsman reserves the right to deal with any matters, whether generally or exceptionally, previously delegated. The Chief Ombudsman may also vary or revoke such a delegation.
46. Powers are delegated to and from the Chief Ombudsman on the understanding that:
 - appropriate expert advice will be sought as necessary and that any costs involved can be met within the authorised budget; and
 - the powers shall not be exercised in a manner that is likely to be a cause for public concern or that might have an effect on the reputation of the OLC and/or Legal Ombudsman.
47. In the absence of the Chief Ombudsman, the powers delegated to them may be exercised by a member of the Legal Ombudsman Executive Team as nominated by the Chief Ombudsman for such purposes, after taking advice as appropriate from the Chair and/or the OLC Board.
48. The OLC Board Governance Manager shall keep a record of the powers, authorities and discretions delegated by the OLC.

Schedule of Matters Reserved and Scheme of Delegation

49. The OLC is accountable for all of its functions, including the operation of the Legal Ombudsman scheme. It will approve a scheme of delegation detailing which functions are to be delegated (and to whom) and which are reserved to the OLC. It will require regular information about the exercise of delegated functions to enable it to maintain its monitoring role.
50. The schedule of matters reserved to the OLC does not preclude other matters being referred for decision by the Chair or the Chief Ombudsman to the Board. All powers delegated by the OLC can be reassumed and the OLC reserves the right to deal with any matters, whether generally or exceptionally, previously delegated. The OLC may also vary or revoke such a delegation.
51. There is delegated from the full meeting of the OLC to the Audit and Risk Committee, the Remuneration and Nomination Committee and such other committees and sub-committees as might be established from time to time the discharge of those functions that fall within their agreed terms of reference.

Conflicts of interest

52. Each Member must disclose any conflict of interest at the earliest opportunity. A conflict of interest is a situation where the Board Member could have, or be perceived to have, a personal interest in the outcome or a duty to another individual or organisation which has an interest in the outcome.
53. If a Member is uncertain about whether a particular matter amounts to a conflict of interest, they should disclose it. If during the course of a Board meeting a Member becomes aware that there may be a conflict of interest they must immediately disclose the relevant interest that gives rise to the potential conflict.
54. If a Member has acted in accordance with the provisions of paragraph 52 of these

Rules and has explained fully the nature of the interest or duty, the Members present at the meeting shall decide whether and to what extent that Member should participate in the discussion and the determination of this issue shall be recorded in the minutes of the meeting. If it is decided that the Member should leave the meeting, the Chair may first allow the Member to make a statement about the item under discussion.

55. Attendees at a meeting should declare interests in accordance with the same procedures as for those who are Members. Where the Chair rules that a potential conflict of interest exists, any attendee so concerned should take no part in the discussion of the matter and may be asked by the Chair to leave the meeting.

Meetings and proceedings of Committees

56. Paragraphs 19-20 of Schedule 15 to the Act provide that the OLC may establish committees and any committee so established may establish sub- committees.
57. The OLC shall appoint committee members (including committee chairs). Committees shall appoint sub-committee members (including sub-committee chairs).
58. The OLC Chair may nominate reserve committee members who may be required to attend a meeting where the quoracy of a committee cannot be achieved through the attendance of the regular members.
59. The OLC shall agree and may vary or replace the terms of reference for each committee. A committee shall agree and may vary or replace the terms of reference for any sub-committee.
60. The terms of reference for committees and sub-committees are subordinate to these Rules, which take precedence.
61. The quorum of a committee or sub-committee must not be less than three Members.
62. The agreed minutes of meetings of committees and sub-committees shall be circulated respectively to the OLC and the relevant committee.
63. Committee Chairs shall present a report about each meeting of a committee to the next available meeting of the OLC.
64. Committee Chairs shall present a written Annual Report about the activities of the committee and adherence to the committee terms of reference in the preceding financial year to the OLC and the Accounting Officer. This shall be presented in good time so that a summary of the committee Annual Report may feature in the approved OLC Annual Report.

OLC Member appointment information

OLC members ('Member') are currently appointed for the following terms of office. OLC members may also be appointed to OLC committees. In these circumstances their period of appointment to the committee is commensurate with their term of office in the OLC.

Member	Appointed	Terminates
Elisabeth Davies (lay) ⁵	1 April 2020	31 March 2023 Reappointed 1 April 2023 to

		31 March 2026
Jane Martin (lay) ⁻²	1 May 2018	30 April 2021 Reappointed 1 May 2021 to 30 April 2024
Harindra Punchihewa (lay) ^{2 & 4}	1 October 2020	30 September 2024
Alison Sansome (lay) ^{2 & 3}	1 August 2021	31 July 2024
Dale Simon (non lay) ¹	1 August 2021	31 July 2024
Martin Spencer (lay) ²	1 August 2021	31 July 2025
Rachel Cerfontyne (lay) ¹	1 March 2023	30 April 2027
Patricia Tueje (non-lay)	1 March 2023	30 April 2026

¹ Member of the OLC Remuneration and Nomination Committee

² Member of the OLC Audit and Risk Committee

³ Chair of the OLC Remuneration and Nomination Committee

⁴ Chair of the OLC Audit and Risk Committee

⁵ Chair of the OLC and Public Interest Decision Committee