

## <u>CLC Council Meeting</u> Thursday 30 April 2020 2.30 p.m. – 5.00 p.m. \* Council for Licensed Conveyancers A G E N D A

No	Item	Type of Paper	Lead
1.	Welcome, Introductions, Apologies for Absence and Declarations of Interest	For recording	Chair
2.	<ul> <li>Minutes and Matters Arising</li> <li>a) Minutes of the meeting of the Council held on 27 January 2020</li> <li>b) Minutes of the meeting of Council held on 26 March 2020</li> <li>c) Ratification of decision taken outside of Council meeting Actions arising from previous meetings</li> <li>d) Actions arising from previous meetings</li> </ul>		Chair
3.	Chief Executive's Report	Noting	CEO
4.	Principal Risk Register	Approval	DFO
5.	Watchlist and Interventions	Noting	DFO
6.	Review of CLC Accounts Code and Guidance – Changes to CLC Regulatory Arrangements	Approval	DRS
7.	Practice Fee and Compensation Fund Contribution for the period November 2020 – October 2021	Approval	DRS
8.	Internal Governance Rules – Certification	Approval	DRS
9.	CLC Business Plan 2020 – Progress Report	Review	DSER
10.	Published Indicators and Metrics	Approval	DFO
11.	Annual Evaluation of the SQA Managed Qualification Scheme	Review	DRS
12.	Committee Reports <ul> <li>a) Audit and Risk Committee</li> <li>b) Remuneration Committee – verbal update</li> </ul>	Noting Noting	Audit and Risk Committee Chair Remuneration Committee Chair
	* Please note start time		



No	Item	Type of Paper	Lead
13.	Dates of Forthcoming Council Meetings	Noting	ALL
	<ul> <li>Thursday 23 July 2020, 11.00 a.m.</li> <li>Thursday 12 November 2020, 11.00 a.m.</li> </ul>		
14.	Any Other Business		

No	Information Items – for discussion on request. Please notify the Head of Executive Office in advance	Type of Paper	Lead
15.	Q1 Performance Outturn	Information	DFO
16.	Property and Law News Round Up	Information	DSER
17.	Council Workplan	Information	CEO

Key:	CEO:	Chief Executive
-	DFO:	Director of Finance and Operations
	DRS:	Director of Regulatory Standards
	DSER:	Director of Strategy and External Relations
	SMT:	Senior Management Team



Council 30 April 2020 Item 2(a)

### **Council for Licensed Conveyancers** Minutes of the Council meeting held on Monday 27 January 2020 **Room LGA WeWork 131 Finsbury Pavement, London EC2A 1NT** 2.30 p.m. – 4.45 p.m.

#### **Council Present**

Dame Janet Paraskeva (Chair for items 1-10 and 12-17) Heather Foster (in the Chair for item 11) Sheila Kumar Colin Wilby

Alan Cogbill

Teresa Perchard **Quinton Quayle** Sally Szarka

#### In attendance

Ms. K. Black	Black Letter Law Communications (for item
	2)
Mr. S. Blandy	Director of Regulatory Standards
Ms. A. Cosens	Director of Finance and Operations
Mr. J. Hinrichsen	Head of Executive Office (Minutes)
Mr. J. Sacker	Deputy Director of Communications (for
	item 2)
Mr. S. Ward	Director of Strategy and External Relations

#### 1. Welcome, Introductions, Apologies and Declarations of Interest

The Chair welcomed members to the meeting.

Apologies for absence were received from Sarah Debney.

The following declarations of interest were made:

- Andrea Pierce items 9 and 10 (Review of the CLC Accounts Code and Guidance Changes to CLC Regulatory Arrangements and Breadth of Services Regulated by the CLC)
- Janet Paraskeva (Arrangements for Appraisal of Council Chair).

No requests to discuss information items had been received.

#### **Annual Review of Public Relations** 2.

Kerry Jack of Black Letter Law Communications tabled an overview of 2019 and plans for 2020, based upon the CLC's business plan.

Areas of focus would include the following:



- Compliance and supporting compliance
- Encouraging future conveyancers and those who employ them, including conveyancing as a career option.
- Improving the homebuying process
- Future proofing the regulatory framework
- Learning from inspections
- Providing meaningful market insights

The Council was advised that the Regulatory Supervision Team shares learning from inspections and that it is planned to hold and record webinars where common themes have been identified.

The Communications team was commended on the Conveyancing in 2030 discussion paper, which would be launched at the Annual Conference on 28 January 2020.

It was suggested that the public relations strategy make a distinction between consumer knowledge and regulatory practice.

The Council **NOTED** the evaluation of the CLC's public relations work over the past twelve months and the plans for 2020.

#### 3. Minutes and Matters Arising

#### a) Minutes of the meeting held on 31 October 2019

The Council **AGREED** that minutes of the meeting of the Council held on 31 October 2019 be approved as a correct record.

#### b) Actions arising from previous meetings

The Council **NOTED** progress with actions arising from previous meetings.

#### 4. Chief Executive's Report

The Chief Executive introduced the report.

In addition to the updates contained within the report, the Council was advised that:

- The recent intervention into The Foster Partnership has led to an increase in file requests.
- The CLC has made amendments to its guidance on certification of identity and documents to clarify its criteria
- The CMA is planning to report on the Roberton review of regulation of legal services in Scotland
- The Remedies Programme Implementation Group had received a presentation from the LSB on its development of quality measures, the



response to which would be considered in liaison with other legal regulators

 The Law Society has published its Triennial Legal Needs Survey, which indicates that only approximately just 20% of legal consumers shop around, with those looking for conveyancing/residential services being most likely to consider client reviews.

The Council considered the proposed approach to the Legal Ombudsman's planned budget increase, and it was agreed to seek additional information to justify the basis for the proposed increase.

The Council:

- (1) **NOTED** the Chief Executive's report; and
- (2) **AGREED** to ask for greater transparency of the Legal Ombudsman's performance and costs data to justify the proposed increase in its fees.

## Action: Council 20/01/1: to seek greater transparency of the Legal Ombudsman's performance and costs data.

#### 5. CLC Key Performance Indicators - Development

The Director of Finance and Operations introduced a report setting out plans for key performance metrics.

It was noted that some indicators are already published in the CLC's annual report and in the annual accounts. It was also noted that during 2020 the suite of performance metrics would be subject to in flight review to determine whether any other metrics would be added.

It was suggested that website traffic statistics be included within published indicators.

Members were invited to provide additional comments or suggestions for inclusion to the Chief Executive.

The Council **AGREED** the approach the publication of performance data.

## Action: Council/20/01/2: to arrange to publish performance data on a quarterly basis following Council consideration.

#### 6. Principal Risk Register

The Director of Finance and Operations advised Council that the Principal Risk Register had been discussed and reviewed by the Senior Management Team and the Audit and Risk Committee at its meeting on 14 January 2020, who had agreed that no amendments were required.

The Council **AGREED** to adopt the Principal Risk Register as proposed.



Council 30 April 2020 Item 2(a)

#### 7. CLC Budget and Business Plan 2020

#### (a) 2020 Business Plan

The Director of Strategy and External Relations introduced the proposed business plan for the 2020 financial year. The Plan had been reviewed by the Audit and Risk Committee, whose comments had been incorporated.

The Council **AGREED** the Business Plan 2020.

#### (b) 2020 Budget

The Director of Finance and Operations introduced the proposed budget 2020, which had been reviewed by the Audit and Risk Committee, who had commended it to the Council for adoption.

A report of the Remuneration Committee following its meeting on 24 January 2020 at which non-executive director remuneration had been considered was tabled. The Council was advised that the Committee has asked officers to commission an independent benchmarking exercise for report to the Committee's meeting on 12 November 2020. The Committee recommended a 2.5% increase to non executive remuneration with effect from 1 January 2020 to align remuneration with that of the staff CPI increase in the meantime, which, subject to Council approval would require budgetary adjustments.

#### The Council **AGREED**:

- (1) To increase CLC non-executive director pay by 2.5% to £8,200 per annum with effect from 1 January 2020
- (2) To increase the allowance payable to CLC committee chairs by 2.5% to £1,025 per annum with effect from 1 January 2020
- (3) To increase remuneration of the Chair of Council by 2.5% to £30,750 per annum with effect from 1 January 2020.
- (4) To agree to annually increase these rates by the same level as staff salaries with effect from January 2021
- (5) The 2020 budget with the above adjustments.

## Action: Council/20/01/3: to include the above adjustments within the 2020 budget.

#### 8. Watchlist and Interventions

The Director of Finance and Operations introduced the report.

The Council **NOTED** the Watchlist and Interventions report.



# 9. Review of the Accounts Code and Guidance and Changes to CLC Regulatory Arrangements

Andrea Pierce declared an interest in this item.

The Council was advised that Sarah Debney had provided comments on the report, which would be included. Members were invited to provide any additional comments to the Director of Regulatory Standards.

Since the Council's consideration of the Accounts Code at its meeting on 25 July 2019, it had received a representation from the Chartered Institute of Management Accountants (CIMA) that it be added to the list of Accountancy Bodies contained within paragraph 16.6 of the Accounts Code.

CIMA had been invited to confirm whether it was a member of a Recognised Supervisory Body which can accredit statutory auditors in line with the CLC's criteria for inclusion on the CLC's Accountancy Bodies, which had not been received at the time. It was commented that CIMA was not currently included on the Register of Statutory Auditors. The CIMA's request would be subsequent to the consultation.

The Council **APPROVED** the following for further consultation:

- (1) The draft Accounts Code;
- (2) The draft amended Aged Balance Guidance
- (3) The draft TPMA guidance
- (4) The draft definition of 'Third Party Managed Accounts'
- (5) The draft consultation paper on proposed amendments; and
- (6) NOTED that the outcome of consultation on the proposed revisions to the Accounts Code and Guidance would be reported to its meeting on 30 April 2020.

Action: Council/20/01/4: To include members' comments within the Accounts Consultation paper.

Action: Council/20/01/5: to publish a consultation on the proposed amendments to the Accounts Code and Guidance in January 2020 which shall remain open for a one month period.

Action: Council/20/01/6: To report the outcome of the consultation on the proposed changes to the Accounts Code and Guidance to Council on 30 April 2020.

#### 10. Breadth of Services Regulated by the CLC

Andrea Pierce declared an interest in this item.



The Director of Regulatory Standards introduced a report which invited the Council to consider the breath of regulation of non-reserved legal activities.

The Council agreed to consider the options further at its next Workshop meeting on 12 March 2020, when officers would be asked to illustrate some worked through examples of wider regulation from a business perspective, including an exploration of potential risks and mitigation for risks identified. Andrea Pierce undertook to provide some case studies for discussion.

The Council **AGREED** to discuss the breadth of services regulated by the CLC at its workshop meeting on 12 March 2020.

## Action Council/20/01/7: to discuss examples of wider regulation and case studies at the Council Workshop on 12 March 2020

#### 11. Arrangements for Appraisal of Chair of Council

Janet Paraskeva declared an interest in this item.

At this point in the proceedings (4.10 p.m.), Heather Foster took the chair and explained that following the Council's agreement at its meeting on 31 October 2019 that oversight of the balance of skills represented across the CLC governance structures and appraisal information should appropriately be reflected within the Appointments Committee's responsibilities, amendments to align the Terms of Reference of the Council and Appointments were proposed. Responsibility for the Chair's appraisal process would rest with the Appointments Committee.

Following discussion, it was agreed that the proposed appointment of an advisor who was not a member of the CLC Council to conduct the independent appraisal of the Chair, whilst not an express requirement of the FRC Code of Corporate Governance, would be in the spirit of openness and transparency and would enable members to engage with the process.

#### The Council AGREED:

- (1) To confirm that the Appointments Committee's responsibilities include oversight of the appraisal process of the Chair
- (2) To amend the Terms of Reference of the Council accordingly
- (3) To amend the Terms of Reference of the Appointments Committee accordingly
- (4) To appoint Colin Wilby as temporary Chair of the Appointments Committee for the purposes of agreeing and overseeing the annual appraisal of the Chair
- (5) To co-opt Alan Cogbill to the Appointments Committee for the purposes of overseeing the annual appraisal of the chair of Council.

Action: Council/20/01/8: To amend Terms of Reference of the Council and the Appointments Committee to reflect responsibility for the appraisal process

Action: Council/20/01/9: To refer consideration of the appraisal arrangements of the Chair of Council to the Appointments Committee



#### **12. Committee Reports**

At this point in the proceedings (4.25 p.m.), Janet Paraskeva in the Chair.

#### a) Audit and Risk Committee

The Chair of the Audit and Risk Committee presented a summary of business considered by the Committee at its meeting on 14 January 2020 and her Annual Chair's report to Council 2019, which had been circulated subsequent to the Council agenda.

It was highlighted that the CLC had secured the highest level of assurance from the internal auditors for the third year running, which represented a positive reflection on the CLC's staff team.

The Council noted that this would be Heather Foster's final annual report as Chair of the Audit and Risk Committee and thanked her for effective stewardship of the Committee.

The Council **NOTED** the reports of the Chair of the Audit and Risk Committee.

#### b) Appointments Committee

The Chair of the Appointments Committee presented her draft Annual Report of business conducted by the Committee during 2019.

The Council **NOTED** the Annual Report of the Chair of the Appointments Committee.

#### c) Remuneration Committee

The Chair of the Remuneration Committee presented his draft Annual Report of business conducted by the Committee during 2019, which included recommendation for amendment of the membership of the Committee to include at least one professional member and a lay member.

The Council:

- (1) **NOTED** the draft Annual Report of the Chair of the Remuneration Committee; and
- (2) **APPROVED** amendment of the Remuneration Committee's Terms of Reference to provide that its membership include at least one professional member and one lay member.

Action Council/20/01/10: to amend the Remuneration Committee's Terms of Reference as above.



#### 13. Dates of Forthcoming Council Meetings

- Thursday 26 March 2020, 11.00 a.m. (With the option to join the meeting by conference call to consider the Annual Financial Statements).
- Thursday 30 April 2020, 11.00 a.m.
- Thursday 23 July 2020, 11.00 a.m.
- Thursday 12 November 2020, 11.00 a.m.

Members were advised that a briefing for the Annual CLC Conference on Tuesday 28 January 2020 would be circulated.

## Action Council/20/01/11: To circulate a briefing for the Annual CLC Conference to members.

#### 14. Any Other Business

There were no other items of business.

#### **INFORMATION ITEMS**

#### 15. Management Report

#### a) Q4 Performance Outturn

The Council **NOTED** the Performance Outturn report for Q4, which had been reviewed and discussed in detail by the Audit and Risk Committee at its meeting on 14 January 2020.

#### b) Business Plan 2019 End of Year Report

The Council **NOTED** progress against the 2019 Business Plan.

#### 16. Property and Law News Round Up

The Council **NOTED** the round up review of major developments and the economic outlook that will affect the conveyancing market.

#### 17. Council Workplan

The Council **NOTED** the forthcoming Workplan.





### Council for Licensed Conveyancers Minutes of the Council meeting held on Thursday 26 March 2020 11.00 a.m. – 12.00 p.m. by teleconference

#### **Council Present**

(Chair) Ms. S. Kumar
Ms. S. Debney
Ms. T. Perchard
Ms. S. Szarka

#### CLC in attendance

Mr. S. Blandy	Director of Regulatory Standards
Ms. A. Cosens	Head of Executive Office (minutes)
Mr. J. Hinrichsen	Director of Finance and Operations

Mr. M. Smith, Scrutton Bland (External Auditor) (for items 1-4)

#### Apologies

Apologies for absence were received from Ms. A Pierce and Mr. S Ward.

#### 1. Welcome, Introductions, Declarations of Interest

No interests were declared.

#### 2. Audit and Risk Committee meeting held on 17 March 2020 – Draft Minutes

The draft minutes of the meeting of the Audit and Risk Committee held on 17 March 2020, which had reviewed the Annual Financial Statements, the External Auditor's report and the draft Letter of Representation, were included for information.

The Council was advised that the Audit and Risk Committee's comments on the Annual Financial Statements had been incorporated and that the Committee was supportive of the statement confirming that there are no concerns with regards to the liquidity of the CLC for the next 12 months and is satisfied that the CLC retains sufficient reserves to continue as a going concern. The Committee was also content with the outcome of the external audit.

The Council **NOTED** the draft minutes of the Audit and Risk Committee meeting held on 17 March 2020.

## 3. External Auditor's Report Presented to Audit and Risk Committee, 17 March 2020 and Letter of Representation *(continued below)*

Mark Smith, Responsible Individual, introduced the external audit of the CLC's financial statements for the year ended 31 December 2019, and which



represented an unqualified opinion and draft Letter of Representation, which included an assessment of Going Concern to support the Audit Report.

The Council was advised that following the meeting of the Audit and Risk Committee, the external auditors had recommended amendments based on assessment of guidance issued by the ICEAW issued subsequent to preparation of the report, with particular regard to the potential impact of the coronavirus on businesses.

The ICAEW guidance provides that: "An entity shall not prepare its financial statements on a going concern basis if events after the end of the reporting period result in the going concern basis becoming inappropriate".

Proposed adjustments which did not affect the financial position shown within the financial statements or the strong assurance that the CLC has sufficient reserves to continue to operate as a going concern beyond 12 months subsequent to finalisation of the annual accounts in response to the ICAEW guidance had been circulated for consideration.

Whilst the CLC has sufficient reserves to continue to operate as a going concern beyond a 12 month period from 26 March 2020, to acknowledge the presence of the coronavirus on an international scale, officers recommended that the Annual Financial Statements include a post balance sheet event note (*minute 4 below refers*).

It was noted that:

- The Audit and Risk Committee had confirmed that there were no concerns with regards to the liquidity of the CLC for the next 12 months and that the CLC retains sufficient reserves to continue as a going concern (*Minute 2 above refers*)
- ICAEW guidance suggests that each business should be assessed on the basis of individual merits
- The CLC has adequate reserves to meet its obligations over the next twelve months
- The UK government has implemented a job retention scheme for all businesses and which will apply to CLC regulated practices
- Business entities are not required to extend financial reporting beyond a 12 month period.

The Council recommended nem com that the External Auditor's report take account of the financial strength of the CLC and that in the event that the auditors considered it necessary to include an additional statement on the international uncertainty caused by Covid-19, it should be clarified that such statement was being universally applied irrespective of individual organisational financial health.

The External Auditor undertook to consider the CLC's decision that there is no material uncertainty of its ability to continue to meet all its liabilities as they fall due for a period of at least 12 months from the date of approval of the



financial statements (*minute 4 below refers*), and it was agreed to reconvene at 5.45 p.m. following further consideration of the CLC's decision.

It was agreed to amend the Letter of Representation as follows:

- Paragraph 5 addition of "In making this statement we have considered the detailed assessment made in light of the outbreak of Covid-19, which is attached to this letter"
- Paragraph 6 first sentence to be amended to:
- "There have been no events since the reporting date, other than those already disclosed in respect of Covid 19 which necessitate revision of the figures included in the financial statements or inclusion of a note thereto."

The Council:

- (1) **NOTED** that an unqualified audit report was being proposed;
- (2) AGREED the above amendments to the Letter of Representation; and
- (3) AGREED to reconvene the Council meeting to enable the external auditor to review application of the ICAEW guidance in the context of there being no material uncertainty in the CLC's financial position.

Action Council/March/20/01: to make the above revisions to the Letter of Representation.

Action Counci/March/20/02: to arrange to reconvene the Council meeting to enable the external auditor to review application of the ICAEW guidance in the context of the CLC's position.

#### 4. CLC Annual Financial Statements 2019

The Director of Finance and Operations introduced the CLC's Annual Financial Statements for the year ended December 2019.

The following amendments and additions were agreed:

- Pages 9 and 11 To include the statement that: "The CLC has intentionally run a planned deficit in 2019. The deficit has been generated through a reduction in Practice Fee contribution rates, which is being done to utilise excess reserves", featured at the Statement of Comprehensive Income Including the Profit and Loss Account for the Year ended 31 December 2019 at the Statement of Changes In Reserves For the Year ended 31 December 2019, to which the statement also applies
- Page 25 to add the following post balance sheet event note to the Notes to the Financial Statements:
  - "Since the year end, the UK and the whole world, has been struck by the cornonavirus. As a non-adjusting post balance sheet event, this does not have an effect on the financial position shown by these financial statements. The CLC has a strong balance sheet due to the readily accessible cash reserves held by the organisation. Having reviewed the budgets for the year to 31 December 2020 and taking account of the potential implications of the coronavirus pandemic, the Council has concluded that there is



not a material uncertainty regarding the CLC's ability to continue to meet all of its liabilities as they fall due for a period of at least 12 months from the date of approval of the financial statements.

 Page 26 – To amend Sheila Kumar's membership of the CLC Council to that of Chief Executive

The Council:

- (1) APPROVED the CLC's financial statements for the year ended 31 December 2018 (as amended above); and
- (2) AUTHORISED the Chair and Chief Executive to make any changes required to finalise and sign the annual financial statements and arrange for their publication.

## Action Council/March/20/03: To finalise and publish the annual financial statements (as amended above).

At this point in the proceedings (11.40 a.m.), Mark Smith left the meeting.

#### 5. Other Business

#### (a) **Compensation Fund Claims – Consideration**

The Council was advised of two current Compensation Fund claims which will require Council consideration due to the quantum of the claims. It was recommended that authority to review the claims be delegated to a lay Council member prior to their submission to Council for determination.

It was **AGREED** to delegate authority to lay member Alan Cogbill to review the claims prior to their submission to Council for determination.

## Action: Council/March/20/04: To arrange for review and consideration of two compensation fund claims on the above basis.

#### (b) **CLC – Business Continuity Update**

The Council received the following update following implementation of the CLC's business continuity arrangements in response to Covid-19:

- All CLC staff are now working remotely, which is going well
- Regular team and all staff calls have been taking place
- The Senior Management Team has been meeting on a daily basis
- The CLC has been working with Central Government and representative bodies to assist practices to access national support
- CLC staff have been working to manage and maintain the relationship with regulated practitioners
- Particular thanks was due to the Director of Finance and Operations for swiftly ensuring the IT arrangements for remote working were in place

The Council **NOTED** the remote working arrangements had been put in place and commended officers on the speed and efficiency with which the alternative arrangements had been implemented.

Council 30 April 2020 Item 2 (b)







### Council for Licensed Conveyancers Minutes of the Council meeting held on Thursday 26 March 2020 Reconvened 5.45 p.m. – 6.00 p.m. by teleconference

#### **Council Present**

Dame Janet Paraskeva (Chair)	
Mr. A. Cogbill	
Mrs. H. Foster	
Mr. C. Wilby	

Ms. S. Kumar Ms. S. Debney Ms. T. Perchard Ms. S. Szarka

#### **CLC** in attendance

Mr. S. Blandy	Director of Regulatory Standards
Ms. A. Cosens	Head of Executive Office (minutes)
Mr. J. Hinrichsen	Director of Finance and Operations

Mr. M. Smith, Scrutton Bland (External Auditor)

#### Apologies

Apologies for absence were received from Ms. A Pierce and Mr. S Ward.

#### 3. External Auditor's Report Presented to Audit and Risk Committee, 17 March 2020 and Letter of Representation (*Continued*)

Mark Smith, Responsible Individual advised the Council that following consideration of the Council's decision at its earlier meeting of 26 March 2020, the External Auditor's report would include a general statement to reflect the international uncertainty represented by Covid-19, and which referenced that the CLC had taken the potential financial implications of the pandemic which did not represent a material uncertainty of its ability to continue to meet all of its liabilities as they fall due for a period of at least 12 months from the date of approval of the financial statements.

The Council:

- (1) NOTED The External Auditor's report; and
- (2) AUTHORISED the Chair of Council and Chief Executive to make any changes required and to finalise and sign the representation letter.

Action: Council/March/20/05: to amend the Letter of Representation as above and arrange signature.



### Ratification of Decision Taken Outside of Council meetings

- Purpose: For approval
- Author: Head of Executive Office
- Approver: Chief Executive

#### 1. Summary

1.1 The Council is requested to ratify the following decision taken outside Council meetings

#### 2. Recommendation

The Chair will request the Council formally to ratify the following decision taken outside Council meetings:

- To give each practice regulated by the CLC the option to apply for a deferral of payment of the Practice and Compensation Fund contributions for a period of three months i.e. April – June 2020, to be repaid over a four or twelve month period commencing July 2020;
- (2) That practices wishing to take advantage of the scheme be required to provide the CLC with financial information in support of their application and details of actions they have taken and will be taking to support their practice;
- (3) That applications for deferral of Practice and Compensation Fund contributions will be determined on the basis of information supplied and instruction levels.

#### 3. Risk Management, Financial, Legal and Diversity and Inclusion impact

Risk management and financial implications were detailed within the previously circulated reports.

The above decision was taken to enable the CLC to support its regulated community during the Covid-19 pandemic restrictions as transaction volumes decline significantly or cease entirely and to ensure that practices can continue to operate and provide essential services to their clients once restrictions are lifted.

#### 4. Communication requirements

Details of the option to defer regulatory fees have been published on the CLC's website <u>here</u>.



#### **Chief Executive's Report**

Purpose:	For noting
Author:	Chief Executive

#### Summary

The Chief Executive's regular report to Council on current issues.

#### Recommendations

The Council is asked to note the contents of this paper.

#### **Risk management**

Where appropriate, risk is covered in each item contained in this report.

#### **Financial impact**

No negative financial impact on 2020 budget expenditure.

#### **Diversity and inclusion impact**

No diversity or inclusion impact resulting from the contents of this paper.

#### **Communications requirements**

This report is an update for Council members only.

#### **Publication status**

Not for publication.

## **Principal Risk Register**

Purpose:	Approval
Author:	Director of Finance and Operations
Approver:	Chief Executive

#### Summary

The Principal Risk Register as discussed and amended at the Audit and Risk Committee on 21 April 2020 is attached for consideration and approval.

The SMT discussed and reviewed the Principal Risk Register in April 2020 and agreed that:

- 1) The existing risks are valid, accurate and complete and still adequately summarise the Principal Risks of the organisation.
- 2) Controls in place remain effective and adequately mitigate the risks.

A lot has changed since the January 2020 ARC, and recent COVID-19 events have overshadowed and impacted on all other considerations. The situation developed very quickly at the beginning of March, when it became apparent that the case numbers in the UK were steadily increasing. On 10 March the COVID-19 risk level was raised from Low to Medium. At this point we decided that it was prudent to start implementing our BCP arrangements and testing our systems.

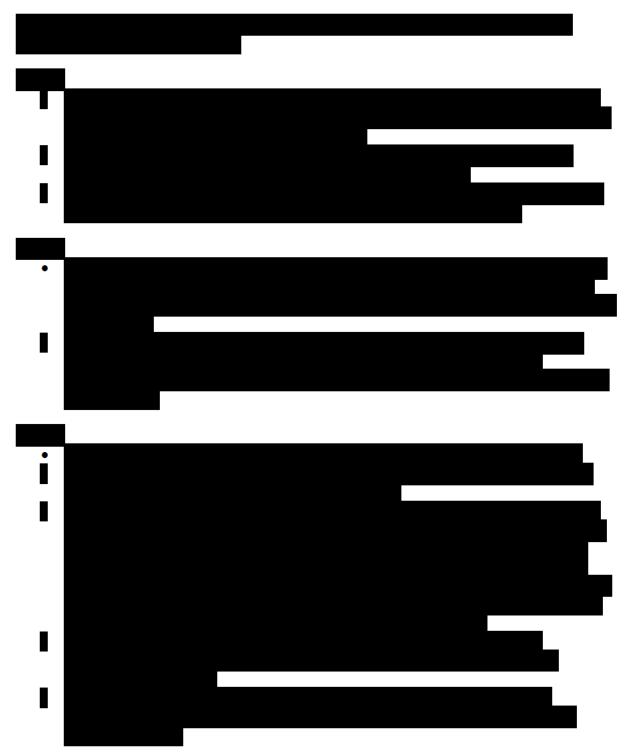
Our preparations centred around:

- Preparing laptops for the Administration staff (older machines but still serviceable)
- We rolled out MS teams (enabling group video and voice calls between the staff compliment)
- We implemented and tested a telephone diversion system which enables, via an app, the users mobile to be used to receive and make calls from their office number.
- Remote access to the cloud systems was tested at home by all employees not familiar with working from home.

From 16 March 2020 most staff started to work from home, and by 20 March 2020 all staff have been working from home.

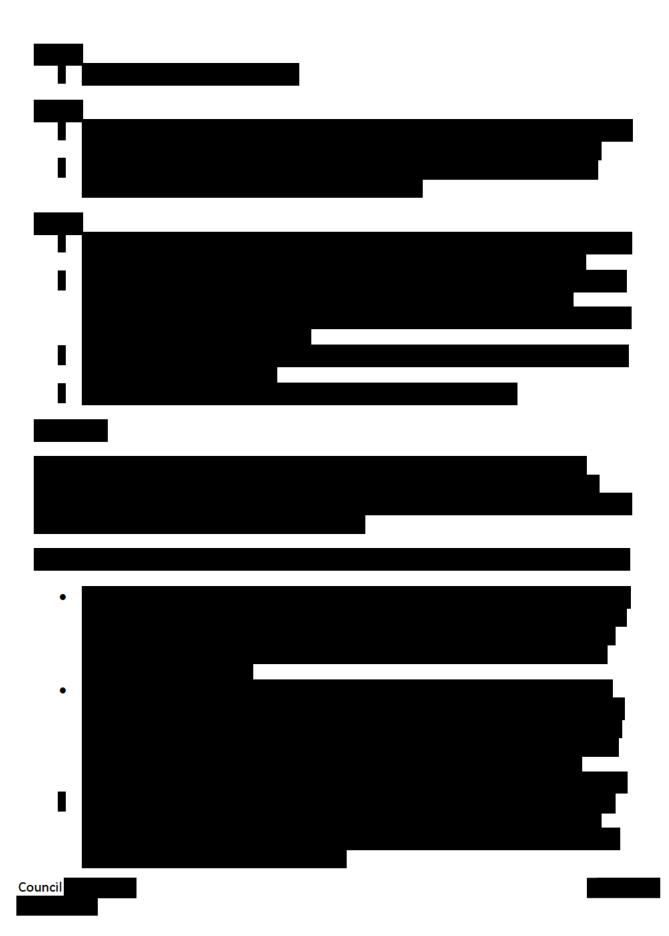


A number of staff members who are able to get to the office without using public transport have arranged a rota to collect and scan in any post received as well as sending out any outgoing mail. Should it become impossible to attend the office we will divert the post to a staff members residential address.



Council – April 2020 Version: Final







#### Recommendations

The SMT recommends that Council approves the Principal Risk Register as recommended by the Audit and Risk Committee.

#### Risk management

The report is a key reporting document in CLC's risk management.

#### Financial impact

There is no financial impact in relation to this paper.

#### Diversity and inclusion impact

There is no impact on diversity or inclusion from this paper.

#### **Communications requirements**

This paper is for Council only.

#### Background

This is a regular report to Council updating on management's assessment of the principal risks.

#### Annexes

Annex A –Principal Risk Register Annex B – Issue Log



### **CLC Watchlist & Interventions**

Purpose:	Noting
Author:	Director of Finance and Operations
Approver:	Chief Executive

#### Summary

This is a regular Council paper which provides an update on the practices that have been assigned to the watchlist.

The CLC's aim is to ensure that it raises regulatory issues with a practice as early as possible to avoid the risk of a practice failing to meet its regulatory responsibilities. Where it concludes that issues with a practice are or may become significant, that practice is placed on the watchlist and is monitored intensively to mitigate risk to the consumer; risk of claims on that practice's professional indemnity insurance; and ultimately on the CLC's Compensation Fund. SMT review the watchlist on a weekly basis and by exception when necessary.

A progress update on the interventions that have taken place since the beginning of 2017 has also included.

#### Recommendations

Council is asked to review and note the paper.

#### Risk management

Active management and monitoring of practices placed on the watchlist enable the CLC to mitigate the risk of losses to consumers, claims against PII insurance policies and ultimately the Compensation Fund.

#### Financial impact

Failure of any practice may have a significant adverse impact on the consumer, the CLC and the profession.

#### Diversity and inclusion impact

There is no impact on diversity or inclusion.

#### **Communications requirements**

There are no communication requirements.

**Publication** Not for publication.

Council – April 2020 Version: Final



### Review of the CLC Accounts Code and Guidance Changes to CLC Regulatory Arrangements

Purpose:	For Approval
Author:	Regulatory Standards Advisor
SMT Approver:	Director of Regulatory Standards

#### Summary

Council is asked to agree:

- CLC Accounts Code as amended (Appendix A).
- Aged Balances Guidance as amended (Appendix B)
- TPMA Guidance (Appendix C)
- definition 'Third Party Managed Account' (Appendix D

If agreed, an application will be made to the LSB to approve the amended CLC Accounts Code.

#### **Risk management**

The purpose of the changes to the Accounts Code is to future proof the Code, provide greater clarity, and ensure that the requirements for handling Client money provide appropriate and proportionate safeguards for Clients.

#### **Financial impact**

No financial impact is anticipated for the CLC outside the current budget. The changes proposed are not expected to result in an increased costs burden to CLC practices or their Clients. In the longer term CLC practices may start to realise savings, particularly if their indemnity insurers respond positively to an adoption of TPMAs in their assessment of risk.

#### **Diversity and inclusion impact**

No diversity and inclusion impact has been identified.

#### **Communications requirements**

If the changes are agreed, an application will be made for the LSB to approve the amended Accounts Code.

#### Publication status of this paper

This paper will not be published because it relates to policy development and amendments to regulatory arrangements and guidance which will be published when finalised.



## Practice Fee and Compensation Fund contribution For the period November 2020 – October 2021

Purpose: Approval

Author: Director of Finance and Operations & Director of Regulatory Standards

Approver: Chief Executive

#### Summary

This paper sets out the timetable to be applied in the determination of the fees to be charged to regulated practices and licensed individuals.

#### Recommendation

Council is asked to approve the timetable

#### Risk management

The CLC's aim is to ensure that the fees are set at the correct level. They need to be set at a level which ensures the CLC has sufficient capacity and capability to carry out its regulatory obligations.

#### **Financial impact**

Setting fee rates at the correct level is essential for the continued prudential management of the CLC.

#### Impact of Coronavirus Crisis

With the housing market currently at a standstill and no certainty as to the timing of the easing of lockdown, it is not possible to predict the financial position of CLC practices as at 1 November 2020. This is likely to exacerbated by market uncertainty and lags in the recovery of the industry.

#### **Diversity and inclusion impact**

There is no impact on diversity or inclusion.

#### **Communications requirements**

None

#### Publication

Not for publication



### Internal Governance Rules - Certification

Purpose: Approval

Author: Director of Regulatory Standards

Approver: Chief Executive

#### Summary

This paper summarises the steps already taken by Council and the CLC to comply with the Internal Governance Rules made by the Legal Services Board. Council is required to approve the draft Certificate of Compliance to be signed by the Chair and submitted to the Legal Services Board by 24 July 2020.

#### Recommendations

Council is asked to approve draft Certificate of Compliance and Annex

#### Risk management

The CLC needs to satisfy the Legal Services Board that it complies with the Internal Governance Rules made by the Legal Services Board by 24 July 2020.

#### Financial impact

There is no financial impact.

#### **Diversity and inclusion impact**

There is no impact on diversity or inclusion.

#### **Communications requirements**

The Certificate of Compliance approved by Council and signed by the Chair will be submitted to the Legal Services Board.

#### Publication

Not for publication.



Council 30 April 2020 Item 9

#### 2020 Business Plan

Purpose: For Information

Author: Director of Strategy and External Relations

Approver: Chief Executive

#### Summary

This paper sets out progress against the business plan for the 2020 financial year as agreed by Council at its meeting on 27<sup>th</sup> January 2020.

#### Recommendations

Council is asked to note progress against the business plan and the adjustments that have been made in light of the current pandemic.

#### **Risk management**

The business plan contributes to the management of principal and operational risks.

#### **Financial impact**

All of the adjustments made to the plan are able to be delivered without budget increases.

#### **Diversity and inclusion impact**

The business plan includes measures to promote diversity and inclusion across the regulated community.

#### **Communications requirements**

There are no immediate communication requirements

#### Publication

The report is not for publication as it contains information which is policy in development and which is intended for future publication.



## **Published indicators and metrics**

Purpose:	Approval
Author:	Director of Finance and Operations
Approver:	Chief Executive

#### Summary

In 2019 the CLC started to review its KPI's with the intention of expanding and improving the measurement of various metrics important to the organisation.

Developing and publishing these metrics will also satisfy the actions arising from the LSB performance assessment that required that the CLC needs to improve transparency by publishing more performance information and to do this promptly after Council consideration. We have also reviewed previous data requests from the LSB to ensure that they are included in the report.

The proposed structure process and extent of the performance metrics were presented to Council on 27 January 2020. A detailed report following this format has been reviewed by the Audit and Risk Committee.

In addition to reporting the indicators and metrics it is important for us to assess the quality of the work performed by the CLC. We will look at ways to further expand and report on these assessments.

#### Recommendations

Council is asked to review and approve the performance indicators and metrics for publication on the CLC website.

#### **Risk management**

The report is for information purposes only.

#### **Financial impact**

There is no financial impact in relation to this paper.



### **Diversity and inclusion impact**

There is no impact on diversity or inclusion.

#### **Communications requirements**

This paper is for the Council only. Approved performance indicators and metrics are intended for future publication.

#### Background

None



# Annual Evaluation of the SQA managed Qualification Scheme

Purpose:	For information
Author:	Deputy Director of Authorisations and New Business
Approver:	Director of Regulatory Standards

#### Summary

This paper reports on the outcome of an advisory review by the internal auditors demonstrating that the working arrangements in place with the SQA has been effective in its early stages and provides Council with an evaluation of the qualification scheme managed by SQA after its third year of operation.

#### Recommendation

Council is asked to note this paper.

## Background

A report was presented to Council at its meeting on 02 May 2019 providing an evaluation of the second full year of operation of the new qualification scheme managed by the SQA.

A data review has been carried out to assess the third year of operation. (The reporting period is January to December each year).

Whilst they have co-operated with the CLC in carrying out this review, neither the SQA nor the Approved Centres have been able to provide the CLC with unrestricted access to their student data. The Council accepted at the time of transition that the CLC would not have direct access to students and to student data after it ceased direct involvement in delivery of the CLC education and training programme.

#### Impact of Coronavirus Crisis

As with all other CLC activities, the Coronavirus Crisis is having an adverse impact on students and also the capacity of SQA and the training providers. A summary of the steps which are being taken in relation to exam sittings are set out in the report.

The statements made in this report about the change in students and progression of students to licence have been made without seeking to take account of the potential impact of the Coronavirus Crisis.



## **Risk Management**

There is no continuing delivery role for the CLC. The CLC divested itself of the delivery of education to CLC qualifications to address any perceived conflict of interest between being the licensing authority and education provider, and to hand delivery to specialist providers who would be able to improve the student experience and be better placed to increase student numbers (thereby addressing the risk of decline in the regulated community).

The CLC liaises with SQA and the Approved Centres to ensure that improvements continue to be made to the qualification scheme. It is seeking to identify other education providers to become Approved Centres to expand the provision base and increase Apprenticeship programme delivery.

## **Communications Requirements**

None arising from this report. However, as the pipeline of newly qualified CLC lawyers grows, we will look to increase the impact of qualification ceremonies for those new lawyers.

#### **Publication status**

This report is not for publication as it contains information which is: policy in development; intended for future publication; commercially confidential.



# **CLC Council Meeting**

## Audit and Risk Committee Chair's Report

Purpose: For Noting Chair:

#### Summary

This report summarises the business considered at the Audit and Risk Committee at its meeting on 21 April 2020. (Appendix A).

Draft minutes of the Committee's meeting held on 21 April 2020 are included. (Appendix B)

#### Recommendations

Council is invited:

(1) to note the report and to put any questions to the Chair.

Heather Foster

Risk management/Financial Impact/and Diversity and Inclusion are considered in all Audit and Risk Committee discussions and decisions.

#### **Communication and publication requirements**

The report of the Chair of the Audit and Risk Committee and minutes of the meeting of the Audit and Risk Committee will not be published on the basis that they contain information which is policy under development and intended for future publication and commercially confidential.



## Q1 – Performance Outturn

Purpose:	Noting
Author:	Director of Finance and Operations
Approver:	Chief Executive

## Summary

This report comprises of the following elements:

No	Description	Page
1	Out-turn – Overview of financial performance to 31 March 2020	3
2	Operational performance indicators	11
3	Human Resources	18
4	Complaints against the CLC	19
5	Procurement	19
6	Projects	19

COVID-19 is going to impact our revenues going forward. The immediate impact will be on the timing of revenues as a result of the fee deferral being offered. Over the longer term we are likely to see reduced revenues from lower practice turnovers and the closure of some practices. This will all necessitate a very close look at expenditure to ensure it remains in line with our expected revenues.

We anticipate that expenditure for Q2 will be largely as budgeted, we are however starting to review expenditure and will make amendments as necessary. We are not committing to any new or discretionary costs unless they are specifically required to facilitate operations during the lockdown period.

#### Recommendations

Council is asked to review and note the paper.

## **Risk management**

There are no financial or operational issues identified in this report which need to be mitigated.



## **Financial impact**

There is no direct financial impact.

## **Diversity and inclusion impact**

There is no impact on diversity or inclusion.

## **Communications requirements**

The Audit and Risk Committee considered a version of this report at its meeting on 21 April 2020.

## Publication

Not for publication in this form. Information which is: intended for future publication; commercially confidential had been redacted.



# <u>Section 1: Out-turn – Overview of financial performance to 31 March 2020</u> <u>Section 1.1: Practice Fund</u>

## **1** Financial Performance

The financial results for the 3 months ended 31 March 2020 are summarised below:

Council for Licensed Conveyancers	January - M	larch 2020	Variance	Var
Income Statement to 31 March 2020	Actual	Budget	YTD	%
REVENUE	548,274	546,088	2,186	0%
TOTAL STAFF COSTS	386,776	393,413	6,637	2%
Salaries and Benefits	360,406	362,142	1,736	0%
Council Fees & Expenses	26,370	31,271	4,901	16%
TOTAL OPERATING EXPENDITURE	375,436	388,923	13,487	3%
External Relations	87,751	86,356	(1,395)	-2%
Practice	19,433	22,401	2,968	13%
Regulatory	136,886	136,083	(803)	-1%
Office Costs	131,366	144,083	12,717	9%
SURPLUS / (DEFICIT)	(213,938)	(236,248)	22,310	9%

At the end of Q1, a deficit of  $\pounds$ 213,938 has been realised against a budget deficit of  $\pounds$ 236,248; this is a positive variance of  $\pounds$ 22,310.

Our revenue is £2,186 better the budget expectation. This variance is attributed to the following key revenue streams which were higher than budgeted:

- Conveyancing Licence Subscription Fees
- Practice Administration Fee
- Employed Licence Application Fees and Manager Licence Application Fees.

This has been partially offset by lower than budgeted Practice Fees resulting from practices that have closed in the first quarter.

Staff costs for the year to date are £6,637 better than the budget expectation. The positive variance is attributed to:

- Lower than budgeted Council Fees and Expenses
- Underspend on training and lower than budgeted Employer's Pension payments



Operating expenditure is 3% under budget at the end of the Q1. The contributing components of this variance are summarised below:

- External Relations costs are 2% over budget (£1,395 negative variance). The negative variance is due to over expenditure in relation to the CLC Conference held in January 2020, and unbudgeted publication costs.
- Practice costs are 13% under budget (£2,968 positive variance). 3<sup>rd</sup> party inspection charges are £2,782 under budget, and Travel & Subsistence costs are £1,268 below budgeted.
- Regulatory costs are 1% over budget (£803 negative variance) due to higher than budgeted insurance and subscription costs.
- Office costs are 9% under budget (£12,717 positive variance). The positive variance is primarily due to lower than budgeted research costs (Stakeholder Survey) which has been delayed due to Covid-19.





## **1** Financial Performance

The financial results for Compensation Fund, for the 3 months ended 31 March 2020 are summarised in the table below:

Council for Licensed Conveyancers	January - M	Variance	Var	
Income Statement to 31 March 2020	Actual	Budget	YTD	%
Practice contribution revenues	101,173	99,446	1,727	2%
Aged Balances received	15,040	-	15,040	-
TOTAL REVENUE	116,213	99,446	16,767	17%
TOTAL EXPENDITURE	85,522	75,249	(10,273)	-14%
Compensation Grants	6,023	-	(6,023)	-
Legal Fees Re. Comp Fund Claims	14,085	15,000	915	6%
Direct Intervention costs	45,605	46,500	895	2%
Intervention Consultancy	19,809	13,749	(6,060)	-44%
•				
SURPLUS / (DEFICIT)	30,691	24,197	6,494	27%

At 31 March 2020, the Compensation Fund has a surplus of £30,691. This is £6,494 better than the budget expectation.

The key drivers of this positive variance are higher than budgeted revenue of  $\pounds 16,767$  driven by higher than budgeted Interest receipts and unbudgeted aged balances received from practices.













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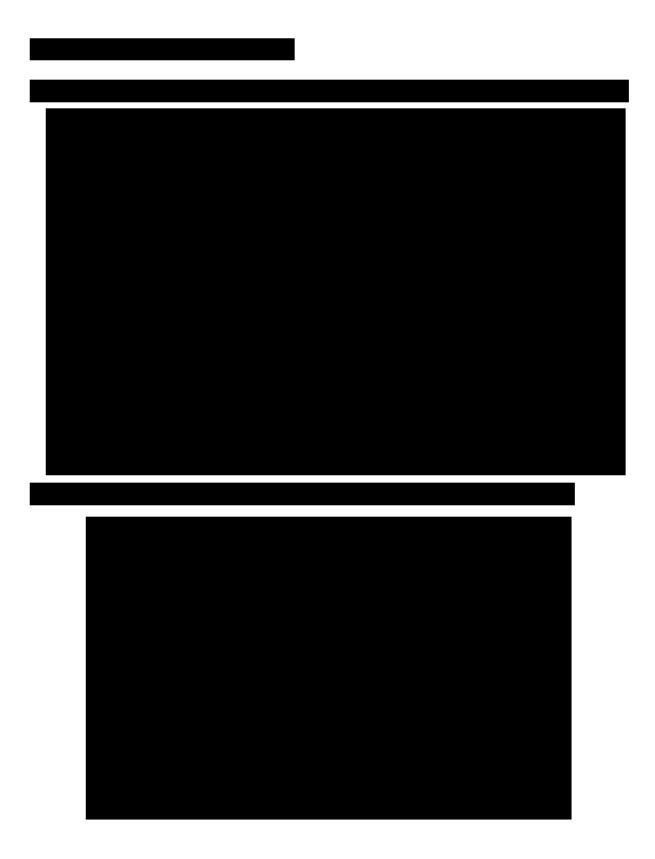




















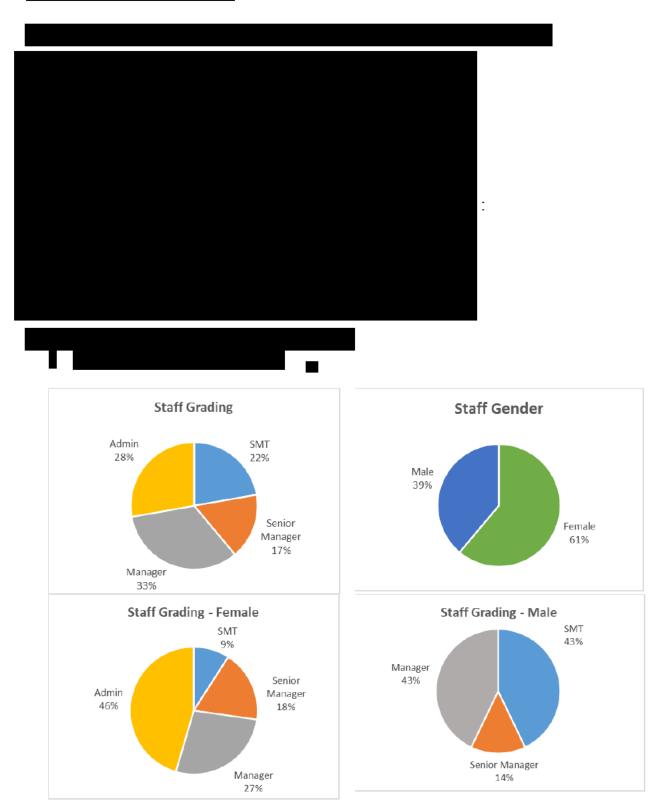








## Section 3: Human Resources





## Section 4: Complaints against the CLC

There are currently no open complaints against the CLC

Two complaints were closed during the first quarter.



No instances of whistleblowing have been reported.

Section 5: Procurement

No significant items were procured in Q1.

Section 6: Projects

There are currently no projects.



## Property and Law Round Up

Purpose:	For noting
Author:	Director of Strategy and External Relations

#### Summary

This is the regulator review of major developments and the economic outlook that will affect the conveyancing market

#### Recommendation

Council is asked to note the contents of this round up.

#### **Risk management**

The information and forecasts in this round up inform our planning and risk management.

#### **Financial impact**

None arising from the paper.

#### **Diversity and inclusion impact**

None arising from the paper.

#### **Communications requirements**

This paper will be published on the CLC website.

#### Publication status of this paper

This paper is for publication.



#### IMPROVING THE HOME BUYING AND SELLING PROCESS

#### ECONOMIC AND MARKET INDICATORS

#### **Global economy**

This month, the International Monetary Fund published its forecast of the impact of the pandemic on the global economy in its <u>World Economic Outlook</u>. It said:

As a result of the pandemic, the global economy is projected to contract sharply by –3 percent in 2020, much worse than during the 2008–09 financial crisis. In a baseline scenario, which assumes that the pandemic fades in the second half of 2020 and containment efforts can be gradually unwound, the global economy is projected to grow by 5.8 percent in 2021 as economic activity normalizes, helped by policy support.

Economic policies will also need to cushion the impact of the decline in activity on people, firms, and the financial system; reduce persistent scarring effects from the unavoidable severe slowdown; and ensure that the economic recovery can begin quickly once the pandemic fades.

#### **UK Economy**

The Office for Budget Responsibility (OBR) looked in mid-April at the likely impact on the UK. This is based on the assumption of an initial three month lockdown followed by a further three months of less stringent measures. It also assumes 'no lasting economic hit.

In the scenario set out by the OBR:

...real GDP falls 35 per cent in the second quarter, but bounces back quickly. Unemployment rises by more than 2 million to 10 per cent in the second quarter, but then declines more slowly than GDP recovers. Policy measures support households and companies' finances through the shock.

#### **IHS/Markit Purchasing Managers Index**

In its release on 23<sup>rd</sup> April, IHS/Markit found a record month-on month decline in its manufacturing and services indices.

At 12.9 in April, down from 36.0 in March, the seasonally adjusted IHS Markit / CIPS Flash UK Composite Output Index – which is based on approximately 85% of usual monthly replies – indicated that the combined monthly decline in manufacturing and services activity exceeded the downturn seen at the height of the global financial crisis by a wide margin. Prior to March, the survey-record low was 38.1 in November 2008.



#### **UK Housing Market**

#### **House prices**

The latest data from Rightmove showed that the average price of property coming to market dipped 0.2 per cent to £311,950. In April last year UK house prices increased 2.1 per cent.

However, sellers are largely remaining in the market place, with only a 2.6% drop in available stock since lockdown began on 23<sup>rd</sup> March.

"While some buyers may express concern over the possibility of short-term dips in house prices, many are taking the longer-term view and living up to their commitments to proceed.

"This is being helped by mortgage lenders extending the life of existing mortgage offers by three months, and new legal rules on flexible completion dates."

Estate agents Knight Frank forecast that

... mainstream UK house prices will fall by 3% in 2020 with prices in prime central London remaining unchanged following a 25% fall in some markets since 2014.

#### **Credit conditions**

The most recent survey from the Bank of England covers a period before the lockdown and so is not a useful guide to what has happened since then although credit was already tightening for borrowers with more than 75% loan-to-value ratios.

#### **Transaction volumes**

According to the FT:

*Experts predict transactions will fall by 60 per cent or more in the three months to June, with the Royal Institution of Chartered Surveyors predicting sales to drop to the lowest level seen in 20 years.* 

Sources we have spoken to across the industry report that searches are at about 30% of their usual level, which would indicate that a certain level of conveyancing activity remains underway in preparation for the relaxation of restrictions that will enable completions to go ahead.



# **Council Work Plan**

Purpose	Noting
Author:	Head of Executive Office
Approver:	Chief Executive

#### Summary

To provide Council members with an "in advance" outline of upcoming meetings.

#### Recommendations

The Council is invited to note the outline of business for consideration at is forthcoming meetings.

#### Risk management

None for the purposes of this report.

#### **Financial impact**

None for the purposes of this report.

#### **Diversity and inclusion impact**

None for the purposes of this report.

#### **Communications requirements**

None for the purposes of this report.

#### **Publication status**

For publication.



Annual	27 January 2020	12 March 2020	26 March 2019	30 April 2020	11 June 2020	23 July 2020	17 September	12 November 2020	Issues for future
Cycle	Council meeting	Workshop		Council meeting	Workshop	Council meeting	2020	Council meeting	discussion
				Q1 Results		Q2 Results	Workshop	Q3 Results	
Strategy and				2020 Business Plan -				2020 Business Plan	
Planning Performance	Budget Management Report		External Auditor's	Update Management Report		Management Report		and Budget planning Management Report	
and Risk	<ul> <li>Q4 Performance Outturn</li> <li>Interventions and Watchlist</li> <li>Compensation Plan</li> <li>Property News Round Up</li> </ul>		Report and Management Letter CLC Financial Statements 2019			<ul> <li>Q2 Budget Outturn</li> <li>Interventions and Watchlist</li> <li>Compensation fund</li> <li>Business Plan 2019 progress</li> <li>Property News Round up</li> <li>Principal Risks</li> </ul>		<ul> <li>Q3 Budget Outturn</li> <li>Interventions and Watchlist</li> <li>Compensation fund</li> <li>Business Plan 2019 update</li> <li>Property News</li> </ul>	
	KPI Development CEO report			Risk Management Policy Key Performance Indicators CEO report		CEO report		Round up Principal Risks Risk Appetite CEO report	
	Annual Committee Chairs'			Audit and Risk		Audit and Risk Committee			
	Appointments Committee report Audit and Risk Committee Report and Minutes Remuneration Committee Report and Minutes	IGR requirements Services Regulated by the CLC	Audit and Risk Committee report	Committee report Remuneration Committee Report IGRs – Certification of Compliance	Fund	report Remuneration Committee Report Appointments to Committees		Audit and Risk Committee report Appointments Committee report	Council meeting format
	Chair Appraisal Process								
	Services regulated by the	Impact of Extending Regulation of		Practice Fee and Compensation Fund – Fee Setting Timetable		Regulatory Fee setting	Review of Disciplinary Processes	ARR Results	Compensation Fund Disciplinary Case Reviews and CLC Disciplinary Process
		Non- Reserved Activities		Accounts Code Revisions – Outcome of Consultation		Services regulated by the CLC			
Business	Annual PR overview - from Blackletter Communications			Annual Evaluation of Education			Risk Appetite + Review of Market Risk	Evaluation of Communications and Marketing Strapline Research Feedback	