

Enforcement Determination Notice

7 March 2025

Silvia Ribeiro

Head of Finance and Administration (HoFA) and Registered Manager of ProConveyancing Limited

Main office: Suite G5, Ground Floor, Gateway House, New Chester Road, Bromborough CH62 3NX

Silvia Ribeiro (the Respondent) was the Head of Finance (HoFA) and a Registered Manager of ProConveyancing (the Practice) which was an Alternative Business Structure (ABS) authorised and regulated by the Council for Licensed Conveyancers (**CLC**) until its closure on 31 October 2023.

The CLC issued the Respondent with a Warning Notice dated 21 October 2024 (the Warning Notice), setting out its intention and reasons for imposing a sanction. An updated Warning Notice was sent to the Respondent on 6 February 2025.

The Respondent responded to the warning notice on 6 November and 11 November 2024 and also sent in a further response on 6 February 2025. After careful consideration of these responses, the CLC has decided to impose the sanctions below for the reasons set out in the Warning Notice, as described below and as outlined at Annex 1 of this Enforcement Determination Notice.

Determination details:

The CLC applies the following sanctions on Silvia Ribeiro, in respect of breaches of the CLC's Code of Conduct and Handbook (collectively, the CLC Codes):

- a) Disqualification from holding the role of Head of Finance (HoFA) or Registered Manager of any Licensed Body for a period of 12 months;
- b) Financial Penalties totalling £3,375.

Summary of Facts:

The issues in question arose from an investigation which revealed that significant amounts of client money had been transferred improperly from the client account of the Practice to the office account to meet the liabilities of the Practice, including an HMRC tax bill. It was identified that the transfers occurred on two separate occasions, on 14 April 2023¹ and also on 18 April 2023². The CLC's investigation revealed that these transfers were made with the knowledge that they were improper and were done so under the direction of the Head of Finance (HoFA), the Respondent. The CLC found multiple breaches of its codes associated with these transfers and also the failure to report this to the CLC.

Specifically, the CLC has found that whilst a Registered Manager and Head of Finance (HoFA), the Respondent acted in such a way as to breach and/or cause or substantially contribute to the Practice breaching the CLC's Code of Conduct and/or Handbook in relation to:

¹ The amount of £30,693.24 was transferred to the office account.

² The amount of £10,000.00 was transferred to the office account.

1. Transferring and/or allowing to be transferred two significant sums of client money in order to meet the liabilities of the practice and not for reasons permitted by the CLC's Accounts Code;
2. Failing to ensure that the client monies referred to in (1) above were replaced without delay which means either on the same day or the next working day.
3. Failing to inform the CLC without delay that the practice had withdrawn the funds referred to in (1) above.

The CLC considers that the Respondent, under the previous code of conduct in force until 31 December 2024, breached:

- Overriding Principle 1 and/or 2 and/or 5 of the Code of Conduct;
- Principles 1(h) and 1(k) of the Code of Conduct;
- Specific requirements 3.4, 3.5, 3.6, 3.9 and 4.1 of the Accounts Code;

Sanction rationale:

The CLC considers that the imposition of financial penalties and a period of disqualification on the Respondent is appropriate and proportionate for the following reasons:

- The CLC has considered its range of enforcement powers, starting with the least restrictive. The sanction should meet three main aims of protecting consumers, declaring and upholding proper standards of conduct and behaviour, and maintaining consumers' trust and confidence in the profession.
- Considering the findings made against the Respondent, and the aggravating and mitigating factors, the CLC has determined that it would not be sufficient to conclude this investigation with no action. In light of the serious nature of the misconduct it was also determined that a fine by itself would be insufficient.
- The CLC carefully considered whether the lower sanctions of a condition or suspension would be sufficient. However, as the Respondent is not currently holding the role of HoFA or Registered Manager (or any other CLC regulated role), the CLC did not consider that either of these sanctions would be appropriate as there was no current licence to place conditions on or to suspend. Similarly, the withdrawal of approval for the Respondent as HoFA/Manager would not be appropriate as the Practice has closed down.
- After careful consideration, the CLC determined that the sanction of disqualification from holding a management position (including being a registered manager and Head of Finance) in a CLC regulated practice for a defined period of time is appropriate and proportionate to impose in the circumstances of this investigation and the issues identified.
- The CLC has also concluded that a financial penalty would be appropriate, given the nature and seriousness of the misconduct identified which related to the mishandling of client money. These sanctions would be sufficient to meet the aims of declaring and upholding proper standards of conduct and behaviour and maintaining consumers' trust and confidence in the profession.

- The CLC carefully considered whether a permanent disqualification from holding a management position in a CLC regulated practice was necessary in this case however, due to the mitigating factors such as remedying the shortfalls and cooperating with the CLC in the closure of the practice, it has been decided that a permanent disqualification would be disproportionate in the circumstances.
- The CLC noted the Respondent's responses to the warning notice. It was noted that although the responses set out mitigation and some insight, the response did not provide full insight into the breaches of the CLC code that were identified and particularly in relation to the potential risk to client money that occurred.

Sanction decision (EDN):

- In the CLC warning notice, the proposed sanction was that the Respondent would be disqualified for a period of nine months and that a fine of £6,750 would be appropriate. After carefully considering the three responses, which included submissions on her current financial situation and her ability to pay, the CLC has decided that it would be a fair and proportionate outcome to reduce the fine by half from £6,750 to £3,375.
- In relation to the disqualification period, the CLC decided to increase the period of disqualification from nine months to twelve months to maintain the proportionality of the sanction imposed overall and also to reflect a lack of full insight into the failings demonstrated by the Respondent. The CLC concluded that a period of 12 months disqualification was a proportionate and appropriate sanction when taken together with the level of fine imposed.

Publication: Any enforcement determination of the CLC under the ABS Framework should be published in order to ensure that transparency in regulatory and disciplinary processes is maintained, unless the CLC considers that the reasons for non-publication of the particular circumstances of an enforcement decision outweigh the public interest. Accordingly, subject to any appeal, the CLC considers it is appropriate in the circumstances to publish this Enforcement Determination Notice (appropriately redacted in the interests of ensuring the privacy of clients).

ANNEX 1:

After carefully considering the responses to the proposed allegations and sanction outlined in the Warning Notice, the CLC's decision and reasons for imposing the above sanctions is outlined below:

Nature of allegation	Alleged Breaches of CLC Codes	Proposed sanction
Allegation 1		
<p>1. Whilst Head of Finance & Administration (HoFA) and a Registered Manager at ProConveyancing Limited (PCL):</p> <p>a) On or about 14 April 2023 you transferred and/or allowed to be transferred the sum of £30,693.24 from the client account to the office account;</p> <p>b) On or about 18 April 2023 you transferred and/or allowed to be transferred the sum of £10,000 from the client account to the office account;</p> <p>c) The funds referred to at 1a and/or 1b were transferred to meet the liabilities of the practice and/or for reasons which were not permitted by the Accounts Code.</p>	<p>In doing so, you:</p> <p>a) breached Overriding Principle 1 and/or 2 of the Code of Conduct; and/or</p> <p>b) breached principles 1(h) and/or 1(k) of the Code of Conduct; and/or</p> <p>c) breached paragraph 3.5 and/or 3.6 of the CLC Accounts Code; and/or</p> <p>d) breached paragraph 4.1 of the CLC Accounts Code.</p>	<p>Disqualification from the role of HoFA and Registered Manager for a defined period. After considering the submissions made by the Respondent and taking into account the decision on the financial penalty, the CLC decided to increase the period of disqualification from 9 months to 12 months.</p> <p>A financial penalty of £4,500 representing a penalty for breaching the Code of Conduct and Accounts Code and based on Penalty Bracket 4 (High Conduct and Medium Impact assessments (£4,500)).</p> <p>In light of the respondent's submissions about her financial circumstances, the CLC decided to reduce this part of the fine by half.</p>
Allegation 2		
<p>2. Whilst Head of Finance & Administration (HoFA) and a Registered Manager at ProConveyancing Limited (PCL), you did not ensure that the practice replaced the client account funds referred to in allegation 1a and/or 1b without delay in that the funds were replaced by a series of payments between 21 April 2023 and 17 May 2023.</p>	<p>In doing so, you:</p> <p>a) breached Overriding Principle 1 and/or 2 of the Code of Conduct; and/or</p> <p>b) breached specific requirement 3.4 and/or 3.9 of the CLC Accounts Code.</p>	<p>A financial penalty of £1,500 representing a penalty for breaching the Code of Conduct and Accounts Code and based on Penalty Bracket 3 (Medium Conduct and Medium Impact assessments (£2,000)) and decreased by 25% for mitigating factors.</p> <p>In light of the respondent's submissions about her financial circumstances, the CLC decided to reduce this part of the fine by half.</p>

Nature of allegation	Alleged Breaches of CLC Codes	Proposed sanction
Allegation 3		
3. Whilst Head of Finance & Administration (HoFA) and a Registered Manager at ProConveyancing Limited (PCL) you did not inform the CLC without delay that the practice had withdrawn the funds referred to in allegation 1a and/or 1b from the client account.	<p>In doing so, you:</p> <p>a) breached Overriding Principle 1 (in that your conduct lacked integrity) and/or 2 and/or 5 of the Code of Conduct; and/or</p> <p>b) breached specific requirement 3.9 of the CLC Accounts Code.</p>	<p>A financial penalty of £750 representing a penalty for breaching the Code of Conduct and Accounts Code and based on Penalty Bracket 2 (Medium Conduct and Low Impact assessments (£750)).</p> <p>In light of the respondent's submissions about her financial circumstances, the CLC decided to reduce this part of the fine by half.</p>