

Standards of Business Conduct Policy

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Version:	V3
Purpose	The policy describes the standards and public service values which underpin our work and which all employees of the ICB must follow.
Supersedes:	V2
Author (inc Job Title):	Debra Atkinson, Company Secretary/Director of Corporate Governance
Ratified by: (Name of responsible Committee)	Integrated Care Board
Cross reference to other Policies/Guidance	<p>NHS England Fit and Proper Person Test Framework for board members</p> <p>The NHS Constitution</p> <p>The ICB Constitution</p> <p>The seven NHS guiding principles that govern the way the NHS operates and define how it seeks to achieve its purpose</p> <p>The six core NHS values</p> <p>The Seven Principles of Public Life (Nolan Principles)</p> <p>Managing Conflicts of Interests including Gifts and Hospitality</p> <p>Freedom to Speak Up policy</p>
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Target audience:	<ul style="list-style-type: none"> • All Board and Committee members and any working groups formed to undertake work on behalf of the ICB; • ICB employees • Third parties acting on behalf of the ICB under a contract (including commissioning support and shared services); • Students and trainees (including apprentices) engaged by the ICB; • Agency and other temporary staff engaged by the ICB; and • Secondees engaged by the ICB
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This policy can only be considered valid when viewed via the ICB website or ICB staff intranet. If this document is printed into hard copy or saved to another location, you must check that the version number on your copy matches that of the one published.

Document control:		
Date:	Version Number:	Section and Description of Change
21 March 2024	V2	Full review undertaken.
12 December 2025	V3	Paragraph added after Section 5.1.3.1.

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1. INTRODUCTION

- 1.1.** The Standards of Business Conduct policy describes the standards and public service values which underpin the work of NHS Lancashire and South Cumbria Integrated Care Board (ICB) and reflects current guidance and best practice which all ICB staff must follow.
- 1.2.** As a publicly funded organisation, we have a duty to maintain the highest standards of conduct and integrity. We expect the highest standards of corporate behaviour and responsibility from Board members and all staff in their work for, and on behalf of the ICB. This policy should be read in conjunction with the ICB's Constitution (clauses 4-6), the Fit and Proper Person Test Policy and Framework, the Scheme of Reservation and Delegation (SoRD), Standing Orders (SOs), and policies for the Management of Conflicts of Interest (incorporating Gifts and Hospitality) and Freedom to Speak Up.
- 1.3.** The ICB will operate in accordance with the principles outlined in the Integrated Care System Design Framework (Governance and Management arrangements) focusing on standards of behaviour and conduct that support:
 - Collaboration
 - Whole system delivery and performance
 - Agile and dynamic working
 - Timely decision making
 - Collective accountability

2. SCOPE OF POLICY

2.1. This policy applies to:

- All Board, and Committee members, and any working groups formed to undertake work on behalf of the ICB;
- ICB employees
- Third parties acting on behalf of the ICB under a contract (including commissioning support and shared services);
- Students and trainees (including apprentices) engaged by the ICB;
- Agency and other temporary staff engaged by the ICB; and
- Seconded staff engaged by the ICB

These are collectively referred to as 'individuals' hereafter.

3. PRINCIPLES

- 3.1.** The ICB has agreed a code of conduct and behaviours, which sets out the expected behaviours that members of the Board and its committees will uphold whilst

undertaking ICB business. Board members, employees, and committee members of the ICB will at all times comply with the ICB Constitution and be aware of their responsibilities as outlined in it. Individuals should at all times:

- Act in good faith and the interests of the ICB;
- Follow the Seven Principles of Public Life (the Nolan Principles) at Appendix 1;
- Comply with this Standards of Business Conduct Policy and any requirements set out in the policy for managing conflicts of interest.

3.2. Individuals contracted to work on behalf of the ICB or otherwise providing services or facilities to the ICB will be made aware of their obligation to declare conflicts or potential conflicts of interests. This requirement will be written into their contract for services and is outlined within this policy.

3.3. In addition, every board member must comply with the criteria of the “Fit and Proper Persons Regulations¹” as described in the ICB’s Fit and Proper Persons Test Policy and Framework² and in accordance with the revised guidance issued by NHS England.³

4. STANDING ORDERS, SCHEME OF RESERVATION AND DELEGATION AND STANDING FINANCIAL INSTRUCTIONS

4.1. All individuals engaged by the ICB must carry out their duties in accordance with the ICB’s Standing Orders (SOs), Scheme of Reservation and Delegation (SoRD) and Standing Financial Instructions (SFIs). These set out the statutory and governance framework in which the ICB operates; where there is considerable overlap between the contents of this policy and the provisions made within these, then the ICB Constitution, SOs, SoRD, and SFIs will prevail over requirements of this policy where conflicting advice is given.

5. ANTI-FRAUD BRIBERY AND CORRUPTION

5.1. The ICB is committed to playing its part in reducing the level of fraud, corruption and bribery within the NHS to an absolute minimum and keeping it at this level, freeing up public resources for better patient care. The ICB has approved a Local Anti-Fraud, Bribery and Corruption Policy and response plan which is accessible to view on the ICB’s website:

[LSCICB Fin01 AntiFraud Bribery and Corruption Policy and Response Plan 04.12.23.pdf \(healthierlsc.co.uk\)](#) and individuals should refer and adhere to this policy in full.

¹ [Regulation 5: Fit and proper persons: directors - Care Quality Commission \(cqc.org.uk\)](#)

² [LSC ICB Fit and Proper Persons Test: Policy and Framework](#)

³ [NHS England » NHS England fit and proper person test framework for board members](#)

5.1.1. The Bribery Act

5.1.1.1. The Bribery Act 2010 came into effect on 1st July 2011 and the ICB has a responsibility to ensure that all individuals engaged by the ICB are made aware of their duties and responsibilities arising from the Bribery Act 2010. The Bribery Act 2010 reformed the criminal law of bribery, making it a criminal offence to:

- Give, promise or offer a bribe (s.1), and/or
- Request, agree to receive or accept a bribe (s.2).

5.1.2. Freedom to Speak Up

5.1.2.1. It is the duty of every member of staff to speak up about genuine concerns in relation to activities that contravene this policy including criminal activity, breach of a legal obligation (including negligence, breach of contract or breach of administrative law), miscarriage of justice, danger to health and safety or the environment, and the cover up of any of these in the workplace. The ICB has approved a Freedom to Speak Up Policy which sets out the arrangements for raising and handling staff concerns. Any individuals with concerns should refer to that policy via the ICB's website and contact a Freedom to Speak Up Guardian at: healthierlsc.ftsu@nhs.net.

5.1.3. Counter Fraud Measures

5.1.3.1. No individual must use their position to gain financial advantage. The ICB will encourage individuals with concerns or reasonably held suspicions about potentially fraudulent activity or practice, to report these. Individuals should inform the nominated Anti-Fraud Specialist (AFS) and Chief Finance Officer immediately. Should the Chief Financial Officer be implicated, the individual should instead report to the Chair or Chief Executive Officer of the ICB who will liaise with the AFS on the appropriate action. Contact details for the AFS are included in the ICB's Local Anti-Fraud, Bribery and Corruption Policy.

5.1.3.2. No individual ('associated person') must use their position to commit a fraud or theft offence that benefits the ICB, and thereby falls under the scope of the Economic Crime and Corporate Transparency Act 2023, containing the new 'failure to prevent fraud' corporate offence

5.1.3.3. Individuals can either call the NHS Fraud and Corruption Reporting line on free phone 0800 028 40 60 or contact via an online report tool www.cfa.nhs.uk/reportfraud . These provide easily accessible and confidential routes for the reporting of genuine suspicions of fraud within or affecting the NHS. All contacts are dealt with by experienced trained staff and anyone who wishes to remain anonymous may do so.

5.1.3.4. Anonymous letters, telephone calls etc. are occasionally received from individuals who wish to raise matters of concern other than through official

channels. Whilst the suspicions may be erroneous or unsubstantiated, they may also reflect a genuine cause for concern and will always be taken seriously. The AFS will make sufficient enquiries to establish whether or not there is any foundation to the suspicion that has been raised.

- 5.1.3.5.** Individuals should not ignore their suspicions, investigate themselves or tell colleagues or others about their suspicions.

6. GIFTS AND HOSPITALITY

- 6.1.** The ICB recognises that hospitality, gifts and sponsorship may be offered as part of legitimate business relationships, but as a general principal individuals should discourage the offer of gifts. A gift is defined as any item of cash or goods or any service which is provided for personal benefit at less than its commercial value.
- 6.2.** Where gifts from suppliers or contractors of a low value (up to £6) such as diaries, calendars and small tokens are made, they may be accepted and do not need to be declared, but all other gifts from suppliers or contractors must be declined and declared.
- 6.3.** Gifts under £50 can be accepted from non-suppliers and non-contractors, and do not need to be declared. Gifts with a value over £50 can be accepted on behalf of an organisation, but not in a personal capacity and must be declared.
- 6.4.** Any personal gifts of cash, or cash equivalent, e.g., vouchers, must be declared and declined, whatever the value.
- 6.5.** Hospitality under £25 can be accepted and does not need to be declared. Hospitality between £25 and £75 can be accepted, but must be declared, and hospitality over £75 must be declared and should be refused unless senior approval is sought and given.
- 6.6.** For further information please see the ICB's Conflicts of Interest Policy (Incorporating Gifts and Hospitality).

7. CONFLICTS OF INTEREST

- 7.1.** The ICB needs to have in place principles and procedures for minimising, managing and registering conflicts of interest which could be deemed or assumed to affect the decisions made by those involved in the ICB. These decisions should include awarding contracts, procurement, policy, employment and other decisions.
- 7.2.** The ICB has approved a Conflicts of Interest Policy (Incorporating Gifts and Hospitality) and adherence to the provisions set out in the policy is mandatory in order to identify and manage current or potential conflicts which may arise between the interests of the ICB and the personal interests, associations and relationships of

individuals engaged by it or their family members. This policy is accessible to view on the ICB website and individuals should refer and adhere to this policy in full.

- 7.3.** Failure to adhere to the provisions set out in the Conflicts of Interest Policy may constitute the criminal offence of fraud, as an individual could be gaining unfair advantages or financial rewards for themselves or a family member/friend or associate. Any suspicion that a relevant personal interest may not have declared should be reported to the ICB's Lead for Governance.

8. COMMERCIAL SPONSORSHIP

- 8.1.** Individuals acting on behalf of the ICB may accept commercial sponsorship for courses, conferences, post/project funding, meetings and publications if they are reasonably justifiable and are in accordance with the principles set out in this policy and their professional codes of conduct. In cases of doubt, an individual should seek advice from their line manager or alternatively from the ICB Chief Finance Officer.
- 8.2.** Permission, with details of the proposed sponsorship must be obtained from the responsible officer/senior manager, or the Chair in the case of the Chief Executive, in writing in advance. A copy of the permission must be retained by the ICB Col Administration Manager who will record all permissions on a register and report them to the ICB at least annually.
- 8.3.** As a general principle, sponsored events must always be under the control of the ICB. Acceptance of commercial sponsorship should:
- not in any way compromise commissioning decisions of the ICB, or be dependent on the purchase or supply of goods or services; ii) be open to scrutiny and be a matter of public record
- 8.4.** Sponsors should not have any influence over the content of an event, meeting, seminar, publication or training event
- 8.5.** The ICB should not endorse individual companies or their products. It should be made clear that the fact of sponsorship does not mean that the ICB endorses a company's products or services.
- 8.6.** During dealings with sponsors, there should be no breach of patient or individual confidentiality or data protection legislation.
- 8.7.** No information should be supplied to a company for their commercial gain unless there is clear benefit to the ICB. As a general principle, information which is not in the public domain should not normally be supplied.
- 8.8.** Formal meetings of the ICB should not be the subject of sponsorship agreements.

8.9. When working with the pharmaceutical industry then the ABPI's (Association of British Pharmaceutical Industries) code of conduct should be adhered to.

8.10. The ICB has approved a Policy for Joint Working with the Pharmaceutical Industry and other Pharmaceutical Commercial Organisations and individuals should refer and adhere to this policy in full and any sponsorship / joint working agreement should be submitted to the Chief Finance Officer for approval. This policy and relevant forms are accessible to view on the ICB's website.

9. OUTSIDE EMPLOYMENT AND PRIVATE PRACTICE

9.1. Individuals acting on behalf of the ICB (depending on the details of their contract or arrangement with the ICB as regards outside employment and private practice) are required to inform their manager if they are engaged in or wish to engage in outside employment in addition to their work with the ICB.

9.2. The purpose of informing their manager is to ensure that the ICB is aware of any potential conflict of interest with an individual's work undertaken on behalf of the ICB. Examples of work which **may** conflict with the business of the ICB are:

- employment with another public sector body (excluding roles where this necessary/permissible);
- employment with another organisation, which might be in a position to supply goods and services to the group including paid advisory positions and paid honorariums which relate to bodies likely to do business with the ICB;
- self-employment, including private practice, charitable trustee roles, political roles and consultancy work, in a capacity which might conflict with the individual's work with the ICB, or which might be compromise a position to supply goods and services to the ICB.

9.3. Permission to engage in outside employment/private practice will be required in advance by the individual and the ICB reserves the right to refuse permission, and if necessary to terminate its arrangement with the individual, where it believes an unmanageable conflict will arise.

10. INITIATIVES

10.1. As a general principle any financial gain resulting from external work where use of the ICBs time or title is involved (e.g., speaking at events/conferences, writing articles) and/or which is connected with the ICB business will be forwarded to the ICB's s Chief Finance Officer.

10.2. Any patent, designs, trademarks or copyright resulting from the work (e.g., research) of an individual in its contract for services/employment with the ICB shall be

the intellectual property of the ICB (unless alternative arrangements have been negotiated contractually).

10.3. Approval from the appropriate line manager should be sought prior to entering into any obligation to undertake external work connected with the business of the ICB.

10.4. Where the undertaking of external work benefits or enhances the ICBs reputation or results in financial gain for the ICB, consideration will be given to rewarding employees subject to any relevant guidance for the management of Intellectual Property in the NHS issued by the Department of Health.

11. COMMERCIAL CONFIDENTIALITY

11.1. All individuals should guard against providing information on the operations of the ICB which might provide a commercial advantage to any organisation (private or NHS) in a position to supply goods or services to the ICB. For particularly sensitive procurement/contracts individuals may be asked to sign a non-disclosure agreement. The requirements of the Freedom of Information Act 2000 must be taken into account when attempting to restrict the release of information.

12. CONFIDENTIALITY

12.1. During the course of their work with or for the ICB, many individuals will handle or be exposed to information which is deemed personal, sensitive or confidential. Further information regarding confidentiality is available in the NHS Code of Confidentiality.

12.2. It is ICB policy that no individual party to personal, sensitive or confidential material during the course of their work for or with the ICB will disclose this information or further process it outside the scope of their employment or the specific limitations imposed by the NHS Code of Confidentiality and/or the committee/manager providing the information.

12.3. The ICB has approved an **Information Governance Handbook**, which includes a section on Data Protection and Confidentiality. This is accessible to view on the ICB's website and individuals should refer and adhere to this policy.

12.4. Failure to adhere to confidentiality requirements may result in disciplinary action. Those individuals party to confidential information will not be at liberty to disclose said information following the termination of their contract, employment or relationship with the ICB.

13. FAILURE TO COMPLY WITH THE STANDARDS OF BUSINESS CONDUCT POLICY

- 13.1.** Individuals should be aware that a breach of this policy may render them liable to prosecution as well as leading to the termination of their employment or position within the ICB. Where failure to comply relates to an individual that is not directly employed by the ICB, this may result in action taken in accordance with the relevant engagement procedure (e.g., termination of a secondment agreement).
- 13.2.** Individuals who fail to disclose relevant interests, outside employment or receipts of gifts or hospitality as required by this policy or the ICBs standing orders and standing financial instructions may be subject to disciplinary action which could ultimately result in the termination of their employment or position within the ICB.
- 13.3.** The Chief Finance Officer will be responsible for maintaining the Register of Interests, holding the Hospitality Register and reviewing the implementation of this policy.

14. RAISING CONCERNS AND BREACHES

- 14.1.** Individuals wishing to report suspected or known breaches of this policy should inform the Chief Finance Officer. All such notifications will be held in the strictest confidence and the person notifying the Chief Finance Officer can expect a full explanation of any decisions taken as a result of any investigation.

15. EQUALITY & DIVERSITY

- 15.1.** The ICB Equality, Diversity and Inclusion policy seeks to promote equality amongst all patients, service users and their representatives who wish to progress a formal complaint about health care services by placing the patient at the centre of the system.
- 15.2.** The ICB aims to ensure that access to the complaints arrangements is designed to be inclusive to all groups and that specialist, high quality support is available, as necessary. The policy seeks to ensure equality of access, irrespective of age, disability, race, religion, belief, gender or sexual orientation and other protected characteristics.

16. IMPLEMENTATION AND TRAINING

- 16.1.** This policy will be available electronically on the ICB website and it is the responsibility of individual staff to comply with this policy.
- 16.2.** Relevant training will be included as a mandatory requirement for all ICB employees. This will be provided electronically via NHS ESR system. Managers and staff can seek advice from the Chief People Officer or the Lead for Governance

17. MONITORING AND REVIEW ARRANGEMENTS

17.1. The Chief Finance Officer will monitor the application and effectiveness of the policy and it will be reviewed every three years to ensure that this policy takes into account:

- Legislative changes;
- Good practice guidance;
- Case law;
- Significant incidents reported;
- New vulnerabilities; and
- Changes to organisational infrastructure.

18. CONSULTATION

18.1. The Board of the ICB has approved the content of this policy.

19. FURTHER GUIDANCE AND REFERENCE DOCUMENTS

19.1. This policy is an interpretation of guidance and is based on examples of good practice. In addition to referring to the ICB Constitution, individuals should also refer to:

- The NHS Constitution
- Standards for Members of NHS Boards in England
- Integrated Care Systems Design Framework 2021
- Example Role Profiles for Integrated Care Board Executives 2021
- The Bribery Act 2010
- The Healthy NHS Board: Principles of Good Governance
- General Medical Council: Good Medical Practice 2013
- ICB Constitution, Standing Orders, Scheme of Reservation and Delegation and Standing Financial Instructions
- ICB Conflicts of Interest Policy (Incorporating Gifts and Hospitality)
- ICB Local Anti-Fraud, Bribery and Corruption Policy
- ICB Policy for Relations with the Pharmaceutical Industry and other Commercial Organisations
- ICB Data Protection and Confidentiality Policy
- ICB Freedom to Speak Up Policy
- ICB Disciplinary (Managing Unacceptable Behaviour) Policy
- Fit and Proper Persons Test Policy and Framework

Appendix 1: The Seven Principles of Public Life (the Nolan Principles)

- 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 to 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 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 and treat others with respect. They should promote and robustly support the principles and challenge poor behaviour wherever it occurs. .