

**Internet Watch Foundation (IWF)**

**BOARD MEETING**

**10.00am – Tuesday 17 March 2020**

**REMOTE DIAL-IN**

**MINUTES**

- Present:** Andrew Puddephatt (AP) (Chair)  
Becky Foreman (BF) (Industry Vice-Chair)  
Giles Crown (GC)  
Bronagh McCloskey (BMC)  
Claire Lilley (CL)
- Apologies:** Claire Bassett (CB) (Vice Chair)  
Uta Kohl (UTA)  
Jonathan Lea (JL)  
John Parkinson (JP)  
Ganapathi Subramaniam Balasubramanian (GSB)  
Terry Downing (TD)  
Emma Hardy (EH) (Director of Communications – DC)
- Attendees:** Matthew Lohn (ML) – Fieldfisher – agenda item 2.  
Edward Bowie (EB) – Fieldfisher – agenda item 2.  
Home Office – agenda item 2.
- Observer:** Matthew Eltringham (ME) (Funding Council Chair)  
Henry Turnbull (TB) – Future Industry Trustee
- IWF Staff:** Susie Hargreaves (SH) (CEO)  
Fred Langford (FL) (Deputy CEO - DCEO)  
Heidi Kempster (HK) (Chief Operating Officer - COO)  
Sandrine Harvey (SJH) (Minutes)

**IWF Board Closed session**

There was no closed session of the IWF Board.

Actions	1. a) Welcome and Apologies
	The meeting began at 10.00am. There were apologies from Uta Kohl, Claire Bassett, Jonathan Lea, John Parkinson, Ganapathi Subramaniam Balasubramanian, Terry Downing and Emma Hardy. The Chair welcomed Henry Turnbull as an observer – Industry Trustee starting in March 2020.
	<b>b) Declarations of Interest</b>
	There were no declarations of interest.

	<p><b>Exceptional item: Coronavirus update</b></p> <p>Subject to the Board’s approval, the CEO presented the following plan in order to minimise the spread of Coronavirus and be ready in case of lockdown. On Friday 13 March, the SLT met and discussed the importance of maintaining a critical service to the UK and in order to achieve this all the staff from the “outer office” would work from home. This was not possible for the Hotline team due to the nature of the criminal</p>
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<p><b>AP to send a message of gratitude to the Hotline</b></p>	<p>content they were assessing and the need to maintain security arrangements. The Hotline team would be split into two teams to minimise the risk of cross-contamination and maintain social distancing from each other. The CTO confirmed there were enough laptops for each member of staff for the outer office. He also mentioned an increased risk of hacking via IWF staff accessing malicious emails.</p> <p><i>10.45am ME joined the meeting</i></p> <p>The CEO mentioned that the teams would be run completely separately from each other, have different days with the use of different toilets, avoid time in the kitchen together. The number of actioned reports would drop as the hours and the operations of the team would function at 50%. The Hotline would focus on public reporting. The welfare of the staff is at the heart of the SLT's concern as well as business continuity in these exceptional times.</p> <p>The Chair suggested to send a message from the Board to express their gratitude and reinforce the importance of the work of the analysts.</p> <p>The Board was also made aware that there may be a loss in membership from 01 April as some small companies might not be able to maintain their membership of the IWF.</p> <p>The situation with Coronavirus might also have an impact on the OHWP and its implementation.</p> <p>The Board <b>approved</b> the proposed emergency plan.</p>
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10.30am ML & EB joined.

<p><b>Actions</b></p>	<p><b>2. Policy matters</b></p> <p><b>a) Role of the IWF in the new regulatory environment</b> – discussion with the presence of the Home Office and the solicitors</p>
	<p>The CEO presented her Board paper in which she had set out in chronological order the events and work undertaken to date developing a model for the IWF in the regulatory environment. She, then, updated the Board on the meeting she and the Chair attended with the Home Office to discuss the possibility of a hybrid model for the IWF. The Home Office had made some comments, which were taken into consideration to report back to the Board with the help of the solicitors. The CEO also met with the Director of Policy at OFCOM – the appointed regulator for online harms. It was an encouraging first meeting, where they welcomed learning more about the IWF and sharing our ideas on our future role.</p> <p>The Board was informed that the larger US companies have agreed the '5-eyes voluntary principles' and these could influence the Code of Practice, which is going to be part of the regulation for online harm. The IWF's skills and expertise could help to develop the Code.</p> <p>The Board agreed that the IWF is in a strong position to share its expertise with the new Regulator.</p> <p><i>10.55am A Home Office representative joined the meeting</i></p> <p>The Chair asked for a steer from the Home Office on the Online Harms Bill, the role the IWF could play and an assessment of the impact of Covid-19 on the timetable. The Home Office representative was attending this meeting as a critical friend and his views were not representative of the formal government position. At the time of the meeting, the timetable will probably be delayed.</p>

<p><b>SH to share the paper on regulation with FC for the meeting on 19 March 2020.</b></p>	<p>The approach that the IWF was taking consulting with all the key stakeholders and proposing a role for itself seemed to be the right one and the Home Office was open to discussing proposals.</p> <p>The Home Office representative said that the IWF could play a critical role in helping the government to set up regulation for CSAM due to its technical expertise and its relationship with industry.</p> <p>The knowledge the IWF had acquired over the years was unique but it was also important that it remained independent from the government for some international companies, particularly with regard to the 4<sup>th</sup> Amendment/Agent of the State issues.</p> <p>The IWF has been encouraged to continue to work on different models as well as assumptions and test them. Once the response from the government on the OHWP has been received, it might be a good time for the IWF to adapt its model accordingly.</p> <p>The Chair thanked the representative from the Home Office for attending for his offer of support as a critical friend.</p> <p><i>11.25am The Home Office representative left the meeting</i></p> <p>The solicitors' reflection on the discussion with the Home Office representative was that the IWF was in a good position to refine and present a model as this could be the solution that they needed to deliver the services in the best interest of children.</p> <p>The solicitors concluded that the challenge for the IWF was to bring both industry and government with the IWF and to do this it was essential to maintain communications between the two.</p> <p>Some Board members expressed the view that the CSEA Code of Practice should also be aligned with international regulation to avoid any replications.</p> <p>It was <b>agreed</b> that the Board would be informed of any progress made with officials. The Board <b>approved</b> that the three main points for the IWF to focus on would be to:</p> <ol style="list-style-type: none"> <li>1. To act in the interest of the children;</li> <li>2. To address the independence of the IWF, but by acknowledging the importance of the relationship with the industry;</li> <li>3. To keep some consistency for the industry.</li> </ol> <p>It was also <b>agreed</b> that the CEO could share the paper presented to the Board with the Funding Council ahead of the special meeting taking place on 19 March 2020.</p>
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<p><b>Actions</b></p>	<p><b>3. Draft minutes</b></p>
	<p>The minutes of the previous meeting were <b>approved</b>.</p>

<p><b>Actions</b></p>	<p><b>4. Actions arising</b></p>
	<p>The Board noted the paper.</p>

*11.52am ML and EB left the meeting*

<b>Actions</b>	<b>5. FC Communique</b>
	<p>a) 03 December 2019 The Board noted the communique.</p> <p>b) 03 March 2020 The Board noted the communique.</p>

11.55am MT left the meeting.

<b>Actions</b>	<b>6. Finance committee report</b>
<b>HK to revise the budget and run different scenarios.</b>	<p>a) <i>Management accounts Q3</i></p> <p>The COO pointed out to the Board that the only worry was income generation as diversification had not brought in as much funds as anticipated. In general, the membership income has been stable. The high expenditure in legal cost was discussed at the Finance committee meeting and the cost of these would be monitored depending on how much more work the solicitors would do.</p> <p>A member of the Finance committee also added that no consideration had been taken to add a risk for Covid-19 as at the time of the meeting, the situation was a different landscape. However, this should now be added as a risk and the budget will be revised as a consequence. It has been suggested to run some sensitivity analysis against the budget. The COO <b>agreed</b> to run different scenarios in order be able to plan according to the situation and its evolvement. It has been mentioned that the current situation will probably impact on the membership in the longer term and governmental decision on the Online Harms legislation might be delayed.</p> <p>The accounts were <i>approved</i>.</p> <p>b) <i>Draft Budget 2020-21</i></p> <p>The budget was endorsed subject to being revised each quarter and the current situation with Covid-19 taken into consideration.</p> <p>The CEO mentioned that there was an exceptional item of £100k for legal contingency regarding regulation work undertaken. She also mentioned that recruitment would be considered carefully over the next few months.</p>

<b>Actions</b>	<b>7. Chair's report</b>
	<p>The Chair had nothing to report as it had already been covered under agenda item 2 and exceptional item.</p> <p>He recognised that this period was exceptional and would be difficult to assess the impact it would have on the organisation due to the volatility of the circumstances. Some messages of support from the Board to the staff could be useful, especially as away days would not take place.</p>

11.05am – 11.10am Break

Actions	8. CEO report
<p><b>SH to pass on congratulations and thanks to the PPAM.</b></p>	<p>The CEO thanked the Chair for his support. She drew the attention of the Board on the following points:</p> <p><i>2. Strategic developments</i>  <i>2.2 MOU between Crown Prosecution Service (CPS) and National Police Chiefs' Council (NPCC)</i></p> <p>The CEO and DCEO are still in discussion with the related parties regarding possible changes to the MoU.</p> <p><i>2.4 Independent Inquiry into Child Sexual Abuse (IICSA)</i></p> <p>The Team at the IWF were delighted with the IICSA report. The IWF was mentioned over 100 times and always positively and the report placed the IWF at the heart of the solution for child sexual abuse online. The Chair thanked the CEO and PPAM for all their hard work during the inquiry and commended the full team for the positive outcome.</p> <p><i>2.6 EU Funding</i></p> <p>The IWF, as part of the UK Safer Internet Centre (UKSIC) has been informed it would be eligible for another calendar year until December 2021. Given the previous high scoring applications, there is no reason to suggest that this application would not be successful. If so, this delays the gap of £400k funding for another year giving the team time to work with Government to provide replacement funding.</p>

Actions	9. Communications report
	<p><i>2. PR and marketing</i></p> <p>2.3 In the absence of the CD, the CEO highlighted the phenomenal coverage about the top line figures from 2019 at the beginning of the year, the Home Office campaign success and the grant from Facebook of £100k towards the "Report remove" awareness raising campaign.</p> <p>She also mentioned the following activities:</p> <p><i>5. Campaigns</i>  <i>5.2 Self-generated campaign</i></p> <p>The self-generated campaign will focus on two campaigns one for the parents/carers and one for young girls as they are the main target. The IWF is working with an agency on a national campaign. Funding is coming from several sources, a grant provided by an IWF Member; the IWF, and fundraising with a number of sources is taking place for the final £130k needed to roll out the campaign nationally. Emily Cherry is working to secure the additional funding required.</p> <p>The Board was asked for feedback and approval for the visuals.</p> <p>A Trustee suggested testing the campaign with a Copy Advice Team before launching to avoid any potential challenges.</p>

	<p>The CEO informed that the CD had run a programme of consultation with key stakeholders and many were already on board, however, given the experience of a previous 'hard hitting' campaign, partners got cold feet at the point of launch, so this was something which was wanted to be avoided again. For this reason, the CD wanted to ensure that the Board was fully supportive of the visuals and tone suggested.</p> <p>The Board approved the campaign subject to the following points being taken onboard:</p> <ul style="list-style-type: none"> <li>• As the country was now in a period of potential national panic, it was important that the campaign for the parents should present a positive call to action rather than simply scaring them. The aim was not to make the public panic, but to explain what could happen and get the message right.</li> <li>• If the campaign was launched during the lockdown, people would be staying indoors, so it was important to use the right medium to reach people.</li> </ul> <p>The Board <b>approved</b> the campaign going ahead subject to raising the additional funds needed.</p> <p><i>7. Podcast</i></p> <p>The six parts podcast is now complete, and it will be launched around the Annual Report launch in April.</p> <p><i>8. Every 5 Minutes</i></p> <p>8.2 The Cambridge campaign to raise awareness about the IWF is underway. The campaign was designed to:</p> <ul style="list-style-type: none"> <li>(i) raise awareness with the general public in Cambridge that we are based here and drive donations,</li> <li>(ii) raise awareness with the tech sector enabling us to access engineering expertise,</li> <li>(iii) generate new Members based in Cambridge.</li> </ul> <p>Unfortunately, due to Coronavirus, it has been decided to postpone the hackathon, which should have happened on 21 March at the IWF's offices. A Gala Dinner Fundraiser at Corpus Christi College in Cambridge is due to take place on 12 September 2020.</p> <p>An evaluation of the project will be presented to the Board in the future.</p>
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<p><b>Actions</b></p>	<p><b>10. Technical report</b></p>
	<p>The CTO highlighted to the Board that the IWF achieved continued ISO27001 certification.</p> <p><i>17. Hotline Review Update</i></p> <p>The technical work will need to be re-prioritised in light of Covid-19.</p> <p><i>20. INHOPE</i></p> <p>The DCEO informed the Board that he is standing down as President of INHOPE at the next meeting (May meeting postponed) as soon as international travel would be</p>

	<p>allowed as he can only resign at a meeting in person according to the INHOPE's constitution and Dutch law.</p> <p>24. ISO/IEC 27701:2019</p> <p>24.1 One of the recommendations of the Hotline audit was to consider the privacy extension, which would incur financial implications. Further to the CTO's request, the Board <b>approved</b> the extension to be implemented prior to the next Hotline audit in 2021.</p>
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<b>Actions</b>	<b>11. COO report</b>
<b>HK to inform the staff the Board approved 2% increase.</b>	<p>3. Finance</p> <p>3.4 The COO informed the Board that in order to spread the financial risk, a new account is being opened. However, as for any financial account, the process is tedious.</p> <p>3.5 The Board <b>approved</b> the cost of living increase of 2% for the staff.</p> <p>6. Membership update</p> <p>The CEO informed the Board that a company was ready to sign an agreement with the IWF. However, they would have a special arrangement and the organisation expects some criticism. The Chair asked the CEO to keep the Board upto-date, should there be any comments.</p>

<b>Actions</b>	<b>12. Risk register</b>
<b>HK to add a risk re. Covid-19</b>	Further to the discussion, which took place under agenda item 6., the COO will add a risk regarding Covid-19.
<b>HK to send the risk register prior to the next Board meeting.</b>	<p>The Chair asked for the risk register to be sent prior to the next meeting, so it could be looked at more in details.</p> <p>The Board noted the paper.</p>

<b>Actions</b>	<b>13. Policies' ratification</b>
	None.

<b>Actions</b>	<b>14. AOB</b>
	<ul style="list-style-type: none"> <li><i>Summary of audit Hotline recommendations:</i> The CEO pointed out that (i) the Report team had agreed to the amendment suggested by the Board which meant it was published in full and (ii) all recommendations made by the Audit team have been responded to and implemented as appropriate.</li> </ul>

	<ul style="list-style-type: none"> <li>• <i>The Chair asked the CEO to express the thanks of the Board for another exceptional Audit report.</i></li> <li>• <i>Industry Vice-Chair election:</i> The Chair thanked the Industry Vice-Chair for her contribution during her time as an Industry Trustee and wished her all the best. The next Industry Vice-Chair will be elected amongst the Industry Trustees.</li> <li>• The CEO asked the Board to approve the minutes remotely in future order to accelerate the process. The Board <b>agreed</b>.</li> </ul>
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<b>Actions</b>	<b>15. Dates of next meetings</b>
<b>SJH to cancel the Board away day.</b>	<ul style="list-style-type: none"> <li>• 01-02 June 2020 – Board away day – due to the current times, the Board decided to cancel the Board away day;</li> <li>• 21 July 2020 – venue TBC;</li> <li>• 08 October 2020 – venue TBC;</li> <li>• 01 December 2020 – London venue TBC.</li> </ul> <p><b>AGM</b></p> <ul style="list-style-type: none"> <li>• 01 December 2020 after the Board meeting and lunch – London venue TBC.</li> </ul>

The meeting ended at 12.35pm.