

## MINUTES OF THE CMA BOARD

Meeting date: 9 December 2020  
Venue: By video conference

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### Members present

Jonathan Scott (Chair)  
Kirstin Baker  
Martin Coleman  
Andrea Coscelli (CEO)  
Cynthia Dubin<sup>1</sup>  
Amelia Fletcher  
Andrea Gomes da Silva  
Michael Grenfell  
Bill Kovacic<sup>2</sup>  
Erik Wilson (COO)

### CMA staff present

Kate Bridge, Director of Executive Office  
Stuart Hudson, Senior Director, Strategy,  
Communications and Advocacy  
Sukhinder Lalli, Legal Director, Governance,  
Compliance and Risk  
Board Secretary (minutes)

### Teams

The meeting was attended by staff from the People, Capability and Change, Strategy and Advocacy teams. Staff from the Mergers, Policy, Legal and Markets teams also attended.

### Advisors present

Sarah Cardell, General Counsel  
Mike Walker, Chief Economic Adviser

### Apologies

There were no apologies

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## 1. Introduction

The Chair welcomed the Board members to the meeting. There were no new conflicts declared or declarations of gifts or hospitality.

## 2. Minutes

The Board approved the minutes and actions from the CMA Board meeting held on 11 November 2020. It also noted the recent minutes of the Executive Committee, the Case and Policy Committee and the European Union Exit Committee.

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<sup>1</sup> Cynthia Dubin recused herself from the discussion under item 6 due to a previously declared conflict.

<sup>2</sup> Bill Kovacic left the meeting for a period including the end of the discussion under item 6, item 7 and the start of the discussion under item 8.

### **3. Chief Executive's update including Corporate Risk Register, Reoccupation Update and Spending Review 2020 Update**

The CEO updated the Board on recent cases and other developments at the CMA. This included the CMA's work on seeking refunds for consumers whose travel arrangements have been cancelled as a result of the current pandemic, and also the advice given to government on the design and implementation of the UK's new regime for digital markets. The General Counsel apprised the Board on recent litigation outcomes.

The COO highlighted that the CMA's London Office has again been reopened, and office facilities have also been provided for staff who do not wish to work from home in Edinburgh, Cardiff and Belfast. It was noted that the reopening has been undertaken in line with government's guidelines and by putting staff safety first. He advised that senior staff will be working regularly from the London office.

The COO and the Finance Director also informed the Board on the status of the budget for the current year, and the possible outcomes of the Spending Review. The Board reviewed the latest version of the Corporate Risk Register.

### **4. Ethnicity pay gap**

The Board was updated on further outcomes of the Race Action Plan, and particularly discussed an analysis of the ethnicity pay gap data in the CMA. It was agreed that this data should be communicated internally and externally.

### **5. Proposed process for sharing the current CMA portfolio and pipeline**

The Board reviewed a proposal that it should receive an overview of early stage pipeline projects under consideration from across the office to inform the strategic planning process. The reports would also include an update on progress in delivering on the themes in the CMA Annual Plan; and on the organisation's resourcing position. The Board supported this proposal, noting that it would be able to provide steers to inform the thinking of the pipeline teams and Pipeline Steering Group.

The Board considered the frequency of this report, noting that it would like to see this in January, April and September.

### **6. Future work on digital platforms and Digital Regulation Cooperation Forum coordination**

The Board discussed the recent advice provided to government on the future regulatory regime for digital markets. The Board then considered the CMA's plans to establish the Digital Markets Unit, and the associated legislative timetable, recommending that the CMA continues to use its existing tools to get the best outcomes for consumers in this fast-moving sector, while also preparing the underlying structure for the new Unit. It then discussed how best to coordinate the work of the Digital Regulation Cooperation Forum.

## **7. CMA's post-Transition Period approach to multi-jurisdictional mergers**

The Board was updated on the CMA's approach to global or multi-jurisdictional mergers, in preparation for the end of the EU exit transition period. It noted that the objectives of this approach include a focus on protecting UK consumers against anti-competitive outcomes and ensuring that burdens that merger control impose on businesses remain proportionate. The team highlighted that it will work collaboratively with international regulators on such mergers.

The Board discussed next steps, noting that some of the CMA's guidance will be updated, issued for consultation, and in two cases be finalised before year end. The Board requested a further update in summer 2021 to take account of the experience gained in practice.

## **8. Staff survey 2020 results**

The Board discussed the CMA's high level results from the 2020 Civil Service staff survey. The Board observed that the CMA's engagement score was the highest it had been in the life of the organisation and was above the Civil Service average. It discussed the results in more detail, noting that existing workstreams already cover most of the areas which need more focus, and that the current Corporate Action Plan will be updated to address areas where improvement is needed.

The Board was pleased to see the progress made in such a challenging year. It thanked the CMA's staff for its hard work and resilience this year whilst at the same time working together to improve the CMA for the better.

## **9. EU Exit – Policy and Operational Readiness Update**

The Board discussed the current UK/EU negotiations. It also considered its operational readiness for taking on any additional work which may arise as a result of the end of the transition period, and noted the continuing impact of the current pandemic.

The Board noted that the CMA had recently tested its preparations to take on new functions in relation both to mergers and competition enforcement in 2021, with some recommendations being taken forward to ensure that the CMA is in the best place for the transition. It acknowledged that the CMA had recently published guidance on the functions of the CMA after the end of the transition period.

## **10. CMA Corporate Action Plan**

The Board considered the progress on the Corporate Action Plan, which had been presented to it for information. It noted that the Plan covers both 2020 and 2021, and will be refreshed to cover the feedback from the recent staff survey. Local teams will also develop their own plans to address the survey results for their own areas. The Board noted that individual teams had done well in delivering their latest action plans, during such difficult circumstances.

## **11. AOB**

The Chair highlighted the achievements of the CMA over the past year, particularly in the challenging circumstances raised by the current pandemic. The Chair, with the Non-Executive Directors, formally thanked the Executive for its

leadership of the organisation and delivering on the CMA's objectives during the past year. The Board wished the CMA and its staff a relaxing and healthy break.