

**INTERNET WATCH FOUNDATION
Board Meeting
11 am, Tuesday 3rd October 2006
At IWF offices, 5 Coles Lane, Oakington, Cambridge CB24 3BA
MINUTES**

Present: Amanda Jordan (Chair), Chris Atkinson, Michele Elliott, Hamish MacLeod, Tink Palmer, Jim Reynolds, Camille de Stempel, Nick Truman, Ian Walden,

IWF Staff: Peter Robbins, Brian Wegg

Apologies: Sonia Livingstone

1 Welcome

Amanda Jordan opened the meeting and noted the apologies.

2 Minutes of the previous Board meeting

The minutes of the board meeting on Tuesday 11 July 2006 were agreed as a true record of the meeting.

Draft minutes from the Board Executive Committee were tabled for information.

3 Matters arising

Board noted that the previous actions had been carried out.

There were no other matters arising.

4 Review of governance

Chair introduced the report and referred to the summary of recommendations. Underpinning the recommendations were the conclusions from the annex on decision making and the identification of the distinct difference between those decisions about the strategic direction and management of the business and those decisions about the regulatory policy of IWF. IWF needs to be clear about which decisions fall into the respective categories and in the latter, develop a clearer protocol for consultation. The report identified the confusion over the role of Funding Council and the need to make it clear that their purpose was to bring together industry views and opinions and then pass them on to IWF as appropriate. Board noted that the arrangements used by industry to canvas views is for the industry to determine.

Following further discussion, Board unanimously supported the report recommendations.

Chair would summarise the recommendations and present them to Funding Council at their meeting on Wednesday 18th October. It was noted that the next stages of implementation included procedures for defining and dividing decision making and the development of a consultation protocol.

5 CAIC (CAI) URL list deployment

a) Policy on transparency

The Chief Executive introduced the proposals, explained the background and outlined the outcome from a recent Funding Council meeting arranged specifically to discuss the deployment of the CAIC list. Board concluded that publishing the list of companies was not a Code of Practice matter since taking the CAIC list was not a requirement of IWF membership. The meeting considered that transparency was a



further way of protecting consumers but it was essential that the text which accompanied the publication of the list of companies was clear and comprehensive. Board resolved to publish the list subject to a review of the accompanying text which would be approved at the December Board meeting.

ACTION: Secretariat to review text and bring to December Board meeting

b) Validation and verification

Chief Executive said that industry had supported IWF carrying out this work subject to an annual inspection of IWF process and procedures. A technical assessment and business planning for the project were underway.

6 Financial:

a) Presentation of final Accounts 2005/6 - presentation from Judith Coplowe, PEM Accountants

i) IWF Consolidated accounts 2005/6

ii) IW Ltd Trading accounts 2005/6

Judith Coplowe explained that as an existing not-for-profit company limited by guarantee which had converted to a registered charity, and which previously carried out its trading through a subsidiary, IW Ltd, the accounting conversion had been complex and it would not be until April 2006 before most transactions were taking place in IWF, the charity. The final accounts for 2005/6 showed IW Ltd as trading under the name IWF with a set of consolidated accounts for IWF. Judith outlined the accounting conventions used in auditing and preparing the accounts and explained how the RMS costs had been treated as capital and not revenue expenditure.

Judith asked Board to note that IW Ltd was a trading company and therefore subject to tax: a charity showing a net loss in its trading company would alert the Charity Commission and thus £20,000 working capital had been left in the balance sheet of IW Ltd with the remaining surplus gift-aided to the charity.

The following amendments were noted:

-Chief Executive explained that in the IW Ltd accounts a further sum of £6,000 should be shown as income related to the Discovery Engine project and this would similarly increase the overall surplus and the amount gift-aided to the charity.

-In the consolidated accounts, Trustees Report, Review of Activities: sentence should read, *most major UK ISPs are using the child abuse content database to filter out this illegal content and IWF is working to ensure as many ISPs as possible can take the database.*

-Trustees report, Risk Review: should read, *IWF is working towards ISO 27001 (not BS 7799)*

Subject to the above changes the accounts were approved.

a) Member update report

The positive membership position was noted.

b) Exception report Apr-Aug 2006/7

Board noted there were no significant variances.

7 Chair's report

Chair outlined her work on behalf of IWF.

8 Chief Executive's Briefing

a) CEO's briefing paper

The paper was noted.

b) Extreme pornography



Chief Executive explained that there had been no further information with regard to definitions, timescales and the likely defence. Until further information is available Board agreed that no further action would be taken.

9 Hotline:

a) Hotline Operational report

The report was noted.

10 Communications:

a) News cuttings service

Board noted the comprehensive media coverage.

b) ISPA Award

Sarah Robertson, Communications Coordinator, joined the meeting and explained the background to the recommendations. Chair expressed her support for the paper and wished to see more Board ownership of the award.

Board unanimously supported the recommendations and Tink Palmer, Christine Atkinson and Ian Walden would form the Board panel to work with the Communications Coordinator.

d) 10 year anniversary proposals

Sarah outlined the detailed plans and progress with invites. She expressed concern about the response to date for the Birmingham event and asked for ideas on increasing attendance.

Board noted the planned bill board campaign and thanked Sarah for her work in bringing this together and progressing the 10 year anniversary events.

11 AOB

There was no further business.

12 Board dates

(a) **2006: 10.30 am** Tuesday 5th December at the SMART Company, London

(b) **2007:** 6x Board meetings – 16th January, 20th March, 22nd May, 3rd July, 18th September, 27th November – all Tuesdays, start time **10.30 am**

The 3rd July meeting would be the annual strategic meeting and Board away-day and the September meeting to be hosted at the IWF offices.

Board would consider appropriate invites to key stakeholders to join Board meetings in 2007.

Locations offered for 2007 include AOL UK and CEOP.