

**MINUTES of the BOARD MEETING**  
**Held on Wednesday 24 February 2016 at 10.30 a.m.**  
Gate House, 1 Farringdon Street, London EC4M 7LG

Present: Sir Alan Moses (Chairman)  
Rick Hill  
Trevor Kavanagh  
Sir Martyn Lewis  
Charles McGhee  
Mehmuda Mian  
Ruth Sawtell  
Charlie Wilson

Attending: Elizabeth Bardin – Executive Assistant to Chairman  
Charlotte Dewar - Director of Operations  
Niall Duffy – Director of External Affairs  
Ben Gallop – Senior Complaints Officer  
Alistair Henwood – Legal and Policy Analyst (for item 10)  
Michelle Kuhler – PA to CEO – minute taker  
Bianca Strohmann – Senior Complaints Officer  
Matt Tee - Chief Executive  
Liam Tedds - Standards Officer  
Charlotte Urwin – Head of Standards

Observing: Richard Best – Complaints Committee Deputy Chairman  
Lara Fielden – Complaints Committee member  
David Jessel – Complaints Committee member  
Elizabeth Ribbans, Complaints Committee member  
Nina Wrightson – Complaints Committee member  
Peter Wright – Complaints Committee member (items 9-13)

1. Apologies and Welcome

Apologies for absence were received from Kevin Hand, Anne Lapping, Keith Perch and Richard Reed.

2. Declarations of Interest

None

3. Minutes of the Previous Meeting

The minutes of the previous meeting held on 26 November 2015 were approved as a true and accurate record.

4. Matters Arising

There were no matters arising

5. Chairman's Report

The Chairman advised the Board that he had met with the Regulatory Funding Company (RFC) in January regarding the regulations changes to thank them and reassure them regarding IPSO's approach. He also mentioned the funding announcement and how important it was to IPSO's independence.

On the back of the announcement of the regulation changes, the Chairman had made a number of interviews, including The Media Show, Broadcasting House newspaper review, and The Guardian.

He went on to note the sad news of the closure of the Independent, leaving only one significant national paper not under IPSO. Better news was that Trinity Mirror has launched a new title, The New Day.

The announcement of Sir Joseph Piling as the choice to conduct an external review of IPSO had been announced. The Chairman felt this was very healthy for IPSO and a good choice.

The Chairman had recently attended a meeting organised by IPSO's Standards function with the All about Trans group. This had also included editors, journalists and complaint officers. He was very impressed with the exchange, concerns, atmosphere and seriousness of discussions held at the event. These discussions would lead to the development of guidelines on reporting these issues.

The Chairman reported that Charlotte Dewar was soon due to go on leave and thanked her for her excellent work. Ben Gallop and Bianca Strohmann, will be leading the complaints function in Charlotte's absence.

The Chairman concluded his report by congratulating Sir Martyn Lewis on his recent, well-deserved knighthood.

## 6. Chief Executive's Report

The Chief Executive introduced his report. There being no general points, the Chief Executive asked the Board to consider items that needed a Board decision.

### 6.1 Strategic Plan 2016 -2020 and Annual Business Plan 2016

The Chief Executive advised that the comments made at the last Board meeting in relation to the work IPSO does for the public and its role in protecting people, had been reflected in the report.

He invited the Board to comment on the draft that would be published in a week's time. The following comments were made:

- A request was made that External Affairs feedback should be recorded as a priority; and
- The report should prioritise reference to what IPSO had delivered.

**Resolved: that the publication of the Strategic Plan 2016-2019 and Annual Business Plan 2016 be approved.**

### 6.2 Equal Opportunities Policy

The Chief Executive reported that IPSO was working towards implementing best practice. The Equal Opportunities Policy had been developed using guidelines already published on the subject.

During the discussion, the following points were made:

- Not all characteristics on this subject were listed in the monitoring section.
- In response to a question about using voluntary workers, it was stated that IPSO had no intention of using voluntary workers in the near future.

**Resolved: that the Equal Opportunities Policy be approved.**

## 7. Director of Operations' Report

### 7.1 Implementation of Regulation changes

The Director of Operations presented a paper outlining how the regulation changes would be implemented.

**Resolved: that the implementation plan for changes to the Regulations, Articles and Scheme Membership agreements be approved.**

### 7.2 Annual Statements: Update

The Director of Operations invited the Board to comment further on the 2014 annual Statement process and expectations for 2015. No comments were received.

She informed the Board that IPSO had received 11 annual statements to date and was on target for the 75% objective.

### 7.3 Complaints Review: Update

The Director of Operations invited the Board to comment on the implementation of the Complaints review.

A member of the Board asked if a report on the progress would be produced. The Chief Executive confirmed that Neil Marshall had been engaged to carry out the review and would produce a report later in the year.

It was also suggested that Board members should have the same opportunity as Committee members to visit member publications.

A member of the Board asked who would carry out the work on the Audit and Quality Assurance and the Chief Executive confirmed that this would be Neil Marshall.

## 8. Director of External Affairs' Report

The Director of External Affairs introduced his report.

He confirmed that the First Annual IPSO Lecture, delivered by the Chairman, would take place on April 12<sup>th</sup> at 6pm.

He also mentioned that IPSO's first Twitter Q&A session, with Richard Best being the first volunteer, would take place before the summer.

The Director of External Affairs informed the Board that he was keen to expand IPSO's reach through their networks and that will be liaising with members to gain contact details. The Chairman emphasised the importance of being able to benefit from the Board members' connections. He asked Board members to be proactive in telling people what IPSO does regarding press regulation

A Board member asked if IPSO is in the curriculum for student journalists and it was confirmed that this is the case.

9. Finance and Performance Report

9.1 Finance

The Chief Executive presented the finance report, which was noted by the Board.

9.2 Performance

The Chief Executive presented the Performance report and informed the Board that this would be updated for each meeting. The Board asked that a column be added showing whether the situation on each objective had improved since the last meeting.

The Board noted the report.

10. Arbitration Pilot Update

**Alistair Henwood joined the meeting for this item.**

The Chief Executive introduced this item presenting the final draft rules for approval, updating the Board in relation to the participants willing to take part, and tabling the results of the tender for an arbitration provider, which had been received after the Board papers were distributed.

He indicated that he was confident that the national news publishers as well as one regional title and one magazine group would join the pilot.

Three companies had submitted tenders for the administration of the pilot scheme and the preferred supplier was CEDR-Solve based on their end-to-end experience, suitability, arbitration experience, and as the proposed service was better suited to IPSO's pilot scheme.

**Resolved that:**

- (a) the draft rules provided for the arbitration pilot scheme be approved; and
- (b) the arbitration company CEDR-Solve be approved as the preferred provider for the IPSO pilot scheme.

**The Board adjourned for 10 minutes.**

## 11. Complaint Issues

### 11.1 Draft Procedure: Request for anonymity

The Director of Operations gave an overview on the policy and invited the Board to approve the policy for anonymity for inclusion within the Complaints Procedure.

In response to a question, the Director of Operations confirmed that the position on anonymity is made clear to the complainant from the outset.

**Resolved: that the policy on anonymity be approved for inclusion within the Complaints Procedure.**

### 11.2 File Sampling and Complainant Survey

The Director of Operations presented the outcome of the initial file sampling exercise, and sought approval of the Executives' proposal for the survey of complainants to be conducted through the IPSO's new website, which is currently under development.

### 11.3 Complainant Reporting

The Director of Operations introduced the tables on complaint reporting. There were some discussion held surrounding clarification on criteria, content and statistics within the tables, which were noted by the Board.

## 12. Draft Complaints Committee Handbook

The Director of Operations presented the handbook and highlighted the main issues for consideration, including that of how the Committee should reach a decision when it is evenly split.

With regard to the handbook generally, the Board thanked the Director of Operations for her work and agreed the handbook should be published.

On the specific issue of occasions where the Committee is deadlocked, a paper summarising the views of Complaints Committee members was circulated. The Chairman reminded the Board that the regulations relating to complaints say that the Committee should attempt to reach decisions by 'consensus'. The Board in discussion emphasised the importance of decisions about complaints being the decision of the whole Committee and that votes should be avoided where possible. However, where, after significant discussion the Committee appeared to be deadlocked, there should be a vote, with the Chairman having a casting vote if necessary. Proxy votes should not be allowed.

**Resolved: that the Complaints Committee Handbook be published.**

13. Staff Survey

The Chief Executive introduced the item. The Board was informed that all staff had seen the results of the survey and that Sheridan's had managed the process and the results were anonymous and therefore totally confidential. The Chief Executive reported that IPSO would undertake an annual staff survey.

The Chief Executive confirmed that some areas from the survey results had raised other questions, and staff had been asked to participate by submitting further feedback. Subsequently additional data had been received and the issues raised would be addressed at the next Senior Management Meeting and an action plan be discussed. The Board requested that the action plan be brought to the next Board meeting and that staff would not be present for the discussion on this item.

14. IMPRESS Developments

The Chief Executive introduced the item for information.

15. Audit and Risk Committee

15.1 Appointment of the Auditors

This item was introduced by Rick Hill, Chairman of the Audit and Risk Committee, he confirmed that the Audit and Risk Committee recommend to the Board that Grant Thornton be formally appointed as IPSO's external auditors.

**Resolved: That Grant Thornton be appointed as IPSO's auditors.**

15.2 Treatment of transition budget and cash reserve position

The Chief Executive gave a comprehensive breakdown on accounting treatment of the transitional funds.

**Resolved: that the £500k of transition funds that IPSO had received be treated as a loan on negligible interest**

15.3 IPSO Risk Register

The Chief Executive informed the Board that he would incorporate the trend arrows going forward and submit the top five risks to each Board meeting.

**Resolved: that the risk register be noted.**

16. Board Approval of Changes to Articles

**Resolved that: the new articles of association for IPSO be approved through a written resolution signed by each Board Member at the meeting.**

17. IPSO Advisory Panels

The Chief Executive introduced a paper proposing that IPSO establish two panels to advise the Board, one for journalists that are not editors and another for readers. The Board welcomed the idea and raised the question of whether a Board member might attend or Chair each panel. The Chief Executive agreed to consider this before the panels met. The Board also emphasised the importance of diversity in both groups.

**Resolved: that the establishment of a Journalist Advisory Panel and a Reader Advisory Panel be approved.**

18. Any Other Business

There was no other business.

19. Date of next meeting

The date of the next meeting was confirmed as Wednesday 6<sup>th</sup> April 2016 at 10.30 a.m.

**The meeting finished at 12.50pm**

**Michelle Kuhler  
PA to CEO  
29 February 2016**