

Management Board minutes

16 November 2020

Members

Paul Arnold	Deputy CEO and Chief Operating Officer
Ailsa Beaton	Non-executive Director
David Cooke	Non-executive Director
Elizabeth Denham	Information Commissioner (Chair)
James Dipple-Johnstone	Chief Regulatory Officer
Peter Hustinx	Non-Executive Director
Jane McCall	Non-executive Director
Simon McDougall	Deputy Commissioner Regulatory Innovation and Technology
Steve Wood	Deputy Commissioner (Regulatory Strategy)
Nicola Wood	Senior Independent Director

Attendees

Christopher Braithwaite	Senior Corporate Governance Manager (secretariat)
Louise Byers	Director of Risk and Governance
Peter Hayes	Advisor to the Commissioner and Executive Team
James Moss	Acting General Legal Counsel
Caroline Robinson	Corporate Governance Officer (secretariat)

1. Introductions and apologies

- 1.1. There were no apologies however Nicola Wood, James Moss and Steve Wood indicated they would need to leave the meeting at 3pm.

2. Declaration of interests

- 2.1. There were no declarations of interest.

3. Matters arising from the previous meeting

- 3.1. The minutes were confirmed as accurate. There were no outstanding actions.

4. Commissioner's introduction

- 4.1. The Commissioner highlighted issues of importance for the ICO not covered elsewhere in the agenda. In particular she mentioned the extraordinary times that we are having to deal with at the moment and acknowledged the support received from members of the Executive Team.
- 4.2. Other issues highlighted included the ongoing work on COVID-19 advice, the successful GPA virtual conference, the results of recent investigations including the ground breaking and complex investigation on the credit reference agencies. A recent keynote address to the Open Data Institute and upcoming meetings with parliamentarians were also highlighted.
- 4.3. The Commissioner also acknowledged the work carried out by Simon McDougall with CMA and Ofcom in establishing the Digital Regulatory Cooperation Forum.

5. Senior Independent Director's update

- 5.1 Nicky Wood provided an oral update on work carried out since the last Board meeting including the recent 360 Appraisal meetings and recent meetings with DCMS.

6. Audit Committee Chair's update

- 6.1 Ailsa Beaton provided an update on the Audit Committee meeting held on Friday including an issue that was raised with the auditors regarding the recent press coverage on the adequate audit. NAO confirmed that a result of adequate demonstrated good performance and had not experienced this being a subject of negative press coverage before.
- 6.3 The Commissioner confirmed that press coverage of this type and the impact on the ICO's reputation is concerning.
- 6.2 Ailsa Beaton also updated on the agenda items covered at the meeting including service excellence update, risk appetite, deep dive into the ways of working, and stressed the importance in planning the annual report this year given the end of the Information Commissioner's term. An update on the progress on the internal audit procurement was also provided. She also highlighted that the next DCMS ALB All Audit Chairs meeting was due to be held on 9 December.

7. Discussion items

EU Withdrawal Update

- 7.1. Steve Wood provided an update on EU Withdrawal including end of transition period, adequacy and the work currently being carried out internally and with DCMS.

Future Regulatory Landscape Update

- 7.2. Paul Arnold introduced a paper to ensure that the Board are up to date with the work currently being carried out.
- 7.3. The Board discussed the next steps and future engagement with DCMS and parliamentarians.

Governance Arrangements

- 7.4. Louise Byers presented the report and asked the Board to make a decision on the establishment of a nominations committee, changes to the terms of reference of the Remuneration Advisory Panel, updating the name of Audit Committee to include Risk and the proposal for a Non-Executive Director to attend Resources Board meetings as an observer.

The Board agreed the recommendations 1, 2 and 4 as outlined in the report with minor amendments as discussed.

Action: Nicola Wood to assess availability for a Non-Executive member to be an observer on the Resources Board.

IT Service Delivery Model

- 7.5. Mike Fitzgerald joined the meeting to present the proposal for the IT Service Delivery Strategy. The Senior Leadership Team have endorsed the option of bringing the IT services in house.
- 7.6. The Board approved option 1 as outlined in the report.

HR/Workforce Strategy Paper

- 7.7. Paul Arnold introduced the paper to provide assurance to the Board regarding the approach to workforce planning.
- 7.8. The Board the noted the paper and a number of questions were raised including the level of leave taken and Paul Arnold confirmed that it is currently being tracked and there were no concerns at the current time.

8. Performance against the Information Rights Strategic Plan

Performance against Information Rights Strategic Plan and casework update reports

- 8.1. James Dipple-Johnstone presented the report for information and discussion.
- 8.2. The Board confirmed that they were happy with the format of the report.
- 8.3. It was proposed that an informal session take place following the January meeting relating to cyber security investigations.
- 8.4. Jane McCall and James Dipple-Johnstone confirmed that they had discussed the reporting on progress with casework and the ongoing efforts in this area in a separate meeting.
- 8.5. The Board were assured by the casework report.

At this point, Nicola Wood, James Moss and Steve Wood left the meeting due to prior commitments.

9. Management accounts

- 9.1. The mid-year review of the budget and September monthly accounts, which had previously been considered by the Audit Committee, were presented for information.
- 9.2. Paul Arnold confirmed that although there is a forecasted surplus, there is still a significant risk relating to fee income.

10. Risk and opportunity management

- 10.1. Louise Byers introduced the report and highlighted the recent amendments to the risks since the Management Board meeting in September.
- 10.2. The risk report was also presented at the Audit Committee on Friday.
- 10.3. An updated risk register, risk appetite and risk policy will be presented at the Risk & Governance Board, Audit Committee and Management Board meetings in January 2021.

11. Any other business

11.1. There were no items to consider under any other business.