



ALBA | CHRUTHACHAIL

## MINUTES

### Board Meeting 28 March – 10.00 to 16.00 Board Room – Waverley Gate

#### Present:

Robert Wilson (RW)	Chair
Ewan Angus (EA)	Board Member
David Brew (DB)	Board Member
Karen Forbes (KF)	Board Member
Erin Forster (EF)	Board Member
Sheila Murray (SM)	Board Member
Cate Nelson-Shaw (CNS)	Board Member
Elizabeth Partyka (EP)	Board Member
David Strachan (DS)	Board Member
Karthik Subramanya (KS)	Board Member

#### Apologies:

Iain Aitchison (IA)	Board Member
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#### In Attendance:

Iain Munro (IM)	Acting Chief Executive
Ian Stevenson (IS)	Director, Finance (for items 6, 7, 14 and 16)
Philip Deverell (PD)	Director, Strategy (for items 7 and 8)
Gary Cameron (GC)	Head of Place, Partnerships and Communities (for item 7)
Open Change (OC)	(for item 10)
Isabel Davis (ID)	Executive Director (for item 11)
Ken Miller (KM)	Director, Communications (for item 12)
Clive Gillman (CG)	Director, Creative Industries (for item 14)
David Archibald (DA)	Director, Henderson Loggie (for item 16)
Lyndon Jones (LJ)	notes

	<b>Private Session – Board members only (no minute taken)</b>
<b>1.</b>	<b>Apologies</b>
	Apologies as noted.

<b>2.</b>	<b>Declarations of interest</b>
	DB – Board member of MG Alba DS – Director of Strategy, Tern TV EP – Lay Member of Court, Edinburgh Napier University
<b>3.</b>	<b>Minutes of the meeting – 14 February 2019</b>
	The minutes of the previous meeting had been circulated with the papers. Under item 2, initials need to be amended to DB for Board Member of MG Alba. With these amends made, the minutes were approved.
<b>4.</b>	<b>Committee Minutes</b>
4.1	Finance & General Purposes Committee – 6 March The approved minutes were circulated with the papers. The Committee Chair highlighted the Committee had approved the 2019/20 pay review proposal. Funding Management Information was progressing well towards internal sign off and subsequent publication on the website. Also, discussions between the Chairs of the F&GP and A&R Committees were underway regarding adjusting the Terms of Reference for both Committees to move the monitoring of the Performance Framework from F&GP to A&R.
4.2	Audit & Risk Committee – 7 March The Committee Chair noted the Internal Audit Review on both Grants Management and Regularly Funded Organisations had returned a satisfactory report. There are still some outstanding recommendations that SLT were working through. The scope of the Screen Unit Implementation review had been agreed which will now be discussed with the Screen Committee.
4.3	Screen Committee – 19 March The most recent 3 sets of minutes were included, and the Committee Chair spoke to the agenda of the last meeting as the current minutes were being prepared. The Screen Committee will continue to meet bi monthly.  The structure of the Screen Team was progressing to be able to drive forward its agenda.
<b>5.</b>	<b>Chief Executive Report</b>
	IM spoke to the contents of the report, with further background reference material available to members of the Board via SharePoint. It was suggested that a link be placed in the body of the report as a 'click' into the reference material.  Preparation was underway to attend the CTEEA Committee evidence session to provide progress updates on CS change, Screen Scotland, and funding review. IM would attend the session accompanied by ID. It was understood there were likely to be 3 or 4 evidence sessions relating to the Committee funding enquiry.  Creative Industries partnership working continued with IM meeting with the Chief Executive of Scottish Enterprise, Steve Dunlop. Following this meeting a

	<p>workshop of the relevant members of both teams will come together to agree shared priorities and how to progress them.</p> <p>IM's recent attendance at both Arts Councils meeting and IFACCA had been valuable and reaffirmed the high regard held for Scotland and Creative Scotland on both the National and International stage. There had also been recent meetings with Hannah Bardell MP, the NDPB Forum and with Sector Development organisations.</p> <p>Exploration of an enhanced model for Scotland + Venice was still underway. It had temporarily paused whilst the focus is currently on delivering the 2019 edition. RW, KF and IM planned to attend the opening of the Biennale this year in May.</p>
<b>6.</b>	<b>Delegated Authority and Budget Controls</b>
	<p>IS joined for this agenda item.</p> <p>The 2019/20 Delegated Authority and Budget Controls were proposed to remain the same as last year, with one substantive change. The Board would delegate authority to the CEO, rather than SLT as a group. The CEO can delegate further but would remain accountable for the decision.</p> <p>The Board approved the 2019/20 Delegated Authority and Budget Control Guidelines.</p>
<b>7.</b>	<b>2019/20 Annual Plan and Budget</b>
	<p>IS remained and PD joined for this agenda item.</p> <p>A simpler outcome focused format of the Annual Plan was shared with the papers. It gave the Board a clearer line of sight from the 10-year plan through to activity.</p> <p>Whilst the simplification of the plan was welcomed, it was requested that some further detail was added for clarity and that some of the KPI's may require some further refinement. These would go to the A&amp;R Committee for approval.</p> <p>It was requested that an additional paragraph on CS's relationship with TV would help give a fuller representation of the work of Screen Scotland within the body of the plan.</p> <p>It was also confirmed that CS was still awaiting the annual Letter of Guidance and written budget confirmation from the Scottish Government and CS may still need to make adjustments. There was a discussion on Screen budgets and maintaining certain budget lines as current year, with the allocation of any contingency to be discussed with F&amp;GP Committee for approval, as appropriate.</p> <p>The Board approved the Annual Plan subject to the amendments requested, with publication to be made at an appropriate point once clarification from the Scottish Government was received.</p>
<b>8.</b>	<b>Local Government update</b>

	<p>PD and GC joined for this agenda item.</p> <p>The paper gave the Board background and an update on Local Government support for arts and culture in Scotland. It was noted that Local Authorities were presenting a range of budget challenges, and CS were unable to replace any reductions in support for arts and cultural activity. Whilst CS was active across all of the geography of Scotland, the paper proposed a programme of work to understand the challenges more comprehensively and work together with Local Government and other partners to strengthen support.</p> <p>The Board welcomed the paper and supported the plans.</p>
<b>9.</b>	<b>Break</b>
<b>10.</b>	<b>Organisational Review – Open Change Presentation</b>
	<p>Open Change joined for this agenda item to present an update on their work to date and progress of the Organisational Review covering culture, values, structures and operations.</p> <p>The Board recognised that good progress was being made and were keen to now progress structures.</p> <p>Open Change noted that digital transformation was also a key development priority to help the organisation move forward. External input would be helpful to progress this further and learning from the experiences of other organisations would also be useful.</p> <p>The Board requested that Open Change provide the Board Sub Committee with a paper reflecting their recommendations on how to move forward, before further discussions with the whole Board.</p>
<b>11.</b>	<b>Screen Scotland</b>
11.1	<p>General update, including Studio ID reported that all activity was progressing well with Screen Scotland. A progress report on the Studio was also provided.</p>
11.2	<p><b>Business Plan</b></p> <p>The Business Plan presented to the Board had already been reviewed and was recommended for approval by the Screen Committee.</p> <p>The plan builds on the Collaborative Proposal of 2017 and the 12 Actions in the Screen Unit Implementation Plan. It also outlines how the plan will extend our advocacy and influence. It accounts for 2019 activity and sets out the vision and deliverables for Screen Scotland and its strategic partners.</p> <p>It was requested that the plans for TV development were further articulated to ensure an appropriate balance with film.</p> <p>It was also suggested that it would be helpful to see a clear bridge between both the Screen Scotland and Creative Scotland plans would be helpful.</p>

	The Board approved the plan, with the additional amendments included.
<b>12.</b>	<b>MSP Survey – results and response</b>
	This item was deferred to the May Board meeting.
<b>13.</b>	<b>Creative Industries update and briefing</b>
	This item was deferred to the May Board meeting.
<b>14.</b>	<b>Update on RFOs</b>
	The paper provided the Board with a status report of the responses received from the RFO network as part of the Annual Review process, noting that requests were being made for CS to support more networking opportunities, ensure sector involvement in the funding review process, and provide sector support for training and business development.  The Board noted the report.
<b>15.</b>	<b>AOB</b>
	There were no items raised under AOB.
<b>16.</b>	<b>Risk Workshop</b> A review of the current Risk Register along with the separate Risk Register for Screen was led by DB and joined by internal auditor David Archibald from Henderson Loggie.  A comprehensive review of the current risks was discussed with the Board and some suggestions were made, including risks relating to the National Culture Strategy, and Local Authority Budgets - both should come under the strategic risks section.  The Board's appetite to risk was discussed along with appropriate risk mitigation. The Risk Register would now have an additional column to record which Board Sub Committee would own the detailed monitoring of specific risks, with regular reporting to the Board and a comprehensive Board review annually.
	<b>Date of next meeting</b> 23 May 2019 10am-2pm, Waverley Gate, Edinburgh.

*Robert Wilson*

Approved