

Annex A

Internal Guidance Note for IRB Papers: Transparency and Publication

1. This note is intended to assist anyone drafting a paper for the IRB following its decision to publish Board papers and minutes. Board papers are a key source of information and form a part of the official record and audit trail of decisions. In addition, the publication of papers provides stakeholders with an opportunity to review the work of the Board as a part of its commitment to transparency.
2. Publication means that the papers, annexes and any other material provided to the Board will be publicly available via the ICAEW website.
3. However, there are circumstances when it is likely to be necessary to redact or withhold papers. The following exemption criteria should be followed:
 - a. are commercially sensitive or relate to emerging strategy or policy
 - b. include personal data or matters involving an identified individual or business that is protected or where there is a reasonable expectation of confidentiality
 - c. include legal or other information where there is a right or expectation of privilege
 - d. include a discussion of risk where publication may cause an increase in the level of risk
4. The IRB template should be used to assist the Board and all relevant sections completed. All papers should take into consideration the following:
 - long-term consequences of a decision for all stakeholders
 - financial implications
 - whether a wider equality impact assessment is required
 - impact on the reputation of ICAEW and the need to be seen to act fairly
 - relevant legal or regulatory considerations or requirements
 - any work already undertaken, including internal consideration, approval, discussion, external advice, and key stakeholders' views
5. All papers should, whenever possible, employ Plain English. Papers should be drafted as concisely as possible, sentences kept short, use active verbs, not assume knowledge, explain unfamiliar terms or technical language and decode any acronyms. Documents drafted in this way will assist existing and new Board members and make the documents as accessible to other stakeholders as possible.

Publication Exemptions

6. A review of a selection of past papers indicated that only inconsequential changes would be required to enable publication without the need for redactions. Therefore, it is anticipated that most papers can be drafted in such a way as to allow them to be published unredacted without any impact on their quality or effectiveness. However, there will be occasions where it is necessary to include material that falls within one of the exemptions. On such occasions,

the starting point is to assess whether it is possible to publish a redacted version, only if this is not a credible option to mark it as being outside of the publication policy.

7. It is the responsibility of the person drafting the paper to indicate what exemption applies and to mark the paper accordingly. For example, if the recommendation is that the paper is not published, it should be marked as '*confidential*' and the exemption cited. However, it should be marked as 'open subject to redactions' and the relevant exemption cited if it can be published with redactions'. Text that is recommended to be redacted should be highlighted in yellow. The Board will either accept or reject the suggested classification or redactions.

Annexes

8. All annexes will automatically be published. Annexes can be used to provide the Board with commercially or otherwise sensitive information referred to but not included in the main paper. Using annexes allows the accompanying paper to be published while providing sufficient detail to show that the Board is fully apprised of the relevant issues and provided with options. However, the same considerations as above apply. The annexe should be appropriately marked, and any exemption indicated and recommended action. You should only include information in annexes that engage an exemption if you are satisfied that the information is necessary to assist the Board in understanding the issues to make informed decisions. Where an annexe contains information that is in the public domain, this should be stated, and the annexe marked as open.

Annex B: List of withheld papers

August 2021	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
Future options for governance around ICAEW's regulatory & disciplinary work	X			
FRC and Insolvency Service inspection reports and Investigation Committee delegated powers' review reports	X	X		X
Response to LSB Consultation on Applications for rules changes		X		
PII dispensation applications and captive insurance arrangements	X			X
Potential amendments to the CACS Regulations – 2021	X			
Future funding arrangements for the Probate Compensation Scheme	X			X
IRB Risk Sub-Committee – introductory note				X

October 2021	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
Case briefing	X			
Review of ICAEW statement on engaging in public practice	X			
IRB quality assurance plan	X			

December 2021	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
PSD Chief Officer Update	X			
Insolvency issues papers	X		X	X
Regulatory Appeals Regulations	X			
Request for approval of draft IDRs for public consultation	X		X	
Impact of Business Systems Transformation "go live" on PSD				X
Update from Risk Sub Group				X

February 2022	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
PSD Chief Officer Update	X			
Insolvency issue	X		X	X
Confidential item (title changed)		X	X	
Update from Risk Sub Group				X
Update on DBLs / IDRs re last policy issues / launch of consultation / timetable for next steps – paper	X			
Probate Compensation Scheme	X			

April 2022	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
PSD Chief Officer Update	X			
Insolvency issue	X		X	X
Confidential item (title changed)		X	X	
Update from Risk Sub Group				X

Lessons learned from insolvency issue			X	
Revisions to the disciplinary framework – the outcome of the consultation	X			
Financial Reporting Council: Inspection Report	X	X		
Paying ICAEW ACA, Affiliate and Insolvency Practitioner Members for Attendance on Regulatory and Disciplinary Committees and ICAEW Regulatory Board meetings	X			

June 2022	commercially sensitive/ emerging strategy or policy	Expectation of confidentiality	Legal or other privilege	Risk
PSD Chief Officer Update	X			
Approval of Disciplinary and Regulatory Handbook	X			
Regulatory Fees and Levy Increase for 2023	X			X
Update from Risk Sub Group				X
Review of Professional Indemnity Insurance Requirements	X			X
Revisions to the disciplinary framework – the outcome of the consultation	X			