



**OFFICE OF THE ADVISORY COMMITTEE ON BUSINESS APPOINTMENTS**

G/7 Ground Floor, 1 Horse Guards Road SW1A 2HQ

Telephone: 020 7271 0839

Email: [acoba@acoba.gov.uk](mailto:acoba@acoba.gov.uk)

Website: <http://www.gov.uk/acoba>

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**BUSINESS APPOINTMENT APPLICATION: Sir Charles Roxburgh KCB, former Second Permanent Secretary at His Majesty's Treasury (HMT). Paid appointment with Herbert Smith Freehills Global LLP (Herbert Smith Freehills).**

1. Sir Charles sought advice from the Advisory Committee on Business Appointments (the Committee) under the government's Business Appointments Rules for Former Crown Servants (the Rules) on his appointment with Herbert Smith Freehills.
2. The purpose of the Rules is to protect the integrity of the government. The Committee has considered the risks associated with the actions and decisions made during Sir Charles' time in office, alongside the information and influence he may offer Herbert Smith Freehills. The material information taken into consideration by the Committee is set out in the annex.
3. The Committee's advice is not an endorsement of the appointment - it imposes a number of conditions to mitigate the potential risks to the government associated with the appointment under the Rules.
4. The Rules<sup>1</sup> set out that Crown servants must abide by the Committee's advice. It is an applicant's personal responsibility to manage the propriety of any appointment. Former Crown servants are expected to uphold the highest standards of propriety and act in accordance with the 7 Principles of Public Life.

The Committee's consideration of the risk presented

5. Herbert Smith Freehills is an international law firm with offices across the globe. Sir Charles did not meet with, nor make any decisions specific to the company.

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<sup>1</sup> Which apply by virtue of the Civil Service Management Code, The Code of Conduct for Special Advisers, The King's Regulations and the Diplomatic Service Code.

Sir Charles said that he was the Chair of HMT Professional Services Council where he met senior partners of law firms, accounting firms, and consultancies to hear their perspective on UK economic developments and the financial services sectors, but Herbert Smith Freehills was not a member. HMT confirmed that it does not have a relationship with Herbert Smith Freehills. As a result there is no evidence Sir Charles made decisions in expectation of this role.

6. The Committee<sup>2</sup> notes there is no direct overlap between Sir Charles' time in office and this proposed role. Given Sir Charles' was the Second Permanent Secretary at HMT, he will have had oversight of a wide range of information and policy that may provide an unfair advantage to Herbert Smith Freehills or its clients. There are a number of mitigations that limit the risks associated with his access to information in this case:
  - This is a general risk, as opposed to being specific to the work of Herbert Smith Freehills.
  - The department is not aware of any specific information he has access to that would offer the company or its clients an unfair advantage.
  - It has been 14 months since he last had access to information, meaning the information is unlikely to be sufficiently up to date to offer an unfair advantage.
  - He has an ongoing duty of confidentiality
7. There are inherent risks associated with Sir Charles' network of contacts across government. However, his role does not involve contact with government and is internally focused - limiting the risks.
8. Given Herbert Smith Freehills has unknown clients, there is a risk Sir Charles may be asked to advise on areas he had responsibility for while in office. This risk is limited because rather than advising clients, this is a board role.
9. It is significant that Herbert Smith Freehills confirmed adherence to and will ensure that Sir Charles does not undertake any activity that might breach ACOBA's advice and the limitations imposed.

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<sup>2</sup> This application for advice was considered by Andrew Cumpsty; Isabel Doverty; Sarah de Gay; The Rt Hon Lord Pickles; Richard Thomas and Mike Weir. Jonathan Baume and The Baroness Jones of Whitchurch were unavailable.

### The Committee's advice

10. The Committee determined the risks identified in this application can be appropriately mitigated by the conditions below. These make it clear Sir Charles cannot make use of any privileged access to information, contacts or influence gained from his time in government to the unfair advantage of Herbert Smith Freehills, or advise their clients on matters that he had responsibility for while in office.
11. The Committee's advice in accordance with the government's Business Appointment Rules is that this work with **Herbert Smith Freehills Global LLP** should be made subject to the following conditions:
- he should not draw on (disclose or use for the benefit of himself or the persons or organisations to which this advice refers) any privileged information available to him from his time in Crown service;
  - for two years from his last day in Crown service, he should not become personally involved in lobbying the UK government and its arm's length bodies on behalf of Herbert Smith Freehills Global LLP (including parent companies, subsidiaries, partners and clients); nor should he make use, directly or indirectly, of his contacts in government and/or Crown service to influence policy, secure business/funding or otherwise unfairly advantage Herbert Smith Freehills Global LLP (including parent companies, subsidiaries, partners and clients);
  - for two years from his last day in Crown service, he should not provide advice to or on behalf of Herbert Smith Freehills Global LLP (including parent companies, subsidiaries, partners and clients) on the terms of, or with regard to the subject matter of, a bid with, or contract relating directly to the work of the UK government or any of its arm's length bodies; and
  - for two years since his last day in office, he should not advise Herbert Smith Freehills Global LLP or its clients on any work with regard to any policy he had specific involvement in or responsibility for as Second Permanent Secretary at HMT, nor where he had a relationship with the relevant client during his time as a Crown servant.
12. The advice and the conditions under the government's Business Appointment Rules relate to your previous role in government only; they are separate to rules administered by other bodies such as the Office of the Registrar of Consultant Lobbyists or the Parliamentary Commissioner for Standards. It is an individual's

responsibility to understand any other rules and regulations they may be subject to in parallel with this Committee's advice.

13. By '*privileged information*' we mean official information to which a Minister or Crown servant has had access as a consequence of his or her office or employment and which has not been made publicly available. Applicants are also reminded that they may be subject to other duties of confidentiality, whether under the Official Secrets Act, the Civil Service Code or otherwise.
14. The Business Appointment Rules explain that the restriction on lobbying means that the former Crown servant/Minister '*should not engage in communication with Government (Ministers, civil servants, including special advisers, and other relevant officials/public office holders) – wherever it takes place - with a view to influencing a Government decision, policy or contract award/grant in relation to their own interests or the interests of the organisation by which they are employed, or to whom they are contracted or with which they hold office*'.
15. Sir Charles must inform us as soon as this appointment is live or is announced. He must also inform us if he proposes to extend or otherwise change the nature of his role as, depending on the circumstances, it may be necessary for him to make a fresh application.
16. Once this appointment has been publicly announced or set up, we will publish this letter on the Committee's website, and where appropriate, refer to it in the relevant annual report.

Yours sincerely,

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**Committee Secretariat**

## **Annex - Material information**

### The role

1. Sir Charles said Herbert Smith Freehills Global LLP (HSF) is a leading international law firm with offices in 20 jurisdictions around the world. The firm was formed in 2012 by a merger between the UK based Herbert Smith and the Australian firm Freehills. It has around 2,600 partners and lawyers, and a total workforce of c.5,000.
2. Sir Charles said HSF's governance body is called the Global Council. The Global Council, the CEO and the Global Executive are collectively responsible for the leadership and management of the firm. In practice, he said the Global Council delegates the day- to-day management of the firm and implementation of the firm's strategy to the CEO and the Global Executive. However, it retains ultimate responsibility for the performance of the firm. Further, The Global Council comprises partners from across the global footprint of the firm. Sir Charles said it is made up of the Chair and CEO, and 10 partners who are elected by the partnership. In addition to the internal members, there are two non-executive members, whose role is to provide external challenge, guidance and advice to the Chair, CEO and other members on issues of firm strategy and governance.
3. Sir Charles said his role will not involve any contact or dealings with government.
4. Sir Charles noted that before joining HMT in 2013, he was a senior partner in McKinsey and Company, the global consulting firm -serving a number of law firms as clients. In that role, he sat on the Global Shareholders Council and gained extensive experience of the strategic and governance issues facing global professional services firms.

### Dealings in office

5. Sir Charles said he occasionally met with senior partners from major law firms as part of HMT's Professional Services Council, which he chaired. This forum was established to enable the HMT to hear directly from leaders in the major consultancies, accountants, and law firms to hear their perspective on

developments in the UK economy, with a particular focus on the financial services sector. Sir Charles said no confidential information was shared by the participants or by HMT. HSF was not a member of the Council.

6. Sir Charles said his role was to support the Permanent Secretary in the running and oversight of HMT. Sir Charles said he was responsible for oversight of the department's economic ministry functions, including financial services, growth and infrastructure.
7. Sir Charles said that until March 2022 he represented HMT on the Bank of England's Financial Policy Committee and the G20's Financial Stability Board. Sir Charles said he was also the HMT Board Member at UK Government Investments, a government company which manages its stakes in financial institutions such as NatWest and UK Asset Resolution.
8. Sir Charles said he made no decisions specific to HSF in office. Sir Charles said that he had no role in regulatory work affecting the legal services industry - noting HMT has no role in the development of policy or regulation affecting the legal profession which is the responsibility of the Ministry of Justice. He added that wider policy affecting the professional services industry is the responsibility of the Department of Business and Trade.

#### Department Assessment

9. HMT provided its views on this application, confirming the details he provided.
10. HMT stated that it does not have a relationship with HSF; Sir Charles made no decisions specific to HSF; and that you had no access to information that could provide an unfair advantage to HSF.
11. HMT stated it had no concerns with this appointment and recommended the standard conditions.

#### Correspondence from Pagefield to the Committee

12. As the prospective employer, HSF informed the Committee how it will comply with its advice:
  - *'[HSF] are committed to enabling Charles Roxburgh to comply with the restrictions conditions and limitations on him; [HSF is] confident that his anticipated role and our HSF governance mechanisms will enable him to comply. For example: the Chair of the Council is, and otherwise the Council consists primarily of, lawyers (all bar the other non-elected member) who all fully appreciate the importance of confidentiality, restrictions on the use of information, and conflicts;*

- *[HSF] we will take care not to ask Charles Roxburgh to undertake any activity that might be a breach of those restrictions or conditions;*
- *it will be made clear to Charles Roxburgh, and as appropriate to other Council members or executive board members, that if Charles Roxburgh were to identify a particular issue he felt he should not engage with, he would be excused from relevant parts of the Council meetings and discussions; and*
- *The Council has a full time experienced Partnership Secretary who will also be aware of the restrictions and will assist in any such recusal or separation required.'*