

# Management Board minutes

3 October 2022

## Members

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

## Attendees

Claudia Berg	General Counsel
Jen Green	Executive Director (Change and Transformation)
John Kavanagh	Director of Governance Transition
Louise Byers	Director of Corporate Planning, Risk & Governance
Caroline Robinson	Risk & Business Continuity Manager (secretariat)

## 1. Introductions and apologies

- 1.1. There were apologies from Ailsa Beaton and Peter Hustinx who were unable to attend the meeting.

## 2. Declaration of interests

- 2.1. Jeannette Lichner highlighted her relationship with the FCA.

## 3. Matters arising from the previous meeting

- 3.1. The minutes were confirmed as accurate. John Edwards provided an update on the outstanding actions.

## 4. Discussion items

### ICO25 - "call for views" survey responses

- 4.1. Jen Green presented the report outlining the outcomes of the consultation. The Board were asked to provide feedback on any areas that should be considered when finalising the ICO25 plan. .
- 4.2. The Board considered the results of the consultation to be very positive and that they demonstrated that organisations felt that they had already contributed and had been heard via the listening tour.
- 4.3. The Board discussed the balance between individual rights and economic growth, how we make it clear what our purpose is, and how best to communicate to staff and externally the rationale behind decisions on investigations.
- 4.4. The agreed that we need to make effective use of our resources to ensure that our core customer performance is as effective and efficient as possible.
- 4.5. (this section has been redacted from the minutes)

### ICO25 – moving from strategy development to successful execution

- 4.6. Paul Arnold presented the report outlining the main themes arising from the recent consultation and our future plans.
- 4.7. The Board discussed the cultural change that will be required, how best to manage the challenges and ensure that staff make the change in their work priorities. The Board considered that the importance of making sure that staff are supported and managers, and they are clear on the reason for the changes and why we are making them.
- 4.8. The Board discussed the proposed new roles within the Executive Team and the rationale behind the decision. It was confirmed that there was a need to make sure that our strategic shifts of approach are supported by the right vertical alignment. The Board agreed that roles on the Executive Team should not, wherever possible represent single professions to ensure our Executive leadership team is truly cross cutting. Those responsible for individual professions such as People, Finance, Risk/Governance or

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Economics are expected to attend Executive Team and Board meetings to talk to those profession specific matters.

### Modern Slavery Statement

- 4.9. The Board recommended that we include within the statement a point of contact within Government and also a contact email at the ICO to allow readers to seek assistance should they have a cause to.
- 4.10. The role of the People Committee with regard to modern slavery was also discussed and it was agreed that this should be considered further.
- 4.11. The Board approved the Statement for publication subject to the recommendations made by the Board being implemented.

**Action: Louise Byers, Sarah Lal and Jane McCall to consider the role of the People Committee with regard to the ICO's oversight and reporting in relation to modern slavery.**

### Adjustments to Committee Terms of Reference

- 4.12. John Kavanagh presented the proposed amendments to the Committee terms of reference. The amendments proposed are to ensure maximum flexibility with achieving quorum and expand the breadth of expertise on the Committees.
- 4.13. The Board were content with the proposed amendments.

**Action: Corporate Governance to finalise the terms of reference and update publication on website and intranet**

## 5. Finance

### August income and expenditure report

- 5.1. Paul Arnold presented the August financial report for information.
- 5.2. The Board discussed the affordability of the ICO25 plans and activities and it was confirmed that the current stop, start and continue exercise will ensure that the funding required to deliver ICO25 is prioritised. The plans should therefore be cost neutral.
- 5.3. The Board discussed whether there were contingency plans in place in the event of a catastrophic financial hit. They recommended that the Audit and Risk Committee request scenario planning around forecasted income and expenditure,

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working on worst case scenarios relating to the budget for next year.

- 5.4. It was confirmed that we are currently reviewing expenditure including contracts with IT suppliers and accommodation costs. We also continue to work with DCMS to review the funding model in the longer term and continue to progress a reserves policy.
- 5.5. It was also highlighted that we are currently considering non-remuneration benefits that we can provide to help support staff with the current increase in cost of living and fuel costs

## 6. Any other business

- 6.1. There were no items to consider under any other business.

## Background Papers

It was agreed that the KPI performance paper should be sited within the main body of the agenda for future meetings, rather than as a background paper, to allow an opportunity for the Board to provide comment.