

MINUTES OF THE CMA BOARD

Meeting date: 23 February 2022
Venue: In the Cabot and by videoconference

Members present

Jonathan Scott (Chair)
Kirstin Baker¹
Martin Coleman
Andrea Coscelli (CEO)
Cynthia Dubin
Amelia Fletcher
Michael Grenfell
Bill Kovacic
David Stewart
Erik Wilson (COO)

Advisors present

Sarah Cardell, General Counsel²
Mike Walker, Chief Economic Adviser
Stuart Hudson, Senior Director Strategy, Communications and Advocacy

CMA staff present

George Lusty, Senior Director, Consumer Protection³
Lucy Robbins, Senior Director, People, Capability and Culture⁴
Kate Bridge, Director of Executive Office, Security and Performance
Sukhinder Lalli, Legal Director, Governance, Compliance and Risk
Board Secretary (minutes)

Teams

The meeting was attended by staff from across the CMA including from the Consumer, Governance and Risk, HR, and Property teams.

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 from the meeting of 19 January 22 with no changes. The Board acknowledged the committee minutes received.

3. Chief Executive's update including Corporate risk register, External guidance tracker and Future Operating Model

The CEO updated the Board on the work of the CMA, including current cases, litigation and other developments in the CMA.

¹ KB joined the meeting from item 5.

² SC joined the meeting from item 7.

³ GL joined the meeting for items 7 and 9-11.

⁴ LR joined the meeting for items 8-11.

The Board agreed to comment offline on the draft CMA Annual Plan 22/23 and delegated final preparation of the report and its publication to the Senior Director Strategy, Communications and Advocacy.

The Board reviewed the Risk Register and the External Guidance tracker.

4. Subsidy Advice Unit: Update

The team updated the Board on the progress of the Subsidy Control Bill and on the establishment of the Subsidy Advice Unit. The Board requested regular updates in future Board meetings.

5. Amendments to the CMA Board Rules of Procedure

The Board agreed the following amendments to its Rules of Procedure:

- Inclusion of references to the Office for the Internal Market (OIM) Panel Chair
- Changes to Annex B of the Rules (the ARAC Terms of Reference) to ensure consistency with HMT ARAC Handbook and current practice, where appropriate
- Removal of all time limitations for the temporary amendments to the Authorisation in Annex E of the Board Rules of Procedure of staff of the CMA and named CMA Inquiry Chairs and RIPA designations; as well as to authorise senior staff to undertake specific CMA functions in relation to the OIM.

6. Risk

The Board discussed the CMA's risk register and agreed changes to the CMA's risk appetite.

7. IVF consumer law project

The Board was updated on the CMA's work in the fertility clinics sector, noting that the team has worked closely with the sector regulator - the Human Fertilisation and Embryology Authority - to produce guidance for the clinics on to help them understand and comply with their existing obligations under consumer law. It noted that the CMA has also produced a guide and a video for patients on their consumer rights when buying fertility treatment. The team highlighted that it has recently started a review to assess compliance with the law across the sector. The Board thanked the team for its work in this important sector.

8. CMA Commitment to Manchester Hub Project

The Board was apprised on the CMA's plans for an office in Manchester and endorsed XCo's approval to commit to the Manchester Hub Project.

9. ED&I in the CMA in its role as a competition and consumer agency

The Board discussed the CMA's duties under the Public Sector Equality Duty, as well as its wider Equality, Diversity and Inclusion objectives, in its role as a competition and consumer

agency. It noted that promoting diversity and inclusion is good for the economy and for competition, and agreed the proposals in the paper.

10. Actions to improve female representation at SCS

Following the publication of the CMA's gender and ethnicity pay gap reports 21/22, the Board considered proposals to improve female representation at Senior Civil Service (SCS) level, noting the balance of structural and behavioural solutions. It highlighted the applicability of this work to increase diversity more generally, and noted the importance of being able to address the findings of the team's planned research. It asked the team for a further update in six months, thanking them for raising this important issue.

11. Stonewall Diversity Champion Programme

The Board agreed to renew the CMA's membership of the Stonewall Diversity Champion scheme for a further year.

12. AOB

- **Remuneration Committee**

The Chair of the Remuneration Committee (RemCo) updated the Board on the recent RemCo meeting.

- **Cyber resilience in the CMA**

The Board received and noted this paper.

- **Edinburgh Board meeting – 25-26 May 2022**

The Board discussed and agreed the plans for a Board meeting and associated staff and stakeholder engagement in Scotland in late May 2022.

The Chair thanked the Board for the meeting.