



HOUSE OF LORDS

Report from the Commissioner for Standards

The conduct of Lord O'Neill of Gatley

Commissioner for Standards

The independent Commissioner for Standards is responsible for considering any alleged breaches of the Codes of Conduct.

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Code of Conduct for Members, Guide to the Code of Conduct and Code of Conduct for Members' Staff

The present Code of Conduct for Members of the House of Lords was agreed on 30 November 2009. Amendments to it were agreed by the House on 30 March 2010, 12 June 2014, 25 February 2016, 9 February 2017, 3 April 2017, 30 April 2019, 18 July 2019, 16 March 2020 and 8 July 2020. The Guide to the Code of Conduct was proposed by the Committee for Privileges (2nd Report, Session 2009–10, HL Paper 81) and agreed by the House on 16 March 2010. The Guide was amended on 9 November 2011, 6 March 2014, 13 May 2014, 24 March 2015, 25 February 2016, 9 February 2017, 3 April 2017, 30 April 2019, 18 July 2019, 16 March 2020 and 8 July 2020.

The Code of Conduct for House of Lords Members' Staff was agreed on 13 May 2014. Amendments to it were agreed on 24 March 2015, 30 April 2019, 18 July 2019, 16 March 2020 and 8 July 2020. The Codes and Guide are kept under review by the Conduct Committee.

Advice

The Registrar of Lords' Interests advises members of the House and their staff on their obligations under the Codes of Conduct.

Address: Registrar of Lords' Interests, House of Lords, London SW1A 0PW

Email: lordsregistrar@parliament.uk

Telephone: 020 7219 3112/3120

Registers of Interests

A list of interests of members and their staff can be found online: www.parliament.uk/hlregister

Independent Complaints and Grievance Scheme Helpline

0808 168 9281 (freephone)

Support@ICGShelpline.org.uk

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The conduct of Lord O’Neill of Gatley

Summary of complaint and preliminary assessment

1. On 5 April 2021, I received an email from a member of the public, Dr Alex May (see Appendix 1). Dr May alleged that Lord O’Neill had failed to register his status as a person with significant control of Thames Temese Management Limited in the Register of Lords’ Interests.
2. I confirmed that Lord O’Neill was listed as a person of significant control of Thames Temese Management Limited on Companies House¹ and confirmed that he had not registered this interest in the Register of Interests. In the process of establishing these facts, I noted that on Companies House Lord O’Neill was also listed as being a director of five other companies since September 2020, none of which appeared in his entry in the Register:
 - Thames Temese Management Limited;
 - Thames Temese Holdings Limited;
 - AMR Diagnostics Limited;
 - Thames Brighton Limited; and
 - Thames Castle Eight Limited.²
3. I considered this evidence sufficient to establish a *prima facie* case that the Code had been breached in respect of paragraph 11(a):

“In order to assist in openness and accountability members shall ... register in the Register of Lords’ Interests all relevant interests, in order to make clear what are the interests that might reasonably be thought to influence their parliamentary actions.”

and paragraph 14:

“Members are responsible for ensuring that their registered interests are accurate and up-to-date. They should register any change in their relevant interests within one month of the change.”
4. The Guide to the Code of Conduct sets out the categories of interests members must register, including:
 - Category 3: people with significant control of a company; and
 - Category 10: non-financial interests, including unremunerated directorships.

1 Lord O’Neill’s status as a person of significant control was notified on 29 July 2020: Companies House, Thames Temese Management Limited, [Officers](#) [accessed 8 April 2021].

2 Companies House, Terrance James O’Neill, [Appointments](#) [accessed 8 April 2021]

Investigation

5. I sent a letter to Lord O'Neill on 15 April 2021 to inform him that I had completed my preliminary assessment (see Appendix 2). I asked for a written response to the matters in question by 30 April 2021.
6. On 26 April 2021, I received a letter from Lord O'Neill's legal advisors, Maurice Turnor Gardner LLP (see Appendix 3). They explained that Lord O'Neill had instructed the firm "to ensure full and complete compliance with the requirements to register his interests" when he ceased to hold his assets in a blind trust around a year ago.
7. They said that Lord O'Neill had not registered his status as a person with significant control of Thames Temese Management Limited because it was a dormant company and they had therefore not considered it necessary to register. They confirmed that Lord O'Neill had been appointed director of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited in September 2020.
8. They said that "the omission to [register the directorships correctly] was an inadvertent error by [their] firm".
9. Lord O'Neill also emailed me on 26 April 2021 to say that he hoped that the letter from Maurice Turnor Gardner LLP explained the error.
10. The Guide to the Code of Conduct requires that members "should supply written evidence as requested, and in their own name" and that "letters sent on behalf of members or complainants by legal advisers or others will be disregarded". I therefore asked Lord O'Neill for a substantive response directly (see Appendix 4). I also requested assurances that Lord O'Neill would correct his entries in the Register of Interests.
11. I also noted that although his lawyers had said that Thames Temese Management Limited was a dormant company, it was listed as "active" on Companies House.³ Consequently, I requested that Lord O'Neill ensure that the Register of Interests and Companies House "marry up", and therefore he should either register his status as a person of significant control of Thames Temese Management Ltd in the Register of Interests or contact Companies House to ensure that Thames Temese Management Ltd was listed as a dormant company.
12. On 27 April 2021, Lord O'Neill emailed my office, providing an initial response to the complaints made against him (see Appendix 5). He apologised for the omissions in his Register entry, explaining that "the process of 'unblinding' the Trust was quite complicated". He said that he would respond in full when he had contacted his legal advisors to understand the situation more fully.
13. Lord O'Neill sent a full response to my office later that day (see Appendix 6). In this response, Lord O'Neill confirmed that he had taken steps to ensure that the Register and Companies House "marry up", namely by registering his status as a person with significant control of Thames Temese Management Limited on the Register of Interests. He also confirmed that he had registered the other directorships as category 10(a) interests.

3 Companies House, [Thames Temese Management Limited](#) [accessed 6 May 2021].

14. In concluding his letter, Lord O'Neill said that his failure to register the interests has been an "inadvertent error by [his] legal advisors" and he expressed his "sincere apologies" for the omissions.

Finding

15. **Lord O'Neill breached paragraph 11(a) of the Code of Conduct by failing to register all his relevant interests, and of paragraph 14 by failing make such registrations within one month of taking those interests.**

Outcome

16. I do not believe that Lord O'Neill deliberately omitted his relevant interests in order to withhold information from the Register of Interests. He acknowledged and apologised for the omissions, and promptly rectified the situation.
17. I considered these breaches of the Code to be minor and inadvertent, and therefore remedial action was an appropriate outcome. On 28 April 2021, I wrote to Lord O'Neill and proposed that a letter of apology to Lord Mance, Chair of the Conduct Committee, would be sufficient remedial action in this case (see Appendix 7). On 28 April 2021, Lord O'Neill wrote a letter of apology to Lord Mance (see Appendix 8).
18. The case was therefore resolved by remedial action. I am grateful to Lord O'Neill for his cooperation in this matter.

APPENDIX 1: EMAIL FROM DR ALEX MAY, 5 APRIL 2021

I'm writing to you to complain about the conduct of Lord O'Neill of Gatley.

[redacted; irrelevant information]

Companies House records show the peer is a "person with significant control" of Thames Temese Management Limited.

Yet Lord O'Neill omits to register the firm under category 3 on the register of lords' interests.

APPENDIX 2: LETTER FROM THE COMMISSIONER FOR STANDARDS TO LORD O'NEILL OF GATLEY, 15 APRIL 2021

I am writing to let you know that I have received a complaint from a member of the public, Dr Alex May, in relation to your registration of interests. Dr May complains that you have failed to register Thames Temese Management Limited as a category 3 interest (person with significant control) in the Register of Interests. A copy of the complaint is attached.

I have carried out a preliminary assessment of the complaint. I have decided that there is sufficient *prima facie* evidence to investigate whether the Code of Conduct might have been breached.

You have already registered Thames Temese Holdings Limited as a category 3 interest, but on Companies House you are also listed as a person with significant control of Thames Temese Management Limited.⁴ As the complainant suggests, Thames Temese Management Limited is not included as a category 3 interest in your register.

Furthermore, on Companies House you are also listed as a director of the following companies:⁵

- Thames Temese Management Limited;
- Thames Temese Holdings Limited;
- AMR Diagnostics Limited;
- Thames Brighton Limited; and
- Thames Castle Eight Limited.

I note that none of your directorships are included in your Register of Interests. In the Register of Interests, remunerated directorships are classed as category 1 interests, while unremunerated directorships are category 10a interests.

Therefore, I intend to investigate whether you have breached paragraph 11(a) of the Code of Conduct for Members of the House of Lords by failing to register adequately your interests in the above companies. Paragraph 11(a) says that:

“In order to assist in openness and accountability members shall ... register in the Register of Lords’ Interests all relevant interests, in order to make clear what are the interests that might reasonably be thought to influence their parliamentary actions”

I invite you to respond in writing with a full and accurate account of the matters in question; this response may be by email or letter and to whatever length you feel necessary. In particular I should be grateful to know whether the information on Companies House is accurate; if so, why these directorships and positions as a person of significant control have not been included in your entry in the Register; and what advice, if any, you took from the Registrar of Lords’ Interests about these matters.

⁴ Companies House, Thames Temese Management Limited, [Officers](#) [accessed 8 April 2021].

⁵ Companies House, “Terence James O’Neill”, [Current appointments](#) [accessed 12 April 2021].

A response by **30 April 2021** would greatly assist me in investigating this matter in a timely fashion.

I would also wish to draw your attention to paragraph 144 of The Guide to the Code of Conduct:

“From the point that the Commissioner decides to undertake an investigation all evidence and correspondence relating directly to the inquiry is covered by parliamentary privilege. It must remain confidential unless and until it is published. If such evidence or correspondence were to be published or disclosed to anyone else without the agreement of the Conduct Committee or the Commissioner, this would be a contempt of the House. An attempt to obstruct an investigation is a contempt of the House.”

In accordance with paragraph 133 of the Guide to the Code of Conduct, basic information about the case will be published on my pages of the parliamentary website.

APPENDIX 3: LETTER FROM MAURICE TURNOR GARDNER LLP TO THE COMMISSIONER FOR STANDARDS, 26 APRIL 2021

I refer to your letter dated 15 April 2021 sent to Lord O'Neill, which was sent onto me by Connie Walsh, Assistant Standards Clerk, earlier today.

Lord O'Neill had not received the earlier version of your letter and accordingly only became aware of this upon me sharing it with him today. Lord O'Neill has asked me to respond to you and has approved the contents of this letter.

Lord O'Neill has sought legal advice on his register of interests from my firm since he ceased to hold his assets in a blind trust. Lord O'Neill's instructions to this firm are to ensure full and complete compliance with the requirements to register his interests. In that regard, I regularly correspond with Assistant Registrar Nick Cross to update Lord O'Neill's register as and when necessary.

Thames Temese Management Limited is a dormant company and therefore was not registered under Category 3 due to its dormant status, which I understood to be the correct approach from previous historic discussions between the Registrar and Lord O'Neill's former legal advisers Bryan Cave Leighton Paisner LLP. I appreciate that this comes down to a matter of interpretation of the code and in the event you/the Registrar consider that this interest should properly be registered then Lord O'Neill will of course add this to his interests. If this interest should be added, any omission to register this interest previously is due to the legal advice received by Lord O'Neill from this firm and, accordingly, in the event such omission was not correct, I can only apologise for our inadvertent error. In that regard, the fact that the PSC register filed with Companies House demonstrates that this was not omitted in an attempt to improperly obscure Lord O'Neill's interest.

In relation to the directorships of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited, I can confirm the information at Companies House is accurate. These directorships should have been registered as interests following Lord O'Neill's appointment as a director of each of the companies in September 2020. The omission to do so was an inadvertent error by my firm, as Lord O'Neill instructs my firm to advise on the necessary changes to his register of interests. My firm arranged the director appointments and Companies House filings and it is our inadvertent error for these having not been also added to Lord O'Neill's register of interests, for which again I can only apologise. The fact that the records at Companies House are up to date and accurate demonstrates that this was not omitted in an attempt to improperly obscure Lord O'Neill's interest.

Given the foregoing, I do not believe Lord O'Neill has breached the Code of Conduct and any omissions in Lord O'Neill's register of interests are due to inadvertent errors by my firm, for which I apologise.

Please do let me know if you require any further information from me or Lord O'Neill on this matter.

APPENDIX 4: EMAIL FROM THE COMMISSIONER FOR STANDARDS TO LORD O'NEILL, 27 APRIL 2021

The Guide to the Code of Conduct says that members “should supply written evidence as requested, and in their own name. Letters sent on behalf of members or complainants by legal advisers or others will be disregarded.” I am grateful for your email to say that Mr Goldring’s letter⁶ should explain the error and for the details Mr Goldring has provided, but I would be grateful for a fuller response directly from you and assurances that your entries in the Register will be updated.

Compliance with the Code of requires that the Register of Interests and Companies House “marry up”. Mr Goldring says that Thames Temese Management Ltd is a dormant company, but it is listed as active on Companies House. Therefore, to comply with the Code, you should either register your status as a person of significant control of Thames Temese Management Ltd on the Register of Interests or contact Companies House to ensure that Thames Temese Management Ltd is listed as a dormant company. Furthermore, if you wish to ensure compliance with the Code, you should register your directorships of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited as Category 1 interests.

6 Mr Goldring wrote on the behalf of Maurice Turnor Gardner LLP.

**APPENDIX 5: EMAIL FROM LORD O'NEILL TO THE
COMMISSIONER FOR STANDARDS, 27 APRIL 2021**

I shall reply more fully shortly. Many thanks for this.

You need to uphold the best standards, that is what I believe, and I thought I was holding the absolute best. Until a year ago or close to that, I had continued to keep all my assets in a Blind Trust, which I had been obliged to do when I was a Minister from May 2015 through until September 2016, but for various reasons, I decided to keep this until late 2019. Throughout that period, I believed I was upholding the required standards, and indeed, if anything going beyond them.

I have many investments and the process of “unblinding” the Trust was quite complicated, but I gave clear instructions to respect the full standards required and I try to uphold. I can only apologise, and I will certainly be wanting a full explanation from my legal advisors.

I will give you the reply you request once I understand a bit more what is now needed, not least because I believe the register was updated last night.

APPENDIX 6: LETTER FROM LORD O'NEILL TO THE COMMISSIONER FOR STANDARDS, 27 APRIL 2021

Further to my email of 4.57pm today, I have now been able to discuss this further with my legal advisors and provide below a more detailed reply to your letter of 15 April 2021, which I received on 26 April 2021.

From my appointment as a Minister in 2015 to April 2020 I held my assets in a blind trust. I decided to “unblind” the trust in April 2020 and I sought legal advice to ensure all necessary interests were registered on my register of interests. The process of “unblinding” was quite complicated, but my clear instructions to my legal advisors were to ensure full and complete compliance with the standards required and, in that regard, my legal advisors regularly correspond with Assistant Registrar Nick Cross to update my register of interests as and when necessary.

In relation to Thames Temese Management Limited, it was not registered under Category 3 due to the belief by my legal advisors that due to its dormant status it did not need to be registered. I understand in light of your letter that this belief may not have been correct. As dealt with below, the Assistant Registrar has advised that this interest should be registered and this was done yesterday.

I am a director of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited and I confirm the information at Companies House is accurate. These unpaid directorships should have been registered as interests following my appointment as a director of each of the companies in September 2020. The omission to do so was an inadvertent error by my legal advisors, who were instructed to advise on the necessary changes and updates to my register of interests. My legal advisors arranged the director appointments and the Companies House filings and they have accepted that it was their inadvertent error that resulted in such directorships having not been also added to my register of interests.

Upon receipt of your letter dated 15 April 2021, which as above I received on 26 April 2021, I instructed my legal advisors to swiftly correct their error regarding the directorships of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited. I also instructed my legal advisors to seek guidance from the Assistant Registrar regarding my interest in Thames Temese Management Limited. Following correspondence with the Assistant Registrar that same day, the five directorships and my interest in Thames Temese Management Limited were all registered on my register of interests.

I have therefore taken swift action to rectify the matters raised by you and my register of interests has been updated the same day that I became aware of these issues. I wish to express my sincere apologies in relation to these matters.

APPENDIX 7: LETTER FROM THE COMMISSIONER FOR STANDARDS TO LORD O'NEILL, 28 APRIL 2021

Thank you for your email of 27 April 2021, in which you apologised for the omissions from your Register of Interests and said that you have taken steps to rectify the errors. I note that your Register now includes your status as a person with significant control of Thames Temese Management Limited as a dormant Category 3 interest and your directorships of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited as Category 10 interests.

I accept your explanation that the breach was an “inadvertent error” and I am grateful that you have taken swift action to correct the error.

However, paragraph 11(a) of the Code of Conduct continues to apply even if a breach of its provisions is inadvertent. To remind you, paragraph 11(a) says that:

“In order to assist in openness and accountability members shall ... register in the Register of Lords’ Interests all relevant interests, in order to make clear what are the interests that might reasonably be thought to influence their parliamentary actions.”

Given that your breach of the Code was minor and inadvertent, I propose rectification by a remedial action; namely writing a letter of apology to the Chair of the Conduct Committee, Lord Mance. The letter should include an explanation as to why you failed to register your status as a person of significant control and directorships of the above companies, and an apology for breaching the Code.

Please send your letter of apology to Lord Mance by **7 May 2021**. You should send the letter by email, to HLCONDUCTCHAIR@parliament.uk. Please also send a copy to my office.

I will then write a report on this investigation and the report will be published on my parliamentary website. The report will reflect the fact that you have taken steps to resolve the matter prior to publication, and the case will be closed.

**APPENDIX 8: LETTER FROM LORD O'NEILL TO LORD MANCE,
CHAIR OF THE CONDUCT COMMITTEE, 28 APRIL 2021**

I write further to my email of 27 April 2021 at 19:20 to Lucy Scott-Moncrieff CBE, the Commissioner for Standards.

Firstly, I write to explain why I failed to register my status as a person of significant control of Thames Temese Management Limited and my directorships of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited.

In relation to Thames Temese Management Limited, it was not registered under Category 3 due to the belief by my legal advisors that due to its dormant status it did not need to be registered. I now understand that this belief may not have been correct.

Further, I am a director of Thames Temese Management Limited, Thames Temese Holdings Limited, AMR Diagnostics Limited, Thames Brighton Limited and Thames Castle Eight Limited. These unpaid directorships should have been registered as interests following my appointment as a director of each of the companies in September 2020. The omission to do so was an inadvertent error by my legal advisors, who were instructed to advise on the necessary changes and updates to my register of interests. My legal advisors arranged the director appointments and the Companies House filings and they have accepted that it was their inadvertent error that resulted in such directorships having not been also added to my register of interests.

Secondly and most importantly, I write to express my formal and sincerest apologies in relation to the omissions in my register of interests. My instructions to my legal advisers have always been to ensure full and complete compliance with the requirements to register my interests and the House of Lords' Code of Conduct. It is my understanding that these errors have now been rectified and along with my legal advisers, I will ensure that my register of interests is reviewed and updated regularly, in full compliance with the House of Lords Code of Conduct going forward.