

## Management Board minutes

17 May 2021

### 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
Jen Green	Executive Director (Change and Transformation)
Peter Hayes	Advisor to the Commissioner and Executive Team
Claudia Berg	General Counsel

### 1. Introductions and apologies

- 1.1. Steve Wood gave his apologies for the initial part of the meeting and explained that he would join the meeting at 2pm.
- 1.2. Elizabeth Denham welcomed Claudia Berg to her first Management Board meeting.

### 2. Declaration of interests

- 2.1. There were no declarations of interests.

### 3. Matters arising from the previous meeting

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

## 4. Senior Independent Director Update

- 4.1. Nicola Wood gave an update on her involvement in the recruitment panel for the next Information Commissioner. She commented that the interviews had now concluded and therefore her involvement in the recruitment had now concluded. The next stage in the process would be the Minister to announce a recommended candidate, ahead of a Select Committee hearing in June 2021.

## 5. Discussion items

### KPIs and balanced scorecard

- 5.1. Louise Byers presented a report setting out proposals for the KPIs and balanced scorecard.
- 5.2. The Board welcomed the report and commented that it was high quality. The Board discussed some of the specific targets regarding casework, service standards and enforcement action, and suggested amendments to ensure that targets did not create perverse incentives. The Board recommended ensuring that measures reflected both the proactive and reactive nature of the work of the ICO and in particular the work undertaken to enable compliance and provide support and guidance to organisations.
- 5.3. Management Board approved the report, subject to the comments provided. Louise Byers thanked Management Board for their input and would update the measures accordingly. She explained that the next steps for this work would be to provide the Board with the figures for Q1 of 2021/22 at the Board's next meeting.
- 5.4. Regulatory priorities
- 5.5. James Dipple-Johnstone presented a report that set out proposed regulatory priorities for the coming year.
- 5.6. The Board approved the recommended regulatory priorities.

## 6. Performance reports

### Progress towards achieving the Capacity and Capability plan

- 6.1. Jen Green presented a report setting out progress towards achieving the Capacity and Capability plan.

- 6.2. Elizabeth Denham commented that this was strong work, and the Board noted the report.

### EDI Objectives

- 6.3. Jen Green presented a report setting out progress towards achieving the ICO's EDI objectives.
- 6.4. Management Board discussed if the objectives were stretching enough to increase diversity at the ICO. Jen Green explained that the EDI Board had recently conducted benchmarking against the civil service nationally and in the North West, as well as using local demographics and work was ongoing to benchmark against other regulators.
- 6.5. The Board agreed that staffing diversity targets are useful, and that these should be reviewed by the Board to ensure that they were at the appropriate level of ambition. Once the initial key targets had been achieved, it would be reasonable to transition to an "action plan", rather than specific targets.

**Action: Jen Green to provide the proposed staff diversity targets to the Management Board for review. (Due date: next meeting)**

- 6.6. The Board discussed work that was ongoing in this area, particularly taking advantage of more remote-working opportunities to recruit from a more diverse candidate pool, specific approaches being taken in the Technology and Innovation Directorate to increase diversity.

Steve Wood joined the meeting at this time. Peter Hayes left the meeting at this point.

### Draft Annual Report 2020/21

- 6.7. Louise Byers presented a report which provided Management Board with the draft ICO Annual Report for 2020/21.
- 6.8. The Board commented that it would be useful to add a section to the report on the ICO's work with Parliament over the last year.
- 6.9. The Board requested an update on progress with the remuneration figures. Chris Braithwaite explained that pay and benefits in kind data was now available, and pensions data was awaited from MyCSP. The Board requested to be provided with the remuneration data currently available.

**ACTION: Chris Braithwaite to provide the Board with the currently available remuneration data, for review. (Due date: 17 May 2021)**

- 6.10. Elizabeth Denham requested a steer from the Board on the overall approach that she should take for the foreword to the report. The Board agreed that this should be largely retrospective, providing information on the achievements and changes to the ICO during the Commissioner's term.
- 6.11. Subject to the comments above, the Board approved all content in the draft Annual Report.

## 7. Update from Audit & Risk Committee Chair

- 7.1. Ailsa Beaton gave an update on the issues that had been discussed in the last meeting of the Audit and Risk Committee. This included the draft annual report; compliance arrangements; reporting on environmental performance, sustainability and governance (ESG); and outstanding internal audit recommendations. She also reported that the annual request for assurance on specific areas from DCMS would be discussed at the Committee's June 2021 meeting.
- 7.2. In relation to ESG reporting, Louise Byers reported that some examples of best practice had been provided by the internal and external auditors, and the Corporate Governance team was currently reviewing these.
- 7.3. Ailsa Beaton also reported that the June 2021 Audit and Risk Committee meeting would be Roger Barlow's final meeting as an Independent Member of the Audit and Risk Committee. Interviews for Roger's successor were due to take place in the coming weeks. Elizabeth Denham commented that she would formally record her thanks to Roger for his excellent work during his term with the ICO at both the June 2021 Audit and Risk Committee meeting and the July 2021 Management Board meeting.
- 7.4. Elizabeth Denham asked whether reporting of the investigation into the use of corporate credit cards for staff rewards would need to be included within the annual report. Ailsa Beaton and Paul Arnold explained that this would depend on the findings of the investigation, which was ongoing.

## 8. Management accounts

- 8.1. Paul Arnold presented a report setting out the year-end financial position for 2020/21. He explained that there had been higher than forecast fee income during the final months of the financial year, which had led to a net underspend for the full year. Elizabeth Denham commented that the quantity of this underspend was very small in percentage terms of the overall budget.
- 8.2. Paul Arnold explained that the 2021/22 budget was being reprofiled and that the Resources Board was actively monitoring the budget.

## 9. Risk and Opportunity Management

- 9.1. Louise Byers presented a report setting out the current risk and opportunity register.
- 9.2. Elizabeth Denham asked whether the Management Board wished to continue conducting a full review of the risk register at every meeting. The Board agreed that it should receive the risk register for information as a background document at every meeting and should receive an annual report on key progress with the risk register over the previous year. The Board also agreed that any substantive updates to the risk register during the year could be reported to each meeting by the Chair of the Audit and Risk Committee.

## 10. Any other business

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