



BANK OF ENGLAND

Directorships

Policy

Bank staff are not allowed to become directors of limited companies without the Bank's consent. That is unlikely to be given where the company is running a business, particularly a regulated financial business. Approval to take on any directorship must be sought in advance.

This policy is part of Our Code, which Bank staff are required to attest to annually.

Why do we need this policy?

The requirements in this policy are designed to reduce the range of risks to the individual and the Bank (e.g. financial, legal and reputational) and any conflicts of interest that can arise from becoming a company director.

Who does this policy apply to?

This policy applies to all Bank staff. This includes consultants, contractors and agency staff.

What you must know or do

Permission will not normally be granted for Bank staff to become a director of a company engaged in business, as this can give rise to a range of financial, legal and reputational risks.

Permission will not be granted for Bank staff to become a director of an organisation engaged in financial markets, or Bank-regulated firms and their holding companies.

Bank staff may be permitted to take on the directorship of a non-trading company – e.g. one set up by leaseholders in a block of flats to acquire or manage the freehold.

Directorships of social enterprises or charities also raise fewer concerns but still need approval.

Directorship requests are considered by the Secretary and the staff member's Head of Division. Any real or perceived conflicts of interest will need to be discussed and resolved.

Some Bank colleagues become company directors through their employment at the Bank – for example, as directors of the Bank's own subsidiaries.

The application of this policy will be in accordance with the relevant data protection legislation.

For all colleagues

-  1. You must seek approval via the Our Code Compliance system before taking on a directorship (whether non-executive or otherwise).
-  2. If you are appointed as a director through your employment with the Bank (e.g. of a Bank subsidiary), you should record this via the Our Code Compliance system.
-  3. You must promptly seek approval via the Our Code Compliance system for any directorship already in place when you join the Bank.
-  4. If circumstances change, you must promptly update your data in the Our Code Compliance System and notify your Head of Division.

For all Heads of Division

-  5. You must ensure that you and those working in your Division understand the requirements of this policy.
-  6. You must promptly review any directorship requests via the Our Code Compliance system.

What support is available to help you comply with this policy?

The following documents support this policy:

- Our Code; and
- Staff Handbook (see Section C2).

What is the impact of non-compliance?

If you realise you have breached – or suspect that you might have breached – a requirement in this policy please do not delay in telling your line manager. This allows issues to be reported and redressed. Credit is given for taking prompt responsibility for mistakes. Failing to discharge your responsibilities could lead to disciplinary or other action.

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