



ALBA | CHRUTHACHAIL

MINUTES

**Board meeting
25 November 2021
10.00 to 14.00
Hilton Hotel, North Bridge, Edinburgh**

Present:

Robert Wilson (RW)	Chair
Malath Abbas (MA)	Board Member
Ewan Angus (EA)	Board Member
Yahya Barry (YB)	Board Member
David Brew (DB)	Board Member
Duncan Cockburn (DC)	Board Member
Stephanie Fraser (SF)	Board Member
Duncan Hendry (DH)	Board Member
Philip Long (PL)	Board Member
Carol Main (CM)	Board Member
Sarah Munro (SM)	Board Member
Elizabeth Partyka (EP)	Board Member

In Attendance:

Iain Munro (IM)	Chief Executive
Clive Gillman (CG)	Director, Creative Industries (for item 6)
Alastair Evans (AE)	Interim Director, Strategy (for item 6)
Janice Kelly (JK)	Organisational Development Project Manager (for item 6)
Ian Stevenson (IS)	Director Finance (for items 6, 7 and 8)
Lyndon Jones (LJ)	Minutes

Apologies:

David Strachan (DS)	Board Member
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1.	Apologies and declarations of interest
1.1	Apologies

	Apologies were noted from DS.
1.2	New Declarations of Interest or relevant to the agenda DH confirmed a new declaration, which was undertaking consultancy work for Collective Gallery.
2.	Previous minutes
2.1	Board meeting – 1 October 2021 The Board approved the minutes as an accurate record of the meeting.
2.2	Matters arising There were no matters arising.
3.	Committee Updates and Annual Performance Review
3.1	Minutes Audit & Risk Committee – 26 August
a	It was noted that the minutes of the meeting held on the 26 August had been reported in the 1 October meeting. In addition to that report, the Chair confirmed that Audit Scotland were still working to later than normal timelines because of the pandemic, so there will be a need for an additional Audit & Risk Committee meeting to be scheduled in October 2022 to discuss the Annual Accounts (meeting dates would be discussed further as part of item 9).
	Agenda Audit & Risk Committee – 18 November The Chair reported that the Committee had reviewed the accounts for Shorestage Ltd and approved their financial statements along with the agreement to appointment Chiene and Tait as Accounts to Shorestage Ltd for two years. The Committee also reviewed and discussed the internal audit reports on international, payroll and risk management. As previously highlighted to the Board, the Committee discussed the Screen Scotland Risk Register with the Screen Committee Chair and Executive Director of Screen, noting that further work was being done on clarifying mitigation actions and scorings. The Committee also discussed the tendering process for internal auditors which would be covered in item 3.1c.
3.1	Audit & Risk Committee Annual report of Performance 2021/22
b	The Board reviewed the annual report of the Audit & Risk Committee and thanked the Committee for its work.
3.1	Appointment of External Auditors
c	The Board was invited to ratify the result of the procurement tender and Audit & Risk Committee recommendation to appoint Azets as Internal Auditors for 3 years commencing 1 April 2022.
	All were in agreement with the appointment.
3.2	Agenda Finance & General Purposes Committee – 27 October 2021
a	The Committee agreed some minor amendments to the ToR. They also reviewed some budget reallocations arising from fund timings and changes in operational costs, including the recharge of National Lottery operating costs. The Committee

3.2 b	<p>also reviewed and commented on a draft policy paper to clarify staff/Board members applying for funding. There was also an update on the work of the Recovery Planning Working Group and early statistics from the reopening of the Edinburgh office for staff.</p> <p>Finance & General Purposes Committee Annual Report of Performance 2021/22 Reflecting on the Annual Report of Performance for the Audit & Risk Committee it was agreed to include reference to new Board members and non-Board Committee member. The Chair would incorporate with Committee Secretary.</p>
4.	Chief Executive Report
	<p>The paper provided an update on the regular briefing sessions with the new Cabinet Secretary and Culture Minister, with the next meeting in December to focus on Communities and Social Inclusion, followed by a session in the new year on Fair Work. Budget discussions remain central ahead of the Scottish Government draft budget announcement on the 9 December, plus there is a proposal for an additional Board meeting in December to discuss the budget outcomes and headline planning for 2022/23.</p> <p>Work also continues on overall sector recovery and renewal and the central role culture can play. SG conversations continue across portfolio areas, with the Board agreeing to engage and express the value of culture through their networks.</p> <p>Other reflections from the report included the suggestion of greater visibility of Screen within the Our Creative Voice initiative, whilst noting one case study already published is the Gaelic film <i>Iorram</i>. IM agreed to take away and review with the team. It was also noted that the recruitment for the Executive Director of Operations and the Executive Director of Arts, Communities and Inclusion will be advertised shortly.</p>
5.	Screen Scotland Update
	<p>In the absence of the Isabel Davis, IM reported that the ScSc management team had held their second positive briefing session with the Cabinet Secretary. A further infrastructure announcement with the investment into Wark Park had been positively received and would strengthen the overall infrastructure. It was also noted that an announcement was being planned for 8 December of the operator for the Kelvin Hall Studio. A report on the value of Screen in Scotland will be published in January. It was also noted that the ScSc Skills Strategy will be one of the next key steps to support the continued growth and development of the sector.</p>
6	Future Funding Framework – Progress update
	<p>CG, AE, IS and JK joined for this agenda item.</p> <p>Providing the Board with a progress update, CG confirmed the team driving forward the process and taking forward the work from the task groups under various workstreams. The Board presentation formed part of an internal briefing tool to ensure the organisation was kept up to date on progress.</p>

	<p>Focus now was on addressing some key policy principles and funding process with timelines, all aligned with CS refreshed Strategic Framework and ensuring the correct budget envelope was available.</p> <p>The Board discussed the objectives of the revised funding framework, in order to be clear and agree the process approach to be taken. Members were keen to enable a smooth transition and avoid any unnecessary controversy as had been the case in previous forms of multi-year funding for organisations. The interrelationship with other key funding programmes, such as the Open Fund, was also discussed. The budget position, particularly the outcome of the SG multi-year spending review, would be significant in successfully supporting the transition to the new model.</p> <p>To move forward, the team will continue to develop the details, including the digital build that will support the process. Board scrutiny and input would continue through a standing item on the Board agenda going forward. There was a request for two Board members to volunteer to be part of the Director level oversight group for this major piece of work. Board members interested were requested to email IM by 1 December.</p> <p>For the Board update and discussion in January, members we particularly keen to discuss the process on handling entry into, and exit from, multi-year funding.</p> <p>CG was thanked for his presentation, and the team for their ongoing work in a complex project.</p>
	Annual Accounts
	<p>IS remained for this agenda item.</p> <p>Following the detailed review by both the Audit and Risk Committee and Audit Scotland, the Board was asked to approve the Annual Review and Accounts for both GIA and National Lottery for 2020/21.</p> <p>The Board also noted and discussed the recommendation from Audit Scotland on the provision of financial forecasts in the medium to long term, which under one year budget cycles were difficult to produce.</p> <p>The Board approved the Accounts, which would now be signed and laid before the UK and Scottish Parliaments before Christmas.</p>
8.	Risk Register
	<p>IS remained for this agenda item.</p> <p>The Board discussed the headlines of the Risk Register, particularly noting the ongoing impacts of the COVID pandemic. It was proposed that time be allocated at the January meeting to hold a workshop on the Risk Register to discuss it in greater detail.</p>
9.	Proposed meeting schedule 2022/23

	<p>The proposed dates for the Board and Committee meetings from April 2022 to March 2023 were circulated. After amending two corrections on date/days, the schedule was approved. It was noted that there is likely to be a need for an additional Audit and Risk Committee meeting in October, with a single agenda item of the Annual Review and Accounts.</p> <p>The dates were agreed with the final scheduled to be circulated.</p>
10.	AOB
	<p>The Board noted the approval of planning permission for the new concert hall in Edinburgh, which would also provide a home for the Scottish Chamber Orchestra.</p> <p>The appointment of the new Director of Collective was shared and welcomed by the Board.</p>
11.	Date of next meeting
	<p>17 December 9.30-11.00 Via Teams</p> <p>It was proposed that the Board convene a virtual meeting on 17 December to discuss the outcomes of the draft Scottish Government Budget. An invite would be circulated.</p>

