



Board Meeting

Date	18 February 2021
Time	10am
Location	MS Teams
Attendees	Sir Ashley Fox, Chairman Punam Birly, Non-Executive Member Joyce Cullen, Non-Executive Member Marcus Killick, Non-Executive Member Leo O'Reilly, Non-Executive Member Kate Chamberlain, Interim Chief Executive (Executive Member) Andrew Bagley, Director of Governance and Corporate Services (Executive Member) Pam Everett, Director of Operational Delivery (Executive Member) Rhys Davies, General Counsel (Advisor)
Apologies	None
Additional attendees	Helen Jenkins, Senior Governance Manager (Secretariat – all items) Anna Meredith, Head of Strategy and Communications (Items 5 and 6) Steve Coomber, Communications Advisor (Item 6) Martin Rowlands, Senior Finance Manager (Items 7 and 8) Troy Gallagher, HR Business Partner (Item 9)

1. Open Meeting

- 1.0. The Chairman welcomed everyone to the meeting, particularly Joyce Cullen joining her first meeting having been appointed as our member with knowledge of conditions in Scotland

earlier this month (from 10 February for three years). Joyce introduced her current work and background.

- 2.0. No apologies were received for this meeting.
- 3.0. The latest Register of Interests was shared with papers for the meeting. No further interests were declared relating to items on today's agenda. The Register of Interests is available on the IMA website.

2. Previous Minutes and Actions

- 4.0. Minutes from the previous meeting (22 January 2021) were approved.
- 5.0. Actions were reviewed, updated and closed where relevant.

3. Chairman's Report

- 6.0. The Chairman provided a brief update on his recent activities linked to the paper provided in advance of the meeting. Board members were interested in the focus and impact of the Foreign Press Association session. The Chairman was joined by the interim Chief Executive and General Counsel at the session; and confirmed approximately 40 European journalists attended which has resulted in an increase of media requests from European outlets.
- 7.0. Members queried the tone of engagement with Whitehall departments now the IMA is a live organisation. The Chief Executive confirmed supportive initial discussions as we introduce ourselves and our role however, we are prepared to manage expectations among departments now we are about to start requesting information in relation to our work.

4. Chief Executive's Report

- 8.0. The Chief Executive provided a verbal update of complaints received to date noting it was positive to see complaints are from a broad mix of nationalities and that they are concerned with a variety of rights covered by the Withdrawal Agreement Act.
- 9.0. The Chief Executive highlighted that the first IMA survey is currently open for responses until mid-March. Members are welcome to share the survey via our social media platforms and with any European citizens in the UK they know. The survey has two key aims: (i) to collect information from European Citizens in the UK relating to their experience of living in the UK since the UK has left the EU; and (ii) to raise awareness of the organisation. We have received over 2600 responses to date.
- 10.0. Pam Everett (PE) took Board members through the details of two complaints that have recently been received. PE confirmed that IMA always go back to complainants to advise outcome of assessment.
- 11.0. Rhys Davies (RD) also provided an update of other current legal action being taken by others that we are aware of and how we are monitoring proceedings and considering if or how we may become involved.

5. IMA Annual Plan 2021-2022

12.0. Anna Meredith (AM), Head of Strategy and Communications joined the discussion to introduce the latest draft and timetable of our first Annual Plan. Board members were pleased with the progress since the first draft discussed at the January meeting. Several points of clarification were raised, and Board members were asked to provide written comments to AM by 5pm (18/2/2021).

Action: All members to send specific amendments to AM by 5pm.

Decision: Chief Executive to approve any suggested amendments received.

Decision: Annual Plan approved subject to any amendments.

6. Stakeholder Engagement Plan

13.0. Steve Coomber (SC), Communications Advisor joined the meeting. The Chief Executive introduced the first stakeholder engagement plan following the Board's request for an update on this area of work. SC described the phased approach we are using to introduce ourselves to key stakeholders before moving into a phase of structuring our engagement via meetings and forum etc.

14.0. Board members recognised the work that has been completed to date and were supportive of the plans. Members suggested other organisations that should be included, notably: the Immigration Law Practitioners' Association (ILPA), Free Movement and the Employment Law Association (ELA).

Action: AM to include named bodies in stakeholder engagement plans.

15.0. Members also flagged the need to recognise devolved powers and include the relevant devolved stakeholders e.g. welfare is devolved in Scotland and Northern Ireland so stakeholders should include their equivalents of Job Centre.

Action: AM/SC to research devolved powers and include regional stakeholders where relevant.

16.0. Board members were supportive of the Consultative Forum and requested more detail. AM confirmed a plan to bring an outline to the next Board meeting.

17.0. Board members highlighted that the main messages must be comprehensive and consistent. Board members are content to support regional engagement and national engagement as requested. Members agreed that the Chair and Chief Executive should be informed of all meeting/event invitations and Members should attend with a relevant member of IMA staff to ensure consistent messaging.

Decision: Board members will not attend stakeholder meetings / events alone. Board members to attend stakeholder meetings/events with appropriate approved IMA staff.

7. 2020/21 Finance Report

- 18.0. Martin Rowlands (MR) joined the meeting to provide an overview of the budget position within the current financial year. There is a slight reduction of £161k from the reported estimated spend at period 10 - made up of reductions in the pay bill and delays in recruitment. MR explained the estimate for period 10 was included within the papers as the MoJ Finance pack was only available after Board papers issued. A surplus at year end is still expected.
- 19.0. Board members noted the current position.

8. Budget 2021/22

- 20.0. MR continued with an update to plans for the next financial year, 2021/22. The latest report highlighted the best estimate of resources for next year following discussions with managers across the IMA. The Chief Executive highlighted this is based on current assumptions and we will continue to monitor assumptions to ensure our projections are accurate and adapt accordingly if not.
- 21.0. Board members queried the need for permanent and temporary staff resource; with the Chief Executive confirming that maintaining funding for temporary staff is a contingency to ensure we can adapt to required workload.
- 22.0. Board members queried provisional legal costs for 2021/22, MR confirmed this is for external support.
- 23.0. Board members noted the projected budget estimates.

9. Northern Ireland Equality Duty Update

- 24.0. Troy Gallagher (TG), HR Business Partner joined the meeting to provide an update of progress in drafting and submitting our final Northern Ireland Equality Duty Action Plan to the NI Commission. TG set out the next steps to create an internal working group and to arrange a formal 12-week consultation on the draft Action Plan before the final version is submitted to the NI Commission by the end of August 2021. TG thanked Leo O'Reilly for his assistance in supporting this work and agreeing to sit on the working group
- 25.0. Board members noted the current status of the Action Plan and plans for final approval. Board members agreed that future work will go to the HR and Remuneration Committee for scrutiny.

10. Risk Management Strategy

- 26.0. Andrew Bagley (AB) introduced the proposed risk management strategy, policy and process for the IMA. This has been reviewed by Executive Team and is based on a standard framework, best practice and MoJ practices. We do not have a risk management team, so this proposal is proportionate to the IMA.
- 27.0. Board members discussed the pace of risks and issues becoming reality and queried how they are escalated to the Board in a timely fashion. Board members agreed that if an issue

became 'highly problematic' then the Chair of the Audit and Risk Committee should be informed copied to the Chairman. If an issue, then moved to 'very highly problematic' then the Chair of the Audit and Risk Committee and Chairman must be informed immediately.

Decision: Executive to notify if issue/risk is moving quickly as stated.

28.0. Board members queried plans for training staff and recommended the use of case studies to help make risk management real for people. AB confirmed training is planned for management and risk owners with specific training for individual core staff also planned.

29.0. Board members discussed the proposed risk appetite of the IMA. Although broadly happy, members felt the IMA should remain cautious in its approach to finance in its early days while the organisation is becoming established.

Decision: Amend financial risk appetite from Open to Cautious.

30.0. Finally, Board members discussed the value they can add in terms of drawing on their experience of other organisations to help to identify risks and answering the question 'Why wasn't that in our risk register?'

Action: Secretariat to arrange Board session to consider first risk register.

Decision: Risk management policy approved subject to one amendment.

11. Litigation Strategy

31.0. RD introduced the proposed litigation strategy noting that it is important that we find a balance and develop our role in terms of litigation. We are aware that we have limited resources so when we do act, we need to do it well and have the best chance of achieving a strategic impact. We will also consider intervention in existing proceedings where appropriate. RD also pointed out that how we decide such matters in the early days may be handled differently to once IMA becomes more experienced.

32.0. Board members noted and supported the current direction of the litigation strategy.

12. Committee Terms of Reference

33.0. The Chairman provided an update on Board roles and Committee membership following the recent Non-Executive appointment. The following roles were proposed following discussions with individual members:

- Leo O'Reilly, Vice Chair
- Punam Birly to join Delivery and Impact Committee
- Joyce Cullen to join Audit and Risk and HR and Remuneration Committees.

34.0. Non-executive members agreed with the suggested appointments.

Decision: Board role and updated Committee Membership approved.

- 35.0. The Chairman provided a further update on appointment of a member with knowledge of conditions in Wales. Following interviews, three candidates have been put forward to the Lord Chancellor for consideration to appoint. Further updates will be provided as available.
- 36.0. The Chairman proposed that once confirmed, the Welsh appointee would sit on Delivery and Impact and HR and Remuneration Committees to complete their membership and requested formal delegation to appoint to the Welsh member in these roles once appointed. Board members agreed.

Decision: Chairman to appoint Welsh member to Delivery and Impact and HR and Remuneration Committees once member appointed is approved.

- 37.0. Board members discussed the role of appointing a Senior Independent Director.

Action: MK to send details to Chairman for further consideration.

- 38.0. HJ introduced the draft Committee terms of reference highlighting that they have been based on the Board terms of reference and included the agreed delegations from the last meeting. The draft versions were circulated to each Committee Chair for comments in advance of circulation with the papers. No further comments from Board members.

Decision: Committee Terms of Reference approved.

13. Board Social Media Policy

- 39.0. HJ outlined the key elements of the proposed Board members Social Media policy notably being a summarised version of the IMA staff policy and offering clarity in terms of do and don't behaviour. HJ highlighted that an amendment had been added to make a clearer link with the Cabinet Office's Code of Conduct for Board members of Public Bodies noting that members do not take part in controversial political or public activity on social media. Board members were content

Decision: Board Social Media Policy approved with pointed out amendment.

14. Forward Look

- 40.0. Secretariat shared the current forward look of future substantive items at the board meetings. This will become populated as work progresses and will be shared for information at each meeting. No additional comments.

15. Any other business

- 41.0. No other business was raised at the meeting.
- 42.0. Executive members left the meeting.

16. Appointment of Chief Executive

43.0. The Chairman provided an update on the timetable and progress in appointing the permanent Chief Executive of the IMA.

Meeting closed.