

Internet Watch Foundation**BOARD MEETING****10.00am - Tuesday 17 July 2018****Rathbones Brothers plc
8 Finsbury Circus
London
EC2M 7AZ****MINUTES**

Present:	Andrew Puddephatt (AP) (Chair) Jonathan Drori (JD) (Vice Chair) John Parkinson (JP) Claire Bassett (CB) – joined the meeting later in the morning Sue Pillar (SP) Jacquie Mellor (JM) by phone Helen Dent (HD) Katie O'Donovan (KOD) – by phone item 7 Uta Kohl (UTA)
Apologies:	Becky Foreman (BF) (Industry Vice-Chair) Emma Hardy (EH) (Director of External Relations – DER) Jonathan Lea (JL)
Observer:	Matthew Eltringham (ME) (Funding Council Chair)
IWF Staff:	Susie Hargreaves (SH) (CEO) Fred Langford (FL) (Deputy CEO - DCEO) Heidi Kempster (HK) (Chief Operations Officer - COO) Sandrine Harvey (SJH) (Minutes)

IWF Board Closed session

There was a closed session of the IWF Board from 10.05am to 10.15am.

1. a) Welcome and Apologies

ACTIONS	SUMMARY
	The meeting began at 10.15am. There were apologies from Jonathan Lea, Becky Foreman and Emma Hardy. The Chairman informed the Board that item 7 on the agenda would be postponed to 11.00am to enable KOD to join the meeting, especially for item 7.a).

b) Declarations of Interest

ACTIONS	SUMMARY
	There were no declarations of interest.

2. Draft minutes

ACTIONS	SUMMARY
	The minutes of the previous meeting were approved .

3. Actions arising

ACTIONS	SUMMARY
	The Board noted the paper.

4. FC Communique

ACTIONS	SUMMARY
	The Board noted the paper.

5. Audit committee report

ACTIONS	SUMMARY
	<p>a) Draft year-end management accounts</p> <p>The income is on target and there are no particular issues to report.</p>
<p>The Board to review the terms of reference for the Finance committee and consider a new audit committee at the next meeting in October.</p>	<p>b) Audit committee report</p> <p><i>1. Terms of Reference for Finance committee</i></p> <p>The Chair of the Board suggested that he should be able to attend as and when he wishes and not as suggested "upon invitation".</p> <p>The COO mentioned that the main change was that remuneration would, in future, be dealt with separately through a Remuneration Committee.</p> <p>A Board member asked whether there should be a separate audit committee, completely independent from the finance committee with a remit to audit the governance and accountability of the IWF. This might require appointing an independent Chair for a new audit committee. The Chair suggested he discuss with Jonathan Lea, the Finance Committee Chair.</p>
<p>The COO to present an investment policy at the next</p>	<p><i>3. Investment</i></p> <p>Further information had been requested by Rathbones about individual Board members as well as a minute approving the following signatories: The Chair of the Board, the CEO and the COO. The Board approved the minute.</p> <p>The Board briefly discussed the way foreign currencies were exchanged and concluded that as the organisation was paid in</p>

meeting in October.	foreign currencies, converting them into pound sterling when the exchange rate was favourable did not amount to speculation. However, the Board agreed that the process for exchanging foreign currencies should be part of the investment policy.
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10.20am JM joined the meeting.

6. Chair's report

ACTIONS	SUMMARY
<p>AP/SH to draft a briefing paper for the Board to comment on an online grooming prevention project.</p>	<p>The Chair reported, confidentially, that the IWF had been invited to participate in a tech event overseas to bring together tech, policy and legal teams from various countries to tackle online grooming. For some time, the Home Office has been asking if the IWF could play a role given its unique position and knowledge.</p> <p>The Board discussed the idea in principle and agreed to take part in the tech event and contribute to the project. There was a discussion about what the IWF would actually do longer term, the legal position and also the potential risks. It was agreed that any communication around this issue should be dealt with carefully. The CEO would produce a paper examining options for the IWF to help pilot an online grooming prevention project. It was agreed that if the Board members did not raise any significant concerns following receipt of the briefing paper from the CEO that the Chair and CEO would enter tentative discussions with the Home Office to explore a possible role for the IWF.</p>

8. CEO report

ACTIONS	SUMMARY
	<p>2. Strategic Developments</p> <p>2.1 Restructuring the IWF & Business plan</p> <p>2.1.1. The CEO advised that all the positions except the Junior Coder had been filled.</p> <p>2.1.3. The Business plan will be reviewed.</p> <p>2.1.4. The Board agreed to defer the decision on whether to continue with the relationship with Pagefield to the Chair, the Independent Vice-Chair and the CEO. The Chair of the Funding Council has been invited in taking part to the decision.</p> <p>2.2 UK Government & Law enforcement Relations</p> <p>2.2.1 The CEO mentioned that it was difficult to maintain a stable relationship with the government as it was in a state of constant change.</p> <p>2.2.3 UK Council for Child Internet Safety (UKCCIS)</p> <p>Further to a query from a Board member, the CEO explained that remit of UKCCIS had been broadened to the whole public and it is no longer focussed on children only so will be renamed UKCIS. The CEO had written on behalf of seven organisations to the Secretary of</p>

	State at DCMS to ask him to reconsider this as all the organisations believe children require extra protection. A new Board will be formed and the IWF has a request to be considered as part of it.
	<p>3. UK Policy update</p> <p>3.1 The independent inquiry into Child Sexual Abuse (IICSA) is still on-going and the IWF has been asked to submit written evidence.</p>
AP to write a letter to the Minister of Women and Child & the Indian Association.	<p>5. International</p> <p>5.2 Progress on Indian membership</p> <p>An Indian Association wrote to the Indian Ministry of Technology a letter, which was shared with the Indian media and misrepresented the IWF. Indian ISPs are refusing to take the IWF URL List, despite the Indian Government Order. The Chair will write to the Indian Association expressing his concerns about the accusations made in the Indian press and also to the Minister of Women and Child – Mrs. Gandhi.</p>

7. Policy matters

ACTIONS	SUMMARY
	<p>7.b) Non-photographic images (NPI)</p> <p>The Board approved the policy.</p>
<p>IWF to prepared Q&A prior to pilot</p> <p>SH to continue to scope possible project.</p>	<p>7.c) Adult industry report</p> <p>The Board discussed the pilot project to allow a company from the adult industry into membership of the IWF and agreed that reputational risks should be minimised and thought through carefully. The DCEO mentioned that the identified company taking part in the pilot had no intention to advertise they would be working with IWF; The CEO made it clear that they would be offered membership on a pilot basis. The fee they would pay would be at the minimum in line with top fee, due to the reputational risks involved for the IWF. Media Q&A should be in place to react quickly should any issues arise.</p> <p><i>11.15am KOD joined the meeting by phone</i></p> <p><i>11.20am CB joined the meeting.</i></p> <p>A Board member pointed out that the company mentioned was about to launch their own VPN, to avoid having to comply with Age Verification as part of Digital Economy Act, so further due diligence checks should be made.</p> <p>The Board agreed to progress with the pilot project as long as the concerns mentioned were taken into account in order to mitigate the risks.</p>
Board to create a sub-group to work with SMT re. transparency report.	<p>7.a) Transparency/Accountability</p> <p>The Board discussed the proposed transparency report and agreed that there was a danger that a detailed audit of who takes which services would be complex and potentially meaningless. Companies might have their own system for removing child sexual abuse</p>

<p>HK to update the audit service report and present it at the Board in October.</p>	<p>material (CSAM) that does involve taking our services, while still being happy to support our work. Any report might, therefore, have to be accompanied by so many caveats and notes, it would be misleading or hard to understand. The charity's role was to remove CSAM for public benefit and our work with Members was one way of enabling the IWF to achieve that charitable object, though this could be achieved in a number of ways.</p> <p>It was agreed that rather than having a 'transparency' report now we needed to ensure the charity had a system of holding Members to account from which a transparency report would then follow. In the first instance, rather than producing a stand-alone report the IWF would include detail on this accountability in our Annual Report. Developing this approach might involve creating a sub-committee of the Board along the lines of the former 'self-certification committee' which oversaw the correct implementation of the IWF URL list. Other suggestions included an annual survey of Members and regular reporting to the Board.</p> <p>It was agreed that over the Autumn 2018 the audit of services would be revisited and an updated report presented to the Board in October. The Funding Council will also be asked to consider what accountability might look like and report back to the October meeting.</p> <p>The goal is to have the policy on accountability in place by January 2019.</p> <p><i>11.55am KOD left the meeting.</i></p>
<p>SH to make the mentioned changes by the Board on the Government White paper.</p> <p>MT to prepare some parliamentary & special subject briefings.</p>	<p>7.d) Government White paper</p> <p>The following amendments to the White Paper programme are going to be made:</p> <ul style="list-style-type: none"> • The self-regulatory case should only limit itself to CSA. • Remove bullet point Number 3 of 'Public Role'. • Page 4. 4.6.i): The word "integrated" should be added and should read "Technical integrated solutions", which highlights the combination of the three-pillar approach. <p>Rather than considering an APPG, it was agreed that the IWF should write some parliamentary briefings and media briefings, which are likely to be more efficient and have more impact.</p>
<p>The Board to review the "special vote" in 2019 after the transparency and accountability report.</p>	<p>7.e) Articles of Association</p> <p>The Board agreed that as Funding Council have been asked to consider what accountability might look like and report back to the Board meeting in October, that the issue of the voting representation of Funding Council would logically follow on from this work and, therefore, it was appropriate to defer any specific decision on the 'special vote' until after the October meeting.</p>
<p>AP to dissolve the Ethics committee.</p>	<p>7.f) Ethics committee role</p> <p>The Chair explained the Ethics committee had been formed to consider issues around research and some specific topics. Due to the restructure and the research position being made redundant,</p>

	<p>there was not a pressing need for a committee. The Chair suggested to dissolve the Ethics committee as ethical issues should be the Board's responsibility and not those of a committee. It was also agreed to look for external resources for specific research topics in the future.</p> <p>The Board agreed to dissolve the Ethics committee.</p>
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9. Communications report

ACTIONS	SUMMARY
<p>SH to congratulate the Hotline for the "Hidden Heroes Award" on behalf of the Board.</p>	<p>2. PR and marketing</p> <p>The CEO pointed out the following items:</p> <p>2.4 There had been a spike in the media in April due to the launch of the Annual Report and this had an impact on the accuracy of reports received by the Hotline.</p> <p>5.3 The films created by LADBible were really well received and whilst we couldn't provide a direct link, public reports rose at the same time as the film went live.</p> <p>7. A Mumsnet research paper was about to being published.</p> <p>The CEO brought to the attention of the Board the fact that the media coverage had been very impressive particularly as the Communication department was operating without a full team in post.</p> <p>The Chair also asked the CEO to congratulate the Hotline for the "Hidden Heroes Award" on behalf of the Board.</p>

10. Technical report

ACTIONS	SUMMARY
<p>FL to produce a full review of the Hotline at the Board meeting in October.</p>	<p>The DCEO mentioned the following points:</p> <p>19. IWF Network and Technology</p> <p>19.1 IT Network</p> <p>The new version of the Report Management System (RMS4) had been delayed, but was now in use. A few issues had appeared, but in overall, the transition went smoothly.</p> <p>19.2 Future technological and developmental considerations</p> <p>19.2.1 A lunch with the Chair, DCEO and four technical Members was held. The lunch was well-received and various offers to the IWF had been made; e.g. work around prevention, automation, ...</p> <p>20. Staff</p> <p>The Hotline morale took a dip in May/June and had a knock-on effect. The figures shown do not represent the workload, which might lead to a need for an increase in the number of Analysts. The</p>

	<p>DCEO intends to carry out a review. The impact of the crawler on the resources will also be part of the review. A full review of the Hotline will be undertaken and presented to the Board in October.</p> <p>27. Santander Hackathon</p> <p>The results of the event had not been reviewed yet, but it was likely to result in a number of new tools to support the Hotline.</p>
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11. COO Report

ACTIONS	SUMMARY
	<p>The COO reported that the membership income was higher than anticipated; and more opportunities to diversify the membership income had arisen with universities and councils. A Board member suggested to ask the new Members to give the reasons why they joined the IWF as a selling point. This could be used on the website or somewhere else.</p> <p>She also mentioned that recruitment had been the focus of the last three months and most of the positions had now been filled.</p> <p>2. Strategic development</p> <p>2.2 The insurance travel policy has been updated and training on safety will also take place.</p> <p>The Board noted the paper.</p>

12. AOB

ACTIONS	SUMMARY
<i>SJH to make sure there are dial-in facilities.</i>	JP informed the Board that he would attend the meetings on 16 October and on 11 December by phone.

13. Dates of next meetings

ACTIONS	NEXT MEETINGS
	<p>Board meetings:</p> <p>16 October 2018;</p> <p>11 December 2018.</p>
<i>SJH to send a new date for the AGM</i>	<p>AGM:</p> <p>20 November – Following a request from the Members</p>

The meeting ended at 1.00pm.