



Certification Body Impartiality Committee

Terms of Reference

NOTE: The term BSI used throughout this document includes all BSI businesses throughout Europe, the Middle East and Africa unless specified otherwise.

Introduction

BSI offers third party services, which provide confidence to its clients that their management systems and product testing are capable of supplying products or services that conform to specified publicly available normative documents. BSI is accredited by national accreditation bodies against internationally recognised standards to demonstrate its competence, impartiality and performance capability.

Accreditation bodies require organisations involved in these activities to have a documented structure which both safeguards impartiality and ensures the participation of all concerned parties in the development of policies within their certification system. Certification Body Impartiality Committee's ("CBIC's")** are fundamental in meeting these requirements.

In some parts of the world they may be still known as Certification Advisory Councils

Objective

The objective of the BSI Europe/Middle East/Africa Certification Body Impartiality committee (EMEA CBIC) is to advise the BSI executive on;

- the monitoring of the impartiality of the certification process in relation to accreditation as set out in relevant standards, IAF Guidance documents and the BSI Code of conduct.
- to carry out an audit of impartiality on an annual basis
- advise on the formulation of policy matters with respect to impartiality that relate to the operation of BSI as a certification body.
- the provision of guidance, advice and insight into BSI's activities where appropriate concerning the provision of services for management systems and product certification.

The guidance and advice given by the CBIC will be considered by BSI executive management when making decisions on how best to manage its business and meet its regulatory obligations.



The CBIC is constituted to provide guidance on certification strategy but not BSI's business performance or financial policy. They may advise on these issues where an opportunity for business improvement is evident.

CBIC members, who are not employees of BSI, are required to sign an undertaking of confidentiality to ensure that information provided remains confidential to BSI.

Structure

The structure of the CBIC is designed to meet the regulatory needs of BSI's accreditation bodies in the EMEA region and provide a useful contribution to BSI marketing and business strategy.

The CBIC will be responsible for reviewing regularly its structure and making recommendations for any proposed changes to the BSI Managing Directors of EMEA and Healthcare and Testing.

The structure of BSI management Systems is designed to ensure impartiality. Advice from the CBIC as well as other stakeholders or interested parties will be sought to ensure that any changes to the BSI structure will not damage this impartiality.

Membership of the CBIC

The members of the CBIC may be proposed by BSI and/or CBIC members. The chairperson and BSI together will decide whether to appoint them or not taking due consideration for a balanced representation of stakeholders and that no single interest predominates. BSI will retain the right to veto such nominations if there is a risk of a conflict of interest or if it considers that impartiality is at risk. Such nominations can include clients and other interested parties who are able to consider and give advice on technical issues. BSI employees may be co-opted as members when necessary or required expertise is unavailable from appointed members, though this is at the discretion of the EMEA CBIC Chair.

The constitution of the CBIC is as follows:

- a.** Chairperson - this individual should be recognised as an expert in their business that is at least one of the major areas within BSI EMEA's scope of accreditation. The CBIC shall elect its own chairperson and this should be a fixed term of 2 years at which point the chairperson should seek re-election.
- b.** Deputy Chairperson - As for Chairperson.
- c.** Members - Representing BSI stakeholders, these members shall be appointed on the basis of their knowledge and expertise and who can demonstrate a commitment to the business in which they are currently, or have been, involved. Members will ideally, have significant knowledge of at least one of the areas within BSI EMEA's scope of accreditation.



Appointment and Tenure of the Chairperson

The candidates for the position of Chairperson of the EMEA CBIC will be as a result of nominations from the CBIC members and/or respective Managing Directors of the EMEA and of Healthcare and Testing. An election by members will only take place where there is more than one nomination. The Chairperson will be appointed for an initial two-year term and shall be eligible for immediate reappointment upon completion of their initial term but cannot hold more than two consecutive terms in office. The Managing Directors of EMEA and of Healthcare and Testing will normally endorse appointment and reappointment at least six months prior to the expiration of term of office; this is to permit a smooth transition on hand-over of responsibility.

Co-Opted Members and Working Group Members

To assist the CBIC in meeting its goals and objectives there may be times when there is a need for additional assistance. The CBIC has the authority to co-opt additional experts or create working groups to fulfil specific tasks or undertake specific activities.

Resignation

Any Member of the CBIC may resign at any time by submitting their resignation to the CBIC Chairperson. The resignation of the Chairperson is to be made in writing jointly to the respective Managing Directors of the EMEA and Healthcare and Testing.

The BSI Board or the CBIC membership has the right to cancel the appointment of a CBIC Member if that individual damages the interests or reputation of BSI and/or the CBIC.

Unless there are mitigating circumstances, any member failing to attend 2 consecutive meetings, will be deemed to have resigned. The chairperson's decision on this matter is final

CBIC Numbers and Vacancies

Any vacancies on the CBIC should be filled at the earliest opportunity, ideally not later than three (3) months after notification of a vacancy. The CBIC shall continue to function regardless of vacancies by utilizing co-opted members from industry or within BSI providing a balance of interests is maintained. Oversight of the balance of interests will be the responsibility of the Director of Compliance & Risk, EMEA. The optimum number for the committee should not be too large to compromise the decision making process but should be proportionate to the dimensions and responsibilities of the regions. The EMEA C&R Director shall have responsibility for managing this with the CBIC chairperson.

Voting Rules

The Chairperson will aim for consensus amongst the members on all decisions providing a quorum is present. Votes will be an exception and held at the Chairperson's discretion. The Chairperson will not vote except in the case of a tied vote. Each Member and co-opted Member shall be permitted one (1) vote only on each resolution being voted on. All decisions shall be carried by a simple majority vote of all members present. . The Chairperson shall only vote to break a tied vote.

Staff of BSI will not have CBIC voting rights unless they are a full member of the CBIC. Quorum

A quorum is considered to be 30% or more External CBIC Members present at any formally convened CBIC meeting. If a quorum exists then decisions can be taken by a simple majority vote.

Working Groups and Fora

When required, an EMEA CBIC Member will be selected to chair fora or working groups. In addition they will be responsible for:

- Developing terms of reference/procedures as necessary.
- Identifying resource needs.
- Delivering agreed output to an agreed schedule, and reporting on progress to the CBIC Meeting

Organization And Procedures

The EMEA CBIC will be under the control of a Chairperson, supported by a Deputy Chairperson. The Chairperson will be responsible for:

- Presiding over each EMEA CBIC Meeting. In exceptional circumstances this may be delegated to a CBIC Member
- The scheduling of meetings.
- Drafting the agenda
- Liaising with the Secretariat on the organization of each meeting.
- Interfacing with the relevant BSI management representative.
- Providing an annual report of EMEA CBIC performance and progress.



Secretariat and Regulatory Support

BSI EMEA Compliance & Risk will provide secretarial support and will be responsible for:

- Organization and administration of meetings.
- Provide written notice of each meeting and an advanced agenda to each member one month in advance of the meeting
- Production and distribution of draft minutes within three working days to all members. Any proposed amendments to the minutes are to be returned to the CBIC secretary within the following 7 working days
- Control of working documents and record retention and disposal, including terms of reference.
- Conducting communication as far as possible by electronic means

The Director of Compliance & Risk, EMEA will be responsible for informing relevant Accreditation Bodies of changes that affect the CBIC structure and membership.

Business At CBIC Meetings

Business at CBIC meetings should typically address the following issues:

Minutes, matters arising, Chairperson's feedback, topical issues relating to EMEA, accreditation matters, business initiatives, structural changes, complaints etc.

Complaints Administration

The CBIC will monitor and oversee the BSI complaints and compliments process, reviewing what actions are being taken to resolve complaints and identify trends for input as a preventive action and/or continuing improvement activity. Based on complaints data, the CBIC will also provide positive feedback and advice on how BSI can better serve its stakeholders.

Appeals

The Members of the CBIC will provide independent resources as part of a documented appeals process. In the first instance, BSI clients may appeal to the Chairman of the relevant hub CBIC, copy to the Company Secretary.



Meeting Schedule

The full CBIC meeting shall be held usually as a minimum of twice per year and can be either through a direct meeting or a virtual meeting or a combination depending on circumstances . Specific dates will be agreed at the preceding CBIC meeting. Additional formal meetings can be arranged if a specific need is identified and agreed to by the CBIC Members.

Changes to the BSI Business Structure

There maybe an occasion where BSI may restructure of the business may mean the existing CBIC committee is no longer required or may need to be re constituted in a different form. BSI has the authority to do this and will give the committee members one month's notice of such arrangements.

Amendments to This Document

This document is a controlled document and amendments, except typographical or editorial, can only be made with the agreement of the CBIC and BSI.