Management Board minutes

15 May 2023

Details of attendees are provided at the end of the minutes.

1. Introductions and apologies

1.1. Apologies for absence were received from Jane McCall.

2. Declarations of interests

2.1. No declarations of interests were made.

3. Matters arising from the previous meeting

Minutes

3.1. The minutes of the previous meeting had been approved as a correct record.

Actions

3.2. The updates to actions from previous meetings were noted. The requested financial contingency planning information was being finalised and would be circulated alongside the minutes from this meeting.

4. Discussion items

4.1. **Annual Report and Financial Statements**

    4.1.1. Louise Byers presented a report setting out the draft annual report and financial statements for Management Board's review and comment.

    4.1.2. The Board commended the quality of the report at this stage of its development. The Board thanked all those who had been involved in the work to date on the report.

    4.1.3. The Board specifically reviewed the Directors' statement and Board effectiveness statement within the report and agreed that these were accurate. The Board also briefly discussed the Board effectiveness review approach for future years.

    4.1.4. The Board also reviewed the draft annual report and provided various comments on potential areas for further improvement, including additional visuals to support and

amplify the overall narrative and tweaks to give additional context.

4.2. **Equality, Diversity and Inclusion (EDI) Objectives**

4.2.1.   Sarah Lal attended the meeting to present a report setting out proposed EDI objectives and EDI targets for 2023 to 2028. The Board also noted that there would be an EDI training session for the Board following the meeting. Any further comments on the objectives following this training session would be welcomed.

4.2.2.   The Board welcomed the proposed objectives and commented that it would be useful to add some narrative to explain any targets where the target was not directly aligned to the UK population data.

4.2.3.   The Board commented that, in addition to gathering statistical information it would be important to gather anecdotal information from ICO customers, particularly in relation to how welcoming the ICO was to people with different needs.

4.2.4.   The Board also highlighted the importance of ensuring that the population data used was an accurate reflection of the UK working age population, as well as ensure that data was collected from ICO staff to fully understand how representative the ICO was of that population. The Board also commented that it was important to ensure there was sufficient detail underneath the high-level objectives to ensure that it was not possible to achieve the objectives while still excluding some parts of the population.

Decision

4.2.5.   The Board approved the EDI objectives and targets for 2023 to 2028, subject to any further comments following the EDI training later that day.

4.3. **Data protection law reform update**

4.3.1.   Emily Keaney provided an oral update on progress with the Data Protection and Digital Information No 2 (DPDI) Bill. She provided an overview of the recent appearance before the DPDI Bill Committee the previous week. She explained that the ICO would shortly be submitting its formal

response to the Committee. This would include overall comments on the Bill along with detailed technical input.

4.3.2. The Board discussed the potential timeline for the Bill achieving Royal Assent and the implications of potential delays to the timeline, as well as areas of potential amendment.

4.3.3. The Board thanked the whole ICO team who had been involved in work to date on the Bill.

5. Performance reports

5.1. Management Board Scorecard (Q4)

5.1.1. Paul Arnold presented a report setting out the Management Board scorecard for Q4.

5.1.2. The Board was informed that management had commissioned an external review of the key regulatory processes to ensure that these were running as efficiently as possible. This had been discussed in detail at the first meeting of the Regulatory Committee in April 2023. One of the expected outcomes of this work was new KPIs for measuring regulatory activity from 2023/24, as it may be possible for new measures to provide a more holistic overview of performance in this area than the current measures were able to provide.

5.1.3. The Board discussed the areas rated as red and received assurance that good progress was being made on each of these areas, and none of these had been expected to recover to green by the end of March 2023. The Board received information on the work that was being done to recover in each of these areas, including devoting additional resources to these areas.

5.1.4. The Board also discussed how organisations being investigated were kept informed of progress on regulatory cases and received assurance on the processes in place to ensure good communication with those involved, as well as how members of the public were informed of progress when appropriate.

5.2. ICO 25 Delivery update

5.2.1. Jen Green presented reports setting out progress with delivery of ICO 25. This included an update on the portfolio

dashboard, the roadmap for delivery of the Target Operating Model (TOM) and deep dives into two projects.

5.2.2. In relation to the portfolio dashboard, the Board discussed the level of resourcing risk across the portfolio. The Board received assurance that this was a potential risk at present. While the resourcing risks were being managed, the outstanding risk was that matters outside of the ICO's control meant that significant projects were required to progress simultaneously; for example, if Network Information Systems (NIS) reform legislation took place at the same place as the DPDI Bill came in to force.

5.2.3. The Board also received assurance that Executive Team had recently reviewed the full portfolio to ensure that it remained aligned to ICO 25 and was prioritised appropriately.

5.2.4. In relation to the legal casework system report, the Board received assurance that a lessons learned exercise was in progress to ensure that lessons were factored into other projects. The Board noted that the project was an opportunity to reflect on how technology projects are commissioned, the importance of the integration of system solutions, and had highlighted a need to take an enterprise-wide architecture approach to future technology choice and delivery.

5.2.5. The Board particularly discussed the time it had taken to escalate problems with this project and the steps that had been taken to ensure that project managers were empowered to identify potential problems and escalate them at the appropriate point.

5.2.6. The Board also discussed potential alternatives to additional case management software and alignment to desired architectural principles and system integration. The Board also noted the links between this project and the recent case management internal audit, which had provided an outcome of adequate assurance.

6. Finance

6.1. Year-end income and expenditure report

6.1.1. Angela Donaldson presented a report setting out the pre-audit year-end management accounts.

6.1.2. The Board noted that travel spend had been over budget and received assurance that spend was still significantly below pre-pandemic levels. Estimating the 2022/23 budget for this area had been particularly challenging given the changes to working practices post-pandemic, and the budget for 2023/24 was expected to be more accurate as working practices were more settled.

7. Updates from recent Committee meetings

7.1. **Update from Audit and Risk Committee Chair**

7.1.1. Ailsa Beaton provided an oral update on matters considered by the Audit and Risk Committee at its meeting on 24 April 2023. This had included consideration of five internal audit reports and the annual internal audit opinion of substantial assurance. She highlighted that the Committee had emphasised to the external auditors the importance of completing the external audit to schedule.

7.1.2. The Board asked for clarification of whether there was a backlog of internal audit reports or recommendations to be actioned. Ailsa Beaton confirmed that all internal audit reports for 2022/23 had been completed and the 2023/24 internal audit schedule was underway; all internal audit recommendations due for completion by the end of 2022/23 had been completed.

7.2. **Update from People Committee Chair**

7.2.1. Jeanette Lichner provided an oral update on matters considered by the People Committee at its meeting on 24 April 2023. She highlighted the Committee's focus on leadership development activities, as well as review of current people-related risks.

7.3. **Update from Regulatory Committee Chair**

7.3.1. Paul Arnold provided an oral update on matters considered by the Regulatory Committee at its meeting on 4 May 2023, highlighting the regulatory risk project which had been referred to earlier in the meeting. He explained that in addition to the regulatory process review, the Committee

had discussed the feedback received to date from PACE projects.

7.3.2. The Board also noted that Peter Hustinx attended Regulatory Committee meetings as an independent member.

8. Any other business

Management Board quoracy

8.1. Nicola Wood commented that the given the reduction of the number of Board members since the terms of reference were last reviewed, the quoracy of Management Board was relatively high, with nine of 11 members required in attendance for the Board to be quorate. While there had not been any issues with quoracy, the Board agreed it would be useful to review the quorum.

ACTION: Louise Byers to review the quorum for Management Board. Due date: 10/7/23

Attendance

Members

Ailsa Beaton	Non-executive Director
David Cooke	Non-executive Director
Emily Keaney	Deputy Commissioner (Regulatory Policy)
Jeannette Lichner	Non-executive Director
John Edwards (Chair)	Information Commissioner
Nicola Wood	Senior Independent Director
Paul Arnold	Deputy CEO and Chief Operating Officer
Ranil Boteju	Non-executive Director
Stephen Bonner	Deputy Commissioner (Regulatory Supervision)
Tracey Waltho	Non-executive Director

Attendees

Ange Balakrishnan	Executive Director (Strategic Communications and Public Affairs)
Angela Donaldson	Director of Finance (for item 6)
Claudia Berg	General Counsel
Jen Green	Executive Director (Strategic Change and Transformation)
John Kavanagh	Director of Governance Transition
Louise Byers	Director of Corporate Planning, Risk & Governance
Rob Holtom	Executive Director (Data, Digital and Technology)

Sarah Lal   Director of People Services (for item 4.2)
Stephen Almond   Executive Director (Regulatory Risk)

Secretariat

Christopher Braithwaite   Corporate Governance Manager (secretariat)