

Senior Leadership Team - terms of reference

1. Purpose

- 1.1. The overall purpose of the SLT Boards is to deliver SLT's purpose of strategic oversight and delivery of cross-office priorities and plans. The Boards were created to ensure that sufficient capacity within these meetings for consideration, challenge, and scrutiny to deliver SLT's collective role.
- 1.2. SLT's role is to maintain strategic oversight of the delivery of cross-office priorities and plans. Given the range of these corporate and regulatory priorities and plans, SLT has delegated authority for the exercise of this role to a number of cross-office Boards which report into the SLT. The Boards are:
 - Communications and Engagement Board
 - Equality, Diversity and Inclusion Board
 - Policy Board
 - Regulatory Delivery Board
 - Resources Board
 - Risk and Governance Board

2. Goals

- 2.1 SLT has the following goals:
 - We shape the culture and behaviours of the organisation to ensure it is appropriate for a modern regulator.
 - We support the Executive Team in horizon scanning and setting the strategic direction of the ICO.
 - We actively lead on achieving our strategic objectives, inspiring our teams to deliver and ensuring high levels of impact.
 - We shape the ICO's risk appetite by identifying and managing risks effectively, looking beyond the ICO for best practice and creating and exploiting opportunities.
 - We set high standards of service, oversee the impact and outcomes of our regulatory work and create opportunities to influence.

- We deploy our resources efficiently and effectively.

3. Responsibilities

3.1. SLT is responsible for:

- Strategic and operational Planning – approving and overseeing the delivery of business plans and ensuring these are aligned to corporate strategies, plans, and priorities. This would include:
 - Identifying dependencies, opportunities for cross office working and managing these
 - Approval of the prioritisation of resources across Directorates to deliver these plans
 - Updating plans for changes in strategic direction as set by the Executive Team
- Organisational delivery and performance management – delivery of plans, including the monitoring and reporting of progress. This would include:
 - Setting and monitoring corporate KPIs and managing delivery and demand
 - Oversight of the delivery of a programme of organisational change and transformation and regulatory priorities through sponsorship.
 - The coordination and delivery of work to address the ICO's regulatory priorities
 - Tracking and responding to changes in demand for ICO services
 - Considering matters and taking decisions on matters relevant to the delivering of business plans and Directorate strategies
- Compliance - Ensuring processes, procedures, resources and structures are in place to support organisational delivery. This would include:
 - Approval of internal strategies or policies
 - Keeping the risk register updated and delivering mitigating action plans
 - Reviewing and monitoring monthly spending and financial plans

- Governance – as set out at 1.1, SLT has delegated authority for many of its responsibilities to various boards. The responsibilities for each Board are set out in the terms of reference for each Board. SLT will have oversight and provide scrutiny and challenge to the decisions, agendas, work programmes and reporting undertaken by these Boards.
- 3.2. SLT is also responsible for ensuring that equality, diversity and inclusion (EDI) considerations are continually considered and addressed throughout the ICO's work. SLT is also responsible for ensuring the delivery of the ICO's equality objectives (within the Board's remit). SLT may refer issues to the EDI Board as appropriate, and consider issues referred to it by the EDI Board.

4. Work programme

- 4.1. SLT will maintain a work programme which sets out its expected activities to meet these responsibilities for the next 12 months. SLT will consider this work programme at each meeting. Corporate Governance will keep this work programme up to date based on the information provided by SLT members.

5. Authority

- 5.1. SLT derives its authority from ET. Where work of SLT is materially contributing to achieving ET's goals, SLT will report this to ET for assurance. Where the work of SLT introduces a significant risk to achieving ET's goals, SLT will refer that to the relevant ET member, who may refer this to ET for decision. ET's goals are provided as an annex to these Terms of Reference.

6. Reporting from other bodies

SLT Boards

- 6.1. SLT may commission or delegate work to each of the Boards.
- 6.2. In the event of a conflict between two Boards, the Chairs should meet to determine the way forward and inform Corporate Governance accordingly. If a conflict remains, the matter will be referred to SLT for decision.

Priority Programmes

- 6.3. SLT may be responsible for the delivery of a range of priority programmes. These will be delivered through a separate

programme board, but as required this programme board will report to SLT to ensure appropriate oversight.

7. Reporting to other bodies

Executive Team

- 7.1. SLT may refer issues to ET where they require clarity, direction and approval in areas of greatest corporate risk or opportunity.

Management Board

- 7.2. Minutes of SLT meetings will be presented to the Management Board for information.

8. Chair

- 8.1. SLT is chaired by the Director of Risk and Governance. Typically they will chair alternate meetings.
- 8.2. When the Chair is unavailable for a meeting, they will nominate a substitute to chair the meeting in their absence.

9. Composition

- 9.1. The SLT consists of the following individuals:
- Director of Risk and Governance (Chair)
 - Director of Public Affairs (Parliament and Government Affairs)
 - Director of Finance
 - PACE Product Owner
 - Director of Regulatory Design
 - Director of Legal Services (Regulatory Advice and Commercial)
 - Director of Regulatory Assurance
 - Acting Director of Legislative Reform
 - Director of Governance Transition
 - Director of Regulatory Policy Projects
 - Director of Cyber
 - Director of Digital, IT and Business Services
 - Director of Legal Services (Regulatory Enforcement)
 - Director of International Regulatory Co-operation

- Director of Regulatory Risk and Supervision
- Director of Legal Services (Litigation)
- Director of People Services
- Director of Investigations
- Director of Public Advice and Data Protection Complaints Service
- Director of Legal Services (Legal Policy & Advice)
- Director of Economic Analysis
- Director of FOI and Transparency

9.2. Any member of Executive Team may attend SLT meetings, but are not required to do so. Any other Directors appointed will also become members of SLT.

9.3. The Chair may also invite any other ICO staff to SLT meetings as required.

10. Quorum

10.1. SLT is quorate with the following members present:

- The Chair or their nominated substitute; and
- at least seven other members.

11. Information requirements

11.1. All SLT members are responsible for ensuring that appropriate information is provided to SLT to complete its responsibilities, including appropriate consultation to ensure that all potential impacts are considered before decisions are made. The co-Chairs are ultimately responsible for determining what information is required.

12. Budget

12.1. SLT has no specific budget. Any work commissioned by SLT will be funded from budgets within the relevant Directorate(s) or funded through an approved business case where necessary. This should be exercised in accordance with all other ICO budget controls.

13. Secretariat

13.1. Secretariat is provided by the Corporate Governance Team.

14. Frequency of meetings

- 14.1. SLT meets on a quarterly basis.
- 14.2. The Chair may call additional meetings if required.

15. Decision-making between meetings

- 15.1. In the event that an urgent decision is required between meetings, SLT may consider reports by correspondence, particularly those reports not likely to require significant discussion. Corporate Governance will facilitate this.
- 15.2. Any reports considered on this basis must receive sufficient responses to constitute the quorum for an SLT meeting. SLT members will usually be given one week to consider reports circulated by email, but if a clear consensus emerges before that, the decision may be implemented sooner. If significant discussion is required, the report should be referred to the next SLT meeting.
- 15.3. Corporate Governance will provide a report to each SLT meeting on any matters considered by email, the comments received and the outcome of the consideration.

16. Evaluation

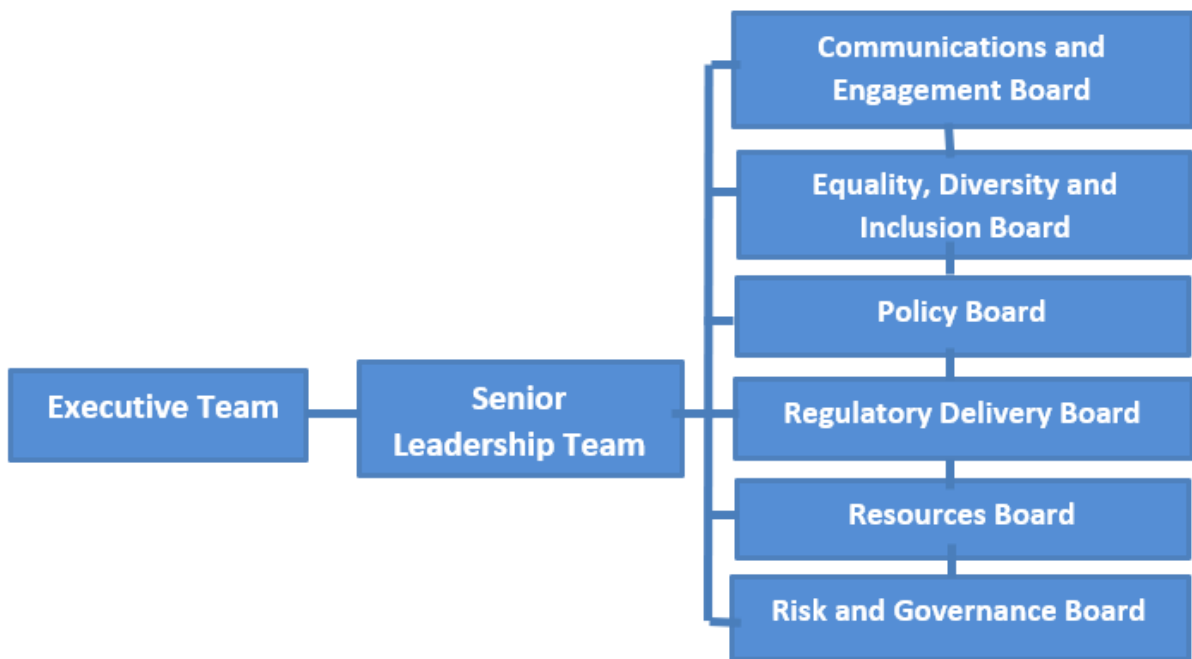
- 16.1. On an annual basis (or more frequently if required), SLT will review the ICO's corporate governance structure to ensure that it remains appropriate. Each of the Boards will ensure that they have arrangements in place to enable them to feed in to this review.
- 16.2. SLT will make recommendations for any changes to the corporate governance structure to Executive Team.

17. Publication of papers

- 17.1. The agenda for each meeting will be published internally via SharePoint. The minutes will be published internally via SharePoint, once approved. Reports will be published internally via SharePoint where deemed appropriate by report authors.
- 17.2. Agendas and minutes will be published on the ICO website, with redactions where appropriate. Reports will also be published on the ICO website where deemed appropriate by report authors.

18. Links to other forums

- 18.1. SLT's place in the overall governance structure is set out in the diagram below.



Annex – Executive Team goals

- Position of the organisation as the information rights regulator – setting the vision and mission and ensuring that all activities, either directly or indirectly, contribute towards it. Long-term horizon scanning, ensuring the strategic direction is based on a collective understanding of policy issues; using outside perspective to ensure that the ICO is challenged on its outcomes and understanding the perspective of others, in particular the regulated community and the public.
- Setting the tone and culture of the ICO – setting the ICO’s risk appetite and ensuring controls are in place to manage risk; agreeing and monitoring the ICO’s people related strategies and plans, monitoring the organisation’s compliance culture and ensuring there is a clear vision for the way the ICO works and understanding of its values.
- Ensuring the ICO has the capacity and capability it needs - determining sign-off of large operational projects or programmes; ensuring sound financial management; scrutinising the allocation of financial and human resources to achieve the plan and ensuring organisational design supports attaining strategic objectives. Evaluation of the Board and its members and succession planning to ensure the ICO has the capability to deliver and to plan to meet current and future needs.

- Defining the perception of the ICO – agreeing plans and strategies; setting objectives for strategic engagement activities; driving the ICO to be an effective, modern, independent regulator.
- Monitoring the performance of the ICO towards achieving its strategic goals – ensuring clear, consistent, comparable performance information is used to drive improvements and demonstrate the impact of the work of the organisation. Monitoring and steering performance against plan; scrutinising performance and setting the ICO’s standards and values, holding the Executive to account for delivery of its plans and strategies.