



CYBER DEFENCE DYNAMICS
 Corporate Policy
CDD Board Management

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Revision Date	Previous Revision Date	Summary of Changes	Changes Marked
09/01/22	04/07/21	Structural adjustment	
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Approvals

This document requires the following approvals. A signed copy should be placed in the project files.

Name	Signature	Title	Date of Issue	Version
D.Strudwick		Managing Director	11/01/24	1.02

Purpose

This policy is designed to ensure that the CDD board operates correctly and within its remit as set out in the document. This constitutes part of a library of other business related process policy including:

- Safety Criticality in Software Engineering
- Health and Safety
- Ethics and Behaviours
- Cyber Security & Contingency Planning
- Environmental and Energy
- Government Security Management
- Special Projects
- Quality Assurance and Audit
- Equality Diversity
- Development Policy
- Commercial Contractual Engagement
- Commercial/Professional Insurance

Overview

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Advice *This document provides outline details of the functions of the board and how corporate matters are addressed and resolved.*

Executive Summary

The policy governing the management of the board of directors includes the following practices and processes:

- Approved Board Practices¹
- Board Meetings and Minutes
- Services Engagement
- Service Principles
- Board Resolutions
- Practices Around Web Presence
- Practices Around Company Marketing and Promotion
- Practices Around the Service Catalogue
- Consulting Approach to IR35

Approved Board Practices

There are a recognised set of practices and behaviours that members of the board are expected to comply with. These include providing appropriate input into meetings and functions required to be performed. These areas might all or any of the following (any maybe others):

- Corporate Administration
- Investment
- Accounting and Audit
- Marketing and Web Presence
- Banking and FX-Funds Management
- Technical Input
- Annual Review

¹ The responsibilities relating to CDD board practices include all matters relating to Companies Act(2006) and in summary, acting within their powers as specified in the company's articles of association, promoting the success of the company for its shareholders' benefit; exercising independent judgment; avoiding any/all conflicts of interest; not accepting benefits from third parties; and declaring their interests in proposed transactions or arrangements affecting the company.

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Board Meetings and Minutes

Board meetings are held monthly, the agenda being available 7 days prior to the date. Such meetings may be held with members present or using CDD's video conferencing capability. Proxies are not permitted to attend. Meetings are recorded and a written transcript is prepared later. Both records are retained.

Services Engagement

These matters follow processes associated with *consultative work selection* as necessary. A set of standard documentation supports the confirmation of approach process includes:

- Preparation of personal statements
- CDD Time Planning
- IR35 Assessment composition
- Knowledge and skillset verification
- Client background research
- Assignment Risk Assessment
- Special Approach Compilation

Service Principles

There are 5 core service principles administered by the board, (the day-to-day responsibility having been delegated to a director as previously approved) using appropriate administrative instruments:

1. Standard service charges and invoicing processes
2. Preferential Client Services and Charges
3. Bespoke Services and Charges
4. Contractual Administration
 - a. Standard Contract/Assignment(s)
 - b. Configuration of the TPRS² for time allocation
 - c. Special Statements of Work
 - d. Corporate IR35 Compliance Assessment and Review(SDS)
5. Special Service Related Issues
 - a. Patents and Trade Marks
 - b. Intellectual Property Matters
 - c. Services Provided Without Charge
 - d. Services Specifically NOT undertaken
 - e. Bid Preparation
 - f. Client Relationship Management

² CDD's consultant - Time Planning and Reporting System

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Board Resolutions

The board may be called upon to resolve certain critical issues including:

Normal Board Decision-Making;

- a. Annual Accounts and Budgetary Planning
- b. Major Investments or Purchases
- c. Periodic Financial Matters
- d. Changes to Core Service Principles
- e. Special Projects(Outline)

At Programme/Project Level (involving critical detailed decisions)

- f. Special Projects(Detail);
 - i) Emergency Issues Arising
 - ii) Special Advisory Presentation
 - iii) Consequential Commercial Risk Analysis
- g. Technical Progress Updates
- h. System Audit Management
- i. Requests for Technical Input
- j. Requests for Commercial Input
- k. Prevailing or Changes to Technical or Commercial Risk
- l. Charging & Other COIN³ analytics
- m. Security Policy
- n. IT Security Policy
- o. Development Arenas, Hardware, Document Controls & Audit

Particular Practices Around Web Presence

The practices around information management and publication are approved by the board. The technical elements are not. The Board pre-approves all published material except the CDD Cyber-News.

Security of the web presence is arranged via Ionos (a German ISP)

³ CDD's project cost analytics - Charging and Operational Investment Normalisation (COIN)