



ALBA | CHRUTHACHAIL

**MINUTES**  
**BOARD MEETING**  
**26 March – 1000 - 1215**  
**Conference call**

**Present:**

Robert Wilson (RW)	Chair
Iain Aitchison (IA)	Board Member
Ewan Angus (EA)	Board Member
David Brew (DB)	Board Member
Duncan Cockburn (DC)	Board Member
Karen Forbes (KF)	Board Member
Stephanie Fraser (SF)	Board Member
Philip Long (PL)	Board Member
Cate Nelson-Shaw (CNS)	Board Member
Elizabeth Partyka (EP)	Board Member
David Strachan (DS)	Board Member
Karthik Subramanya (KS)	Board Member

**Apologies:**

Sarah Munro (SM)	Board Member
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**In Attendance:**

Iain Munro (IM)	Chief Executive
Karen Lannigan (KL)	Director HR and Office Services
Ken Miller (KM)	Interim Director Communications
Ian Stevenson (IS)	Director Finance
Lyndon Jones (LJ)	Minutes

<b>1.</b>	<b>Welcome and Apologies</b>
1.1	RW thanked the Board for meeting via conference call and welcomed KL, KM and IM to join the meeting with a focused agenda.

	Apologies were noted from Sarah Munro.
1.2	<p><b>Declaration of Interest</b></p> <p>DB – Board Member of MG Alba  EP – Lay member of Court, Edinburgh Napier University; Advisor and Consultant, Scottish Childrens Lottery.  DC – Director, Aberdeen Performing Arts; Director Sound  DS – Director of Strategy, Tern TV  CNS – Board Member, Dancebase; Board Member, Marketing Society Scotland.</p>
<b>2.</b>	<b>Previous Minutes</b>
	Minutes of the meeting 16 January 2020 were approved as an accurate record of the meeting.
<b>3.</b>	<b>Committee Updates</b>
3.1	<p>Screen Committee Agenda – 11 February</p> <p>Committee Chair spoke to the agenda of the meeting with its regular updates and highlighted that immediate focus for the Committee was on briefing and inducting new members to the Committee due to changes in attendees and bringing them up to speed.</p>
3.2	<p>Finance and General Purposes Committee Agenda – 26 February</p> <p>Focus of the meeting had been around budget, which the Chair noted was on the agenda today for further discussion. There had also been general updates for the Committee from the various areas, points to note were pay review conversations are underway. An update on the Digital Transformation project gave rise to the proposal that the Board should see and understand the Risk Register associated with the project. It was also noted that the Board should sign off the Digital Transformation Budget and the details around the Creative Practitioners fund. The Committee had also been an insight into Corporate Planning.</p>
3.3	<p>Audit and Risk Committee Agenda – 5 March</p> <p>Chair updated the Board on the review of the internal audit report. Assessment of Change Management programme had been satisfactory. Risk management had highlighted the need for synchronisation between the Funding Review and Digital Transformations programmes. Workforce management was satisfactory with the need to make progress on the succession planning. There is a need to appoint Auditors to Screen Scotland. The Committee were updated on the recent Continuity Planning exercise which had gone well. The Committee had also agreed expenditure around the Competition Appeals Tribunal Case.</p>
<b>4.</b>	<b>Chief Executive Report</b>
	The content of the report had been shortened in light of the current crisis. IM highlighted the key points from his report. The Change Programme progress has paused whilst Business Continuity planning has been underway. The publication of the Culture Strategy had taken place at the end of the February with the setting up of the Partnership Board to keep connections and communications flowing, would work in compliment to the CS Board. The changes announced to the portfolio of

	<p>the Cabinet Secretary, which now include economy would allow further thought to be given to wider opportunities for the sector. As this is progressed there would be proposals brought to the Board for discussion and consideration.</p> <p>IM highlighted that his recent productive 'road trip' had been successful. Providing wider engagement with the sector and allowed insight into the variety of work that they undertook. It also showed significant issues around business fragility which was exposed further by the current crisis. Finally, as an update to the Competitions Appeals Tribunal Case, since the Hearing had taken place on the 2<sup>nd</sup> March CS were now waiting to hear the outcome.</p>
<b>5.</b>	<b>COVID-19 Business Continuity</b>
	<p>The Board were given the briefing on the on the response to the COVID-19 outbreak and IM updated on the changes since the paper had been circulated. The ability to mobilise the organisation for home-working highlighted benefit of the work already underway by the Digital Transformation team. The Senior Leadership Team and the wider organisation for being able to quickly work with the new arrangements. Work with Scottish Government in agreeing flexibility over grant payments and through direct resources are working on longer term options gave rise to the options presented today. However it was noted that the sector, with its reliance on self-employed and freelance workforces, has shown overall financial fragility, which was leading to the predicted closure of some organisations.</p> <p>To help appreciate the immediate needs, engaging in direct conversations with the Sector and Scottish Government allowed immediate understanding of the overall need. It was noted that State Aid help and that of the Foundations and Trusts were coming out, the impact would need greater resources.</p> <p>Immediate measures were to rephrase contract payments to current RFO's to provide short term solutions to revenue issues. The Board were asked to discuss the proposal of repurposing the current OPF for support to individuals, through bridging bursaries to sustain their artistic practice and for organisations to sustain their businesses. It was also confirmed that there would be resource coming from Scottish Government in repurposing existing grants to increase the level of the fund.</p> <p>The Board discussed the level at which rephrasing of contracts could go ahead. Current guidance is that this should be no more than 50% with the need of the RFO to also provide cash flow analysis to support the need.</p> <p>It was questioned if further understanding of any further Treasury announcements needed to be undertaken before any wider communication is made. It was confirmed that conversations had taken place with SG Sponsorship Team and the Finance team to ensure that no direct competition to the government funds could cause issues.</p> <p>The Board wished to understand the application process in more detail and gain an understanding over the requirements needed. The design of the application process was not to be arduous on the applicant and it would require and understanding of immediate need.</p>

	<p>The discussion then focused on the external communication of the schemes. It was proposed that with the Boards approval the schemes would be announced the next day. The nature of the communication would provide the sector with some element of stability to be able to move forward on immediate need.</p> <p>It was also confirmed that conversations with fellow Arts Councils showed a similar approach to the immediate need of the sector.</p> <p>It was agreed that RW would write to the Cabinet Secretary on behalf of the Board stating the position of the sector. A copy would be shared with the Board.</p> <p>It was agreed that SLT would reflect after the meeting on the thoughts of the Board and understand the statement made from the Treasury head of the announcement of the funds.</p>
<b>6.</b>	<b>Budget 2020/21</b>
	<p>The Board were asked to approve the 2020/21 budget, reviewing the projections whilst understanding the immediate impact COVID-19 is having on budget thinking along with the amendments made to the Open Project Fund and Bursaries provisions. CS were still working with budget assumptions and it was proposed that amendments and changes would be shared with the F&amp;GP Committee via email.</p> <p>There are concerns there will be a reduction on National Lottery awards due to lower sales. CS would consider addressing this through the small reserves at its disposal.</p> <p>There would be a pause in the next round of Touring Fund, whilst engaging with the sector to understand the implications. There would also be an adjustment to some budget lines to allow for the provision of the Bursaries.</p> <p>Key to highlight that projections in National Lottery revenue would be on target for the current budget. There would be movement in the reserves due to spend assumptions in 21/22, this would be brought into focus in the Autumn.</p> <p>The Board requested an understanding of how low reserves could go before cashflow issues were hit. It was confirmed that this is not an immediate issue and it would depend on the flow of Capital awards through the system and the timing of those was dependant on the project. It was also asked for clarity if targeted funds included provision for EDI, it was confirmed that it did.</p>
<b>7.</b>	<b>2020/21 Delegated Authority and Budget Controls Guidelines</b>
	<p>The paper proposed to the Board asked for approval of the 2020/21 Delegated Authority and Budget Control Guidelines. The paper had been discussed and approved at the Audit and Risk Committee, proposed keeping the levels as per the previous year. This allowed the Board to delegate authority to the Accountable Officer to be able to run day to day duties effectively and also allow further delegation to the SLT.</p>

	<p>It was noted that the guidelines referenced approval by SLT which should be amended to the Accountable Officer.</p> <p>The Board approved the recommendations with the amendments request above.</p>
<b>8.</b>	<b>Date of next meeting</b>
	<p>Date of the next meeting is May 21<sup>st</sup>. It was agreed that there is a need for an update on the current situation and a short meeting would be held on 9<sup>th</sup> April at 10am. It was requested that this meeting should take place with video capabilities and Teams would be trialled at the meeting.</p> <p>LJ would send out a meeting invite and guidelines on the use of Teams.</p> <p>It was also agreed that there would be a note of the meeting, not a full minute.</p>

*Rebel Wilson*

Approved