

PRESS RECOGNITIONAL PANEL
Minutes of the 1st meeting of the Press Recognition Panel Board
held on 5 December 2014 at 107-111 Fleet Street, London EC4A 2AB

Present: Dr David Wolfe QC (Chair) (except paragraph 14), Harry Cayton, Emma Gilpin-Jacobs, Carolyn Regan, Harry Rich and Tim Suter.

In attendance: Beatrice Hollyer (Stanton Marris), Holly Perry (Interim Governance Manager) (except paragraph 13), John Price Williams (Interim Communications Advisor) (except paragraph 13), and Gavin Sturge (Interim Finance Director) (except paragraph 13).

Welcome and Apologies

1. The Chair **welcomed** Members and attendees to the first meeting of the Press Recognition Panel Board.

Declaration of members' interests

2. The Chair thanked Board Members for completing draft declarations of interest forms ahead of the meeting, a summary of which had been circulated in advance. The Board **noted** the declarations, and would discuss the draft policy and form in more detail later on the agenda (paragraph 8 refers).

Organisational culture and approach – PRP01(14)

3. The Board **considered** a paper on organisational culture and approach, and reflected on discussions at a development session held earlier in the day which had been facilitated by Beatrice Hollyer of Stanton Marris. The intention was to consider and agree the guiding principles in relation to how the Board wanted to conduct itself, including in relation to openness and consultation, in order to formulate a final position statement on vision, mission and values.
4. The following points were raised in discussion:
 - it was agreed that the statement needed to be clear (plain-speaking, and avoiding jargon), concise, creative and aimed firmly at the public;
 - the statement needed to set out the Panel's function, i.e. that the Panel had been set up by the Royal Charter to oversee the recognition of press regulators, and to report on the self-regulation of the press;
 - the statement also needed to expressly state the Panel's commitment to securing a free and fair press as part of a free society;
 - the principles of openness, transparency, independence and fairness

- needed to be referenced in the statement;
 - behaviours underpinning the guiding principles needed to be expressed in the statement, for example in relation to openness, the wording might read, 'We intend to be open by holding our meetings in public, listening to what people say, and using and acting on what we hear';
 - in relation to consultation, the principles of diversity, equality and inclusion were important, given that the press impacted on different groups in society differently. Therefore, securing the widest possible range of views from all parts of society would be critical in understanding and acting in the public interest. Being alert to how best to secure views would also be key. The statement therefore needed to include a commitment to an evidence-based approach (and therefore the reasons why consultation was a core principle for the Panel), and an undertaking to explain all the important regulatory decisions taken by the Panel;
 - in terms of the structure of the statement, it was felt that this should be along the following lines:
 - a) explaining the Panel's role;
 - b) explaining how the Panel intended to work; and
 - c) setting out some specific examples of the Panel's intended approach.
5. The Board:
- **agreed** to prepare with a view to adopting an interim position on organisational culture and approach for public consultation;
 - **agreed** the Panel's approach to consultation, with a commitment to consulting for a period of 8 weeks wherever possible;
 - **delegated authority** to Emma Gilpin-Jacobs and Tim Suter to formulate a draft statement on organisational culture and approach based on the Board's discussions, and this would be presented for consideration at the next meeting of the Board taking place on Thursday 18 December 2014.

Governance Framework – PRP02(14)

6. The Board considered a paper which set out the proposed governance framework for the Press Recognition Panel and a number of draft policies and position statements as the initial elements of the framework.
7. The Board **agreed** the overall governance framework for the Panel on an interim basis and for consultation, subject to the inclusion of policies on Equality, Diversity and Inclusion and working with the devolved administrations moving to the 'very urgent' group of policies i.e. those for

immediate consideration and approval.

8. In relation to the specific elements of the framework, the following points were raised in discussion:

Working procedures of the Board

- the minimum number of meetings a year would be five, with the Board meeting as regularly as required in order to discharge its functions;
- the location of meetings would not be specifically referenced;
- the minimum notice for the calling of a Board meeting would be 28 days;
- the Board committed to investigating and piloting electronic working, deferring a decision to whether to adopt electronic (only) dispatch of papers to a later date;
- the wording relating to the timing of publication of Board papers on the Panel website would be clarified;
- Board meetings would generally take place in the afternoons and be open to the public;
- the public would be regarded as attending rather than observing the business meetings, with the Board committed to taking appropriate steps to allow the public to express their views (e.g. allowing an opportunity at the end of a meeting for the public to ask questions). The potential for live streaming of business meetings would be investigated.

Delegations / matters reserved

- the Board **approved** the delegations proposed without amendment;
- in relation to matters reserved, the heading 'Policy' would be replaced with 'Royal Charter';
- additions would be included to cover sections 4.1(d) and 13.1 of the Royal Charter – approval of reports on any successes or failures of the recognition system, and approval of the Board's annual report;
- the limit for approval of contracts in the ordinary course of business would be amended to £5,000 to mirror the limit included in the proposed delegations.

Indemnity

- the Board **agreed** to adopt the indemnity for civil liability in the form set out in the paper.

Expenses

- the policy would be amended to simplify the requirements relating to provision of receipts; and

- once appointed, the Chair would delegate authority to the Chief Executive to authorise claims on his behalf.

Disciplinary Procedure for Chair and Members of the Board

- the Board **agreed** to adopt the disciplinary procedure for the Chair and Members without amendment.

Declaration of interests

- the Board considered the appropriate boundaries to apply and agreed that it was necessary to apply a test of relevance to Members' declarations;
- it was agreed that section F of the form would be amended to read 'Any other relevant matters which are not covered by the above';
- Board Members would revise their declarations to reflect the points raised in discussion and return ahead of the next meeting, at which the Board would agree a consistent level of disclosure.

Confidentiality

- the Board **agreed** to adopt the confidentiality provisions for the Chair and Members set out in the paper without amendment.

Expression of views

- it was **agreed** that all invitations addressed to Board Members to attend or speak at stakeholder events should be referred to the Chair;
- the Board considered the appropriate level of formality to apply to meetings with stakeholders – it was **agreed** that all stakeholder meetings would be formal, to the extent that a public record would be made of the fact of a meeting, even if the content of meetings with stakeholders was held confidentially.

Data protection

- the Board **agreed** to adopt the data protection provisions as set out in the paper without amendment.

Freedom of information (Fol)

- the Board **agreed** to adopt the Fol provisions as set out in the paper, and act as though the Fol Act applied to the Panel. The Board noted that voluntary compliance would not give the Information Commissioner any jurisdiction over the Press Recognition Panel.

9. In summary, the Board **agreed** the overall governance framework for the Panel as set out in the paper and **approved** the following policies as interim positions, to be adopted pending further consideration in light of

public consultation:

- Working procedures of the Board (subject to amendments to be signed off at the Board's next meeting);
- Delegations and matters reserved to the Board (subject to amendments to be signed off at the Board's next meeting);
- Indemnity for Board Members;
- Expenses policy (subject to amendments to be signed off at the Board's next meeting);
- Disciplinary procedure for the Chair and Members;
- Declaration of interests policy (subject to amendments to be signed off at the Board's next meeting);
- Confidentiality;
- Expression of views (subject to amendments to be signed off at the Board's next meeting);
- Data protection; and
- Freedom of information.

10. The Board **delegated authority** to the Chair and Interim Governance Manager to put in place a consultation process for the governance framework, in line with the approach to consultation agreed as part of paper PRP01(14) and with a view to the Board then considering matters in the light of any public comment on the interim framework.

Report on implementation steps taken to date – paper PRP03(14)

11. The Board **received** a paper which presented an update on a number of implementation steps taken to date, and sought the Board's approval for arrangements going forward.
12. The Board raised the following points in discussion:
13. *Personnel* – The Board formally recorded its thanks to Holly Perry, John Price Williams and Gavin Sturge for their work in supporting the Chair to establish the Press Recognition Panel. Having considered alternative arrangements, the Board **agreed** their continued engagement by the Panel on their current terms until 31 March 2015, following which the Board would consider the longer term approach to staffing, as advised by the Chief Executive.
14. The Board **agreed** payments to the Chair for work undertaken by him - to enable the Board to commence its work - up to 3 November 2014, at the daily rate of £500 set for that period of his appointment.

15. *Banking* – The Board **noted** the appointment of Handelsbanken¹ as the Panel's bank and **agreed** to continuation of the current banking arrangements subject to review on an annual basis. The risk of holding all financial assets with one institution would be added to the Panel's risk register once drafted, and the Panel would investigate ways to manage the risk (e.g. opening accounts with other banks or building societies).
16. *Premises* – The Board **noted** the current 'virtual office' contract with Regus/MWB at Fleet Street and **agreed** its continuation. The Board also **agreed** to secure a two-person office within the Fleet Street premises for an initial period of six months, and **agreed** the purchase of a printer for the office.
17. *Finance* – The Board **noted** the position regarding the Panel's finances. In accordance with section 11.9 of the Royal Charter, the Chair **appointed** Harry Rich to take specific responsibility for reporting to the Board on the management of the finances of the Panel, including ensuring adherence to *Managing Public Money* and other procedures. Appropriate risk arrangements would be put in place immediately (Harry Rich would be added as an approver of expenditure, and Tim Suter would be added as a viewer of the online bank accounts). Finance reports would be added to the agenda for each Board meeting, on which Harry Rich would provide assurance. The Board **authorised** Gavin Sturge to report any issues of concern to Harry Rich.
18. *Information Technology* – The Board **noted** the IT hardware and software arrangements that had been put in place to date. A decision on laptops for Board Members was **deferred** to a future meeting. In the meantime, it was **agreed** that Board Members' Panel related emails would be migrated across to their PRP email addresses, via Zimbra, and that AMCL would make the necessary arrangements with individual Board Members to effect the migration. A decision on paperless Board meetings and the adoption of BoardPad was **deferred** (as these matters were linked to the decision about the purchase of laptops for Board Members) – in the meantime, all Board Members would be issued with hard copies of Board papers.
19. *Website / communications* – It was **agreed** that the contact database would continue to be used for communications to stakeholders (e.g. consultation on the Panel's policies, press releases and news updates) pending adoption of a communications strategy for the Panel in due course. Emma

¹ Carolyn Regan declared an interest in that Handelsbanken provided banking services to a small children's charity of which she was the Chair.

Gilpin-Jacobs agreed to assist the Chair with maintaining and fine-tuning the Panel's website.

20. *Correspondence received to date* – The Board **noted** the correspondence from the Founding Director of IMPRESS, Ministry of Justice and HM Treasury.
21. In addition, the Board **noted** the outcome of the set up meetings that had taken place during September and October 2014, including two minor amendments to the notes which would be made prior to their publication.

Report on Chief Executive recruitment – paper PRP04(14)

22. The Board **considered** a paper which set out proposals in relation to the recruitment of a Chief Executive of the Press Recognition Panel.
23. The following points were raised in discussion:
- it was **agreed** that there was a need for an individual to lead the organisation, however there was some concern that a title of 'Chief Executive' might give a misleading impression of the size of role. An alternative job title was 'Executive Director';
 - it was felt that an open recruitment process (to be run 'in house', with online advertising in the Times, Guardian and Panel website) combined with sourcing candidates through a number of executive search candidates would offer the widest pool of candidates;
 - while the role would have very specific tasks in the immediate term (in establishing the regulatory regime), it was felt that the role should not be labelled 'interim'. The task would change after the first year of operation, and therefore a one-year contract with the possibility of extension was considered to be the best solution;
 - the time commitment was expected to be four to five days a week;
 - advice would be sought in relation to salary, however a range of £90,000 to £120,000 was felt to be appropriate;
 - in relation to the timetable, the Board agreed that there was a pressing need to appoint to the role at the earliest possible opportunity, and therefore – while there were risks attached to the timetable, particularly its running over the holiday period – the challenging timetable set out in the paper would be followed;
 - a sub group to take forward the process was **agreed**, comprising David Wolfe, Harry Cayton and Carolyn Regan; and
 - in relation to executive recruitment generally, secondments would be given consideration.
24. Following discussion, the Board

- **approved** the requirement overall for a Chief Executive or Executive Director for the organisation;
- **agreed** the approach to be taken to the recruitment i.e. an open advert combined with sourcing candidates through a number of executive search agencies;
- **delegated authority** to a sub group of the Board to take forward the process (comprising David Wolfe, Harry Cayton and Carolyn Regan);
- **noted** the timetable for further work, including that a substantive discussion and decision regarding the process would take place at the Board's 18 December 2014 meeting.

Board Members' remuneration – paper PRP05(14)

25. The Board **considered** a paper setting out the proposed remuneration for Members of the Press Recognition Panel, on the basis that the Royal Charter required the Board to determine remuneration for Board Members, having regard to the prevailing rates payable to members of boards of public sector bodies.
26. The Board **noted** the very thorough and comprehensive analysis of rates paid across public bodies that had been prepared by GatenbySanderson.
27. The following points were raised in discussion:
- rather than a daily rate, an annual fixed sum was preferred, with an indication of the number of days to be worked per annum, to be paid in twelve equal instalments each month;
 - the rates agreed would be subject to review after one year of operation, and annually thereafter; and
 - after the first three years of operation, at the point the press regulators would effectively be required to pay for the operation of the Press Recognition Panel, the time commitment was expected to reduce.
28. The Board:
- **approved** the rate payable to the Chair of £30,000 per annum for a minimum time commitment of 60 days, with effect from 3 November 2014;
 - **approved** the rate payable to Board Members of £6,000 per annum for a minimum time commitment of 20 days a year, with effect from 3 November 2014;
 - **approved** in principle the future approach to setting Board Members' remuneration, pending further consideration of arrangements in light of public consultation; and
 - **noted** the status of Board Members as 'office holders' under the provisions of the Income Tax (Earnings and Pensions Act) 2003.

Plans for future Board meetings – paper PRP06(14)

28. The Board **received** a paper setting out proposed plans for future meetings of the Board, including dates, locations, content, the potential for inviting guests to business sessions and public access to Board meetings.
29. The following points were raised in discussion:
- discussion of the location of meetings was **deferred**, to be reconsidered at the point the Board considered its policy on working with the devolved administrations – in the meantime, Board meetings would be held in the Fleet Street office;
 - as agreed as part of the discussion of the rules of procedure for the Board, Board meetings would be split into morning strategy sessions, and afternoon business meetings which would be open to the public;
 - guest speakers would be invited to both strategy sessions and business meetings in future. It was **agreed** that the first tranche of guest speakers would be drawn from the broader group of interested people, with the second tranche being drawn from organisations which could apply for recognition (on the basis that in the second half of 2015, the Panel would be in a position to have a more substantive discussion about the recognition process);
 - the Board would discuss at its 18 December meeting the priority list of guest speaker invitees; and
 - in relation to meeting dates for 2015, Board Members were asked to provide their specific availability to the interim Governance Manager to assist with identifying dates. Board Members were asked to provide their availability on the basis that the location would be London, though a decision was likely to be taken to hold some meetings outside London. In addition, while it was agreed as part of the discussion on the rules of procedure that the Board would meet at least five times a year, monthly dates would be identified – the Board was unlikely to meet every month and a decision would be taken nearer the time, depending on the level of business to be considered.
30. The Board:
- **agreed** to provide their revised availability to meeting in 2015, on the basis agreed in discussion (i.e. monthly meetings, meetings in London the short term, with a strategy session in the morning followed by a public Board meeting in the afternoon); and
 - **agreed** the content of meetings including the options for inviting guests contributors prior to formal business sessions.

Draft agenda for the meeting on 18 December 2014 – paper PRP07(14)

31. The Board **noted** the draft agenda for the meeting on 18 December 2014.

Closing discussion

32. The Board agreed the following key messages, reflecting on its induction session held in the morning, and reflecting on the discussions in relation to paper PRP01(14), Organisational culture and approach:
- The Panel is committed to a free press in a free society.
 - The Panel is completely independent of government – it is here for the public interest as part of a framework which seeks to protect the public from abuse by the press while securing free press freedom.
 - The Panel has a very specific role – to check if press regulators live up to the standards specified within the Royal Charter, such as: having in place an independent Board and funding, with Board Members appointed in an open and transparent way; speedy and accessible complaints resolution and redress; cost effective ways to resolve complaints, as an alternative to expensive court proceedings.
 - Any regulator who is recognised by the Panel should be equipped to deal properly, effectively, fairly, efficiently and independently with any abuses by the press. This should give the public confidence.

Any other business

33. There was no other business.

Date and time of next meeting

34. The Board **noted** that the next scheduled meeting would be held on Thursday 18 December 2014, 09:00 to 12:30 followed by a sandwich lunch.