



PRESS RECOGNITION PANEL BOARD MEETING

40th meeting of the Press Recognition Panel
08:30, Tuesday 18 December 2018
Mappin House, 4 Winsley Street, London W1W 8HF

AGENDA

		Indicative timings
<u>Public session</u>		
1.	Welcome	Chair 08:30
2.	Apologies for absence	Chair 08:30
3.	Declarations of interest	Chair 08:30
4.	Minutes of the meeting held on 30 October 2018, outstanding actions and matters arising <i>For noting</i>	Chair 08:30 – 08:35
5.	Chief Executive’s report – December 2018 Paper PRP83(18) <i>For noting</i>	SU 08:35 – 08:45
6.	Finance report – November 2018 Paper PRP84(18) <i>For noting</i>	SU 08:45 – 08:50
7.	Arrangements for Board succession planning Paper PRP85(18) <i>For decision</i>	Chair 08:50 – 09:10
8.	Board and Independent members’ remuneration Paper PRP86(18) <i>For decision</i>	Chair 09:10 – 09:20
9.	Any other business and close of public session <i>Including comments from the floor</i>	Chair 09:20 – 09:25
<u>Confidential session</u>		
10.	Minutes of the meeting held on 30 October 2018, outstanding actions and matters arising <i>For noting</i>	Chair 09:25 – 09:30

11.	Draft report on the recognition system 2018 Paper PRP87(18) <i>For discussion</i>	SU/PN	09:30 – 09:45
12.	ARC verbal update <i>For information</i>	HR	09:45 – 09:50
13.	Risk register review Paper PRP88(18) <i>For decision</i>	SU	09:50 – 10:00
14.	Board evaluation Paper PRP89(18) <i>For discussion</i>	Chair	10:00 – 10:15
15.	Any other business and close of meeting	Chair	10:15 – 10:20

Date and time of next meeting: 26 February 2019, at Mappin House, 4 Winsley Street, London W1W 8HF, starting at 09:00.

PRESS RECOGNITION PANEL
Minutes of the 39th meeting of the Press Recognition Panel Board
held on 30 October 2018 at Mappin House, 4 Winsley Street, London W1W 8HF

Present: David Wolfe QC (Chair) Carolyn Regan and Emma Gilpin Jacobs

Apologies: Harry Rich and Harry Cayton

In attendance: Susie Uppal (Chief Executive), Saima Ansari, Paul Nezandonyi and Adam Gibbs

BOARD MEETING – PUBLIC SESSION

Welcome

1. The Chair **welcomed** Members and attendees to the thirty ninth meeting of the Press Recognition Panel Board and noted that apologies and comments on the Board papers had been received from Harry Rich and Harry Cayton.

Post meeting update: apologies were received from Harry Cayton.
Declaration of members' interests

2. Harry Rich was appointed as the Registrar of Consultant Lobbyists from 22 September 2018.
3. It was noted that as part of her professional role with the Pew Trusts, Board member Emma Gilpin Jacobs would be having contact with a number of stakeholders that crossed over with the PRP stakeholders such as Facebook. This was the case for most of the Board members and care continued to be taken to ensure that the discussion was limited to that required as part of their business role.
4. The West London Mental Health NHS Trust is now known as the West London NHS Trust (as of 1 September 2018) with Carolyn Regan continuing as CEO.

Minutes of the meeting held on 28 August 2018, outstanding actions and matters arising

5. The draft minutes of the meeting held on 28 August 2018 were **noted** as factually correct and **agreed**.

Chief Executive's report – October 2018 – Paper PRP78(18)

6. The Board received a paper which provided an update on Executive activity since the September CEO report that had been circulated by email. The Board **noted** the interim September CEO report and supporting Annexes. It was noted that the PRP had not received a response from Dame Cairncross' office to its letter dated 25 September 2018.
7. The CEO explained that the Executive were working towards moving to a more virtual working environment with effect from 1 December 2018.
Redacted.
8. As part of the first stage of the cyclical review process, the Executive has provided a matrix to assist IMPRESS in preparing for their self-assessment against the recognition criteria. IMPRESS had confirmed that they anticipated that the completed matrix and evidence would be submitted in about a week. IMPRESS' funding agreement was now agreed subject to resolution of a few minor matters.
9. The Executive's intention is to run the call for information from the end of November 2018 to beginning of January 2019, with a view to concluding the work on the cyclical review by the end of February 2019. It was agreed that a provisional date should be agreed for a special Board meeting to consider the cyclical review.
Post meeting note: A Board meeting has been provisionally arranged for 26 March 2019.
10. IMPRESS had discussed the payment of the cyclical review fee for 2019-20 and mentioned that as it received funding in tranches, payment would be made to the PRP in two instalments (October and March/April). The Board stated that the complete fee needed to be received within the financial year that it was due and the delay in payment would be a factor that would be considered as part of the review.
11. The Executive will be meeting with the new NAO audit team on 1 November 2018 to plan the forthcoming audit and further details will be discussed at the next ARC meeting on 13 November 2018.
12. The CEO recapped the discussion with the MOJ as detailed in the CEO

report for October 2018. Any further financial information required by the MOJ for the purposes of consolidation in the Departmental accounts would be in line with the Charter and the guidance Managing Public Money.

13. The Board **noted** with thanks the contents of the Chief Executive's report.

Finance report – September 2018 – Paper PRP79(18)

14. The Board **noted** the latest financial position as at 30 September 2018 and reviewed the 6-month reforecast that had been carried out in October.

Arrangements for Board succession planning – appointment and reappointment of Board members (PRP80(18))

15. The Board considered a paper that set out the high-level principles for the reappointment process for serving members and the process for the future appointment of the Board.
16. The Board **noted** that at paragraph 12, the Board had assumed when it had last considered this matter in February 2016, that the Board would all consider reappointments from November 2019. It was also assumed that the Chair's reappointment term would be from June 2019 to June 2022. It was signposted that different presumptions should be taken into consideration; namely that, subject to Board members and Chair agreeing to their appointments being extended and subject to the recommendation of the Nominations Committee, new Board members may, for example, be recruited with effect from November 2019 and that the Chair's reappointment term may possibly run to November 2021 rather than June 2022.
17. During the discussion, the Board **noted** that the Nominations Committee would provide useful guidance to refresh the Board whilst also ensuring continuity for the reappointments and new appointments process.
18. The Board **agreed** that the paper would be considered with all the Board members present at its next meeting in December 2018.

Any other business and close of public session

19. None raised.

BOARD MEETING – CONFIDENTIAL SESSION

Minutes of the meeting held on 28 August 2018, outstanding actions and matters arising

20. The confidential section of the draft Minutes were recorded as factually **correct** and **agreed**.

Any other business and close of confidential session

- 21 – redacted
33.

Date and time of next meeting

The next scheduled meeting of the Board will take place at 08:30 on 18 December 2018 at Mappin House, 4 Winsley Street, London W1W 8HF.

Drafted: Saima Ansari
Executive Administration Manager

Signed: David Wolfe QC
Chair



PRESS RECOGNITION PANEL BOARD

CHIEF EXECUTIVE'S REPORT – NOVEMBER 2018

Meeting: 30 November 2018

Status: for noting

Lead responsibility: Susie Uppal,
Chief Executive

Contact details: 020 3443 7072

Purpose

1. The purpose of this paper is to provide an update to the Board on Executive activity since the October 2018 CEO report.
2. The Board is invited to **note** the contents of the Chief Executive's report.

Executive summary

3. The Board is being updated in respect of organisational and financial matters.

Corporate updates

4. The Executive have now moved to a co-sharing office space in Mappin House which provides 24/7 access and better business continuity with effect from 1 December 2018. The difference in costs of this option and that of the virtual office option under earlier consideration are minor. The business address and telephone number remain the same. An updated inventory has been prepared. The Board and Audit and Risk Committee meetings will continue to be held in Mappin House and will be subject to Regus' internal rates.
5. We met with Comis Ltd on 8 November 2018 to review the current SLA and to discuss our IT requirements in view of the new proposed way of working. Comis will review the SLA and provide details of any amendments in light of the discussions.

Finance update

6. A bank-reconciled set of management accounts as at 31 October 2018 is attached at Annex A. The management accounts also include the 6-month reforecast carried out in October 2018.
7. The deficit for the period to date is £63,290 against the year to date forecast of £65,162. This represents a positive variance of £1,872 compared to the year to date forecast.
8. As previously reported, the High Court Judgement arising from the Judicial review awarded the PRP full costs that were incurred on the case. Counsel's fees and associated costs (excluding staff time) of £30,892 were incurred as at 31 October. Given the JR is subject to appeal the award income has not yet been provided for in the management accounts.
9. The Board is invited to **note** the latest position regarding the PRP's finances.

Delivery updates

10. As reported in last month's CEO report, as part of the first stage of the cyclical review process, the Executive provided a matrix to assist IMPRESS in preparing for their self-assessment against the recognition criteria. On 19 November 2018, IMPRESS provided their submission and supporting evidence. The call for information was launched on 29 November 2018 and closes on 9 January 2019.
11. The Executive met with the new NAO audit team on 1 November 2018 to discuss the planning for the 2018/19 audit. The Audit and Risk Committee met the team at its meeting on 13 November 2018. [redacted] . An update will be provided at the next Board meeting on 18 December 2018.

Judicial Review – CONFIDENTIAL

12. Redacted.
13. Redacted

Report on the recognition system 2018

14. Our call for information on the success of the recognition system ran from 17 September 2018 to 8 October 2018. As I reported in my October 2018 report, the Chair received correspondence from stakeholders about the report and I have responded to them. I have received and responded to further letters this month. All correspondence will be published on the PRP's website when we

publish our final report on the recognition system. It is anticipated that publication will be in early 2019.

15. Redacted.

16. Redacted.

17. On 19 November 2018, the Chair wrote to Sir Nick Clegg, Facebook's new Head of Global Affairs and Communications. The Chair offered to meet Sir Nick to provide further information on the recognition system. The letter is attached at Annex D.

Research update

18. Annex E includes an update on key external matters relevant to our work.

Implications

19. The implications of decisions taken by the Board as set out in this paper are as follows:

- Budget – There are no specific implications in addition to the issues referenced.
- Legislation – no specific implications.
- Resources – any resourcing considerations are referenced and there are no specific implications other than these.
- Equality, Diversity and Inclusion – no specific implications.

Devolved nations

20. There are no implications/differences in relation to the areas of work covered in this paper and the devolved nations.

Communications

21. There are no other issues to report which have communications implications, so far as I am aware.

Risks

22. There are a range of risks involved in the areas of work covered in this Paper.

Recommendations

23. The Board is asked to **note** the contents of the Chief Executive's report.

Attachments

Annex A – Management Accounts as at 30 October 2018

Annex B – Redacted

Annex C – Redacted

Annex D – Letter from the Chair to Facebook

Annex E – External Matters Update

Press Recognition Panel

MANAGEMENT ACCOUNTS

7 Months to October 2018

Press Recognition Panel
Period ended 31 October 2018

	7 Months to October 2018			Full year to March 2019	
	Reforecast			Budget	Reforecast Oct 2018
	Actual	Oct 2018	Variance		
	£	£	£	£	£
Income					
Subscription Fees	128,987	128,986	1	220,000	220,000
Bank Interest	1,127	984	(143)	1,133	1,659
Total Income	130,114	129,970	(142)	221,133	221,659
Expenditure					
Board costs					
Board Salaries & NIC	36,312	36,656	(344)	64,572	62,675
Board Travel & Subsistence	48	68	(20)	240	168
Total Board Costs	36,360	36,724	(364)	64,812	62,843
Communications					
Consultation Document & Translation	-	-	-	12,200	10,900
Website & Visuals	983	980	3	2,480	1,680
Total Communications Costs	983	980	3	14,680	12,580
Other costs					
Executive team costs	98,227	99,165	(938)	226,083	185,734
HR & Recruitment	3,069	2,948	121	8,884	5,336
Office costs	26,488	25,847	641	42,021	31,716
Meeting rooms	4,165	4,297	(132)	3,200	5,897
Travel & Subsistence	125	145	(20)	240	245
Information Technology	2,358	2,572	(214)	2,976	4,107
IT hardware	-	1,000	(1,000)	2,000	1,000
Accountancy	11,932	11,935	(3)	23,882	24,015
Audit Fees	60	60	-	12,000	12,060
Printing & Stationery	2,108	2,140	(32)	3,880	2,465
Insurance	1,162	1,176	(14)	2,724	2,626
Legal	2,544	2,544	-	30,000	30,000
Subscriptions & publications	3,509	3,505	4	6,960	4,355
Finance charges	96	94	2	120	144
Sundry expenses	218	-	218	227	632
	156,061	157,428	(1,367)	365,196	310,332
Total Expenditure	193,404	195,132	(1,728)	444,688	385,755
(Deficit) for the period	(63,290)	(65,162)	1,872	(223,555)	(164,097)
Reserves Bfwd	860,393	860,393		860,393	860,393
Reserves Cfwd	797,103	795,231		636,838	696,296

Press Recognition Panel
Period ended 31 October 2018

	Oct-18		Mar-18	
	£	£	£	£
Current Assets				
Current account	154,972		87,076	
Barclays account	756,880		805,827	
Cash at bank		911,852		892,903
Prepayments	7,332		12,718	
Outstanding fees	-		110,000	
Accrued Income	232		182	
Third Party Deposit	5,240		7,666	
Sundry debtors		12,804		130,566
Creditors: amounts falling due within one year				
Trade creditors	1,686		5,502	
Deferred income	111,808		130,795	
Credit card	-		64	
Social security and other taxes	5,615		5,632	
Pensions	1,844		1,035	
Sundry creditors and accruals	6,600		20,048	
		127,553		163,076
Net Current Assets		797,103		860,393
Funds brought forward				
Funds bought forward at 31 March		860,393		1,246,359
Surplus/(deficit) for the period		(63,290)		(385,966)
		797,103		860,393



Press Recognition Panel
Mappin House
4 Winsley Street
London W1W 8HF

Sir Nick Clegg
Head of Global Affairs and Communications
Facebook

Sent by email only

19 November 2018

Dear Sir Nick,

Regulation of news publishers - Invitation to meet with the Press Recognition Panel

I am the Chair of the Press Recognition Panel (PRP), the body created by Royal Charter following the Leveson Inquiry (2011-12) in the light of alleged criminal activity by the UK press, including phone hacking.

As I'm sure you'll recall, a key recommendation of the inquiry was the creation of a 'genuinely independent and effective system of self-regulation' in the UK. The new system was debated in Parliament and it received cross-party agreement.

The PRP is entirely independent of politicians, Parliament, the press or any other such interest. Our Charter lists 29 criteria for press regulators which, if met, ensure they are independent, properly funded and able to protect the public. Our role is to assess regulators against the 29 criteria and to recognise them, if they meet them all.

The recognition system applies to what the Crime and Courts Act 2013 terms 'relevant publishers'. Namely businesses that publish news-related material that is written by different authors and that is subject to editorial control. This includes international, national, regional, local and hyperlocal publishers operating across print or online or both, that can be sued in the courts of England and Wales. For global companies established overseas, if they have a legal base in England or Wales sufficient for them to be subject to the jurisdiction of the courts here, the system applies to them.

As you know, there has been an increase in parliamentary and media discourse in the UK about the regulation of social media companies and their possible legal status as a publishers.

It appears to the PRP that social media platforms like Facebook may well fall within the definition of relevant publisher, although it will ultimately be for the courts to determine.

If this is the case that Facebook is a relevant publisher, then in the UK a regulatory framework already exists in the form of the recognition system. Publishers are free to choose to join any recognised regulator or to form their own regulator.

If there is anything that you would find it useful for us to clarify in relation to our work, please let me know. We regularly seek to clarify information about our role to ensure that the recognition system is understood by stakeholders, and we would like to extend the same opportunity to you.

I look forward to hearing from you.

Yours sincerely,

A handwritten signature in black ink, appearing to read 'David Wolfe', with a large, stylized flourish on the left side.

David Wolfe QC
Chair of the Press Recognition Panel
office@pressrecognitionpanel.org.uk

Update on key external matters

1. The update on key external matters is a research-informed piece based on a sample of information available in the public domain.

Commercial Landscape

1. The Times reported that Facebook is in talks with three local newspaper publishers in Britain over a plan to help fund journalism. The US social media giant is understood to be working with Johnston Press, Newsquest and Reach, owner of the Daily Mirror, on a scheme that would see it invest in training reporters. The move echoes the BBC's Local News Partnerships model.
2. The BBC reported that the future of newspapers previously owned by Johnston Press has been secured after they were acquired by JPIMedia. The newly-formed company bought out Johnston Press, publisher of the i, The Scotsman and the Yorkshire Post, following the court appointment of administrators. Johnston Press said it meant employees would keep their jobs. The newspaper group put itself up for sale last month. Johnston Press was one of the largest local and regional newspaper organisations in the UK but had debts of £220m which were due for repayment in June next year.
3. Press Gazette reported that Men's magazine Shortlist is closing its print edition as owner Shortlist Media rebrands to the Stylist Group, named after its continuing free women's magazine. Shortlist's website will continue to operate, but as a "product recommender" rather than a lifestyle brand, the group has said. This will involve recommending products and making money through affiliate links.
4. As reported in Press Gazette, The Metro is the slowest declining national newspaper in another month of industry-wide slowdown. The free title saw a 1 per cent year-on-year drop to a circulation of 1.45m in October, keeping it ahead of the Sun, which fell by 7 per cent to 1.4m. News websites regularly audited by ABC – Mail Online, Metro, The Sun, and Reach's Mirror, Express and Star titles – also all saw their daily average unique users drop last month.
5. The Drum reported that Facebook has agreed to work with French authorities to help them understand how it works to combat hate speech, offering the clearest sign yet of its willingness to work with government regulators. The platform will allow representatives from the French government to review how it monitors racist, sexist or hateful content, as the country's president Emmanuel Macron looks to observe whether the current processes in place could be improved. From January next year, a small team of senior civil servants will be embedded into Facebook for six months as part of the move.

Political

6. A deadline to speed up the removal of harmful content on social media is among the legislative measures being considered by the government in a bid to protect young people. Speaking at the evidence session for the Science and Technology Committee's inquiry into the impact of social media, Minister for Digital Margot James said she is interested in Germany's recent approach. It compels social networking sites to remove illegal content within 24 hours of it being reported, or face fines.
7. Facebook boss Mark Zuckerberg has turned down invitation to attend an international grand committee on so-called "fake news" made up of MPs from five national parliaments, saying he is "not able" to attend. The social network's founder and chief executive has repeatedly rejected an invitation to appear before the Digital, Culture, Media and Sport Select Committee, which is leading the UK's inquiry into fake news.

Legal

8. A Judicial Review hearing into the Government's decision not to go ahead with the second part of the Leveson Inquiry took place on 1 and 2 November 2018. The High Court challenge we brought by Christopher Jefferies, Kate and Gerry McCann, and Jacqui Hames, who all gave evidence during the first part of the inquiry.



PRESS RECOGNITION PANEL BOARD

CHIEF EXECUTIVE'S REPORT – DECEMBER 2018

Meeting: 18 December 2018

Status: for noting

Lead responsibility: Susie Uppal,
Chief Executive

Contact details: 020 3443 7072

Purpose

1. The purpose of this paper is to provide an update to the Board on Executive activity since the November 2018 CEO report (attached for completeness).
2. The Board is invited to **note** the contents of the Chief Executive's report.

Executive summary

3. The Board is being updated in respect of organisational and financial matters.

Delivery updates

Judicial Review

4. redacted
5. redacted

Cyclical Review

6. As reported in last month's CEO report, IMPRESS provided their submission and supporting evidence for the cyclical review and the call for information was launched on 29 November 2018 (closing on 9 January 2019).
7. The provisional review timetable is as follows:

Event	Start Date	Required allowance*	End date
Call for information (CFI)	29/11/18	20 working days	09/01/19
PRP submit CFI responses and any additional questions to IMPRESS	09/01/19		14/01/19
IMPRESS submit their response	14/01/19	15 working days	04/02/19
Verification meeting(s) PRP/IMPRESS	04/02/19		08/02/19
Draft cyclical review report sent to IMPRESS	12/02/19		14/02/19
IMPRESS comments on draft report	14/02/19	15 working days	26/02/19**
PRP Board meeting to consider report			26/03/19

* In some cases, the PRP Guidance specifies the period that must be allowed.

** This assumes that IMPRESS only need 8 working days to comment on the draft report and is based on experience from the Recognition Process.

Stakeholder engagement

8. The Chair and I met with IMPRESS (Jonathan Heawood, Walter Merricks and Ed Procter) on 27 November 2018. In line with our policy, a note of the meeting will be published on our website shortly.
9. The Chair spoke at the Protecting the Media conference on 4 December 2018. Press Gazette wrote an article about the Chair's appearance - <https://www.pressgazette.co.uk/business-as-usual-on-section-40-as-government-yet-to-repeal-it-says-press-recognition-panel-chairman/>

Research update

10. Annex A includes an update on key external matters relevant to our work.

Implications

11. The implications of decisions taken by the Board as set out in this paper are as follows:
 - Budget –There are no specific implications in addition to the issues referenced.
 - Legislation – no specific implications.

- Resources – any resourcing considerations are referenced and there are no specific implications other than these.
- Equality, Diversity and Inclusion – no specific implications.

Devolved nations

12. There are no implications/differences in relation to the areas of work covered in this paper and the devolved nations.

Communications

13. There are no other issues to report which have communications implications, so far as I am aware.

Risks

14. There are a range of risks involved in the areas of work covered in this Paper.

Recommendations

15. The Board is asked to **note** the contents of the Chief Executive's report.

Attachments

Annex A – External Matters Update

Update on key external matters

1. The update on key external matters is a research-informed piece based on a sample of information available in the public domain.

Commercial Landscape

2. As reported in Press Gazette, Mirror publisher Reach is set to launch a new London-wide news website, targeted at readers who live in the capital. The publisher (formerly Trinity Mirror) is merging its Get West London and Croydon Advertiser websites to create Mylondon.news, moving into north, east and south London territory for the first time.

Regulatory issues

3. Sky, ITV and Channel 4 have expressed their view as a collective that the time is right for an independent body to have oversight of social media platforms. Speaking in a CEO panel at Mediatel Events' Future TV Advertising Forum 2018 in London, Carolyn McCall, CEO, ITV, said that while there is political will for the creation of such a body, it is difficult to forecast how long this will take.
4. The Guardian has argued that there is a strong public interest in having Facebook regulated as a media company. It said that lawmakers must consider ways of curbing how Facebook uses data to target advertisements and what information it makes available to third parties. It added that, like any other media company, Facebook ought to face strict advertising regulations and tough transparency requirements in elections.

Legal

5. A Judicial Review hearing into the Government's decision not to go ahead with the second part of the Leveson Inquiry took place on 1 and 2 November 2018. The High Court challenge was brought by Christopher Jefferies, Kate and Gerry McCann and Jacqui Hames, who all gave evidence during the first part of the inquiry. On 29 November 2018, the High Court rejected the case.



PRESS RECOGNITION PANEL BOARD

FINANCE REPORT – NOVEMBER 2018

Meeting: 18 December 2018

Status: for noting

Lead responsibility: Susie Uppal, Chief Executive

Contact details: Susie Uppal, Adam Gibbs (JS2)

Purpose

1. The purpose of this paper is to update the Board on the finance and banking position as at 30 November 2018.
2. The Board is invited to **note** the latest financial position.

Background and analysis

3. A bank-reconciled set of management accounts as at 30 November 2018 is attached at Annex A. The management accounts also include the 6-month reforecast carried out in October 2018.
4. The deficit for the period to date is £70,089 against the year to date forecast of £86,809. This represents a positive variance of £16,720 compared to the year to date forecast.
5. As previously reported, the High Court Judgment arising from the Judicial Review awarded the PRP full costs that were incurred on the case. Counsel's fees and associated costs (excluding staff time) of £30,670 were incurred as at 30 November 2018. redacted
6. The Board is invited to **note** the latest position regarding the PRP's finances.

Devolved Nations

7. There are no specific implications/differences in relation to the areas of work covered in this paper and the devolved nations.

Communications

8. There are no specific communications implications to draw out.

Risks

9. A robust and defensible position in relation to the PRP's finances is required in order to avoid reputational damage and to ensure compliance with *Managing Public Money*.

Recommendations

10. The Board is asked to **note** the latest financial position.

Timeline for future work

11. JS2 Ltd will continue to provide updates on the PRP's financial position at meetings of the Board.

Attachments

Annex A – Management accounts as at 30 November 2018

Press Recognition Panel
Period ended 30 November 2018

	8 Months to November 2018			Full year to March 2019	
	Reforecast			Budget	Reforecast Oct 2018
	Actual	Oct 2018	Variance		
	£	£	£	£	£
Income					
Subscription Fees	147,068	147,068	-	220,000	220,000
Bank Interest	1,409	1,129	(280)	1,133	1,659
Total Income	148,477	148,197	(280)	221,133	221,659
Expenditure					
Board costs					
Board Salaries & NIC	41,455	41,799	(344)	64,572	62,675
Board Travel & Subsistence	48	88	(40)	240	168
Total Board Costs	41,503	41,887	(384)	64,812	62,843
Communications					
Consultation Document & Translation	-	9,600	(9,600)	12,200	10,900
Website & Visuals	1,122	1,120	2	2,480	1,680
Total Communications Costs	1,122	10,720	(9,598)	14,680	12,580
Other costs					
Executive team costs	112,327	116,976	(4,649)	226,083	185,734
HR & Recruitment	3,416	3,495	(79)	8,884	5,336
Office costs	29,410	29,484	(74)	42,021	31,716
Meeting rooms	4,499	4,597	(98)	3,200	5,897
Travel & Subsistence	125	165	(40)	240	245
Information Technology	2,686	3,115	(429)	2,976	4,107
IT hardware	-	1,000	(1,000)	2,000	1,000
Accountancy	13,619	13,621	(2)	23,882	24,015
Audit Fees	60	60	-	12,000	12,060
Printing & Stationery	2,108	2,205	(97)	3,880	2,465
Insurance	1,325	1,358	(33)	2,724	2,626
Legal	2,322	2,544	(222)	30,000	30,000
Subscriptions & publications	3,677	3,675	2	6,960	4,355
Finance charges	104	104	-	120	144
Sundry expenses	263	-	263	227	632
	175,941	182,399	(6,458)	365,196	310,332
Total Expenditure	218,566	235,006	(16,440)	444,688	385,755
(Deficit) for the period	(70,089)	(86,809)	16,720	(223,555)	(164,097)
Reserves Bfwd	860,393	860,393		860,393	860,393
Reserves Cfwd	790,304	773,584		636,838	696,296

Press Recognition Panel
Period ended 30 November 2018

	<u>Nov-18</u>		<u>Mar-18</u>	
	£	£	£	£
Current Assets				
Current account	129,143		87,076	
Barclays account	<u>757,137</u>		<u>805,827</u>	
Cash at bank		886,280		892,903
Prepayments	4,625		12,718	
Outstanding fees	-		110,000	
Accrued Income	257		182	
Third Party Deposit	<u>5,609</u>		<u>7,666</u>	
Sundry debtors		10,491		130,566
Creditors: amounts falling due within one year				
Trade creditors	1,059		5,502	
Deferred income	93,726		130,795	
Credit card	-		64	
Social security and other taxes	5,615		5,632	
Pensions	1,844		1,035	
Sundry creditors and accruals	<u>4,223</u>		<u>20,048</u>	
		106,467		163,076
Net Current Assets		<u><u>790,304</u></u>		<u><u>860,393</u></u>
Funds brought forward				
Funds bought forward at 31 March		860,393		1,246,359
Surplus/(deficit) for the period		(70,089)		(385,966)
		<u><u>790,304</u></u>		<u><u>860,393</u></u>



PRESS RECOGNITION PANEL BOARD

ARRANGEMENTS FOR BOARD SUCCESSION PLANNING – APPOINTMENT AND REAPPOINTMENT OF BOARD MEMBERS

Meeting: 18 December 2018

Status: for decision

Lead responsibility: David Wolfe, Chair, Susie Uppal, CEO

Contact details: Saima Ansari

Purpose

1. The purpose of this paper is to set out the high level principles for the reappointment process for serving Members and the process for the future appointment of the Board.
2. Annex A provides the paper that was presented to the Board at its meeting on 30 October 2018 inviting the Board to review the current position and strategically agree the reappointments phase and future appointments to the Board.
3. The Board noted that at paragraph 12 of the paper at Annex A, the Board had assumed when it had last considered this matter in February 2016, that the Board would all consider reappointments from November 2019. It was also assumed that the Chair's reappointment term would be from June 2019 to June 2022.
4. It was signposted that different presumptions should be taken into consideration as part of the discussion on the periods of the appointments; namely that, subject to Board members and Chair agreeing to their appointments being extended and subject to the recommendation of the nominations committee, new Board members may, for example, be recruited with effect from November 2019 and that the Chair's reappointment term may possibly run to November 2021 rather than June 2022.
5. The Board agreed that the paper would be considered with all the Board members present at its next meeting.

6. The Board is invited to note the recent correspondence received from the Civil Service Commission and the PRP's response (Annexes B and C refer).

Recommendations

7. The Board is invited to:
- **review** the terms of reference for the Nominations Committee and **agree** the membership of the Committee;
 - **agree** the high-level principles underpinning the reappointments process;
 - **agree** the Nominations Committee will bring recommendations to the Board concerning the reappointment of the Board by February 2019;
 - **agree** in principle that the recruitment activity for the Chair and Board appointments will be condensed to be undertaken in the agreed years in order to minimise costs and ensure effective campaigns, taking into account the end of the staggered second periods of appointment; and
 - **agree** that the Nominations Committee should consider the high-level principles that will underpin the recruitment process and provide details of the proposed recruitment campaign and timeframes for consideration by the Board in February 2019.

Attachments

Annex A – PRP80(18) – Board succession planning

Annex B – letter from the Chief Executive, Civil Service Commission

Annex C – PRP response to the Chief Executive, Civil Service Commission



PRESS RECOGNITION PANEL BOARD

ARRANGEMENTS FOR BOARD SUCCESSION PLANNING – APPOINTMENT AND REAPPOINTMENT OF BOARD MEMBERS

Meeting: 30 October 2018

Status: for decision

Lead responsibility: David Wolfe, Chair, Susie Uppal, CEO

Contact details: Saima Ansari

Purpose

1. The purpose of this paper is to set out the high level principles for the reappointment process for serving Members and the process for the future appointment of the Board.
2. At its Board meeting on 23 February 2016, the Board agreed arrangements for succession planning for the Board and the terms of reference of the Nominations Committee.
3. This paper invites the Board to review the current position and strategically agree the reappointments phase and future appointments to the Board.

Background

Royal Charter requirements

4. The Charter sets out clearly the requirements for appointments and membership of the Board, as per section 5:
 5. *Appointments and Membership*
 - 5.1 *The Board of the Recognition Panel shall consist of a Chair and no fewer than 4 and no more than 8 other Members.*
 - 5.2 *Appointments to the Board of the Recognition Panel, and the terms of such appointments, shall be regulated by Schedule 1 (Appointments and Terms of Membership).*

5. Schedule 1 (attached at Annex A) deals exclusively with the arrangements of appointments and terms of membership. Paragraph 5 of the Schedule stipulates the tenure of serving Members:

5.2 Each member shall be eligible to serve for an initial term of 5 years and shall be eligible to reappointment for a further period of up to 3 years. The Board shall have regard to the importance of staggering the reappointment and retirement of Members to deliver appropriate continuity in the performance of its functions.

6. There is no requirement in the Charter for the Commissioner for Public Appointments to be involved in the reappointments process.

Further appointments

7. Paragraph 7 of Schedule 1 addresses the process for further appointments:

7. Further appointments

7.1 Upon:

- a) any person, including the Chair, ceasing to be a Member of the Board, for any reason, or*
- b) the Board determining that the appointment of an additional Member is desirable (having regard to the limitation on numbers imposed by Article 5.1),*

the process for appointing a successor or additional Member (as appropriate) shall be fair, open and merit based, and meet the requirements of paragraphs 3 (criteria for appointments) and 4 (commissioner for public appointments). The responsibility for making such an appointment (including selection) shall lie with the serving Members of the Board, and not the Appointments Committee.

8. In relation to the role of Commissioner for Public Appointments (CPA), the Charter (Schedule 1, paragraph 4.2) contemplates that before a person selected for appointment can be formally appointed to the Board, the CPA should be asked to consider:

'...whether the process followed in the selection of that person was fair, open and merit-based, and, if he considers that it was, to confirm that this was the case, in writing. In order to be in a position to give such confirmation, the Commissioner may specify terms to the Board as to how it conducts a further appointments process.'

Analysis

Nominations Committee

- 9. The Terms of Reference for the Nominations Committee are attached at Annex B for review. The membership of the Committee was agreed as comprising of a minimum of two and a maximum of four members. The Committee at present consists of the Chair and the Independent Member, Cindy Butts. The terms of reference note that appointments to the Committee will be made by the full Board, after recommendation by the Chair.
- 10. The Board agreed that that Committee would advise the Board on the appointment, reappointment and appraisal process for the Chair and the Board members, as well as the independent member of the ARC. In practice, the Senior Independent Board member, presently Harry Cayton, has undertaken the Chair’s appraisal. The Chair of the ARC has undertaken the appraisal of the Independent member of the ARC. It is recommended that the terms of reference are reviewed and the Board discuss whether there is any further value that could be added by the Committee to the appraisal process in place. It is important that the processes in place to ensure effective assessment are reasonable and proportionate to the size and purpose of the organisation.
- 11. The Executive recommends that the Board consider and approve the appointment of two serving members of the Board as additional members to the Nominations Committee for both the reappointments and new appointments process. This would increase the robustness and independence of the process. The Board may consider that the Senior Independent Board member should be one the members that sits on the Committee when considering the Chair’s reappointment, having undertaken the Chair’s appraisal in the summer. In respect of the reappointment of serving Board members, the additional member would be rotated in the event that the discussion concerned their own appointment.

Arrangements for reappointments

- 12. At the Board meeting on 23 February 2016, the Board agreed to stagger the reappointment and retirement of Board Members with a combination of second terms consisting of a mix of two and three year terms as stated below:

Chair:	First term:	17 Jun 2014 to 16 Jun 2019
	Second term:	17 Jun 2019 to 16 Jun 2022
Board members:	First term:	3 Nov 2014 to 2 Nov 2019
	Second term (Pool 1):	3 Nov 2019 to 2 Nov 2022
	Second term (Pool 2):	3 Nov 2019 to 2 Nov 2021

- 13. As part of the annual appraisals earlier this year, the Chair sought an indication from individual Board members as to whether or not they wish to be

reappointed and if so, whether they have a preferred length of second term. The appraisal feedback will be taken into consideration by the Nominations Committee.

14. The Board are invited to discuss and agree the process and revisit the timeframe for the reappointment terms for the Chair and Board members. From a high-level perspective, the Independent Member of the Nominations Committee has advised that the process should be:

Fair

- Appointments should be based on merit.
- The process should be consistent across all Board members of the PRP Board, save for where a separate (approved) process applies to the Chair's reappointment.

Transparent

- The process to be followed should be clear and communicated to all Board members, including the basis on which decisions to stagger appointments will be made.
- The process and outcome should be communicated/minuted as appropriate publicly in line with the Board's policy of openness and transparency.

Evidenced based

- Consideration to reappoint current Board members or to refuse reappointment should be based on the current and future needs of the organisation and should be informed by the business plan/work plan and any relevant governance/board performance reviews.
- Reappointments should take into account the skills matrix of the current Board composition.
- Reappointments should be made with the benefit of Board member appraisals.

Rules based

- Reappointments should be in-line with any provisions related to reappointments that are contained within the Charter.

Equality and diversity

- Diversity should be considered at every stage of the process.

15. It is recommended that the Nominations Committee, comprising of the Independent member and two serving Board members, formally review the reappointment of the Chair and the Board members in line with the above principles and the Board's decision concerning the preferred reappointment second length of terms. A recommendation should be brought by the Committee to the Board at its meeting in February 2019. The CEO will provide a draft outline business plan for 2019/20 to help inform the discussions of the Committee as part of its evidence-based assessment on future work load and time commitment.

Recruitment of additional/ future Board members

16. Following Board member Tim Suter's resignation on 31 October 2017, the Board have not formally considered whether a new Board member should be recruited at this stage to complement the existing Board skillset.
17. The Board should be mindful of the need to conduct the recruitment campaigns in a timely and cost-efficient manner. On the basis that the reappointments will be staggered, it is recommended that the campaigns for new members and the Chair are similarly staggered - potentially commencing in 2019 and 2021/2022 respectively in order to have as few recruitment rounds as possible. It is anticipated that greater clarity concerning the future skills required for the Board and the environment affecting the recognition system are likely to become clearer post 2021. This should be taken into consideration by the Nominations Committee when considering the number of Board members to be recruited and the timeframe.

Criteria for appointment and competencies

18. Schedule 1 of the Charter sets out the criteria for appointment:

3.2. The criteria for appointment as a Member of the Board are:

a) That every Member shall have:

- i) senior level experience in a public, private or voluntary organisation; and*
- ii) an understanding of the context within which a Regulator will operate.*

b) That at least one Member shall have:

- i. legal qualifications and skills, together with an understanding of the legal framework within which the Board must operate;*
- ii. financial skills, including experience of delivering value for money;*
- iii. experience of public policy;*
- iv. experience of consumer rights;*
- v. an understanding of the national and regional environments within Great Britain that are relevant to the work of a Regulator.*

19. For the initial round of recruitment of Board members the following competencies were used:
 - clarity and rigour of thought;
 - strong analytical skills;
 - capacity to examine issues and reach judgements in an impartial way on the basis of the relevant evidence;
 - a participative approach to decision making;

- effective communication skills; and
 - ability to convey complex issues clearly and compellingly.
20. At its meeting in February 2016, the Board also considered the possible additional competences of:
- experience of non-executive work, understanding the boundaries between executive and non-executive responsibilities; and
 - knowledge of delivering governance in the public or private sector.
21. The Board agreed the competencies in principle and these should now be considered critically by the Nominations Committee as part of the recruitment activity. It is recommended that the Committee detail the high level principles that will underpin the process with due regard to the requirements detailed in the Charter and provide recommendations to the Board for consideration.
22. The Committee should consider the advertising strategy to ensure amongst others, a strong and diverse field of suitably qualified candidates. The Committee may also wish to consider the involvement of recruitment consultants to administer the recruitment campaign. The Board would need to assess the advantages of an independently run campaign, noting the cost implications. The selection of recruitment consultants would be undertaken in line with the PRP's procurement policy to ensure value for money.

Involvement of the Commissioner for Public Appointments (CPA)

23. As noted at paragraph 8 above, before a person selected for appointment can be formally appointed to the Board, the CPA should be asked to consider whether the process followed in the selection was fair, open and merit-based and to confirm this in writing.
24. Subject to the Board's decision on the timeframe for recruitment of new members, the Executive will contact the office of the Commissioner of Public Appointments outlining the proposed recruitment process (once agreed with the Nominations Committee and the Board) and seek confirmation prior to the commencement of any process.

Implications

25. The recommended decision would have the following implications on:
- 25.1 **Budget** – budgetary considerations will be dependent on the timing and process of the recruitment campaign, including the potential use of recruitment consultants;
- 25.2 **Legislation** – appointments need to be made in line with the Charter; and

25.3 **Resources** – resource implications will occur for the CEO and Executive Administration Manager should the recruitment campaign for new members be managed internally. There will be a greater degree of involvement for the Nominations Committee whilst undertaking the processes for both the reappointments and appointments of the Board.

Devolved Nations

26. There are no implications for the devolved nations of these decisions.

Communications

27. The Board's decisions and supporting papers will continue to be published on the PRP's website in line with usual practise.

Risks

28. The timely appointment of the new Board members whilst ensuring that the Board continues to have the requisite skills and experience is key. The uncertainty created by the political involvement in the recognition system has hampered the success of the system as envisaged under Leveson. The changing media landscape also creates challenges in identifying the future skill set that may be required by the Board.

Recommendations

29. The Board is invited to:
- **review** the terms of reference for the Nominations Committee and **agree** the membership of the Committee;
 - **agree** the high-level principles underpinning the reappointments process and confirm the second length reappointment periods;
 - **agree** the Nominations Committee will bring recommendations to the Board concerning the reappointments of the Board by February 2019;
 - **agree** in principle that the recruitment activity for the Chair and Board appointments will be condensed to be undertaken in the agreed years in order to minimise costs and ensure effective campaigns, taking into account the end of the staggered second periods of appointment; and
 - **agree** that the Nominations Committee should consider the high-level principles that will underpin the recruitment process and provide details of the proposed recruitment campaign and timeframes for consideration by the Board in February 2019.

Timeline for future work

30. A paper concerning the reappointments (following guidance from the Nominations Committee) will be brought for the Board's discussion and decision

at the meeting scheduled for 26 February 2019. Similarly, the process for the appointment of future Board members will be brought to the Board for consideration with recommendations as detailed above.

Attachments

Annex A – Schedule 1 of the Royal Charter, dealing with Appointments to the Board and terms of membership

Annex B – Nominations Committee Terms of Reference

ANNEX A – SCHEDULE 1 OF THE ROYAL CHARTER – APPOINTMENTS AND TERMS OF MEMBERSHIP

1. Initial Appointments to the Board of the Recognition Panel

1.1. This paragraph regulates the manner in which the initial appointments to the Board shall be made. Thereafter, upon any further appointment being required (whether of a successor or additional Member), the terms of paragraph 7 (*further appointments*) shall apply.

1.2. The appointment of the first Chair of the Board together with at least 4 initial other Members shall follow a fair, open and merit-based process, to be conducted in the manner, and by the persons, described in this paragraph, and paragraphs 2 (*appointments committee*), 3 (*criteria for appointment*) and 4 (*commissioner for public appointments*).

1.3. The responsibility for identifying and thereafter appointing the Chair of the Board shall be that of an independent Appointments Committee, constituted in accordance with paragraph 2. This Appointments Committee shall ensure that the Chair is identified and appointed first, before the appointment of any other Members of the Board.

1.4. The other initial Members of the Board shall be identified and appointed by the Appointments Committee, acting together with the Chair of the Board. It will be the responsibility of the Chair of the Board, once identified, to decide how many initial Members (being at least 4 and no more than 8) shall be appointed under this paragraph.

2. Appointments Committee

2.1. The Commissioner for Public Appointments shall:

- a) appoint the Appointments Committee;
- b) decide how many people will serve on that Committee; and
- c) allow his Office to support the work of that Committee.

2.2. The Chair of the Committee shall be a Public Appointments Assessor (appointed pursuant to the Public Appointments Order in Council 2013).

2.3. In order to ensure the independence of the Appointments Committee, a person shall be ineligible to be appointed if he:

- a) is a serving editor of a publication of a relevant publisher;
- b) is a relevant publisher or otherwise involved in the publication of news or current affairs in the United Kingdom;

c) is a member of the House of Commons, the Scottish Parliament, the Northern Ireland Assembly, the National Assembly for Wales, the European Parliament or the House of Lords (but only if, in the case of the House of Lords, the member holds or has held within the previous 5 years an official affiliation with a political party); or

d) is a Minister of the Crown, a member of the Scottish Government, a Northern Ireland Minister, or a Welsh Minister.

3. Criteria for Appointment to the Board of the Recognition Panel

3.1. In making any appointment to the Board under this Schedule, the matters set out in this paragraph shall be used for:

- a) determining the overall nature of the membership of the Board; and
- b) assessing the suitability of any particular person to be appointed as the Chair or a Member of the Board.

3.2. The criteria for appointment as a Member of the Board are:

a) That every Member shall have:

- i. senior level experience in a public, private or voluntary sector organisation; and
- ii. an understanding of the context within which a Regulator will operate.

b) That at least one Member shall have:

- i. legal qualifications and skills, together with an understanding of the legal framework within which the Board must operate;
- ii. financial skills, including experience of delivering value for money;
- iii. experience of public policy;
- iv. experience of consumer rights;
- v. an understanding of the national and regional environments within Great Britain that are relevant to the work of a Regulator.

3.3. In order to ensure the independence of the Board, a person shall be ineligible to be appointed, or to remain as, a Member of the Board if he:

- a) is or has been an editor of a publication of a relevant publisher;
- b) is a relevant publisher or otherwise involved in the publication of news or current affairs in the United Kingdom;
- c) is a member of the House of Commons, the Scottish Parliament, the Northern Ireland Assembly, the National Assembly for Wales, the European Parliament or the House of Lords (but only if, in the case of the House of Lords, the member holds or has held within the previous 5 years an official affiliation with a political party); or
- d) is a Minister of the Crown, a member of the Scottish Government, a Northern Ireland Minister, or a Welsh Minister.

4. Commissioner for Public Appointments

4.1. After the initial appointments made by the Appointments Committee, and where further appointments to the Board are contemplated, pursuant to paragraph 7 (*further appointments*), the requirements of paragraph 4.2 shall apply.

4.2. Before a person selected for appointment to the Board (other than by the Appointments Committee) can be appointed formally, the Commissioner for Public Appointments shall be asked to consider whether the process followed in the selection of that person was fair, open and merit-based, and, if he considers that it was, to confirm that this was the case, in writing. In order to be in a position to give such confirmation, the Commissioner may specify terms to the Board as to how it conducts a further appointments process.

4.3. No appointment to the Board shall be valid unless (a) it has been made by the Appointments Committee or (b) the confirmation described in paragraph 4.2 has been published by the Commissioner.

5. Terms of Membership

5.1. Each Member, including the Chair, shall hold and vacate his office in accordance with the terms of this Charter.

5.2. Each Member shall be eligible to serve for an initial term of 5 years and shall be eligible to reappointment for a further period of up to 3 years. The Board shall have regard to the importance of staggering the reappointment and retirement of Members to deliver appropriate continuity in the performance of its functions.

5.3. The Board may make arrangements to pay or make provision for paying, in respect of any Member, such amounts by way of allowances or gratuities as the Board determines. The amount of any such allowances or gratuities shall be set having regard to the prevailing rates payable to the members of boards of public sector bodies.

6. Termination

6.1. Any Member of the Board may resign by giving notice in writing to the Recognition Panel.

6.2. If the Board is satisfied (which shall require a majority of two thirds of the Members entitled to vote to concur), that a Member is unwilling, unable or unfit to discharge the functions of a Member of the Board under this Charter, that Member shall be duly dismissed and notified in writing of this fact, together with reasons. The

Member concerned shall not be entitled to vote on this matter and the Board may make further provision as to the operation of this paragraph under Article 6 of this Charter.

7. Further Appointments

7.1. Upon:

- a) any person, including the Chair, ceasing to be a Member of the Board, for any reason, or
- b) the Board determining that the appointment of an additional Member is desirable (having regard to the limitation on numbers imposed by Article 5.1),

the process for appointing a successor or additional Member (as appropriate) shall be fair, open and merit-based, and meet the requirements of paragraphs 3 (*criteria for appointments*) and 4 (*commissioner for public appointments*). The responsibility for making such an appointment (including selection) shall lie with the serving Members of the Board, and not the Appointments Committee.

8. Interpretation

8.1. Schedule 4 to this Charter shall be used in interpreting this Schedule.

8.2. A reference to a paragraph means to a paragraph in this Schedule.

NOMINATIONS COMMITTEE TERMS OF REFERENCE

Purpose

The Nominations Committee (NomCo) is an advisory committee and its purpose is to:

1. Keep under review and make recommendations in relation to the processes for the appointment, re-appointment and appraisal of Board Members and any other non-executives engaged by the PRP e.g. the independent member of the Audit Risk Committee;
2. Make recommendations on appointments and re-appointment processes in line with agreed policy;
3. Identify and nominate candidates for the approval of the full Board to fill vacancies as and when they arise (operating as a Selection Panel, supplemented as necessary by other Board Members and/or an independent member);
4. Nominate for the approval by the full Board the re-appointment of any Board Member at the conclusion of their specified term of office having given due regard to their performance and ability to continue to contribute in the light of the knowledge, skills and experience required; and
6. Make recommendations to the full Board in relation to extensions and emergency appointments and the disqualification, suspension and removal from office of the Chair and Board Members.

Membership, Chair, Secretary and Quorum

7. The Committee shall comprise of a minimum of two and a maximum of four members.
8. The Committee will include the Chair of the Board. The Committee may co-opt a person to serve as an independent member who is independent of the Board.
9. The Board Chair will Chair the Committee. The Chair of the Board shall not chair the Committee when it is dealing with the matter of succession to the chairmanship of the PRP.
10. Appointments to the Committee will be made by the full Board, after recommendation by the Chair. The Members of the Committee will be appointed for a period of up to three years, or until the Member's appointment to the Board expires; whichever is the sooner. Appointments will be extendable by one additional period of three years.
11. Only Members of the Committee have the right to attend and participate at Committee meetings. Other individuals such relevant executives or other advisers considered appropriate by the Chair may be invited to attend for all or part of any meeting.

12. In the absence of the Committee Chair, the remaining members present shall elect a member to chair the meeting.
13. The Executive Administration Manager shall act as the Secretary of the Committee.
14. The quorum necessary for the transaction of business shall be two members. Members' attendance via telephone or video-link is permissible for the purposes of determining a quorum.
15. A duly convened, quorate meeting of the Committee shall be competent to exercise all or any of the authorities, powers and discretions vested in it as outlined in these terms of reference, or exercisable, by the Committee.
16. Where the Chair of the Committee considers it appropriate, decisions may be taken by email. An audit trail of decisions taken by email will be maintained by the Secretary of the Committee.
17. In the event that a decision is required by vote, where the Committee has the authority to make a final decision, the Chair will have the casting vote. In the instance of a tied vote where a recommendation is being made to the full Board, the outcome of the vote will be reported to the Board.

Frequency and Notice of Meetings

18. The Committee shall meet as required to fulfil its duties.
19. Meetings of the Committee shall be summoned by the Secretary of the Committee at the request of the Chair.
20. Unless otherwise agreed, notice of each meeting confirming the venue, time and date together with an agenda of items to be discussed and supporting papers, shall be forwarded to each member of the Committee and any other person required to attend, no later than five working days before the date of the meeting.

Minutes of Meetings

21. The Secretary of the Committee shall minute the discussion, decisions and actions of all meetings of the Committee, including recording the names of those present and in attendance.
22. Minutes of Committee meetings shall be circulated promptly to all members of the Committee once agreed by the Committee Chair.

Accountability & Reporting Responsibilities

23. The Committee is accountable to the full Board.
24. The draft minutes of the Committee meeting will be circulated to the next meeting of the full Board, along with a report from the Committee Chair highlighting any issues for Board's discussion/consideration.
25. The Committee will approve a statement in the annual report about its membership, role and remit for the preceding year.

Other

26. The Committee shall, at least annually, review its own performance, constitution and terms of reference to ensure it is operating effectively and recommend any changes it considers necessary to the full Board for approval.

Authority

27. The Committee has authority delegated from the full Board to review and make recommendations in relation to processes for the appointment, reappointment and appraisal of Board Members. Final decisions in relation to appointments, re-appointments and appraisal are reserved to the Board.
28. The Committee is authorised by the Board to investigate any activity within its terms of reference.
29. The Committee is authorised by the Board to obtain, at the PRP's expense, outside legal or other professional advice on any matters within its terms of reference.

Review

30. These terms of reference form part of the PRP's Governance Framework and will be reviewed each year when that framework is reviewed.

Peter J Lawrence OBE
Chief Executive, Civil Service Commission

1 Horse Guards Road, London, SW1A 2HQ
Telephone: 020 7271 0830
E-Mail peter.lawrence@csc.gov.uk or chief.executive@csc.gov.uk

Dear Susie,

RE: APPOINTMENTS TO THE PRESS RECOGNITION PANEL

I am writing in respect of the appointments process for the Chair and Members of the Press Recognition Panel. As the current appointments approach the end of their initial terms in 2019, I thought it prudent to highlight the role of the Commissioner for Public Appointments as set out in the Royal Charter.

The Royal Charter dated 13 July 2011 placed on the Commissioner a number of duties.

First a duty to appoint the Appointments Committee; and to provide assurance that the initial appointments were made following a fair, open and merit based process. The initial process was therefore conducted through the Commissioner's office, with a panel led by a Public Appointments Assessor.

Second a duty that when any further appointments were made to provide assurance that a fair process was conducted by the serving members of the PRP Board. This duty does not necessitate the Commissioner's extensive involvement in the process. However, the Charter does provide for the Commissioner to advise the PRP on running the appointments, process if so required.

I have agreed with the current Commissioner, in the event that between now and 31 March 2021 any further appointments were made to the PRP in line with Schedule 1 to the Charter, that I, or my successor, would provide assurance on behalf, but independent, of the Commissioner under delegated authority. We have taken this decision in light of the Commissioner's previous roles as a journalist and editor with press media organisations and to remove any perception of conflict of interest.

I would be grateful if you could confirm whether the PRP is minded to re-appoint the current members when their terms expire, or run a competition to select new members, bearing in mind the recommendation that appointments end dates should be staggered. It is helpful that we have on file a letter, dated 30 March 2016 from Holly Perry, Head of Governance, which suggests

that the PRP would provide a written summary of the selection process, before it begins. I am content that that provides a pragmatic approach and the Commissioner's office would be happy to begin by having a conversation in the first instance, to offer any advice on running a fair and open process, or talk through standard practice for reappointments, if that would be helpful.

I have recently written to Sue Owen, Permanent Secretary of the Department of Digital, Culture, Media and Sport to notify her of the above.

I am copying this letter to Peter Riddell Commissioner for Public Appointments and Jennifer Smith OCPA.

Kind Regards,

A handwritten signature in black ink, appearing to read 'Peter J. Lawrence', is centered on the page. The signature is written in a cursive style with a large initial 'P'.

Peter J. Lawrence OBE



Mappin House
4 Winsley Street
London W1W 8HF

Peter J Lawrence OBE
Chief Executive, Civil Service Commission
1 Horse Guards Road
London SW1A 2HQ

By email only

6 December 2018

Dear Peter,

Succession planning for the Press Recognition Panel (PRP) Board Members

Thank you for your letter of 19 November 2018 and for explaining the background to your interest in this matter.

The PRP Board had agreed a high-level process in February 2016 setting out proposals for dealing with the future appointments of new Board Members and the intention to involve the Commissioner at that start of the recruitment process. As set out in our previous letter, it remains the PRP's intention to engage early to ensure that the proposed process is in accordance with the requirements of fairness, openness and merit. The PRP now has in place a Nominations Committee with an Independent Member, Cindy Butts.

The Board currently consists of four Board members and a Chair and early discussions are taking place with regard to the staggered reappointments of the serving Board members. Once the Chair has an indication of the individual Board member preferences in respect of future re-appointment terms, formal discussions and an assessment will be undertaken by the Nominations Committee. The Committee will then bring recommendations for re-appointment and suggested term lengths to the Board for agreement.

The Board will be considering a paper on its succession planning, the high level principles in relation to the reappointments process and the timeframe for staggering new appointments in the open session of the Board's next meeting on 18 December 2018. We proactively publish Board papers to be considered in the open session on our website a week before the meetings and the Commissioner's office may find this information helpful.

Following the Board's decision at this meeting, the Nominations Committee will provide the high-level principles for new appointments and the proposed process for the recruitment process. The timeframe for the new appointments will be staggered to ensure satisfactory continuity with the departing Board members. As contemplated previously, it would be useful for us to engage at that stage with the Commissioner's office to ensure we have considered any specific comments and advice on the proposed process before we embark on it

In addition, and in line with the requirements of the Charter (paragraph 24) and your recent letter, we will be writing to you in due course to seek confirmation that the recruitment process was discharged in accordance with the requirements of fairness, openness and merit.

Your letter and my response will be published on the PRP website in accordance with our policy on openness and transparency.

Yours sincerely

A handwritten signature in black ink, appearing to read 'Susie Uppal', with a stylized flourish at the end.

Susie Uppal
Chief Executive, Press Recognition Panel



PRESS RECOGNITION PANEL BOARD

BOARD AND INDEPENDENT MEMBERS' REMUNERATION

Meeting: 18 December 2018

Status: for decision

Lead responsibility: David Wolfe, Chair

Contact details: Saima Ansari

Purpose

1. The Board are invited to undertake the annual review of remuneration for both the Board and Independent members.
2. The Board meetings were reduced to bi-monthly from May 2017 with the Board continuing to receive the Chief Executive's report and financial information in the months it does not meet. The Executive work part-time as part of the flexible and variable organisational design.

Executive Summary

3. The Terms of Membership of the PRP, including remuneration, are delegated to the Board under the terms of the Charter (para 5.3):

'The Board may make arrangements to pay or make provision for paying, in respect of any Member, such amounts by way of allowances or gratuities as the Board determines. The amount of any such allowances or gratuities shall be set having regard to the prevailing rates payable to the members of boards of public sector bodies.'

Background

4. The Board are currently paid an annual fixed sum, paid in twelve equal monthly instalments. The Board agreed the rate of £30,000 per annum for the Chair, for a minimum time commitment of 60 days per annum, and the rate payable to Board Members of £6,000 per annum for a minimum time commitment of 20 days per annum.

Remuneration Review 2018

5. A review was conducted of vacancies recently advertised by the Centre for Public Appointments. A sample of the recent vacancies and remunerations rates, with anticipated time commitments, is attached at Annex A for reference. This Annex also includes details of remuneration paid to chairs of various bodies as recorded in the Cabinet Office's latest publication, Public Bodies 2017 (data as at 31 March 2017). We have also noted the remuneration paid to the Chair and Board members of the Professional Standards Authority as detailed in their recent annual report and accounts. The Professional Standards Authority ARC Chair is paid significantly more; however, the breadth and scope of the work is considerably wider. The light touch review demonstrated that generally, the daily remuneration rates for Board members commonly fell between £300 and £450 and for the Chair, between £375 and £600.
6. At its meeting in December 2017, as part of the annual review, the Board observed that market rates had increased slightly and agreed remuneration should be set competitively in view of any potential future recruitment activity. The Board agreed that the current annualised remuneration rate continued to remain appropriate for Board members. The additional remuneration for Board member Harry Rich was increased from £1500 to £2500 annually in recognition of his role as Chair of the ARC and Board member with financial responsibility. It was also agreed that the Independent Member of the ARC should be paid an annualised sum of £1,500 to be paid in monthly equal instalments to reflect current market rates and to minimise administrative action.
7. The position remains that there has been a marginal increase at the upper end of the rates payable for both Chair and Board members in the market and the Board may wish to revisit the remuneration for Board members, especially in view of the potential recruitment action for 2019.

Audit and Risk Committee Remuneration

8. Standard practice remains that members should receive a set extra amount for additional commitments, usually as Chair of an ARC. The current additional remuneration paid to the Chair of the ARC remains comparable with market rates.

Nominations Committee remuneration

9. The daily remuneration rate for the Independent member of the Nominations Committee is £300 and rate remains comparable in view of the nature of the role. The Chair is also the Chair of the Nominations Committee and no additional remuneration is proposed for this role. Similarly, should serving

Board members be requested to participate on the Committee, no additional remuneration is proposed.

Time commitment

10. Six Board meetings are presently scheduled to take place in 2019, with monthly CEO and finance reports provided by the Executive (this requirement and associated costs will be reviewed when the budget is reviewed in February 2019). The Board will continue to receive electronic papers for consideration ex committee as necessary. Serving Board members have previously undertaken additional duties such as participating in the recruitment activity for the Independent member of the Nominations Committee or as members of the ARC as part of their roles. It is anticipated that there will be a certain degree of involvement for some members in relation to the proposed recruitment activity for next year. It would be timely for the Board to review the planned work for 2019 in order to assess the future time commitment. This information will be necessary for the purposes of the potential recruitment activity.

Implications

11. The implications of decisions taken by the Board as set out in this paper are as follows:
 - Budget – there is sufficient budget available to pay the range of rates set out in this paper.
 - Legislation – the Charter gives the Board the power to set its own remuneration.
 - Resources – no specific issues arise.
 - Equality, Diversity and Inclusion – no specific issues arise.

Devolved Nations

12. There are no identifiable implications/differences in relation to this area of activity and the devolved nations.

Communications

13. The Minutes of the open session will record the Board's decision on remuneration and will be published on the PRP's website. The policy on Board member remuneration will be updated following the Board's decision and brought to the Board for ratification early next year.

Risks

14. There is a risk of challenge with the Board in setting its own remuneration; however, the Charter specifically makes this compulsory.
15. The PRP operates in an open and transparent manner and continues to proactively review costs and ensures compliance with good practice and HM Treasury's guidance *Managing Public Money*. The regular annual review of the rates by the Board, during the open session of the Board meetings provides assurance that competitive and fair rates continue to be paid to the members.

Recommendations

16. The Board is invited to:
 - Review the remuneration presently paid to the Chair, Board and Independent members;
 - Discuss if any changes to the rates should be considered in light of planned recruitment activity for 2019; and
 - Discuss the anticipated work for 2019 and confirm the time commitment for the future.

Attachment

Annex A – Sample of remuneration paid to Chairs and members of public bodies 2018

Sample remuneration for public appointments of Board members/ Non-Executive Directors and Chairs 2018

Role	Remuneration	Time commitment
Chair:		
Chair, Security Vetting Appeals Panel	£240 or the applicable judicial fee and reasonable expenses	15-20 days per year
Chair – Office of Tax Simplification	£400 per day	2 days a month
Chair to NHS Pension Board	£13,137	3 days a month
Chair, Consumer Council for Water	£33,280	2 days a week
Professional Standards Authority, Chair	£30-35,000 per annum	Approximately 8 days a month
Chair, Equality and Human Rights Commission	£50,000 per annum	(data from Public Bodies 2017)
Chair, Gambling Commission	£55,000 per annum	(data from Public Bodies 2017)
Chair, Legal Services Board	£63,000 per annum	(data from Public Bodies 2017)
Members:		
Professional Standards Authority, Board Members	£5-10,000 per annum	Board members to attend all board meetings (six including one overnight meeting) and everyone to serve on one committee (four meetings) Various other activities as required.
OFCOM, non-executive Board member for Wales	£42,519 per annum	2 days per week
Independent Reviewer of Terrorism	£800 per day	3 days per week
Met Office, non-executive director	£240 or the applicable judicial fee	15-20 days per week
British Library Board members	£9,130 per annum	1-2 days per month
Project and Investment Committee, non-executive member	£300 per meeting	15-25 meeting per year
Member, Committee on Fuel Poverty	£8,400 per annum	2 days per month
Non-executive member, Nominations and governance committee	£4000 per annum	4 meetings a year
Non-executive directors for Serious Fraud Office	£10,500 per annum	15 days per year

ARC Chair:		
Non-executive Board member of Government Facility Services Limited and Chair of the ARC	£300 per day and an additional £2,400 annual payment for role of Chair of the ARC	24 days per year
Professional Standards Authority, Chair of the ARC	£10-£15,000 per annum	Board members to attend all Board meetings (six including one over-night meeting) and everyone to serve on one committee (four meetings) Various other activities as required.
ARC Members:		
Project and Investment Committee, non-executive member	£300 per meeting	15-25 meetings per year