



Zolabix (Pty) Ltd

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Revision No.	1
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Management System Manual

5.1 Legal and Contractual Matters

5.1.1 Legal responsibility

Zolabix (Pty) Ltd. (Co. Reg 2018/492540/07) based in South Africa is the legal entity responsible for all its Certification Activities. The relationship between **Zolabix (Pty) Ltd**, its personnel, and principals is explained in Annexure 1 (Organisational Chart).

5.1.2 Certification agreement

Zolabix (Pty) Ltd has established a legally enforceable agreement for the provision of certification activities to its clients and all the sites covered by the scope of certification. Where there are multiple sites of the client, the agreement covers all the sites covered by the Scope of the Certification.

Reference →

- a) F27 - Quotation for Certification
- b) F27 – Certification Agreement

5.1.3 Responsibility for certification decisions

Zolabix (Pty) Ltd retains both responsibility and authority for its decisions relating to the granting, maintaining, renewing, extending, reducing, suspending, and withdrawing of certification.

Decisions for any individual client are made under the authority of the Managing Director through individual employees of **Zolabix (Pty) Ltd**, who are deemed competent and appointed by the Managing Director of **Zolabix (Pty) Ltd**. (where necessary in consultation with other 'experts' whose technical expertise is required to make a judgment and those individuals that possess the necessary competence).

Reference →

- a) QP10 - Procedure for Certificate issue, suspension and withdrawal

5.2 Management of impartiality

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5.2.1 **Zolabix (Pty) Ltd.**'s Managing Director and staff are fully committed to ensuring that all management system certification activities are impartial. Any relationships between **Zolabix (Pty) Ltd** or individuals employed by **Zolabix (Pty) Ltd** or Subcontractors to **Zolabix (Pty) Ltd** with other organisations or individuals will be declared, reviewed, documented and risk assessed. All activities are taken impartially, and its Auditors are not involved in commercial, financial, or other pressure to compromise quality.

In addition to a publicly accessible statement (Organization Policy Statement – displayed at **Zolabix (Pty) Ltd website (www.zolabix.co.za)**, **Zolabix (Pty) Ltd** has detailed the functions of the Impartiality Committee and its role in maintaining impartiality monitoring the laid down impartiality norms and its adequacy.

Reference →

- a) Annexure–2 Impartiality Committee – Constitution, roles and responsibilities
- b) Risk Assessments
- c) Meeting minutes of the Impartiality Committee
- d) Personnel files
- e) Declaration of Interests (staff and sub-contractors)
- f) Sub-contractor Agreement
- g) **Zolabix (Pty) Ltd** website.

5.2.2 **Zolabix (Pty) Ltd** has a Top Management commitment to Impartiality in the Management of Certification activities. **Zolabix (Pty) Ltd** has no relationship (formal or informal) with any other company or organisation which may result in a conflict of interest arising from its certification activities. **Zolabix (Pty) Ltd** does not offer consultancy to any client or potential client, training other than general training courses such as Internal Audit, etc. **Zolabix (Pty) Ltd** has identified and analysed (risk assessed) all relationships (formal or informal) with other organisations or individuals which may result in a conflict of interest arising from its certification activities.

Any conflict of interest arising from existing or past relationships between employees or subcontractors and **Zolabix (Pty) Ltd** clients (including potential clients), is required to be declared. All staff and sub-contractors are made aware of the need to declare any such conflict of interest and sign to acknowledge the obligation (contract of employment and subcontractors' agreement).

Periodically the Impartiality Committee will review the activities of the company to ensure that impartiality continues to be demonstrated.

Where a possible or potential conflict of interest is declared e.g. an Auditor has worked in the past as a consultant or employee of the client, the Auditor will not be

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asked to undertake an audit at that client nor will he/she be asked to undertake any work concerning that client until a minimum period has elapsed (minimum 2 years). Even if the 2-year period has passed the relationship between the company and the individual auditor will be determined and a decision made as to the suitability of that auditor to undertake the work.

Where the conflict of interest is not clear it is still a requirement of the individual to declare that interest, however, the Directors will establish the nature of that possible conflict of interest and make a decision based upon the individual circumstance and will refer the matter to the Impartiality Committee if required.

5.2.3 **ZOLABIX (PTY) LTD** has a process (refer to PY03 & RA01, Impartiality Statement, *Impartiality Risk Assessment*) to identify, analyse, evaluate, treat, monitor, and document the risks related to conflict of interest arising from the provision of certification including any conflict arising from its relationship on an ongoing basis. Where any threats to impartiality are identified, **ZOLABIX (PTY) LTD** documents and demonstrates, how they can be eliminated or minimized, such threats and documenting any residual risk. This demonstration will cover all potential threats that are identified whether they arise from within the **ZOLABIX (PTY) LTD** or from the activities of other persons, bodies, or organizations.

Top Management reviews any residual risk out of these exercises to determine if it is within the level of acceptable risk.

Reference →

- a) F 27 Certification agreement
- b) F12 Confidentiality and impartiality declaration
- c) Annexure–2 Impartiality Committee – Constitution, roles and responsibilities
- d) Annexure–3 Certification Committee – Constitution, roles and responsibilities
- e) PY01 Quality Policy
- f) PY02 Confidentiality Policy
- g) PY03 Impartiality Policy
- h) Risk Assessments
- i) Meeting minutes of the Impartiality Committee
- j) Personnel Files
- k) Declaration of Interests (company, staff and sub-contractors)
- l) Subcontractor Agreement

5.2.4 **Zolabix (Pty) Ltd** will not certify another certification body for its management system certification.

5.2.5 **Zolabix (Pty) Ltd** does not offer or provide management system consultancy.

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5.2.6 **Zolabix (Pty) Ltd** does not offer to provide Internal Audits (nor has it) to any of its clients and does not provide an Internal Audit service to any company or organisation.

5.2.7 **Zolabix (Pty) Ltd** as a company does not and has not provided a consultancy or Internal Audit service to its customers or potential customers therefore no risk to the impartiality of the Certification process is posed. However individuals or sub-contractors may have provided a consultancy service, internal audit services, been employed or through other means have an association with clients of **Zolabix (Pty) Ltd**, in such cases, the individual will be required to declare any such current or past relationship and will not be allowed to undertake Audits or other work with that client. At the discretion of the Managing Director, the individual may be allowed to conduct an Audit or undertake other work with a client when a minimum of 2 years has elapsed since the end of the management system consultancy or other relationship.

Any such relationships or conflicts of interest will be recorded within the personnel records of the individual and the responsibility to declare any such conflicts stated in contracts of employment and sub-contractor agreements.

Reference →

- a) F10 Contracts of Employment
- b) F11 Sub-contractor Agreements
- c) Personnel Files
- d) QP08 Marketing, contract, and contract review
- e) Declaration of Interests (staff and sub-contractors)

5.2.8 **Zolabix (Pty) Ltd** does not outsource Audits to a Management Consultancy Organisation. Audits (and the use of Technical Experts) are only outsourced (sub-contracted) to individuals.

5.2.9 **Zolabix (Pty) Ltd** does not in its marketing, publications; website, correspondence, etc. state or imply that certification would be simpler, easier, faster, or less expensive if a specified consultancy organisation were used. **Zolabix (Pty) Ltd** has no links with any consultancy organisation nor does it approve consultancy organisations, however, **Zolabix (Pty) Ltd** does maintain a list of consultants and will when asked by clients or potential clients to supply names of consultants who have requested that they are included on **Zolabix (Pty) Ltd**.'s list of consultants. When asked for names of consultants **Zolabix (Pty) Ltd** will supply those names (minimum of 3) providing a consultancy service on the basis that it is neither a recommendation nor a guarantee of expertise. Should **Zolabix (Pty) Ltd** become aware of any claims stating or implying that certification would be simpler, easier, faster, or less expensive if a specified consultant was used it will be referred to the Managing Director for appropriate action.

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Reference →

- a) ===== All public material and website

5.2.10 No individual will be used by the Certification Body to take part in any Audit when they have been involved in Management System Consultancy for that client. At the discretion of the Managing Director, an individual may be allowed to participate in an Audit, if more than 2 years have elapsed following the end of the consultancy (also refer to clauses 5.2.2 & 5.2.3).

Reference →

- a) F10 Contracts of Employment
- b) F11 Subcontractor Agreements
- c) Personnel Files & Contracts of Employment
- d) Declaration of Interests (staff and subcontractors)

5.2.11 Any threats to its impartiality arising from the actions of other persons, bodies, or organisations will be referred to the Managing Director and Impartiality Committee (if necessary) to determine the appropriate actions (including legal actions) to be taken.

5.2.12 The Impartiality Committee (IC), Directors, and Managers of **Zolabix (Pty) Ltd** will ensure that all personnel either internal, external, or committees act impartially and shall not allow commercial, financial, or other pressures to compromise impartiality. Appropriate action will be taken by the Impartiality Committee or Managing Director, where any such pressures are identified.

Undertakings are taken on a half-yearly basis from the IC members, Managing Director, Quality Manager, Marketing Manager, and staff of **Zolabix (Pty) Ltd** for its compliance/ adherence to **Zolabix (Pty) Ltd**.

5.2.13 All personnel both internal and external are required to reveal any situation known to them that may present them or **Zolabix (Pty) Ltd** with a conflict of interest. This requirement will be established during the recruitment process and will also be an ongoing requirement of the individuals to declare such a conflict of interest.

In case of any conflict of interest declared by internal or external personnel, the same would be reviewed by the Managing Director of **Zolabix (Pty) Ltd** and necessary actions would be initiated to mitigate the conflicting issues. However, the same issues and actions would also be reviewed with the IC members.

Reference →

- a) Personnel records
- b) Sub-contractor agreement

5.3 Liability and financing

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5.3.1 **Zolabix (Pty) Ltd** ensures that it has taken adequate steps to ensure that potential liabilities/risks arising from its certification operations are covered and the amount of cover reflects the risks. Levels and types of cover are set and agreed upon following full disclosure of all information to the Insurance Broker. It will cover all geographic locations and hence all activities of **Zolabix (Pty) Ltd**.

Regular accounts review meetings are held between the Managing Director, Quality Manager, and Marketing Manager to ensure that the finances of the company are such that adequate resources are always available to meet any liabilities.

Reference →

- a) Insurance policies

5.3.2 **Zolabix (Pty) Ltd** produces independently audited accounts which together with the accountant's report are examined in detail by the Board of Directors (**Executive Board**) to both ensure that the finances of the company are on a sound basis and to establish as far as possible that commercial, financial, or other pressures do not compromise the company's impartiality.

6. RECORD OF CHANGES

RECORD OF CHANGES, REVISIONS AND CANCELLATIONS		
DATE:	NATURE / DETAILS OF CHANGE	REVISION NUMBER
21.05.2024	General document Review	1

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