



Information Pack for Candidates for the Board of IMPRESS

Welcome Letter

Dear Candidate,

Thank you for your interest in serving on the **IMPRESS Board**.

IMPRESS is dedicated to acting fairly and impartially as a regulator of news publishers across the United Kingdom. The first Board members took up their posts nearly four years ago, when IMPRESS was in its start-up phase. Now, with 130 news publications signed up, more joining each month and a professional staff team in place, IMPRESS is a fully operational regulator. With our 'approved' regulator status recently re-confirmed, we are about to embark on the next stage of our strategic development. Our plan is to continue to grow and to broaden the scope of our services against a background of failing business models for public interest news, growing public concern about fake news and government plans to regulate the internet.

Following an evaluation of the board's effectiveness, we are seeking to appoint two new directors to help us progress to our next horizon. **Applicants should have skills and experience in business development, digital media or legal and regulatory issues and be willing to commit up to two days a month to the work of the Board.**

If you have the experience, skills and dedication to help build a new era of trust between the press and the public, then the IMPRESS Appointment Panel would be delighted to hear from you. **IMPRESS has identified a lack of diversity on its board which it is committed to address. The Panel is particularly keen to hear from candidates from backgrounds that are otherwise under-represented in the media and public life.**

In this pack, you will find information about IMPRESS and the role of a Board member. If you have any further questions, please do not hesitate to contact our Chief Operating Officer, Ed Procter, on ed@impress.press or 020 3325 4280, for a confidential conversation.

Yours faithfully

Caroline Instance
Chair, Appointment Panel

About IMPRESS

IMPRESS's mission is to support the values of trust and truth in the press. IMPRESS is a press regulator designed to work in the digital age. At a time when quality journalism is under more pressure than ever, we provide publishers and journalists with the protection and support they need to do their job. We offer complaints adjudication, free arbitration, a comprehensive insurance scheme and a progressive Standards Code.

We work in partnership with the public, publishers and key stakeholders to raise the standards of journalism. We regulate 130 digital and print publications across the UK. Our goal is to rebuild public trust in the news organisations of today, as a pillar of democracy.

We are funded by the Independent Press Regulation Trust (IPRT) whose funding is guaranteed by the Alexander Mosley Charitable Trust (AMCT).

What we do

- We uphold a Standards Code and assess any breaches of this code by our members. Our Standards Code was developed after talking to the public and stakeholder groups across the UK about the standards they expect from journalists in the 21st Century.
- Our Code is unique in setting higher standards for transparency, discrimination, protection of children and what is meant by 'in the public interest' compared to other press codes. It is the only Code which explicitly prohibits hate speech and allows discrimination complaints to be made by representative groups as well as individuals.
- Our 'Trust in Journalism' mark helps publishers' sites and publications to stand out from the crowd – and helps readers to find trustworthy information. This guarantees that publishers under our scheme have clear complaints procedures, and that they adhere to the IMPRESS Standards Code.
- We help publishers to build a brand based on high journalistic standards, accountability and public trust.
- We provide an arbitration scheme which is free to the public and protects publishers against the risk of court costs and exemplary damages.
- We help regulated publishers deal with complaints, so that they can publish high-quality journalism and retain the trust of their readers.
- We provide a confidential and efficient complaints system. Members of the public can make complaints using our simple online system. And for those

who would prefer to write or talk to us in person, our professional team are easily contacted by letter, email or telephone.

- We provide our publisher members with opportunities to network, share best practice and enjoy access to relevant services such as insurance.

Who we are

Our governance is key to our role as an effective regulator.

Our Board is made up of senior leaders, lawyers, journalists and other specialists with a wide range of experience and skills. They are selected by an independent Appointment Panel. We also maintain a Code Committee that is responsible for advising the Board on our Standards Code, and undertake regular public consultations to improve the Code and our services.

IMPRESS has a small staff team, based in our office in central London.

Our membership is made up of news publications from across the UK, publishing in print and online, and collectively reaching more than 8 million people every month. This membership is currently made up of smaller, independent publishers and is growing steadily at a rate of 25-30% each year.

How we operate

As a regulator for the public, IMPRESS is committed to openness and transparency. On 25 October 2016, the Press Recognition Panel (PRP) confirmed that we meet the criteria for independence and effectiveness set out in the Leveson Report and distilled in the Royal Charter on Self-Regulation of the Press. This was reconfirmed in March 2019 after a thorough cyclical review process.

We are routinely subject to scrutiny by the PRP and others. Anyone associated with IMPRESS must be ready to accept a high level of accountability and challenge.

Most of our funding at present comes from third party charities. In 2015, IMPRESS entered into an agreement with the Independent Press Regulation Trust (IPRT) for £3.8m in funding over a four-year period. In 2018, this was replaced with a new agreement with the IPRT for additional funding of £2.85m until 2022. The IPRT's funding has been guaranteed by the Alexander Mosley Charitable Trust. During its development phase the IMPRESS project received funding from the Andrew Wainwright Reform Trust and from private individuals including JK Rowling and David Sainsbury.

In 2019 we received funding of £21,000 from the Joseph Rowntree Reform Trust and continue to seek funding from additional charities. IMPRESS also receives funding from annual regulatory fees paid by a growing number of regulated publishers. We

are in the process of implementing a strategy to secure the sustainability of IMPRESS beyond 2022 through a mix of third-party charitable funding, member subscription fees and fees charged for the provision of an expanded range of regulatory services.

Our funding arrangements are assessed by the PRP to ensure that they do not allow any funder to have influence over the governance and regulatory decision-making of IMPRESS.

IMPRESS's audited annual reports and accounts can be [found and downloaded here](#). Details about funding can be [found here](#). Answers to many Frequently Asked Questions about our work can be [found on this page](#).

The IMPRESS Board

IMPRESS is a community interest company. The Board is the governing body of the company, responsible for the regulator's compliance with the Royal Charter on Self-Regulation of the Press and all other areas of fiduciary responsibility, including oversight of an annual budget of approximately £1m. The Board is also responsible for setting and maintaining the organisation's strategy and has ultimate responsibility for all regulatory decisions.

The Board delegates some of its powers to professional staff and subcommittees including the Code Committee, which is responsible for developing the standards code, and the Finance & Audit Committee, both of which include external members. Board members are appointed to Regulatory Committees which are responsible for regulatory decisions in relation to different sections of the news publishing industry. Over the past year Board members have sat on Committees which have adjudicated on the following matters:

- a complaint by a senior politician about an article published in *The Skwawkbox* that allegedly breached the harassment and privacy clauses of the Code by encouraging readers to contact him on a private number to convey their dissatisfaction about a specific issue.
- a complaint by a victim of sexual abuse about an article published in *Byline* that allegedly breached the justice clause of the Code by naming the individual without their consent.
- a complaint by local counsellors about an article published in *Llanelli Online* that allegedly breached the accuracy clause of the Code in an article reporting on a dispute between rival political parties.
- a request for arbitration made by a former MP arising from an article published by *Byline* which reported on allegations of sexual abuse made against him.

Board appointments are made by an independent Appointment Panel, which recommends appointments to the Board and sets the level of Board remuneration. The Chair and Board members are remunerated monthly at a rate equivalent to that of an Employment Tribunal and can also claim reasonable travel expenses.

The IMPRESS Board

The Board of IMPRESS currently consists of the following members:

Walter Merricks CBE (Chair) was the first Chief Ombudsman of the Financial Ombudsman Service, with responsibility for an organisation of 1,500 staff and a £90m budget. He is currently Chair of the law reform charity Justice and a member of the Civil Aviation Authority's consumer panel. He recently completed a six-year term as a member of the board of the Gambling Commission and has been involved in dispute resolution and regulation in the fields of legal services, healthcare, insurance, energy and intellectual property, among others. He has also worked as a legal journalist and academic.

Deborah Arnott (Board Member) is Chief Executive of Action on Smoking and Health (ASH), which has a reputation as one of the UK's most effective campaigning charities. She was awarded the Alwyn Smith prize by the Faculty of Public Health for her role in getting the ban on smoking in public places. After gaining an MBA from Cranfield and working in print and TV journalism she set up and ran the Financial Service Authority's consumer education function. As a producer and programme editor in current affairs and documentaries she developed and ran a wide range of programmes for ITV and Channel 4.

Iain Christie (term ends 30 September 2019) is a mediator, facilitator and actor with a background as a barrister in human rights and media law. After 17 years at the media and entertainment law chambers 5RB, he is now an Associate Member of 4-5 Gray's Inn Square, having previously served as a legal adviser in HM Diplomatic Service. Iain is joint Consultant Editor of *Tugendhat and Christie: The Law of Privacy and the Media* and Secretary of the Civil Mediation Council.

Emma Jones (term ends 31 December 2019) is a writer and journalist. She is a regular columnist and reporter and interviewer for The New European. Emma is a former editor of Smash Hits magazine. As a news and showbusiness reporter, she worked for the Sunday Mirror, Mail on Sunday and the Sun (youngest Fleet St. columnist and Bizarre Deputy Editor.) Television work includes live presenting for Channel Four and ITV. Emma is Deputy Chair of Governors at Tidemill Academy, in Deptford, S.E London.

David Leigh (Board Member) is Anthony Sampson professor of reporting at City, University of London. Until he retired from the paper in 2013, he was investigations editor at The Guardian for 13 years. In a journalism career spanning over 40 years he also worked for The Observer, The Times, The Scotsman, Granada TV, Thames TV and the Washington Post. He has won numerous journalism awards including Investigation of the Year 2015 (British Journalism Awards), Lifetime Achievement Award 2013, Global Investigative Journalism Network, and awards at the British Press Awards in 1979, 1996 and 1997. He is the author of numerous books building on his investigative reports.

Máire Messenger Davies (term ends 30 September 2019) is Emerita Professor of Media Studies at Ulster University. After working as a journalist on UK regional newspapers and magazines, she gained a psychology PhD studying how people learn from television. She has taught in media schools in Boston, Cardiff & London and has conducted research with Ofcom, IBA, Broadcasting Standards Commission, BBC and DCMS. She is a Fellow of the Royal Society of Arts and has served on the Boards of the Children's Media Foundation and the Voice of the Listener and Viewer. She is author of several books, including Television is Good for Your Kids.

David Robinson (Treasurer and Senior Independent Board Member) is Non-Executive Director and Audit Committee Chair of Forester Life (UK), lay member of the Investigations Committee of the Chartered Accountants of Scotland and a Trustee of diversity charity, 'Changing the Chemistry'. He is the former Chair of insurer Engage Mutual, former Governor and Audit & Risk Committee Chair of Heriot-Watt University, Edinburgh and former Chair of the start-up charity 'Smalls for All'. An actuary, he was the founder and former CEO of life insurer, Bright Grey and previously UK Marketing Director of insurer Scottish Provident.

Patrick Swaffer (Board Member) is President of the British Board of Film Classification, the independent non-statutory body which provides trusted classification for film and video. He also sits as a Recorder in the Crown Court and is a partner in Media Compliance Services. He was for more than 30 years a solicitor with the firm Goodman Derrick, specialising in media law and working principally with broadcasters and book publishers. He frequently advised such clients when disputes arose regarding contentious material both prior to and after publication.

Andrea Wills (Board Member) has exceptional senior experience of broadcast journalism regulation, standard-setting, and investigating serious editorial failings both in the UK and Australia. She was Independent Editorial Adviser to the BBC Trust until its closure in April, investigating over 60 complaints about BBC content over 10 years. She began her career as a radio journalist and news editor and then executive producer of television programmes, before serving for 7 years as the BBC's Chief Adviser, Editorial Policy. In Australia she worked for the ABC in Sydney, conducting independent reviews of broadcast content, developing editorial and media ethics standards, and training senior journalists.

Job Description and person specification

The IMPRESS Board consists of a Chair and between four and ten other directors, who are appointed after a fair and open process managed by the Appointment Panel.

The Board determines the strategic direction of IMPRESS and creates an environment in which its aims can be achieved. It is responsible for:

- Establishing and maintaining the company's vision and values;
- Approving the strategic direction of IMPRESS, strategic plans, mission statements and budgets and final decisions of fundamental concern to the continued viability of the organisation;
- Satisfying itself that the company has the necessary resources to carry out the strategy;
- Satisfying itself that management maintain systems of internal controls that provide assurance of effective and efficient operations, internal financial controls, risk management and compliance with law and regulation;
- Delegating to management such authority as is necessary for the purposes of effectively managing the company on a day to day basis and to monitor and evaluate the implementation of the strategy, policies and operational plans approved by the Board; and,
- Ensuring compliance with legal and regulatory governance requirements.

The Board carries significant responsibilities in a variety of legislative areas including under the Health and Safety at Work Act 1974 and the Bribery Act 2010 and other legislation where there are provisions for corporate liability. Accordingly, the Board needs to satisfy itself that IMPRESS has written statements of policy on these matters.

Board members are expected to:

- Scrutinise the information on which Board decisions are made, and contribute relevant insights and experience to ensure that all relevant factors are considered;
- Work towards a consensus view on issues and support timely and positive decision-making;
- Observe all appropriate standards of corporate governance and comply with regulatory requirements, in particular for the genuinely open, transparent and independent operation of the IMPRESS Board; and,
- Monitor the performance of IMPRESS to ensure that it functions efficiently and in keeping with its aims and objectives.
- Sit on regulatory committees to decide upon complaints against alleged breaches of the Standards Code.

Board Members will be expected to uphold the organisational Code of Conduct (see *Appendix 1*), which incorporates the Seven Principles of Public Life and sets out detailed requirements in relation to political activities, conflicts of interest, communications, and gifts and hospitality.

Selection Criteria

Candidates must be able to demonstrate the following **essential** criteria:

- The capacity to act fairly and impartially in the decision-making of the Board.
- The capacity to contribute effectively to the leadership of an organisation in a non-executive capacity.
- Acceptance of the demands of a public role in the field of press regulation.
- Commitment to advancing the objects of IMPRESS, as expressed in our Articles of Association: ‘to promote, for the benefit of the community, the integrity and freedom of the press and to encourage the highest ethical standards in news reporting and news publication in particular, but not exclusively, by operating as an independent press regulator in compliance with the principles and in the form and with the composition and powers and otherwise as recommended, in the Royal Charter’.

Candidates may also be able to demonstrate some of the following **desirable** criteria:

- Experience in small business expansion and development;
- Experience of working in digital media;
- Experience of serving on the board of an organisation in the public, private or voluntary sector; or,
- A legal background or experience of acting in a regulatory capacity.

IMPRESS is entirely independent of the news publishing industry, Government and Parliament. For that reason, and to comply with the Royal Charter, we ask that all candidates must:

- Not be a serving editor. (Senior journalists who are not serving editors are not excluded. Please contact IMPRESS if you are in any doubt about the implications of this for your application.)
- Not be a member of the House of Commons, the Scottish Parliament, the Northern Ireland Assembly, the National Assembly for Wales, the European Parliament or the House of Lords (but only if, in the case of the House of Lords, the member holds, or has held within the previous five years, an official affiliation with a political party), nor Minister of the Crown, member of the Scottish Government, Northern Ireland Minister or Welsh Minister.
- Be a fit and proper person (i.e. not excluded from acting as a company director or trustee of a charity).

We will treat your application as a declaration that you are not excluded for any of these reasons. We may ask for further confirmation of this at interview.

Appointment Term

Board appointments are normally for a period of four years. The term of appointment can be discussed with the Chair on appointment. Appointments are expected to commence early in November 2019.

Time Commitment

Two days per month for Board meetings and other Board duties. Board meetings will normally be held in central London. Quarterly half day meetings take place throughout the year as well as two strategic full-day meetings.

Remuneration

Paid at a rate equivalent to a Member of an Employment Tribunal (currently ~£183 per day) working two days per month = **£4,400pa** + reasonable expenses. Board members who sit on regulatory committees are eligible for an additional half day fee of £100 for each Panel they are appointed to. Board members who chair a sub-committee of the Board are eligible for an additional annual payment of £1000 per year.

Timetable

The application closing date is 5pm on Monday 30th September 2019.

Role Advertised	Board Member
Closing Date	5pm on Monday 30 th September 2019
Selection Interviews	Tuesday 15 October 2019

Conflicts of Interest

IMPRESS maintains a Register of Interests which is published on our website. Candidates will be asked about any real or perceived conflicts of interest. These do not necessarily constitute a bar to appointment but they must be disclosed and manageable.

How to apply

The IMPRESS Appointment Panel is responsible for the appointment process. Its aim is to ensure that the Board has the full range of skills and experience necessary for it to fulfil its responsibilities.

All applications will be considered by the IMPRESS Appointment Panel, which will draw up a shortlist for interview. The Panel operates a process which is fair, open and merit-based.

Please send your CV together with a short statement setting out why you are applying and how you meet our selection criteria.

All appointments are subject to satisfactory references and you will have to supply the names of two referees if you are offered a position. Please ensure that your preferred email and daytime telephone contact details are clear.

Please submit your application by email to appointments@impress.press by **5pm on Monday 30th September.**

Further confidential enquiries about the role should be made to **Ed Procter, Chief Operating Officer**, on +44 (0)20 3325 4280 or ed@impress.press.

We would be very grateful if you could complete the Diversity Monitoring Form and submit it with your application. **We collect this information for monitoring purposes only and it will be removed and held separately from your application.**



Code of Conduct

Part A: General

Purpose

1. This Code of Conduct ('the Code') sets out the standards that are required of IMPRESS representatives.
2. The principles set out in Part B of the Code consist of the Seven Principles of Public Life ('the Nolan principles') and the standards of fairness in decision-making that are rightly expected of regulatory decision-makers.
3. The Code comprises this part (Part A); the Nolan principles (Part B); relevant policies (Part C); and an Annex with a suggested approach to assessing when it may be appropriate for certain IMPRESS representatives to recuse themselves from decisions.
4. The Code replaces previous policies that are relevant to the proper implementation of the Nolan principles, including the Gifts and Hospitality Policy; the Governance Policy; and the Editorial Guidelines.
5. The Code does not replace any legal duties upon representatives, including but not limited to those set out in the IMPRESS Articles of Association.

Scope

6. This Code applies to all IMPRESS Board members, committee members (including members of the Appointment Panel; Code Committee; and Finance & Audit Committee), employees and consultants ('IMPRESS representatives'), unless a person or class of person is explicitly excluded from a particular provision of this Code.
7. All IMPRESS representatives are individually and collectively responsible for upholding this Code.
8. If an IMPRESS representative has any doubt about the implication of this Code for them, either in general or in relation to a specific issue, it is their duty to

consult the Chair, Chief Executive Officer (CEO) or Senior Independent Director (SID) at the earliest opportunity.

Enforcement

9. A potential breach of this Code should be reported at the earliest opportunity to the Chair or CEO or – in the event that they are conflicted – the SID.

10. A breach of this Code may be treated:

10.1. For Board members, as a breach of that Board member's terms of appointment under the Articles of Association of IMPRESS: The Independent Monitor for the Press CIC ('the Articles'), which may result in that Board member's removal from the Board;

10.2. For committee members, as a breach of that committee member's terms of appointment, which may result in that member's removal from any committee;

10.3. For employees, as a breach of that employee's contract of employment, which may result in proceedings under the Disciplinary Policy;

10.4. For consultants, as a breach of contract, which may result in the termination of that consultant's contract.

Review

11. The Code was approved in draft for consultation by the IMPRESS Board in May 2017 and finalised on 12th September 2017.

12. The Code will be reviewed by the IMPRESS Board no later than one year after the date on which it was finalised.

Part B: Principles

1. Selflessness

1.1. IMPRESS representatives should act solely in terms of the public interest.

2. Integrity

2.1. IMPRESS representatives 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 for themselves, their family, or their friends. They must declare and resolve any conflicts between their IMPRESS role and other interests and relationships.

3. Objectivity

3.1. IMPRESS representatives must act and take decisions impartially, fairly and on merit, using the best evidence and without discrimination or bias. They must not only be fair, but also appear fair, in their decision-making particularly in regulatory matters.

4. Accountability

4.1. IMPRESS representatives are accountable to the public for their decisions and actions and must submit themselves to the scrutiny necessary to ensure this.

5. Openness

5.1. IMPRESS representatives 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.

6. Honesty

6.1. IMPRESS representatives should be truthful.

7. Leadership

7.1. IMPRESS representatives should exhibit these principles in their own behaviour. They should actively promote and robustly support the principles and be willing to challenge poor behaviour wherever it occurs.

C: Policies

Political Activities

1. The Royal Charter on Self-Regulation of the Press ('the Charter') places certain explicit restrictions on the political activity of **Board members** of an approved regulator. Schedule 3.5(e) states that the Board must not include:
'any serving member of the House of Commons, the Scottish Parliament, the Northern Ireland Assembly, the National Assembly for Wales, the European Parliament or the House of Lords (but only if, in the case of the House of Lords, the member holds or has held within the previous 5 years an official affiliation with a political party) or a Minister of the Crown, a member of the Scottish Government, a Northern Ireland Minister or a Welsh Minister'.
2. It would be inappropriate given IMPRESS's role as a fair and impartial regulator for any **Board member** or the **CEO** to engage in the following party political activities:
 - 2.1. Seeking selection as a candidate, or being a candidate, for one of the bodies mentioned in Schedule 3.5(e) of the Charter;
 - 2.2. Membership of – or seeking selection as a candidate, or being a candidate, for – a local authority (with the exception of a parish council);
 - 2.3. Seeking adoption or selection as a candidate, or being a candidate, for election as a Police and Crime Commissioner; and
 - 2.4. Holding any office, performing any role or undertaking any activity within or in relation to a political party which allows or requires the person to speak on behalf of that party or a candidate standing on its behalf in an election.
3. When acting in an IMPRESS capacity, **IMPRESS representatives** in general must not:
 - 3.1. Act in a way that is determined by party political considerations, or use IMPRESS resources for party political purposes;
 - 3.2. Allow their personal political views to determine any advice they give; or
 - 3.3. Allow their publicly stated personal political views to create a risk of a perception of bias in their functions as IMPRESS representatives.

Conflicts of interest and perceptions of bias

4. IMPRESS maintains a Register of Interests, which is a public document, published on IMPRESS's website. The purpose of the Register is to ensure

transparency in relation to any interests of **Board members**, the **CEO** and the **COO**, or of their spouses, partners and dependent children.

5. Board Members, the CEO and the COO are required to make a declaration of interests for the purposes of the Register immediately on taking up their appointment, and are required subsequently to declare any new matter that is required to be included on the Register as soon as possible after it arises.
6. **Committee members, employees (other than the CEO and COO) and consultants** are not required to complete the Register of interests.
7. **Board Members**, the **CEO** and the **COO** are asked to review their personal and professional life and that of any spouse, partner or dependent children, in order to identify which current or former interests, if any, might reasonably be perceived by an independent bystander as directly or indirectly influencing their judgement. Such interests may include:
 - 7.1. Membership of any political party;
 - 7.2. Position of authority in a charity or voluntary body;
 - 7.3. Connection with any body which contracts with or is likely to contract with IMPRESS, including but not limited to news publishers;
 - 7.4. Directorships in public and private companies including non-executive directorships;
 - 7.5. Majority or controlling shareholdings in any undertaking;
 - 7.6. Ownership of any company, business or consultancy;
 - 7.7. Remunerated employment, consultancy, trade, profession or vocation;
 - 7.8. Any significant public statements made on social media or in an article, blogpost, book, interview for broadcast media or any other public forum that might reasonably be viewed by an independent bystander as compromising (i) that representative's ability to take fair and impartial decisions in accordance with IMPRESS's role as a regulator; or (ii) IMPRESS's openness to membership by all relevant news publishers on fair, reasonable and non-discriminatory terms; and
 - 7.9. Any other interest that might reasonably be perceived by an independent bystander as directly or indirectly influencing or affecting their judgement in the exercise of their functions within IMPRESS.
8. It is the duty of each Board Member, the CEO and the COO to declare any matter that is required to be included in the Register when it may be relevant to an

IMPRESS decision or process and to ensure that the Board follows the provisions set out in the IMPRESS Articles of Association 14.4-5 in relation to conflicts of interest including recusal where appropriate.

9. The primary consideration which will determine whether or not an interest should be declared is the reasonable perception of an independent bystander rather than whether the interest will have an actual influence. The latter is relevant only to the issue of resolving potential conflicts and not the decision to declare.
10. Board members, the CEO, COO **and any IMPRESS representative who is responsible for advising the Board** (on issues including but not limited to complaints, arbitration claims and investigations) must declare at the earliest opportunity (a) any interest that is relevant to a particular issue under consideration; and (b) any issue that could give rise to a reasonable perception of bias on the part of an independent bystander.
11. IMPRESS representatives may be recused from the discussion of and decision on any matter in which they have disclosed an interest.
12. Regardless of whether an interest has been declared or not, **IMPRESS representatives** must be recused from the discussion of, and decision on, any matter on which an independent bystander would reasonably perceive that there is a real risk that they are biased. The Annex discusses factors that may be relevant to IMPRESS representatives' recusal decisions, depending on the circumstances.

Communications

13. In making a public statement, whether in an IMPRESS capacity or a personal capacity, and whether on social media or in an article, blogpost, book, interview for broadcast media or any other public forum, **IMPRESS Board members and staff** should take care not to make any statement which:
 - 13.1. Goes against official IMPRESS policy;
 - 13.2. Might reasonably be viewed by an independent bystander as compromising IMPRESS's fairness and impartiality as a regulator;
 - 13.3. Might reasonably be viewed by an independent bystander as compromising IMPRESS's openness to all news publishers on fair, reasonable and non-discriminatory terms;
 - 13.4. Constitutes an actionable wrong or a breach of the criminal law or the standards code then adopted by IMPRESS; or
 - 13.5. Brings IMPRESS into disrepute in any other way.

- 14.** In making a public statement, whether in an IMPRESS capacity or a personal capacity, and whether on social media or in an article, blogpost, book, interview for broadcast media or any other public forum, IMPRESS **committee members** and **consultants** should take care not to make any statement which:
- 14.1.** Might reasonably be viewed by an independent bystander as compromising that person's ability to meet the required standards in discharging their duties as an IMPRESS committee member or consultant;
 - 14.2.** Constitutes an actionable wrong or a breach of the criminal law or the standards code then adopted by IMPRESS; or
 - 14.3.** Brings IMPRESS into disrepute in any other way.
- 15.** This provision applies to third party content which is shared on social media in such a way that an independent bystander might reasonably view the content to constitute the opinion of the IMPRESS representative.

Gifts and Hospitality

- 16.** IMPRESS representatives must declare all offers of gifts and hospitality with a value over £10 made to them or by them in an IMPRESS capacity. All such offers must be declared, whether accepted or declined.
- 17.** Declarations must be recorded on IMPRESS's Gifts and Hospitality Register. The Register is maintained by the Company Secretary and is available for any IMPRESS representative to view.
- 18.** Offers of gifts and hospitality may include items such as champagne, meals, invitations to sporting and cultural events, free travel and accommodation. Attention should be paid to the regularity of gifts and hospitality, as a small gift received every month may add up to something more significant over time.
- 19.** IMPRESS representatives must ensure that they are not placed in a position that risks compromising them or IMPRESS, or which could reasonably be perceived as doing so by an independent bystander. They should not be seen to be securing valuable gifts and hospitality by virtue of their job. They should not accept or provide any gift or hospitality if acceptance or provision could give the impression that they have been influenced by a third party or are deemed to be influencing a third party while acting in an IMPRESS capacity.
- 20.** This policy also applies to spouses, partners or other associates if it can be reasonably considered that the gift or hospitality is in fact for the benefit of the IMPRESS representative.

- 21.** In exercising judgement as to whether to accept a gift or hospitality, IMPRESS representatives should consider what the reasonable perception of an independent bystander would be if the information was published, given their role and the circumstances.
- 22.** It is best practice to refuse gifts that are received in the role of a representative of IMPRESS. However, there may be occasions where this is not feasible if, for example, it would cause disproportionate offence. On these occasions, the following options are suggested:
- 22.1.** Share the gift with all staff; or
- 22.2.** Donate the gift to charity.
- 23.** Hospitality offered should only be accepted where there is a direct link to working arrangements and a genuine business reason can be demonstrated, for example:
- 23.1.** Attendance or speaking at a conference which provides complimentary subsistence, travel and accommodation (this does not need to be declared on the register except where a gift was received);
- 23.2.** Attending a free training course; or
- 23.3.** Attending a drinks reception for the purpose of networking.
- 24.** It is recognised that, while carrying out their duties, IMPRESS representatives will need on occasion to ensure good relationships with stakeholders and that this may involve for example, accepting invitations to working lunches and dinners. These are acceptable where there is a genuine business reason.
- 25.** IMPRESS representatives should only accept invitations to events that are purely social if there is a genuine business reason, for example a social event where networking or business promotion can take place. They may not accept free holidays. These invitations should be recorded in the register whether accepted or declined.
- 26.** IMPRESS representatives must be mindful that the value of all gifts and hospitality offered by IMPRESS are sourced from funds for running the organisation, and that such funds must be used for legitimate purposes and must demonstrate value for money.
- 27.** In exceptional circumstances, it may be appropriate for IMPRESS to provide a gift of up to £50 in value, for example:
- 27.1.** Providing a bouquet of flowers to a seriously ill employee, or to a longstanding employee who is retiring; or

- 27.2.** Giving book tokens to someone who spoke at an IMPRESS conference free of charge.
- 28.** It is acceptable for IMPRESS to provide modest hospitality in the way of working lunches or dinners, where there is a genuine business reason.
- 29.** IMPRESS representatives must make a declaration as soon as possible after an offer or receipt of gifts or hospitality. All declarations must go to the Company Secretary containing the information shown below. The register is an annual document and will be maintained on a calendar year basis. Representatives should make their declaration by email, and retain a copy for their personal records.
- 30.** A declaration will need to include the following information:
- 30.1.** Date of offer of gift or hospitality, and date of event where relevant;
 - 30.2.** Name, job title and organisation of recipient or provider;
 - 30.3.** Nature and purpose of gift or hospitality received or declined;
 - 30.4.** Name of any other organisation involved; and
 - 30.5.** Estimated value.
- 31.** The register will be reviewed at quarterly intervals by the Company Secretary, who will bring any significant entries to the attention of the Board.

Annex: recusal decisions

IMPRESS representatives must act and take decisions impartially, fairly and on merit, using the best evidence available and without discrimination or bias. They must not only be fair, but also appear fair, in their decision-making, particularly in regulatory matters. IMPRESS representatives must be recused from the discussion of, and decision on, any matter on which an independent bystander would reasonably perceive that there is a real risk that they are biased. IMPRESS representatives are obliged to regulate their own conduct in this regard, but also identify any concerns they have about others' conduct.

What follows is a suggested approach to assessing when recusal may be appropriate. It is not exhaustive and will not apply in all situations.

- First, the representative should consider whether they have an interest, for example as a personal or professional relationship or association past or present, that might be perceived as conflicting with their role as an IMPRESS decision-maker, or their involvement in a decision making process.
- If so, this interest must be declared to all other IMPRESS representatives involved in the process or decision, whether or not it has been declared on the Register.
- If this interest would reasonably be perceived by a bystander as giving rise to a conflict or any other real risk of bias, the IMPRESS representative must recuse themselves from the decision or process and associated discussions.
- If the interest might be perceived in that way, a decision should be taken involving all other IMPRESS representatives involved in the process or decision, on how to manage the risk of the perception of bias including seeking the views of those affected by the decision, if appropriate. The decision of the most senior relevant decision-maker (which in most cases will be the Chair) will be final.
- If some other factor (for example, a past statement or action by the representative) would reasonably be perceived by a bystander as giving rise to a real risk of bias on the part of an IMPRESS representative in their decision-making or their involvement in a decision making process, the representative must recuse themselves from the decision or process.
- If the factor might be perceived in that way, a decision should be taken involving all other IMPRESS representatives involved in the process or decision, on how to manage the risk of the perception of bias including seeking the views of those affected by the decision, if appropriate.
- The way relationships, associations, statements and actions may reasonably be perceived as related to IMPRESS decisions and decision-making process will be influenced by the impact these interests or factors conceivably could have on the outcome of the decision or process, the extent to which the representative or someone associated with them might benefit personally from a particular outcome including by furthering a personal or professional interest (such as a campaign they support), the nature of the issue to be

decided, the extent to which any views expressed are balanced and evidence-based or extreme and reactive and the passage of time between the event giving rise to a risk of bias and the decision or process.

- In any case where there is real ground for doubt, that doubt should be resolved in favour of recusal.