

MINUTES OF THE CMA BOARD

Meeting date: 17 March 2021
Venue: By video conference

Members present¹

Jonathan Scott (Chair)
Kirstin Baker
Martin Coleman
Andrea Coscelli (CEO)
Cynthia Dubin
Amelia Fletcher
Andrea Gomes da Silva
Michael Grenfell
Bill Kovacic
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 Governance, Strategy, Policy, DaTA and Mergers teams. Staff from the People, Capability and Change and Academy teams also attended.

Advisors present

Sarah Cardell, General Counsel
Mike Walker, Chief Economic Adviser

Apologies

There were no apologies.

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 10 February 2021.

3. ARAC and NomCo updates

Cynthia Dubin, Chair of the Audit and Risk Assurance Committee (ARAC) and the Nominations Committee, updated the Board on the recent ARAC meeting that took place on 15 March 2021.

¹ CD recused herself from the last half of item 4 and the first half of item 5 due to a previously declared conflict. SC left the meeting at the end of item 11.

The Board agreed to receive a written note on the recent Nominations Committee meeting.

4. PSG update

The Board was updated on pipeline cases discussed at the recent Pipeline Steering Group meeting on 8 March 2021.

5. Chief Executive's update including Corporate Risk Register and Covid-19 operational response

The CEO updated the Board on recent cases and other developments at the CMA, including recent litigation outcomes and current consumer cases. He also highlighted the final decision on water price controls, which had been issued on the morning of this meeting, and the disqualification of two company directors, for 11 and 12 years, for their part in an illegal construction cartel. He highlighted that the length of the disqualification periods reflected the seriousness of the case.

6. Algorithms: how they can reduce competition and harm consumers

The Board was updated on the responses to the CMA's call for evidence on the harms outlined in its paper on algorithms. It noted that the outcomes of this consultation will inform and enhance our algorithms programme; and was strongly supportive of both this programme and the wider work of the DaTA team, which are significant elements of the CMA's digital strategy.

7. CMA Annual Plan 2021/22

The Board discussed the consultation responses to the CMA's draft Annual Plan, highlighting the record number of responses received and noting that stakeholders showed strong support for the general direction of the Plan and its main themes. It formally agreed the publication of the CMA's Annual Plan 2021/22, recognising its place within the wider strategy development cycle of the CMA.

8. Public interest interventions and the National Security and Investment Bill

The Board discussed the National Security and Investment Bill and the associated changes to Public Interest Intervention Notices in mergers. It considered the potential impact on the CMA mergers' work, noting the CMA will no longer have a role to play in investigating national security concerns in the context of mergers, which will now be overseen by BEIS.

9. Annual Concurrency Report 2021/22

The Board reviewed the draft Annual Concurrency report, noting that the pandemic has challenged the way regulators have worked and that, in these difficult circumstances, the CMA and the sector regulators continued to deliver on existing cases and to launch new investigations and markets work. It approved publication of the Report, subject to non-substantive changes, delegating sign-off to the General Counsel.

10. Corporate Action Plan: themes and actions for 2021/22

The Board was updated on the CMA's current Corporate Action Plan (CAP) and considered the draft CAP for 2021/22, which has been updated following the 2020 staff survey. It noted that the draft CAP will continue to focus on work initiated in the past year, with the main themes being career progression, respect and wellbeing. The Board agreed the draft Plan and emphasised its support for the CMA's work in this area.

11. The CMA's future operating model

The Board was updated on the programme established to explore changes to the CMA's operating model as we emerge from the pandemic. It agreed the assumptions underlying the programme, and discussed the challenges, complexities and provisional timing of bringing staff back into the CMA's offices.

12. Rules of Procedure

The Board approved the revised Rules of Procedure and Emergency Board Procedure noting that a drafting change to the Remuneration Committee's Terms of Reference would be signed off at its upcoming meeting.

13. AOB

The Board discussed when it might next hold a meeting in the Cabot, the CMA's London Office, noting the plans for reopening the CMA's offices. The Chair thanked the Board.