

QACE
ADMINISTRATION MANUAL

INFORMATION ABOUT THIS MANUAL

VERSION NO.: 1.4

PREPARED BY: QACE SECRETARIAT

APPROVED BY: QACE BOARD OF DIRECTORS

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CHANGE HISTORY:

Version No.	Date	Changes / Remarks
1.0	January 2018	Processes 1, 2 & 3 were a part of the Quality Manual
1.1	August 2020	New Issue as a separate manual: <ul style="list-style-type: none"> • Processes 1 to 4 separated from the Quality manual; • Processes 5 to 11 added; • All processes reconciled with reorganisation of the Secretariat; • All processes reformatted and updated for consistency; • Other minor updates carried out.
1.2	February 2021	Process A04, Travel Management, Section 8, the standard for air travel in business class was set to 4 hours or more (instead of 3 hours that was previously).
1.3	October 2021	Processes A01 and A02 expanded to include the maintenance of a “QACE Assets Register”; Process A08 editorial amendment, replacing the word “ask” by “require” in the last two bullets in section 6.
1.4	February 2022	Process A01 expanded to include the handling of media enquiries. Also, one minor editorial correction in A04(3).

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PROCESS A01 – ROLES AND RESPONSIBILITIES

PURPOSE

This process describes the roles and responsibilities of the Directors and of the employees of QACE.

APPLICATION

This process applies to the employees and the Directors of QACE, but not to the contracted Assessors and the Members. Currently QACE has three employees and five Directors, one of whom is elected by the Directors as Chairman of the Board of Directors (BoD).

PRINCIPLE

The principles that guide the selection of Directors are: the provision of wide expertise in maritime matters; geographic representation from the eastern and western hemispheres; and the travel costs that need to be incurred for attendance of Board meetings.

Following a restructuring in 2020, QACE's employment costs are maintained at reasonable levels by employing a full time Administration Manager and a part time Executive Secretary and a part time Company Secretary. This is planned to achieve good quality of work and reduced staff costs.

ROLES AND RESPONSIBILITIES

A. Directors

Directors are elected by the Members. Their responsibilities are detailed in Part 4 of the Articles of Association (AoA). In brief, Directors have the following responsibilities:

- direct and manage QACE in accordance with the Articles of Association;
- elect a chairman from among their number;
- attend Board Meetings;
- select and appoint the Company & the Executive Secretary;
- review the performance of the Secretariat annually and approve their remuneration;
- review and approve the operating policies and procedures drawn up by the Secretariat;
- review and approve the annual work plan developed by the Secretariat;
- develop the annual budget with the help of the Secretariat;
- attend and direct the proceedings of ad-hoc committees if and when they are constituted;
- liaise, through the Chairman, with the Members and the EC;
- review and approve the Annual Report and such other reports, developed by the Secretariat as required / necessary and ensure their timely publication;

- review and approve the appointment of the financial accountants and auditors and legal advisers;
- review and approve the recommendations of the auditors and legal advisers;
- review and approve the annual financial and legal reports, if any, as required by the UK law;
- review and approve all information that are required to be disseminated as per Article 11 of EC Regulation 391.

B. Company Secretary

The Company Secretary is responsible to the Board of Directors for corporate; financial; legal; and employment matters relating to the Organisation's operations. In particular, the Company Secretary is responsible for:

- **Corporate**

Administering and managing QACE CIC in accordance with its AoA, the Companies Act (2004 & 2006) and the Community Interest Company Regulations (2005); maintaining the Register of Members and the Register of Authorised Representatives of Members; preparation of the draft agenda and ensuring the timely submission of documents for meetings of the Board of Directors and for the Annual or Extraordinary General Meetings of Members; overseeing the organisation's adherence to all internal controls; addressing any findings on areas of the Company Secretary's responsibility arising from internal and external audits for ISO 9001; keeping up to date the Organisation's Administration Manual; in collaboration with the Executive Secretary, preparing and maintaining QACE's Risk & Opportunities Register, and conducting a Management Review; representing QACE in public meetings and other stakeholder meetings as necessary and as agreed with the Chairman; and delivering the Annual Report that is prepared in cooperation with the Administration Manager and the Executive Secretary.

Furthermore, any enquiries by the media in relation to QACE shall be handled in accordance with the following process: Enquiries shall be referred to the Company Secretary who will respond directly or depending on the seriousness of the situation following consultation with the Chairman. In cases where consultation with the Chairman is required and the Chairman is not available, a Director shall be consulted. If the Company Secretary is not available, enquiries shall be referred to the Executive Secretary who shall then follow the above process. It is important to maintain a proper spirit and tone in communications with the media. The Secretariat, after dealing with a media enquiry, shall notify the Board, and where relevant the Members through the President. The above process covers all forms of responses to the media, including "off the record" and anonymous.

- **Financial**

Ensuring on behalf of the Directors compliance with the financial requirements of the

Companies Act and the accuracy of the draft annual financial report; preparation of the budget in cooperation with the Administration Manager and the Executive Secretary; selecting and placing adequate and cost effective insurance cover for QACE's needs; reporting at regular intervals to the Board of Directors QACE's income and expenditure, its balance sheet and its cash flow; reviewing and authorizing all payments as submitted by the Administration Manager.

- **Legal**

Communicate with the QACE lawyer on all issues which require legal input.

- **Employment**

Responsible for all employment issues, including recruitment; appraisals and training needs of employees.

C. Executive Secretary

The responsibilities of the Executive Secretary are the following:

External Operations

- Liaise with the Members, Accredited Certification Bodies (ACBs), Assessors, all as necessary to complete the assessments of the Members as planned;
- Monitor the assessment and certification of the current and any prospective EU Recognised Organisations (EU ROs);
- Liaise with the EU ROs to distribute the QMS requirements, common and individual recommendations and their follow-up;
- Liaise with the European Commission and EMSA regarding the assessment and inspection of QACE and provide all required information;
- Provide the interested parties (as set out in Article 11.5 of the Regulation), including flag States, with information (work plan, findings, recommendations, safety compromises etc.), as necessary;
- Liaise with and report to the Members of QACE as necessary;
- Liaise with the appointed external certification body regarding the certification of QACE to ISO 9001 standard and follow-up as necessary;
- Liaise with IACS for developing QMS requirements & focus areas and for the End-User Workshop; and
- Liaise with other external bodies on technical matters, if and when necessary.

Internal Operations

- Develop and maintain QMS Operational procedures and documentation;
- Develop the annual work plan and RO assessment plan;
- Review all assessment reports and provide feedback, if necessary;
- Analyse all assessment reports to generate common and individual recommendations;
- Plan, execute and follow-up on internal audits;
- Plan and conduct annual meetings of Assessors; and

- Attend meetings of the Board of Directors and the AGM.

Support to the Company Secretary

- To develop and maintain the Administration procedures and in their implementation, as necessary;
- To prepare the annual budget;
- To plan and prepare meetings of Boards of Directors and the AGM; and
- To prepare the Annual Report, in collaboration with the Administration Manager.

Support to the Board of Directors to/in:

- Administering and managing QACE CIC in accordance with:
 - the requirements of Article 11 of the Regulation EC No 391/2009 of the EU
 - its Articles of Association
- Conducting meetings of the Board of Directors and the AGM.
- Develop quality objectives and KPIs;
- Develop and maintain the Risk Register in collaboration with the Company Secretary;
- Managing the current and prospective membership;
- Provide information to the European Commission, as required; and
- Conduct Management Review in collaboration with the Company Secretary.

D. Administration Manager

The Administration Manager has responsibilities in the following areas of work:

• **General administration**

Receipt and processing of incoming correspondence; maintaining personnel files; responding to external enquiries; maintaining the website up to date; making arrangements for travel and accommodation; etc.

• **Financial management**

Data entry into the accounting system; ensuring the integrity of the data in the accounting system; reconciliation of bank accounts; processing of payroll payments and submission of instruction for payroll payments; submission of HMRC payments and of P11D forms; reviewing of all incoming invoices and of expense claims and submission of instructions for their payment; preparation of outgoing invoices; working with the financial auditors for the annual financial report; completing the Confirmation Statement to the Companies House; assisting the Company Secretary to develop the annual budget; monitoring of income and expenditure; preparation of financial reports in collaboration with the Company Secretary for the Board of Directors; liaising with insurance brokers and placing of annual insurance policies.

• **Assessment management**

Assisting the Executive Secretary to develop and implement the annual Work Plan; managing the assessment programme by ensuring the correct assessments are completed and liaising with the QACE Assessors; drafting of Confidential Reports;

reviewing of ACB's audit reports; preliminary review of Assessors' assessment reports; reviewing RO's audit findings 3-year trend analyses; and maintaining liaison with IACS.

- **Organisation of meetings**

Organising meetings of the Board of Directors, the Assessors' annual meeting and the Annual General Meeting; taking and publishing minutes.

- **Reporting**

Drafting minutes of meetings; drafting parts of the Annual Report and compiling the final report; publishing and disseminating the Annual Report.

- **Assets Register**

Maintaining the QACE Assets Register.

PROCESS A02 – FINANCIAL MANAGEMENT

PURPOSE

This process is to define how QACE implements its financial management.

APPLICATION

This process applies to the employees and the Directors of QACE, but not to the contracted Assessors and the Members.

PRINCIPLE

The system that has been adopted for the management of the financial affairs of the organisation is cognisant of the need for security while taking into account the need for operational simplicity while the members of staff are physically located apart. It is noted that as a general rule, a beneficiary cannot submit for payment and complete the banking transaction by authorising their own expenses or remuneration.

BANK ACCOUNTS MANAGEMENT

All QACE monies are maintained in two UK accounts with Unity Trust Bank. The first is the operating account, used for all routine income and expenditure transactions, while the second account is the reserve fund (Reference AoA 12.8(b)).

The Company Secretary and the Administration Manager are the only authorised signatories for managing the operation of the two accounts. The bank does not allow non-UK residents to be signatories, or to have online access to the accounts.

The Administration Manager has ‘administrative rights’ on the account, has the authority to submit instructions for payments for invoices/claims, but not to authorise any payments. The Company Secretary also has ‘administrative rights’, has the authority to authorize payments, but cannot submit instructions for payments.

In the event that either the Administration Manager or the Company Secretary is unable to discharge her/his responsibility to submit and/or authorise payments, then the other person has the authority to request the Bank, electronically as per the bank’s procedures, to temporarily authorize him/her for both, submission and authorisation of payments. This temporary right is revoked as soon the other person regains his/her ability to discharge his/her duty.

All payments, direct debits and standing orders within the UK can be managed online. Cheques require only a single signature by one of the two signatories. For all overseas payments the Administration Manager or the Company Secretary must request the Bank, electronically as per the bank’s procedures, to make the required payment, while also providing a copy of the relevant invoice.

A. Operating Account

This account is used to conduct the regular income and expenditure operations. The majority of income comprises of the annual subscription from the Members, as agreed at the Annual General Meeting when approving the annual budget. Members' subscriptions are paid in one or more instalments, as agreed at the AGM, against invoices that are issued by the Administration Manager. Currently, the invoices are raised in two instalments – in January and June of each year.

B. Reserve Account

This account holds the reserve, or contingency, fund. Following an EMSA audit the reserve account was established to hold the equivalent to six months of the company's costs (averaged on the company's expenses of the last three years), totalling £327,960.00 paid over three years. The reserve fund is aimed at ensuring that QACE can continue its operations in case the operating funds have been exhausted.

The Board of Directors has to authorise in advance any withdrawal of money from the reserve fund; the Members are to be informed as soon as any need for a withdrawal arises together with the relevant reasons and amount. At each meeting of the Board of Directors, the withdrawals, if any, from the reserve fund and the balance of the reserve fund account are reviewed and reported in the meeting's minutes as a part of the financial reporting. Replenishment of the reserve fund, if necessary, is to be included in each year's budget proposal. No monies from the reserve fund will be reimbursed to any Members leaving QACE.

The reserve account does not receive any interest. This is because Unity Trust Bank does not offer any interest to "easy access" savings accounts, whereas for "30 Day Deposit" accounts the minimum deposit is £2million and for a "90 Day Deposit" accounts the minimum deposit is £500 thousand. QACE has tried to find a UK High-street bank offering better terms but this has not proved possible because of the very strict conditions imposed by UK banks on accounts receiving funds from the variety of overseas locations. Furthermore, if QACE were able to move the reserve funds to an interest generating account, the CIC (Community Interest Company) would no longer be deemed to be dormant for tax purposes for that interest, which would be liable to paying corporation tax at 19% and to the costs of preparing the corporation tax return (in year 2020 the fees would be around £500 plus VAT).

ACCOUNTING SYSTEM

The company uses QuickBooks accounting system.

The Administration Manager (AM) is responsible for timely reconciliation between the

cash entries made in the accounting system, transactions made through the bank account, and explanation of any differences e.g. other transactions that have not yet registered in either system. The AM will verify that voided cheques, if returned, are appropriately defaced and filed. The AM will investigate any cheques that are outstanding over three months. The AM will attach the completed bank reconciliation to the applicable bank statement, along with all documentation. The reconciliation report will be reviewed, approved, dated, and initialled by the Company Secretary.

CREDIT CARD POLICY AND CHARGES

All staff members who are authorised to carry a QACE credit card will be held personally responsible in the event that any charge is deemed personal or unauthorised. Unauthorised use of the credit card includes personal expenditures of any kind; expenditures which have not been properly authorised; meals, entertainment, gifts or other expenditures which are prohibited by budgets, laws, and regulations, and the entities from which QACE receives funds.

Full receipts for all credit card charge (not just credit card slips) will be given to the AM within three weeks of the purchase along with proper documentation. The AM will verify all credit card charges (apart from their own) with the monthly statements. The Company Secretary will approve the AM's credit card charges. A copy of all receipts will be attached to the monthly credit card statement. Differences will be investigated and if necessary, reimbursed by the credit card holder.

PAYMENTS PROCEDURE

The AM receives all invoices and claims for reimbursements and enters them into the accounting system. The AM verifies the procedural and informational correctness of all the invoices and reimbursement claims; verifies against purchase / work orders; seeks clarifications/corrections if necessary; when all are found in order, the AM submits the invoice / reimbursement for payment, all within 10 working days from the date of receipt.

The Company Secretary verifies the validity of the invoice / payment claim and, if satisfied, authorises the bank to release the payment, within 10 days of the submission by the AM.

QACE ASSETS REGISTER

The AM maintains the QACE Assets Register, documenting items of property belonging to QACE, their purchase date and price, model number and serial number as appropriate, their quantity and where they are located.

PROCESS A03 – BUDGET MANAGEMENT

PURPOSE

This process is to ensure the planning and timely delivery of the QACE budget.

APPLICATION

This process applies to the Board of Directors, Company Secretary and the Members.

PRINCIPLE

QACE's budget is, normally, annual, covering the period 1st January to 31st December.

The Company Secretary is responsible for the preparation of the Budget.

The Board of Directors is responsible for the review of the Budget.

The Members are responsible for the Budget's approval at their Annual General Meeting and for paying their share of the agreed annual subscription in two instalments, in January and June.

REFERENCE

Articles of Association Clauses 12.8, 12.9, 13.6.3, 19.1, 19.2, 19.4.

PLANNING THE BUDGET

The Company Secretary will prepare a draft Budget to be presented to the Board in their meeting that is held in September or October. The draft Budget shall be based on the accounts for the current and the preceding years; on a prognosis for expenditure for the rest of the accounting year; and on any changes the Executive Secretary foresees or plans in the Work Plan.

The Directors may propose additional changes to the Budget at their Board meeting preceding the AGM. Based on the proceedings in the BoD meeting and afterwards, a revised Budget is prepared and advised to the Members as soon as possible after the September or October meeting.

The Members will review the proposed budget and process any clarifications with the Secretariat before the AGM Resolution for approval. The proposed budget will be presented to the Members at the AGM under the relevant agenda item.

The Members requested some years ago the setting up of a Financial Audit Committee (FAC). This Committee would be chaired by the President and made up of two Members and a Board nominated QACE Director. The FAC would be responsible for processing any clarifications regarding QACE accounting; the Income & Expenditure information that is provided after each Board Meeting; would be

responsible for the Reserve Fund; and would also review the proposed budget before its approval by the AGM. However, so far, the Members have not decided that there is a need to constitute the FAC.

The Members will approve the Budget for the forthcoming financial year in accordance with AoA Articles 13.6.3 and 19, if thought fit.

The Directors will consider the approved Budget in their meeting subsequent to the AGM (normally in January) to confirm that the Budget is consistent with the decided Work Plan.

If, in the opinion of the Directors, it will not be possible to complete the decided Work Plan within the approved Budget and available QACE funds, the Directors shall consider and eventually call for an EGM to seek approval for a revised Budget.

RECORDS

Board Meeting minutes

Annual General Meeting minutes and AGM Resolution

Annual Work Plans

Annual Budgets

PROCESS A04 – TRAVEL MANAGEMENT

PURPOSE

This process is to ensure fair treatment of all eligible travels for QACE business. This takes account of health and safety aspects of travels.

APPLICATION

This process applies to all travellers on business duty for QACE – the Executive Secretary, the Company Secretary, the Administration Manager, the Chairman and the Directors of the Board and the contracted Assessors. This process does not apply to Members of QACE.

PRINCIPLES

This process implements an appropriate travel accountability framework in keeping with modern travel practices. The principles are based on trust, flexibility, and transparency for the reimbursement of fair and reasonable costs for travellers on business.

For booking flights and accommodation (excluding accommodation in London) QACE travellers have the choice of: (a) making their own booking; (b) using the corporate travel company Gray Dawes Travel (reservations@gdg.travel tel:+44 8448553700; quoting account “0000Q00200”); or (c) requesting the Administration Manager to make the booking.

For arranging accommodation in London, QACE travellers need to do this through the Administration Manager.

DEFINITIONS

Accommodation: Commercial accommodation, lodging facilities such as hotels, motels, or corporate residences where the traveller does not normally reside.

Declaration: a written statement signed by the traveller attesting to and listing the expenses for payment without receipt.

Economy Class: the standard class of air travel, including discount fares for a ticket that is possible to redeem its value in case of cancellation and to change flights as necessary.

Incidental expense allowance: an allowance to cover the costs of items attributed to travel status for which no other reimbursement is provided in the process.

Receipt: an original document or facsimile showing the date and amount of

expenditure paid by the traveller.

Travel status: occurs when a traveller is on authorised QACE travel.

Traveller: a person who is authorised to travel on QACE business.

AUTHORISATION

The Executive Secretary, the Company Secretary, the Administration Manager and Directors of the Board have blanket authority to travel for QACE business.

Contracted Assessors will be authorised by the Executive Secretary to travel for QACE business.

INSURANCE

Employees and Directors travelling on QACE business will be provided with protection, subject to the terms and conditions of the Injury and Travel Insurance policy that is purchased annually by QACE.

TRAVEL FORMS AND RECEIPTS

The QACE Travel Expenses Form (see Annex 1 for template) shall normally be used. If not feasible a similar format may be used that provides all pertinent information in legible writing and the total travel expenses either in GBP (pounds sterling) or Euros.

In general, all expenses will be reimbursed based on original or facsimile receipts. A personal declaration may replace the receipt where the traveller indicates the receipt was lost, accidentally destroyed, or unobtainable.

The travel expenses form with receipts is to be submitted electronically as a single scanned document.

TRAVEL EXPENSES

A. Transportation

The selection of transportation will be based on cost, duration, convenience, safety, and practicability.

The standard for air travel is business class for flights of four (4) hours or more. For flights of less than four (4) hours, economy class tickets (redeemable/changeable) should be used. If a business class ticket is comparable in price and no more than 20% above an economy class ticket (redeemable/changeable), then a business class ticket may be used.

The standard when travelling by train or ship is first class, if reasonable and practical in longer trips. For shorter trips, say, airport shuttle, economy class should be used.

When a taxi or rental car becomes necessary to reach a destination, expenses will be reimbursed based on receipts.

Where safety is of concern, a taxi or car driver should be used.

Travelers using a private car will be reimbursed by mileage allowance in accordance with local national government tax rules, or rates from an established institution.

B. Accommodation

The standard for accommodation is the regular business standard for the area, considering safety, convenience of location, and reasonable comfort. In outlying areas, hotels or residences with price agreements with host companies or travel agencies should normally be used.

C. Meals

The actual and reasonable meal expenses will be reimbursed based on receipts. Individuals are responsible to pay for their spouses or family attendance at dinners.

D. Additional business expenses

The traveller will be reimbursed for business expenses not otherwise covered, such as telephone calls, photocopies, faxes, internet connections, visas, and changes to travel arrangements. The traveller will also be reimbursed for service charges/fees and reasonable expenses such as: Automated Banking Machines use; credit/debit card use; and, foreign currency exchange expenses/commission.

E. Incidental expense allowance

A traveller can claim an allowance of GBP £5.00 per day for incidental expenses that are not otherwise provided by this process, using section "F" of the QACE Travel Expenses Form.

F. Currency exchange:

All travel expenses will be reimbursed in either GBP (pounds sterling) or in a European currency. The costs incurred to convert reasonable sums of money to foreign currency and/or reconvert will be reimbursed based on receipts. Otherwise, conversion from different currencies to GBP or Euros must be done using the exchange rate website and the sequence shown below:

<https://www.xe.com>

- 1) Go to "tools" on the top of the page
- 2) Click on "Historical Currency Rate"
- 3) Choose the currency and the date (use the last day of the trip; for airfares use the day of purchase)
- 4) Refer to the GBP or Euro and use the third column, which says "units per"

G. Submission/Reimbursement of Expense Claims

All travellers will endeavour to submit travel Expense Forms to the Administration Manager within 15 working days of the end of the travel period. The Administration Manager and the Company Secretary will endeavour to reimburse travellers within 20 working days of receiving the correctly completed form.

RECORDS

Electronic signed copies of the Travel Expense Forms with receipt enclosures.

ANNEX 1

QACE Travel Expenses Sheet

NAME:			
ASSIGNMENT:			
VENUE :			
DATES:		To	
No of Pages	1	of	

Instructions: Please Insert all expenses into the correct section. The Red Tabs in the corner of a box are prompts to help you put in the right information. Please can you only fill in the fields with a white background. Please send scanned receipts with a signed and dated print out of the sheet. The second other column is for a second 'other' currency or use of QACE credit card. The R colloum is for you to add your receipt number.

	EXCHANGE RATE 1 GBP = 1._____					R	Euro	R	GBP	R	OTHER	
A. Travel	Discription											
Flight tickets (receipt)												
Train tickets (receipt)												
Train tickets (receipt)												
Transport to airport												
Transp from airport Pick-up by car2x 17km * 0.48p												
B. Hotel												
Accommodation												
Food												
Food												
Food												
Other refundable hotel expenses (laundry, etc)												
Telephone / Communications												
Telephone / Communications top-up charges												
Cell phone/SMS charges												
C. Local Transport												
Taxi w/rec.												
Taxi												
Taxi												
Taxi												
Taxi												
Bus/subw												
Private car Rate: ----- /km												
D. Other expenses												
MISC - various receipts												
E. Exchange/credit charges												
Cash withdrawal fee												
Loss on exchange												
F. Incidental expenses -- No of Day				at		£	5.00					
NOTE: Items with "***" receipts misplaced.												
							Euro		Pounds		Other	
Total							€ 0.00		£0.00		0.00	
Exchange rates of currencies to GBP									£1.00		0.00	
Total expenses in GBP								#DIV/0!		£0.00		#DIV/0!
Total in single currency							#DIV/0!					
Advance fromon.....												
Balance due to Employee							0					
Payment in Other							0					
Total EXPENSES IN GBP							0					

PROCESS A05 – SICKNESS & SICK PAY MANAGEMENT

PURPOSE

This process ensures fair treatment of QACE Employees during their sickness.

APPLICATION

This process applies to all QACE employees – the Administration Manager, the Executive Secretary and the Company Secretary.

This process does not apply to contracted Assessors, the Members and the Board of Directors.

PRINCIPLE

For the purposes of this process, the Company Secretary is the Company's responsible officer to whom the Executive Secretary and the Administration Manager shall report to, while the Executive Secretary is the Company's responsible officer to whom the Company Secretary shall report to.

SICKNESS ABSENCE

If an Employee is absent from work due to sickness or for any other reason, he/she, or someone on his/her behalf, must inform the responsible officer of the Company as soon as possible on the first day of the absence. The reason and the expected duration of the absence shall be given. The Employee shall keep the Company regularly informed if his/her absence continues beyond the first day.

If the Employee's absence from work is due to sickness or injury and continues for a period exceeding seven consecutive calendar days, the Employee shall provide the Company with a Statement of Fitness for Work ('fit note') from his/her GP/other treating doctor as soon as possible after the seventh day of absence and weekly after that. The Employee must keep the Company informed on a regular basis of his/her progress and of the expected date of return to work.

RETURN TO WORK

The Employee on his/her return to work will be required to provide a self-certification form, which shall be completed, signed and returned to the Company.

SICK PAY

The Employee may, at the Company's sole and absolute discretion, receive sick pay during any period of absence due to sickness or injury, in accordance with the provisions of this Process. This is subject to the Employee's compliance with the provisions of his/her Contract of Employment and of the Company's Sickness and Sick Pay Process, as set out in this document and as amended from time to time.

During absence due to sickness in any twelve-month period, the Company may, at its discretion, pay the Employee full pay at his/her normal basic salary on the following basis:

- 4-weeks' salary when the Employee has less than 12-months continuous service (excluding any probationary period);
- 13-weeks' salary when the Employee has over 12-months but less than 3-years' continuous service (excluding any probationary period);
- 26-weeks' salary when the Employee has over 3-years' continuous service (excluding any probationary period), subject to the Employee complying with the notification and certification requirements set out in his/her Contract of Employment and in this Process.

The payment of any full pay during sickness absence, as set out above, will be inclusive of any Statutory Sick Pay (SSP) to which the Employee is entitled.

The employee shall receive only the SSP, for the period exceeding the above limits, if the sickness absence exceeds the above periods.

The employee's qualifying days for SSP purposes are his/her normal working days. Any entitlement to SSP is subject to the Employee meeting the necessary eligibility requirements. For the avoidance of any doubt the Employee shall not be entitled to receive sick pay, other than SSP (subject to eligibility), during any probationary period that is applicable to his/her employment.

PROCESS A06 – DISCIPLINE MANAGEMENT

PURPOSE

This process ensures good standards of conduct from its employees, together with satisfactory standards of work.

APPLICATION

This process applies to all employees of QACE to address any misconduct or any failure to meet required standards of performance or attendance.

PRINCIPLE

QACE will ensure that all sub-standard conduct and performance are dealt with fairly by giving adequate opportunity to the employees to present their position clearly, for QACE to arrive a fair and just resolution of the issue.

PROCEDURE

Following any investigation, if there are grounds for disciplinary action, QACE (through the Company Secretary or the Chairman of the BoD, as appropriate) will write to the employee informing him/her of the alleged misconduct or alleged failure to meet required standards of performance / attendance (providing the Employee with any relevant documents and/or statements gathered during the investigation), which may give rise to disciplinary action being taken.

After the employee has had a reasonable time and opportunity to consider the allegations and the evidence and prepare his/her response, QACE will invite the employee to attend a disciplinary meeting convened by the Chairman or the Company Secretary or both, as appropriate, to discuss the matter. The employee may, if he/she wishes, be accompanied by a fellow worker or trade union official of his/her choice at any disciplinary hearing.

The purpose of the disciplinary hearing is to review the evidence and to enable the employee to state his/her case before a decision is made. After the disciplinary meeting, the employee will be informed of the decision in writing and his/her right to appeal against that decision. In cases of gross misconduct, the employee will normally be dismissed without notice or pay in lieu of notice.

If the employee is dissatisfied with any disciplinary decision affecting him/her, he/she may appeal to the Board of Directors the decision, within 5 working days of the original decision. Appeals shall be dealt with by a Committee appointed by the Board, as per Cl.18.1.3 of the AoA. The Committee shall consider the arguments for the appeal and make a full report to the Board with their recommendation. The Board decides on the appeal by ordinary resolution.

PROCESS A07 – GRIEVANCE MANAGEMENT

PURPOSE

This process ensures fair redressal of grievances, if any, of QACE personnel.

APPLICATION

This process is applicable to all employees, contracted Assessors and the Directors.

PRINCIPLE

The object of the grievance process is to enable dealing with a grievance or complaint arising from the employment with QACE, within as short time as possible. An employee or a contracted Assessor or a Director can use this procedure freely and without prejudice to their position in the Company. Most grievances can be resolved quickly and informally through discussion with the Chairman. If this does not resolve the problem, the aggrieved person should follow the procedure below.

PROCEDURE

Any grievance must be submitted in writing to the Chairman, with a copy to the Company Secretary. The written grievance should confirm that the employee is invoking the grievance procedure and should contain a brief description of the reasons for the grievance, including any relevant facts, dates, and names of individuals involved.

QACE will invite the employee to attend a disciplinary meeting convened by the Chairman or the Company Secretary or both, as appropriate, to discuss his/her grievance. At any of the meetings held under this procedure the employee may be accompanied by a fellow worker or a trade union official of his/her choice. During the meeting, if the employee has a companion, the companion may make representations to the enquirer and ask questions but should not answer questions on the employee's behalf. The employee may consult & confer privately with his/her companion at any time during the meeting.

After the meeting, QACE may carry out such further investigations and / or hold further grievance meetings such as it considers appropriate. The employee will be informed of the result of the investigation in writing, and what further action will be taken, where appropriate. If the Employee is not satisfied with the outcome of the grievance investigation, he/she can appeal to the Board of Directors against the decision in writing within 5 working days of being informed of the outcome of the grievance. Appeals shall be dealt with by a Committee appointed by the Board, as per Cl.18.1.3 of the AoA. The Committee shall consider the arguments for the appeal and make a full report to the Board with their recommendation. The Board decides on the appeal by ordinary resolution.

PROCESS A08 – DATA PROTECTION

PURPOSE

This process ensures compliance with the EU General Data Protection Regulation (GDPR) and the UK's implementation of the GDPR, namely the Data Protection Act 1998 (the Act), when handling the personal data of QACE's stakeholders - employees, Directors, Members, Assessors, suppliers and other stakeholders.

APPLICATION

This process applies to all persons in QACE, who process or use data of data subjects for administrative purposes and in order to carry out their function.

PRINCIPLE

QACE holds and processes personal and other data of its stakeholders. Data is generally limited to name, address and contact details. In relation to employees; Directors; Members; and suppliers, data will also include banking information. Furthermore, employees' data will include information relevant to employment monitoring records.

There are principles set out in the Act / GDPR which in summary state that data shall:

- be processed fairly and lawfully;
- be obtained and retained for a specified and lawful purpose and shall not be processed in any manner incompatible with the purpose;
- be adequate, relevant and not excessive for the purpose;
- be accurate and up to date;
- not be kept for longer than necessary for the purpose;
- be processed in accordance with the data subject's rights;
- be kept safe from unauthorised processing, and accidental loss, damage or destruction;
- not be transferred to a country outside the European Economic Area, unless that country has the equivalent levels of protection for personal data, except in specified circumstances; and
- be securely destroyed once the data cannot be justifiably retained.

RESPONSIBILITIES

The Company Secretary, who acts on behalf of the Board of Directors, is responsible for:

- fully observing conditions regarding the fair collection and use of information;
- meeting QACE's legal obligations to specify the purposes for which information is used;
- collecting and processing relevant information, only to the extent that is required to fulfil operational needs and to comply with legal requirements;

- ensuring the quality of information used, including its accuracy;
- applying strict checks to determine the length of time that information is held;
- ensuring that the rights of the people for whom information is held are fully exercised under the Act;
- taking appropriate technical and organisational security measures to safeguard personal information;
- ensuring that personal information is not transferred abroad without suitable safeguards;
- ensuring that everyone managing and handling personal information in QACE fully understands that they are contractually responsible for following good practice in terms of protection; is adequately trained to do so; and is appropriately supervised.

All employees of QACE are responsible for compliance with the Act / GDPR.

STORAGE AND RETENTION

Personal data in paper-based systems shall be kept in a locked filing cabinet, while data on electronic files shall be kept in a password protected laptop / computer / server.

Confidential paper documents should not be left on employees' desks unless being worked on. They must be kept in locked cabinets and draws.

All paper documents with sensitive information must be destroyed appropriately, i.e. by shredding, or, if required, by a professional disposal service.

All computers, laptops, memory sticks and CDs must be encrypted and have malware security.

All electronic devices, including personal laptops if any used for storing personal data, for QACE activities must be backed-up once a week, as a minimum.

All employees and external party user shall return all of QACE's assets in their possession upon termination of their employment, contract or agreement.

QACE will keep different types of information for differing lengths of time depending on legal and operational requirements. Please refer to QACE's Quality Manual, Process [Q11] Control of Records for details.

ACCESS TO INFORMATION, AMENDMENT AND ERASURE

Any employee, Director, Member and other data subjects have a right to:

- ask what personal information QACE holds on the data subject;
- ask what this information is used for;
- be provided with a copy of the information;
- be given details of the purposes for which QACE uses the information and any other persons or organisations to whom it is disclosed;
- require that any incorrect data held is corrected; and
- require that personal data is destroyed/erased

If it is felt by the data subject that any personal information held is incorrect, the individual may request that it be amended by contacting the Company Secretary. QACE must advise the individual within 21 days whether or not the amendment has been made.

BREACH OF POLICY

Any deliberate or reckless breach of the policy will lead to disciplinary action. QACE is obliged to report any data breach to the data subject(s) concerned.

Any stakeholder who believes that QACE has breached any of the requirements of the Data Protection Act 1998 / GDPR should raise the matter with the Company Secretary. Alternatively, a complaint can be made to the Information Commissioner's Office, Wycliffe House, Water Lane, Wilmslow, Cheshire, SK9 5AF.

PROCESS A09 – EMPLOYEES’ PERFORMANCE MANAGEMENT

PURPOSE

This process is to ensure good work performance and to encourage its continual improvement from its employees.

APPLICATION

This process applies to all employees of QACE.

PRINCIPLE

QACE will ensure a fair appraisal of the work of its employees and arrive at a fair and just compensation.

PROCEDURE FOR PROBATION APPRAISAL

New employees would normally be required to undergo a three-month probation. During this time, they will be monitored on conduct and on performance against the duties as described in the contract of employment.

At the end of the probation period, a meeting between the line Manager and the employee will be scheduled to discuss the Employee’s performance. The conduct of the meeting will be recorded in a form, a template of which is shown as Annex 1.

Upon completion of the probation meeting and form, the Company Secretary will issue a letter to confirm the outcome of the meeting and the employment status of the employee.

PROCEDURE FOR ANNUAL APPRAISAL OF EMPLOYEES

Once a year, around the month of July, each Employee will have an appraisal meeting to discuss his/her progress within the company. Employee appraisals for the Company Secretary and for the Executive Secretary will be conducted by the company’s Chairman. The appraisal of the Administration Manager will be conducted by the Company Secretary, and if required also by the Executive Secretary. The appraisal meeting will be scheduled for a time that suits both parties and can be conducted remotely via a web call.

The objectives for assessing the employee’s competency at his/her first appraisal meeting will encompass the duties as outlined in the employment contract. For subsequent appraisal meetings, the objectives will additionally include any that have been identified in the previous appraisal meeting. In either case, the relevant objectives should be available before the appraisal meeting to, both, the appraiser and the employee to help evaluate the employee’s performance effectively.

The conduct of the meeting will be recorded in a standard form, a template of which is shown as Annex 2. QACE will retain a copy of the completed form to monitor progress against objectives at future years. The appraiser shall ensure that the employee is given a copy of this record of his/her annual appraisal.

Any necessary training should be identified during the appraisal.

Employees can appeal any decisions made during these appraisals in writing to the Company Secretary within 14 days of any decisions being made.

PROCEDURE FOR ANNUAL SALARY REVIEW OF EMPLOYEES

At the time of the annual appraisal, a salary review will also take place. It is to be understood however that the Company is under no obligation to offer a salary increase.

Any salary changes will be confirmed in writing by the Company Secretary.

ANNEX 1: TEMPLATE FOR RECORDING END OF PROBATION APPRAISAL MEETING

EMPLOYEE END OF PROBATION FORM			
Name of Employee:		Job title:	
Date employed:		Date of probation meeting:	
Name of Manager:			
<u>Evaluation</u>	<u>Achieved Required Standard?</u> Yes/No	<u>Reason for below expected level of performance</u>	<u>Proposed action to bring performance to required standard</u>
Attendance			
Timekeeping			
Working Relationships			
Competency in the role			
Other			
Other			
Notes on Evaluation		Notes from Manager:	
		Notes from Employee:	
Identified Training Needs:			
Do you recommend this member of staff is confirmed in post?		[Yes] [No]	
If 'No' do you recommend a further period of probation?		[Yes] [No]	
If 'Yes' for how long?		[] months	
Signed by Employee:		Date:	
Signed by Manager:		Date:	

ANNEX 2: TEMPLATE FOR RECORDING ANNUAL APPRAISAL OF EMPLOYEES

EMPLOYEE APPRAISAL FORM	
Name of Employee:	Name of Appraiser:
Job title:	Date of Appraisal Meeting:
Objectives set previously:	
Notes from Employee:	
Notes from Appraiser:	
Performance against the objectives (note whether they have been met, and if not why not):	
Notes from Employee:	
Notes from Appraiser:	
Objectives for the coming review period:	
Notes from Employee:	
Notes from Appraiser:	
Training needs:	
Notes from Employee:	
Notes from Appraiser:	

continued....

Salary review and any recommendation:

Notes from Employee:

Notes from Appraiser:

Any other comments:

Employee:

Appraiser:

Signed (Employee)

(Add online signature here)

Signed (Appraiser)

(Add online signature here)

PROCESS A10 – ANTI-BRIBERY POLICY

PURPOSE

To instil a strong anti-corruption culture and to ensure that no bribes or other corrupt payments, inducements or similar are offered, sought or obtained by anyone working for QACE.

APPLICATION

This policy applies to all Directors, employees, Assessors, agents, contractors, subcontractors, consultants, business partners and any other parties (including individuals, partnerships and bodies corporate) associated with QACE.

PRINCIPLE

QACE is committed to the practice of responsible corporate behaviour and to complying with all laws, regulations and other requirements which govern the conduct of its operations.

The Company is fully committed to instilling a strong anti-corruption culture and is fully committed to compliance with all anti-bribery and anti-corruption legislation including, but not limited to, the Bribery Act 2010 (“the Act”).

It is the responsibility of all of the parties to whom this policy applies, to ensure that bribery is prevented, detected and reported and all such reports should be made in accordance with this policy, as appropriate.

RESPONSIBILITY

All parties to whom this policy applies must:

- be aware and alert at all times of all bribery risks;
- exercise due diligence at all times when dealing with third parties on behalf of the Company;
- exercise care and due diligence when giving or receiving any form of gift or hospitality on behalf of QACE; and
- report any and all concerns relating to bribery to the Company Secretary or, in the case of non-employees, to their normal point of contact within QACE.

The following issues should be considered with care in any and all transactions, dealings with officials, and other business relations with third parties:

- territorial risks, particularly the prevalence of bribery and corruption in a particular country;
- cross-border payments, particularly involving countries where bribery and corruption are more prevalent.

- requests for cash payment, payment through intermediaries or other unusual methods of payment;
- activities requiring QACE and / or any associated party to obtain permits or other forms of official or unofficial authorisation.

BRIBERY DEFINITION

Bribery is defined as the giving or promising or requesting or agreeing for any financial, business or other advantage to and from another party (or of the use of a third party to do the same) on QACE's behalf, where that advantage is intended to induce / influence that party to perform a particular function improperly, to reward them for the same or where the acceptance of that advantage is in itself improper conduct, or where that party acts improperly in anticipation of such advantage.

Facilitation payments – defined as payments made to officials to ensure or speed up the performance of routine or necessary functions – also constitute bribes and may not be made at any time irrespective of prevailing business customs in certain territories, except when one's life is in danger. Any payment so made must be reported to the Company Secretary as soon as is reasonably possible and practicable.

Excessive company gifts and hospitality (though legitimate only when small) can constitute a bribe.

GIFTS AND HOSPITALITY

The value of all gifts and hospitality, whether given or received, should be proportionate to the matter to which they relate and should not be unusually high or generous when compared to prevailing practices in our industry or sector.

Gifts and hospitality may:

- neither be given nor received as rewards, inducements or encouragement for preferential treatment or inappropriate or dishonest conduct.
- neither be actively sought or encouraged from any party, nor should the impression be given that the award of any business, custom, contract or similar will be in any way conditional on gifts or hospitality.
- be avoided at the time of contracts being tendered or awarded.

Cash should be neither given nor received as a gift under any circumstances.

Certain gifts which would otherwise be in breach of this policy may be accepted if refusal would cause significant and/or cultural offence. However, QACE will donate any gifts accepted for such reasons to a charity of the Company Secretary's choosing.

CHARITABLE DONATIONS

Charitable donations are permitted only to registered (non-profit) charities. No charitable donations may be given to any organisation which is not a registered charity.

All charitable donations must be fully recorded.

Proof of receipt of all charitable donations must be obtained from the recipient organisation.

Under no circumstances may charitable donations be made in cash.

No charitable donation may be made at the request of any party where that donation may result in improper conduct.

POLITICAL DONATIONS

The Company does not make political donations and the Company is not affiliated with any political party, independent candidate, or with any other organisation whose activities are primarily political.

QACE personnel and other associated parties may make personal donations provided such payments are not purported to be made on behalf of QACE and are not made to obtain any form of advantage in any business transaction.

CONSEQUENCES OF BRIBERY

For employees of the Company, failure to comply with this policy and/or with the Act may result in:

- disciplinary action which may include dismissal; and
- criminal penalties under the Act which may result in a fine and/or imprisonment for up to 10 years.

PROCESS A11 – EQUAL OPPORTUNITIES AND DIVERSITY MANAGEMENT

PURPOSE

The purpose of this policy is to prevent and stop all forms of unfair, unlawful and discriminatory practices within QACE, on the grounds of race, sex, pregnancy and maternity, marital or civil partnership status, gender reassignment, disability, religion or beliefs, age or sexual orientation.

The purpose is also to encourage full contribution from its diverse community and to ensure all the employees and clients are treated with respect and dignity.

APPLICATION

This policy applies to all Directors, employees, Assessors, agents, contractors, subcontractors, consultants, business partners and any other parties (including individuals, partnerships and bodies corporate) associated with QACE.

This policy is applicable in the recruitment, selection, training, appraisal, development and promotion of all employees.

This policy does not form a part of any employment contract with any employee and its contents are not to be regarded by any person as implied, collateral or express terms to any contract made with QACE.

PRINCIPLE

QACE is committed to:

- actively opposing all forms of discrimination;
- achieving a working environment which provides equality of opportunity and freedom from unlawful discrimination;
- ensuring that recruitment, promotion, training, development, assessment, benefits, pay, terms and conditions of employment, redundancy and dismissals are determined on the basis of capability, qualifications, experience, skills and productivity;
- positive action in recruitment and promotion – meaning that QACE will encourage people from groups with different needs or with a past record of disadvantage or low participation, to apply for positions within QACE. Positive action will not be used to treat people with a protected characteristic more favourably, but it will be used only in tie-break situations, when there are two candidates of equal merit applying for the same position;
- not discriminating in means by which its clients and customers can access its

services;

- making reasonable adjustments to facilitate the employment of a disabled person.

RESPONSIBILITY

The parties to whom this policy applies will not subject any other employees or clients to direct or indirect discrimination, harassment or victimisation on the grounds of their race, sex, pregnancy or maternity, marital or civil partnership status, gender reassignment, disability, religion or beliefs, age or sexual orientation.

Any employee who is subject or witness to, perpetration of discriminatory behaviour, must invoke the Grievance process of QACE.

QACE will hold employees independently and individually liable for their discriminatory acts, if any.

DEFINITIONS

Discrimination

Occurs when a person is treated or considered of, or made a distinction in favour of or against, based on the group, class, or category to which that person belongs rather than on individual merit.

Discrimination may be direct or indirect and includes discrimination by perception and association.

Harassment

Occurs when a person is subjected to unwanted conduct that has the purpose or effect of violating their dignity or creating an intimidating, hostile, degrading, humiliating or offensive environment.

Victimisation

Occurs when a person is treated less favourably because they have brought or intend to bring proceedings, or they have given or intend to give evidence against QACE.