

# Management Board minutes

21 September 2020

## Members and other attendees present

Paul Arnold	Deputy Chief Executive Officer
Ailsa Beaton	Non-executive Director
Louise Byers	Director of Risk and Governance
David Cooke	Non-executive Director
James Dipple-Johnstone	Deputy Commissioner (Regulatory Supervision)
Elizabeth Denham	Information Commissioner (Chair)
Peter Hayes	Advisor to Commissioner
Peter Hustinx	Non-Executive Director
Jane McCall	Non-executive Director
Simon McDougall	Executive Director – Technology and Innovation
James Moss	Acting General Legal Counsel
Steve Wood	Deputy Commissioner (Regulatory Strategy)
Nicola Wood	Senior Independent Director
Christopher Braithwaite	Senior Corporate Governance Manager (secretariat)
Caroline Robinson	Corporate Governance Officer (secretariat)

### 1. Introductions and apologies

1.1. There were no apologies for absence.

### 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, subject to one amendment relating to paragraph 5.3. 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. She highlighted the

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excellent work which had been completed since the last meeting on the Age Appropriate Design Code (AADC). This represented a huge step forward for protecting children online, and was something which the whole organisation could be proud of. The AADC had now entered its 12-month transition period, during which the ICO would be focusing on engaging with stakeholders. It was also important to note that the AADC was just part of regulation keeping children safe online, and the Government's approach to online harms regulation would be key to this. The next Code to be published would be the Data Sharing Code, which would help to promote data protection as an enabler of data sharing, rather than a blocker.

- 4.2. Other areas in which the Commissioner provided an update included updating the ICO's regulatory posture to reflect the current environment, as the ICO continued to take a pragmatic approach to regulation; the appearance at the Public Services Select Committee and other work with parliamentarians; the upcoming virtual Global Privacy Assembly conference; and internal messages to staff.

## 5. Discussion items

### EU Withdrawal Update

- 5.1. Steve Wood provided an oral update regarding the current status of work in relation to the EU Withdrawal, particularly in relation to adequacy and regulatory co-operation. This ensured that that the Board was up to date on the current status of this work. Elizabeth Denham noted that this may well be an area which was subject to rapid change.
- 5.2. Steve Wood suggested that a further update be provided at the November meeting to explain the risks at that point.

**Action: Steve Wood to provide an EU Withdrawal update to the November meeting**

### Constitutional Review

- 5.3. Louise Byers presented the report setting out the current status of the constitutional review. The report set out areas the review will focus on over the next few months and identified the ownership of these areas.

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- 5.4. The Board noted the discussions about potentially establishing a Nominations Committee and agreed that this should be discussed at the November meeting.
- 5.5. Louise Byers also provided an update on the spending review. The ICO had submitted bids to this through DCMS, and so far no concerns had been raised raised.

**Action: Paul Arnold to provide a report on potentially creating a Nominations Committee to the November meeting**

### Senior Independent Director

- 5.6. Paul Arnold presented a report setting out the proposed duties of the Senior Independent Director, noting that Nicola Wood had been appointed to this role.
- 5.7. The Board approved the role and responsibilities as detailed in the report.

## 6. Performance Reports

### Capacity and Capability Plan

- 6.1. Paul Arnold presented the new Capacity and Capability Plan and highlighted that the current COVID19 situation, as well as the ongoing spending and constitutional reviews, have been taken into account whilst developing the plan.
- 6.2. The Plan will be brought to the Management Board regularly to formally report progress towards achieving the plan.
- 6.3. The Board noted that the plan was ambitious and approved the Plan with some minor amendments to wording.

## 7. Management accounts

- 7.1. The July financial report was presented for information. The financial positions continued to track over and above the budget.
- 7.2. Paul Arnold highlighted that the Companies House campaign was due to recommence in October.
- 7.3. The current savings on the learning & development spend were likely to be deferred spend due to the current working circumstances, rather than a reduction in spend on learning and development overall. This was due to the reduction in

training courses currently being carried out by external providers.

## 8. Risk and opportunity management

- 8.1. Louise Byers introduced the risk and opportunity report and register.
- 8.2. The new risk regarding compensation was discussed and Nicola Wood expressed concern that the risk rating was very low.

**Action: Louise Byers and Suzanne Gordon to review the mitigating actions and risk scoring for the risk relating to compensation and to discuss the risk further with Nicola Wood.**

## 9. Any other business

- 9.1. Nicola Wood provided an update from the recent NEDs meeting. She explained that she would provide updates on the issues she had discussed in her role as Senior Independent Director to future meetings.

**Action: Nicola Wood to provide updates on issues she has discussed in her role as Senior Independent Director to future Board meetings as required.**