Management Board minutes

22 January 2024

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

1.   Introductions and apologies

1.1.   Apologies for absence were received from Stephen Bonner.

1.2.   Louise Locke was welcomed to her first Management Board meeting.

1.3.   The Board congratulated Nicola Wood and Paul Arnold on receiving MBEs in the King's New Year Honours.

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 Board noted the update on actions from previous meetings which had been provided.

4.   Discussion items

4.1.   **Scenario planning for financial outcomes**

4.1.1.   Louise Byers presented a report providing an overview of scenario planning for financial outcomes for 2024/25, ahead of the budget being presented to the Board's next meeting. She also presented a report providing an update on discussions with the Department for Science, Industry and Technology (DSIT) their review of the Data Protection (Charges and Information) Regulations 2018 (the fee model review).

4.1.2.   The Board discussed the preferred approach to a future fee model and the principles behind this, including:

- the potential timescales for agreeing a new fee model, and the risks for the 2024/25 budget. The Board particularly discussed the importance of recognising the impact of delays in DSIT's review of the model, which have created budget risk for the upcoming financial year;

- the relative value for money delivered by the ICO's existing fee model;

- the impact of increasing fees on organisations in a challenging economic environment;

- the fairness argument for large organisations sharing a greater degree of burden for funding the ICO's work than small organisations, given the higher regulatory risks typically represented by these organisations. The Board also discussed the stability of size of the cohort of large organisations paying the data protection fee, but the challenges this may present in future fee income growth;

- the impact of the upcoming governance changes in the DPDI Bill on future fee reviews;

- the relationship between the fee model and the workforce planning strategy.

4.1.3. The Board thanked Louise Byers and the Finance team for their work to date in continuing to deliver strong planning in the midst of uncertainty on the future fee model.

Decision

4.1.4. The Board agreed that the Commissioner and Deputy Chief Executive should inform DSIT that it was the view of the Management Board that the financial risks relating to the fee model for the ICO's 2024/25 budget must be shared between the ICO and DSIT.

4.2. **Enterprise Data Strategy**

4.2.1. Rob Holtom presented a report providing an overview of the Enterprise Data Strategy. Rob Holtom also thanked Ranil Boteju and Louise Locke for their particular contributions to the strategy.

4.2.2. The Board supported the overall strategy. The Board emphasised the importance of continually iterating the

delivery plan for the strategy, both in order to maximise the boldness of this plan and avoid unnecessary costs, as well as the importance and benefits of continuing to track and develop the ICO's data maturity.

4.2.3.   The Board also discussed the importance of tracking benefits realisation in the implementation of the strategy, to ensure that these benefits were consistently identified but also to maintain a strong business case and internal buy-in for the continued delivery of the strategy, preferably supported by case studies. This was also linked to the value realisation framework, which would be discussed later in the meeting. The Board was informed that part of the delivery plan included emphasising beginning to deliver identifiable benefits to staff to support this.

4.2.4.   The Board discussed the presentational risk of publicly consulting on the data strategy, as the strategy identified the ICO as having low data maturity. The Board agreed that the benefits of transparency and leadership in this space were likely to outweigh any reputational risk and would encourage more organisations to align to the organisations to use the Central Digital and Data Office's (CDDO) Data Maturity Assessment. The Board agreed that it was appropriate to publicly consult on the strategy.

Decision

4.2.5.   The Board agreed with the approach set out within the report.

4.3. **Communications and Engagement – 2024 vision and high-level plans**

4.3.1.   Ange Balakrishan presented a report providing the Board with information of the proposed approach to proactive communication plans for the coming year, including key speaking engagements and insights gained from previous communications activities.

4.3.2.   The Board also received assurance that a report would be submitted to the Management Board's meeting to give an overview of plans in relation to delivering the ICO's duties during the 2024 general election.

4.3.3. The Board welcomed the report and agreed that it demonstrated a strong vision for communications and engagement over the next year.

4.3.4. The Board was informed that the next steps for this work would be to clearly identify the specific target sectors for each priority area, to maximise impact of this work.

4.4. Data Protection law reform update

4.4.1. Emily Keaney provided an oral update on progress with data protection law reform, with the DPDI Bill beginning its progress through the House of Lords element of the Parliamentary process.

4.5. Annual Board effectiveness review

4.5.1. Louise Byers presented a report providing the Board with findings from the recent Board effectiveness review.

4.5.2. The Board agreed the report and recommendations provided a fair and accurate summary of the Board's effectiveness. The Board also agreed that the approach taken had been appropriate and effective.

4.5.3. The Board also agreed that it would be beneficial to hold a strategy day for the existing Board in the coming months, to include discussion of the current Board's role in the transition to a statutory Information Commission Board following the passage of the DPDI Bill, as well as gaining a further understanding of the potential areas of challenge for a statutory board.

ACTION: Louise Byers to arrange a Management Board strategy day. Due date: TBC

4.5.4. The Board also commented that it would be useful to use this session to reflect on the overall organisational strategy for 2024/25. The Board was informed that this would be supplemented by the 2024/25 budget, which would be brought to the Board's next meeting for endorsement.

4.5.5. The Board particularly discussed the distinction between the role of the Board in its current form (advising the Commissioner as a Corporation Sole) and the proposed new form (as a statutory board). The Board agreed that it would be important to be conscious of how matters considered by

the Board from here on may be handled in different ways by the statutory board after passage of the DPDI Bill.

Decision

4.5.6.   The Board agreed the recommendations set out in the report, in addition to holding a strategy day for the current Board.

5.   Performance reports

5.1.   ICO 25 progress update

5.1.1.   Rob Holtom presented a report setting out overall progress with ICO 25 change programmes and BAU regulatory outputs. He provided the Board with assurance that, overall the ICO 25 programme was currently on track to deliver its objectives.

5.1.2.   The Board noted that the two projects currently rated as red due to delays were related to cyber security, and asked for confirmation as to whether these represented risks to the ICO's own cyber security. The Board received confirmed that the delays to these projects did not create risks within the ICO's cyber security infrastructure; one project had been delayed to ensure it was compliant with existing cyber security infrastructure principles; the other was in relation to the ICO's regulatory role in cyber security, rather than its own cyber security.

5.1.3.   The Board also discussed the current external threat environment for cyber security incidents in the UK and internationally.

5.2.   ICO 25 Value Realisation

5.2.1.   Sophie McCormick presented a report providing the Board with the proposed approach for quantifying value realisation from ICO 25.

5.2.2.   The Board welcomed the proposed approach to value realisation and emphasised the importance of this being embedded across the organisation at all levels.

5.2.3.   The Board discussed the challenges in like-for-like comparisons between projects with different types of benefits, especially when some benefits would also be largely intangible and the ambitions for expanding use of

the value realisation framework beyond projects, particularly into evaluating the value realised through regulatory interventions and business-as-usual work, which was a medium term aspiration.

5.3. **Project deep dives – Governance transition project and SharePoint EDRM migration to the Cloud**

5.3.1. Louise Byers presented a report providing a deep dive into progress with the governance transition project. She also provided an oral update on progress with the project since the report had been prepared.

5.4. **Project deep dive – SharePoint EDRM migration to the Cloud**

5.4.1. Rob Holtom presented a report providing a deep dive into progress with the SharePoint EDRM to the cloud project.

5.4.2. The Board discussed the challenges inherent to EDRM migration projects, to ensure that the executive was fully aware of these challenges. The Board particularly highlighted challenges in relation to confidential data and the importance of product owner roles.

6. Finance

6.1. **Month income and expenditure report**

6.1.1. Louise Byers presented a report setting out the latest management accounts.

6.1.2. The Board discussed why the profile for recruitment had differed from the budgeted profile for 2023/24, and the current status on funding of the national cost-of-living payment which had been made to all staff.

7. Updates from Committees

Audit and Risk Committee

7.1. Ailsa Beaton provided an oral update on matters considered by the Audit and Risk Committee at its meeting on 18 January 2024. She explained that the Committee's discussions had focused on reviewing the risk management policy, an update on business continuity and cyber security activities, and a review of the fraud risk assessment.

7.2. She explained that the Committee had also discussed the external audit plan, the programme for production of the annual report and

financial statements, and an update on delivery of the internal audit programme and planning for the 2024/25 internal audit programme.

Regulatory Committee

7.3. John Edwards provided an oral update on matters considered by the Regulatory Committee at its meeting on 4 December 2023. He explained that the Committee's discussions had focused on the regulatory risk review project and the public sector enforcement approach.

7.4. He explained that the Committee had also discussed the importance of having baseline positions to evaluate the impact of regulatory interventions, and the challenges in doing this, particularly in areas where urgent intervention was needed.

7.5. He also provided an overview of the matters which were currently scheduled to be considered at the Committee's next meeting in March, including progress with the penalty setting guidance following completion of the public consultation on this.

8. Any other business

8.1. There were no items of other business.

Attendance

Members

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

Attendees

Ange Balakrishnan	Executive Director, Strategic Communications and Public Affairs
Claudia Berg	General Counsel
Jen Green	Executive Director, Strategy and Resources

Louise Byers	Director of Risk & Governance
Louise Locke	Executive Director, Customer Services
Rob Holtom	Executive Director, Digital, Data, Technology (DDaT), Transformation and Delivery)
Stephen Almond	Executive Director, Regulatory Risk
Sophie McCormick	Director of Transformation and Delivery (for item 5)

Secretariat

Chris Braithwaite	Corporate Governance Manager
Lauren Chadwick	Corporate Governance Apprentice
Fiona Wilcock	Corporate Governance Officer