



THE AUTHORITY FOR TELEVISION **ON DEMAND**

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**Minutes** of a meeting of the Board of the Authority for Television On Demand Limited (“**ATVOD**”) held at the offices of the BBFC, Monday 15 July 2013, 3.00pm

**Present:**

ATVOD Board:

Ruth Evans – Chair  
Daniel Austin  
Gidon Freeman  
Julia Hornle  
Sophie Jones  
Ian McBride  
Chris Ratcliff  
Nigel Walmsley  
Paul Whiteing

In attendance:

Pete Johnson – Chief Executive  
Jan Quirke – Company Secretary

**1. Apologies**

No apologies were received.

**2. Declarations of interests**

There were no declarations of interest to be reported in relation to items presented for discussion at the meeting nor for inclusion in the register of interests.

**3. Minutes of the meeting on 15 May 2013**

With one minor amendment the minutes were **AGREED** as an accurate record of the meeting.

**3.1. Actions and matters arising**

The reported actions were **NOTED** and no additional matters arising were raised.

**3.2 Strategic discussion on 18 June 2013**

With some minor amendments the notes of the Board’s discussion were **AGREED** as an accurate record. No actions were recorded.

#### 4. Board members' second term of office

The Board debated and **AGREED** the Chair's proposals in relation to the Board members whose terms of office are due to expire in coming months. A succession planning report to identify the skills and competencies required on the Board will be presented in September 2013 and an announcement will be made at that time.

#### 5. Feedback on objective setting 19(13)

5.1 The Board welcomed the report and the opportunity to discuss the objectives collectively. Updates were given, some amendments and further considerations were proposed and the Board **AGREED** individual Board members' objectives.

5.2 All objectives would be reviewed in November 2013. In addition, the Board **AGREED** to receive regular progress reports and to schedule specific items for discussion at Board meetings as appropriate. A further report would be presented to the Board meeting on 24 September 2013. **ACTION: JQ**

5.3 The Board considered the public relations roles for ATVOD's Chair and Chief Executive and agreed that the current arrangements were effective. Board members offered to share the activities where appropriate and convenient.

5.4 Sophie Jones tabled a paper on an EU Communications Plan. She outlined the context, objectives and opportunities for ATVOD, EU perceptions of the regulatory model and the proposed process and timetable. The key groups of people to contact were identified and the Board endorsed the proposal that the Chair, Chief Executive and Sophie Jones should visit Brussels for a day to meet with key contacts. **ACTION: SJ**

#### 6. Chief Executive's report 20(13)

##### 6.1 New notifications

6.2 The Board noted the information presented on new notifications and withdrawal of services.

##### Breach investigations

6.3 The decisions made by the Scope Committee meetings on 20 May and 9 July were **NOTED**. The Board considered the risks associated with one decision which the committee considered likely to be subject to challenge by way of an appeal to Ofcom. The Board endorsed the deliberations of the Scope Committee on the facts and evidence and drawing on the reasoning set out in Ofcom appeal decisions to date.

6.4 Complaints and content breaches were **NOTED**. It was clarified that ATVOD could not identify in one instance whether a complaint submitted in the name of an individual was in fact being made on behalf of a service provider.

##### Enforcement Notices

6.5 The Board **NOTED** the enforcement notice issued. One specific case was discussed which had been subject to scrutiny and a decision by the Scope Committee. The Board **AGREED** that should the provider fail to pay in accordance with the terms of the invoice, ATVOD should pursue the matter through the issue of a statutory demand in the first instance.

##### Access services

6.6 The Board **NOTED** the first meeting of the Access Services Technical Group under Nick Tanton's chairmanship on 7 June. The Board considered the proposal to send the

2013 questionnaire for service providers on the provision of access services on their ODPS as a voluntary survey, as in previous years, rather than as a formal demand under section 368A of the Communications Act. The Board **AGREED** not to mandate the information request as voluntary collaboration was preferred as far as practicable.

- 6.7 The Board **AGREED** to establish a sub group of the Board to consider how best to ask in this year's questionnaire for data which will identify the levels of provision on services which are accessed through a number of leading platforms.

**ACTION: PJ (NW, DA)**

European works

- 6.8 It was **AGREED** that a pragmatic course would be followed in relation to European Works data required from providers.

Corporate plan

- 6.9 The Board **NOTED** that the Plan was published on 23 May 2013.

2013-14 fees

- 6.10 To date, just one provider of multiple services had opted not to include all their services within a single overarching notification. Information required for invoicing was still being sought from a small number of service providers.

Communications review

- 6.11 The DCMS has dropped a plan to publish a Communications White Paper before the Commons recess on 18 July 2013; instead a Strategy paper is due to be published before the Lords recess on 30 July 2013. This is expected to include legislative provisions relating to R18 material on ODPS. It is anticipated that new regulations are likely to make it clear that R18 material must be kept out of the reach of under-18s and ODPS material which goes beyond R18 will be prohibited.

Report to Ofcom

- 6.12 The Board **AGREED** the proposal to submit a three-part report to Ofcom comprising the Annual Report, Access Services guidelines and survey report and workplan and European Works plan, and the 2013-14 Fee statement. The Board **DELEGATED** approval of the final report to the Chair and Deputy Chair.

Blocking payments

- 6.13 The Board **NOTED** progress in this area and congratulated the Chief Executive on all that had been achieved to date on this initiative. The outstanding issues to be addressed were discussed by the Board, including ATVOD's potential role.

Press and public relations

- 6.14 Paul Whiteing and Julia Hornle updated the Board on plans for a conference to be chaired by Channel 4 News social affairs editor, Jackie Long, on 12 December 2013 at Queen Mary's in Lincolns Inn Fields, 4pm – 7pm.

**7. Financial report and Annual Report for the year to 31 March 2013**

- 7.1 The Deputy Chair introduced the Financial report and commended it for Board approval. The cash flow forecast did not take account of recently withdrawn notifications and the position will be reassessed in September and any adjustments made if required. A reserve was helpful for these and other purposes.

- 7.2 The Board **DELEGATED AUTHORISATION** to the Deputy Chair and Company Secretary to sign the final Financial Statements and the letter of representation to the external auditors on behalf of the Board.

7.3 The Deputy Chair and Chief Executive were thanked for all they had done to produce the Financial and Annual Reports. Board members would provide any comments on the Annual Report to the Chief Executive by 5pm on Wednesday 17 July.

**ACTION: ALL**

7.4 A final copy of the Annual Report will be circulated to Board members. **ACTION: PJ**

7.5 The Board **NOTED** the management accounts for April and May 2013, Aged Debt report to 30 June 2013, Audit and Finance Committee meeting notes and the draft Annual Report and annexes.

## **8. Scope Guidance – legal opinion and next steps**

8.1 The Board noted the progress in drafting the Scope guidance. The Board **AGREED** that the Executive engage with Ofcom on the new draft guidance and report to the Board thereafter to seek approval on a final draft on which to launch a public consultation.

8.2 A copy of the report will be sent to Daniel Austin, Julia Hornle and Ian McBride at the same time it is sent to Ofcom. **ACTION: PJ**

## **9. European Commission Green Paper: *Preparing for a Fully Converged AudioVisual World: Growth, Creation and Values***

9.1 The Chief Executive explained the current position and the Board **AGREED** that as they had determined what the consultation response would say at the discussion in June they were content for the draft response to be sent out to stakeholders for comment in early August as this would still enable the submission to be made by the deadline of 31 August.

## **10. Risk Register**

10.1 The Board **APPROVED** the separation of the register into strategic and operational risks. The Board **APPROVED** the addition of notes for risks 17 and 20 with amended wording and to add a risk to reflect potential financial pressures. The Board will receive an update at the next quarterly review of the register.

## **11. Whistleblowing Policy**

11.1 The Board **AGREED** the draft Whistleblowing Policy with removal of the section for ODPS providers and the addition of phone numbers for the Chair and Deputy Chair.

## **12. 2014 Meeting dates**

12.1 The Board **AGREED** the dates proposed for ATVOD meetings in 2014 with the exception of the Industry Forum meeting in January which needed to be confirmed.

12.2 The next meetings of the ATVOD Board and Industry Forum will be held on 24 September 2013.