

Management Board – for decision

Meeting agenda title: Regulatory Committee terms of reference

Meeting date: 18 July 2022

Time required: 15 minutes

Presenter: James Dipple-Johnstone

1. Objective and recommendation

- 1.1. This report sets out proposed terms of reference for a new Regulatory Committee. The Board is recommended to review and approve on the terms of reference.

2. History and dependencies

- 2.1. This report builds on a report which was submitted to Management Board in May 2022 regarding proposals to create a new Regulatory Committee.

3. Developing a common understanding

- 3.1. The ICO currently has five NEDs, and recruitment of a further three is currently ongoing.
- 3.2. The current sub-committees are Audit and Risk Committee and People Committee (with Remuneration Advisory Sub-Committee below that).
- 3.3. We had previously established a Regulatory Panel to consider specific high-impact cases to replicate the Article 60 mechanism. However, that Panel has not met and at the May 2022 Management Board meeting the Board agreed to replace it with this Regulatory Committee.

4. Matters to consider to achieve objective

Regulatory Committee terms of reference

- 4.1. Proposed terms of reference for the Regulatory Committee are set out at Annex 1.
- 4.2. The report which Management Board considered and approved in May 2022 stated that the role of the Regulatory Committee would be “providing the Commissioner, in their capacity as Chair of the ICO Board, with assurance that our regulatory methodologies, systems and processes when prioritising our regulatory resources

and deploying them in line with our strategic objectives are effective and fit for purpose.”

- 4.3. At paragraph 1 of the attached terms of reference, we have simplified that statement slightly to form the purpose of “The Regulatory Committee supports the Management Board in providing strategic oversight of regulatory methodologies, decision making and processes in line with our strategic objectives, to ensure that these are effective and fit for purpose.”
- 4.4. As agreed by Management Board, the Information Commissioner will chair the Regulatory Committee. In keeping with this, the membership (paragraph 6) has been designed as an even split between executive members and non-executive members.
- 4.5. Similar to the approach taken with the People Committee, we have also given the opportunity for the Regulatory Committee to appoint an independent member with relevant experience, in the event that the Committee feels more specific is needed to assist in its work.
- 4.6. The aim will be for the first meeting of the Regulatory Committee to take place between October and December 2022. This will allow the new Non-Executive Directors to be appointed and form part of the membership of this Committee. We expect to bring an item to the September 2022 Management Board meeting to agree membership of the various Management Board committees in light of the updated Committee structure and the recruitment of new NEDs.
- 4.7. Management Board is asked to review and agree the Regulatory Committee terms of reference.

5. Areas for challenge

- 5.1. Does the Management Board agree that these proposed terms of reference will enable the Regulatory Committee and Management Board to manage the ICO’s regulatory related risks and maximise associated opportunities effectively?

6. Communications considerations

- 6.1. Once agreed, the proposed terms of reference for the Regulatory Committee will be published internally and externally.

7. Next steps

7.1. The next steps for this work are:

- Publish the terms of reference.
- Develop the work programme for the Committee.
- Schedule the first meeting of the Committee.

Author: Chris Braithwaite

Consultees: James Dipple-Johnstone, Claudia Berg, Paul Arnold

List of Annexes: Annex 1 – Regulatory Committee Terms of Reference

Publication decision: This report can be published internally and externally without redaction.

Outcome reached: