

Management Board minutes

27 October 2021

Members

Paul Arnold	Deputy CEO and Chief Operating Officer
Ailsa Beaton	Non-executive Director
Stephen Bonner	Deputy Commissioner (Regulatory Futures and Innovation)
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
Nicola Wood	Senior Independent Director
Steve Wood	Deputy Commissioner (Regulatory Strategy)

Attendees

Claudia Berg	General Counsel
Christopher Braithwaite	Senior Corporate Governance Manager (secretariat)
Caroline Robinson	Corporate Governance Officer (secretariat)

1. Introductions and apologies

- 1.1. There were apologies from Louise Byers and Peter Hayes who were unable to attend the meeting.

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. It was confirmed that the customer service report will now come to the December meeting.

4. Commissioner's introduction

- 4.1. Elizabeth Denham reflected on the highlights and challenges she has faced during her term as Commissioner over the past

5 years, which started with the Brexit referendum and ended with the Coronavirus pandemic.

- 4.2. She highlighted the ICO's journey with the implementation of the new Data Protection Act and the challenges which had faced the organisation over the last five years. She highlighted the change in mindset from the ICO to implement the new Data Protection Act, establishing a proactive posture and intelligence driven interventions, rather than being a reactive regulator, to be able to properly intervene in our public policy area and meet the high public expectations.
- 4.3. She also highlighted the changes in the ICO's organisation and processes to ensure that we regulate in a transparent, consistent and clear way, in collaboration with other regulators where appropriate. This had allowed the ICO to articulate the rigour and quality of its work over the last five years, and influence at the highest levels.
- 4.4. She also reflected on how the level of public interest and impact of our work has increased over her term. The ICO's work had a strong profile in parliament and we had been the first organisation to tackle complex issues such as data and democracy, AI transparency and auditing and regulatory sandbox.
- 4.5. She thanked the Management Board and Executive Team for the support they had given throughout her term, and the expanded skills had been called upon to give the level of oversight, professionalise the risk register approach and strengthen our governance. This demonstrated how the Board had exemplified leadership, one of the ICO's values.
- 4.6. The Commissioner also touched on the delivery of the other ICO values:

on ambition; she reflected on how we have overcome weaknesses and threats to the ICO including challenges around staff retention and pay levels, as well as diversity in senior leadership roles. The ambitions set by the Board and Executive Team were proactive, relevant, fit for purpose and have ensured that the ICO has become a modern European regulator that has maintained relationships with EU partners. The value of collaboration had been key in achieving this level of

ambition; the relationships developed are the reasons we were able to succeed. We have pressed hard for what we knew mattered including the case for pay flexibility, the data protection fee model, chairship of Global Privacy Assembly and delivery of the new powers in the Data Protection Act. She reflected that the collaboration and service excellence had been enhanced throughout her term by the ICO being focused of providing excellent service, based around the needs of the people it was engaging with.

- 4.7. The ICO has significantly modernised, our capacity has grown, we have taken on some of the biggest issues without fear and we communicate with the public, even if it might invite criticism. As a result, more and more is expected of the ICO.
- 4.8. She reflected that the journey to transform will continue, with the structures and processes in place to build on. The ICO is a modern and fit for purpose regulator with a Board able to challenge and support the Commissioner.
- 4.9. The Commissioner finished by thanking the members of the Board for their support over the past 5 years.
- 4.10. Peter Hustinx commented that the Commissioner had brought a lasting change to the ICO through her team. He also commented on her recent calls for a new Bretton Woods for data and commented this would be vital.

5. Discussion items

Data Protection Reform consultation update

- 5.1. Paul Arnold provided an update on our response to DCMS's consultation. It has been received as a well-balanced piece which has successfully promoted the independence message. We have since been invited to a number of roundtable discussions on the consultation.
- 5.2. He confirmed that we continue to work with DCMS to ensure that we are ready to progress the work once the consultation window closes.
- 5.3. The Board discussed other areas within the consultation that should be highlighted including AI and algorithms and the ICO's international stance.

Accountability Framework

- 5.4. James Dipple-Johnstone gave the Board a presentation on progress with the accountability framework. The framework is a practical tool for organisations to use and provide them with the opportunity to use our advice and guidance. The Accountability Framework won the 2021 Global Privacy Data Protection Award for accountability, which was voted on by members of the Global Privacy Assembly.
- 5.5. He explained that although the framework is aimed at all organisations, it currently appeared to be more helpful to larger organisations due to their level of resources. However it could be useful to smaller organisations; signposts were also included to additional tools which may be better tailored for these organisations, such as the SME Hub.
- 5.6. The Board agreed that this is a useful tool and discussed whether in the future the framework could be used as a foundation of guidance for specific areas to help improve data protection standards. The Board also discussed the benefits of the framework for the public and private sectors.

Update on ICO Policy Profession and Policy Methodology

- 5.7. Steve Wood presented an update on the evolution and modernisation of the methodology and the policy professions within the ICO to ensure that there is trust and confidence in the ICO's policy approach.
- 5.8. The document sits alongside other documents including the Regulatory Action Policy and links into the harms framework work currently being carried out. It provides a good practice guide for staff to inform policy development.
- 5.9. Steve Wood highlighted the role of the Policy Board which has been in operation for over a year. The Policy Board is able to provide steers on policy issues including, recently, efficacy, end to end encryption and age assurance.
- 5.10. It was highlighted to the Board that the data strategy is currently in development and can be shared at a future Board meeting once finalised.

Our Ways of Working Update

- 5.11. Jen Green presented the report outlining the results from the recent staff health and wellbeing survey and provided updates on developments since the paper was circulated.
- 5.12. There has been an increase in COVID-19 cases recently within the Wilmslow area and she confirmed that the ICO is working closely with Cheshire East Council on the measures we have in place. She confirmed that we are not aware of any cases that have been passed between colleagues whilst in the office.
- 5.13. She highlighted the positive responses to the recent survey, including when compared to the previous surveys carried out. 93% of staff say that they feel they can be productive working from home and 83% feel they are working well from home. The results had been shared with the Senior Leadership Team who agreed that productivity continued to increase. BMG, who had conducted the research had noted that our results compared favourably against other organisations.
- 5.14. The ICO's position is being reviewed every 3 weeks and will continue to align with national guidelines.
- 5.15. The Board discussed the need to support members of staff who are living alone and therefore may miss out on interactions with other people whilst working home. It is important to review the impact on staff within these groups. Jen Green confirmed that our survey results show that the younger age groups have been more affected however, according to BMG, our results for this age group were still more positive in comparison to other organisations.
- 5.16. It was confirmed that the Trade Unions are comfortable with the strategic four step approach outlined for returning staff to the office and they have also agreed to the principles for the OWOW programme.
- 5.17. The Board agreed that we need to be prepared for the further government action to curb the spread of COVID-19, and also to be prepared for hybrid working in the long term. It was confirmed that work is already underway for hybrid working and the team continue to work with Directors and Heads of Department to gain a better understanding of individual department's needs for productivity.
- 5.18. Reviews are being undertaken on accommodation and collaboration spaces within the offices, as well as the

technology that is available, to ensure that hybrid meetings will be effective.

- 5.19. The Non-Executive Directors complimented the Executive Team on the favourable staff results on the wellbeing survey, especially compared to other organisations.

6. Update from Audit and Risk Committee Chair

- 6.1. Ailsa Beaton provided an update on recent work of the Audit and Risk Committee. Jayne Scott, Independent Audit Member, attended her first Committee meeting last week and it was noted that it would be helpful to include Jayne in an upcoming NEDs meeting.
- 6.2. It was highlighted that Deloitte now have the contract to provide external audit on behalf of the NAO, but they had not been onboarded at the time of the meeting. Ailsa explained that development of our relationship with Deloitte will be critical with regard to the audit and annual report.
- 6.3. During the meeting held on 18 October the Committee considered the audit report on financial recovery and were pleased with the result of substantial assurance. The Committee also considered a deep dive on ransomware, which they felt was both informed and informative, and agreed the approach for the Trust Statement and Depreciation Policy.

7. Finance

- 7.1. Paul Arnold presented the income and expenditure report for September and highlighted that we are in a solid position. We are currently ahead of the fee income forecast, but he cautioned the Board that this forecast was made against an uncertain economic outlook in light of the pandemic.
- 7.2. With regard to expenditure there a number or larger projects coming to fruition towards the end of the financial year. Expenditure for the business cases is being reviewed on a regular basis.
- 7.3. He also confirmed that the new Director of Finance, Angela Donaldson, started this week and she will be supported by Louise Byers until the end of the financial year.

- 7.4. The Board thanked Louise Byers for agreeing to take on the role as Acting Director of Finance and thanked her for her hard work whilst delivering this role.

8. Update on transition to new Information Commissioner

- 8.1. Paul Arnold provided an update on progress with the transition to the new Information Commissioner.
- 8.2. He confirmed that time with the Non-Executive Directors and members of the Board has been built into the plan. Once the transition plan has been finalised, it will be circulated to the Board members for feedback.
- 8.3. Nicola Wood thanked Paul Arnold for all the hard work that he has put into developing the transition programme.

9. Scheme of Delegations

- 9.1. The Scheme of Delegations was brought to the Board to give them assurance and full visibility ahead of it being recommended to the Commissioner for approval.
- 9.2. DCMS have confirmed that Paul Arnold will be designated as the Accountability Officer for the short period between the two Commissioners.

10. Any other business

- 10.1. Nicola Wood thanked the Commissioner on behalf of the Board for everything she has done whilst at the ICO, and highlighted the significant impact that Elizabeth's work had delivered to so many UK residents throughout her term particularly the most vulnerable. She noted over the course of the five years Elizabeth had made considerable personal sacrifices and whilst most of those who benefited from her work would be unaware of these the Board were and thanked her for them. She stated that she and the Board were very proud to have had the opportunity to work with Elizabeth and wished her all the very best for her future.
- 10.2. Elizabeth Denham commented it has been a privilege to serve as Commissioner of the ICO.