

Public - final

PRESS RECOGNITION PANEL

**Minutes of the 16th meeting of the Press Recognition Panel Board
held on 23 February 2016 at Mappin House, 4 Winsley Street, London W1W 8HF**

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

In attendance: Susie Uppal (Chief Executive), Holly Perry (Head of Governance), Paul Nezandonyi (Head of Communications and Stakeholder Management), Jonathan Gorvin (Head of Regulatory Affairs), Caroline Roberts (Head of Regulatory Affairs), Simon Edward (Regulatory Affairs Manager), Camilla Capotorto (Business and Research Officer) and John Speed (JS2 Ltd)

BOARD MEETING – PUBLIC SESSION

Welcome

1. The Chair **welcomed** Members and attendees to the sixteenth meeting of the Press Recognition Panel Board. The Chair extended a warm welcome to Caroline Roberts who had joined the PRP on 8 February 2016 to take up the role of Head of Regulatory Affairs.
2. The Chair also **welcomed** the members of the public who were in attendance, who confirmed that they were happy to be named as having been present:
 - James Connal, Capital PR;
 - Brigit Morris, IMPRESS; and
 - Nathan Sparkes, Hacked Off.

Declaration of members' interests

3. There were no other new declarations of interest to report.

Minutes of the meeting held on 13 January 2016, outstanding actions and matters arising

4. The minutes of the meeting held on 13 January 2016 were **approved** subject to the correction of a minor typographical error. The Chair would sign a copy of the minutes as a correct record.
5. The log of outstanding Board actions was **noted** and **agreed**. The following updates to the log were noted:
 - Action 6 – correspondence with HM Treasury regarding designation of the Chief Executive as Accounting Officer. The Chair tabled a letter that he had received from Sir Nicholas Macpherson, Permanent Secretary, confirming that the appointment of the Executive Director (now Chief Executive) as Accounting Officer would be consistent with the principles of *Managing Public Money*. The Chair would respond to HM Treasury confirming the PRP's intention to proceed; HM Treasury would then write to the Chief Executive noting her appointment;
 - Action 7 – transfer of £1m to new Barclays Bank account – the Chief Executive confirmed that an initial sum of £5,000 had now been deposited, and this would be followed by a further sum to make up the balance of £1m.
6. The Board **noted** that there were no other matters arising that were not covered elsewhere on the agenda.

Chief Executive's Report – February 2016 – Paper PRP06(16)

7. The Board received a paper which provided an update to the Board on executive activity since the last Board meeting on 13 January 2016.
8. The following points were raised in discussion:
 - the call for evidence was now open for IMPRESS' application for recognition, with a closing date of 4 March 2016;
 - a detailed project plan for the State of Recognition report was currently being drafted. The Board **noted** that sources suggested by Tim Suter would be used as additional resources for the research and intelligence gathering of the background section of the State of Recognition report;
 - in relation to IT services, the PRP's move to the new IT provider - Comis Technology – had been successful and no major issues had been encountered; and
 - a planning meeting with the National Audit Office (NAO) was scheduled for 1 March 2016 to discuss and agree the timetable for the 2015/16 audit;

- the Board **noted** with interest the three proposals¹ which had been submitted in relation to the external review of the PRP's governance framework. The Board **agreed** to reconsider the matter later in the year, on the basis that by late 2016, the PRP would have been operating for a longer period (two years), and by implication, the operation of the policies would have been more thoroughly 'tested'. The Head of Governance confirmed that the next annual review of policies would take place in December 2016, and the matter relating to an external review could be considered again at that stage.
9. The Board **noted** the contents of the Chief Executive's report and **agreed** to reconsider the matter relating to an external review of the corporate governance framework and policies later in the year.

Finance Report February 2016 – Paper PRP07(16)

10. The Board received a paper which updated the Board on the financial position as at 31 January 2016.
11. The following points were raised in discussion:
- the Board **noted** the continuing underspend – which as at 31 January 2016 was £59,113, (expenditure of £731,130 against a budget of £791,243);
 - the Chief Executive reported that the surpluses arose from the £30k legal contingency budget which had not been used, a small sum for IT hardware which had not been utilised, and also from undertaking the design work on the recent reviews consultation document in-house;
 - the Board **noted** that there was no new information to report.
12. The Board **noted** the latest financial position as at 31 January 2016.

Governance Framework update: Arrangements for succession planning for the Board – Paper PRP08(16)

13. The Board received a paper which set out proposals for dealing with the future appointment of new Board Members. In presenting the item, the Head of Governance emphasised that while the arrangements were not necessary for the immediate term, it was important to ensure that an agreed process was in place for succession at the point that Board Members' initial terms came to an end, or if a Board Member needed to leave before the end of their term.

¹ For the avoidance of doubt, Harry Cayton declared that he had previously commissioned work from the Good Governance Institute

14. The following points were raised in discussion:

Mix of skills and experience of current Board Members

- the Board **noted** the Board Members' skills matrix as at January 2016 (Annex B), which had been based on Board Members' self-assessment. It was agreed that there were no major gaps;
- it was **noted** that the Royal Charter requirements at paragraph 3.2(i) of Schedule 1 (that every Member shall have senior level experience in a public, private or voluntary sector organisation) impacted considerably on the breadth of the pool of candidates eligible, and indirectly impacted on the diversity of the Board.

Board Member competencies

- the Board **agreed** the competencies set out at paragraph 16 of the paper, which replicated those that had been used for the initial round of Board Member recruitment;
- while wishing to avoid adding to the competencies, and thereby narrowing the pool of candidates even further, the Board **agreed** the addition of desirable competencies set out at paragraph 17 of the paper;
- it was **noted** that other competencies would be agreed at the point any recruitment was undertaken, according to the needs identified at the time.

Draft terms of reference – Nominations Committee

- the Board **agreed** that it would be valuable for the Nominations Committee to additionally oversee arrangements for the appointment, re-appointment and appraisal of the ARC independent member (on behalf of the Board). The terms of reference would be amended accordingly;
- the Head of Governance would give further thought to the appointment of an independent member of the Nominations Committee, and report back to the Board in due course;
- the Board deferred a decision about the membership of the Nominations Committee (in addition to the Chair and independent member) until nearer the stage that the Committee needed to meet;

Involvement of the Commissioner for Public Appointments (CPA)

- the Board **agreed** that there should be three stages to the CPA's involvement:
 - a) firstly, that the Head of Governance would write to the CPA in due course, reminding CPA of its role in relation to the PRP, and setting

out the PRP's intended approach to making subsequent contact;
b) that the Chair would formally write to CPA at the start of a recruitment process, to give the CPA the opportunity to comment on the planned process; and
c) finally, at the stage that a candidate or candidates had been identified – but prior to an offer being made – the Chair would write to the CPA seeking written confirmation that the process had been discharged in accordance with the requirements of fairness, openness and merit.

Arrangements for re-appointing Board Members

- the Board **agreed** the approach set out in the paper to staggering the re-appointment and retirement of Board Members.

Diversity

- the Board **agreed** the approach to collecting equalities information from all applicants, to monitor efforts to ensure diversity.

Candidate pack

- the Board **noted** the contents of the draft candidate pack;
- a stage in the process would be added, for candidates to speak informally with the Chair (as had happened in the initial recruitment round);
- the final contents of the pack would be agreed by the Selection Panel at the point a recruitment took place.

15. In summary, the Board:

- **agreed** the mix of skills and experience of current Board Members, on the basis that future appointments would complement and/or fill any gaps identified and/or meet new requirements identified;
- **agreed** in principle the competencies for Board Members against which the recruitment of new Members would be conducted;
- **agreed** the terms of reference for a Nominations Committee to be constituted to advise the Board on the appointment, re-appointment and appraisal process for the Chair and Board Members, as well as the independent member of ARC;
- **agreed** the arrangements for involving the Commissioner for Public Appointments in the appointment of new Board Members;
- **agreed** the arrangements for re-appointing Board Members;
- **noted** the planned contents of the candidate pack, which would be signed off by the Selection Panel for future recruitment exercises;
- **noted** the approach to diversity monitoring to be used for future campaigns;

- **noted** the approach to advertising, the detail of which will be dependent on the role(s) to be filled; and
- **noted** the indicative timetable for the appointment of Board Members.

Closing discussion

16. The Chair invited the members of the public who were in attendance to make any observations and to raise any questions. No questions were raised.

Any other business

17. There was no other business.

Date and time of next meeting

18. The Board **noted** that the next scheduled meeting of the Board would take place on Tuesday 22 March 2016, starting at 10:00.