



ALBA | CHRUTHACHAIL

MINUTES

**Board Meeting
26 May 2022
10.00 – 14.00
Radisson Blu Hotel
Royal Mile, Edinburgh**

Present:

Robert Wilson (RW)	Chair
Malath Abbas (MA)	Board Member (until 13.40)
Ewan Angus (EA)	Board Member
Yahya Barry (YB)	Board Member
David Brew (DB)	Board Member
Duncan Cockburn (DC)	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

Apologies:

Stephanie Fraser (SF)	Board Member
David Strachan (DS)	Board Member

In Attendance:

Iain Munro (IM)	Chief Executive
Isabel Davis (ID)	Executive Director (for item 5)
Clive Gillman (CG)	Director, Creative Industries (for item 6)
Ian Stevenson (IS)	Director, Finance (for items 7 to 10)
Alastair Evans (AE)	Interim Director, Strategy (for items 12 & 13)
Milica Milosevic (MM)	Head of Equalities, Diversity & Inclusion (for item 13)
Lyndon Jones (LJ)	Minutes

1.	Apologies and declarations of interest
-----------	---

1.1	Apologies Apologies were noted from Stephanie Fraser and David Strachan
1.2	New declarations of interest / relevant to the agenda There were no new declarations of interested or any related to the agenda The Board would discuss the recording of declarations of interest in the future through item 14 on the agenda.
2.	Previous minutes
2.1	The draft minutes of the meeting 24 March were agreed as an accurate record of the meeting.
2.2	Matters arising from the previous minutes, it was confirmed that the results of the Audience Intention Survey had now been published on the CS website.
2.3	Approvals out with the formal meeting had been given by the Board, in respect of an additional payment to a production from the Film Development and Production Fund to help address COVID insurance costs after the cessation of UK Govt 'Restart' scheme.
3.	Committee Updates
3.1	Screen Committee minutes from both 14 December 2021 and 22 March 2022 meetings were included in the papers and had been verbally reported into previous meetings. There were no further questions arising out of the formal minutes.
3.2	Audit and Risk Agenda 31 March 2022 Business covered included a discussion on the final external audit plan from Audit Scotland noting that it would follow the same timetable as the previous year. This would require an additional meeting of the A&R Committee to be scheduled in October to manage the approval of the Annual Report and Accounts. The Committee discussed a range of reports from the Internal Auditors, which would lead to a review of some legacy audit items and involve some internal training and process improvements. With Board agreement to publish Committee minutes on the CS website, it was agreed these would being from the start of the 2022 financial year. This would be the same for the Finance and General Purposes Committee.
3.3	Finance and General Purposes Committee – 30 March 2022 The focus of the meeting was the CS pay review. Post meeting there had been a subsequent detailed data request from the Unions which CS had responded to and awaited further follow up. As part of the negotiations, it was agreed that CS would consider the request to implement a 35-hour working week. The Board would be kept informed of developments. Finance and General Purposes Committee – 20 April 2022 Looking at actions from previous meetings, the publication of the Annual Performance Review had been an outstanding item and would be brought to a conclusion now the pressures on delivering the emergency funds was coming to an

	end. The Committee had endorsed the draft budget papers, with full Board approval to be sought through item 8 on the agenda today.
4.	Chief Executive Report
	IM and RW highlighted the positive building of the relationship with the Cabinet Secretary and new Culture Minister. The upcoming announcement of the SG spending review was the focus of the Board discussion, noting the announcement is likely to be high level and more information and discussion will subsequently follow. With the priority for SG on key policy areas such as Health, Social Care, and Welfare, the headline budget signals for Culture and other policy budgets were not positive. Work on cross-policy developments would continue to help strengthen cultural opportunities and demonstrate the importance across all parts of society. The fragility of some areas of the CS budget portfolio could become greater and will be monitored and reviewed through the RFO annual meetings, monthly meetings with the Sector Bodies representatives, together with direct dialogue with individual artists, practitioners and other organisations.
5.	Screen Scotland update
	ID joined for this agenda item. ID reported that the work of ScSc had been well received at Cannes, especially the strong critical response to <i>Aftersun</i> . Other points of note included the ongoing dialogue on strategic developments to address skills needs. ScSc were also progressing an approach to a school qualification in the curriculum. Also noted was the welcome appointment of Dr Romana Ramzan as the Scottish Governor on the BFi Board.
6.	Future Funding Framework update
	CG joined for this agenda item. Providing the Board with a complete update on the progress made since the last Board meeting allowed a full discussion on the approach to take forward in the multi-year aspect of the funding framework. The Board were keen to gain further understanding of what the 'user journey' for individual applications would entail and how consistency of approach would be achieved on those who are applying for funds, including the various stages of the process. Risks on this approach were also discussed and explored, providing an understanding of how the corporate relationship between CS and organisations would be managed. The Board were keen to ensure the tools for transition and criteria were clear both internally and externally, using simplified language for the guidance. The process will provisionally begin in the autumn, although it was noted that the outcomes of the Spending Review would need to be understood and reflected in the framework too. The Board thanked CG for the update and discussion and looked forward to the July update, including a paper on the 'user journey' and phasing of implementation.
7.	2021-22 Full Year Financial Update

	<p>IS joined for this item, remaining for items 8, 9 and 10.</p> <p>Full financials were presented to the Board both in GiA and National Lottery. The results of the emergency fund interventions provided explanation to some of the variations in the draft budget compared to the last version, along with some more detailed work on year end finalisation of figures.</p> <p>National Lottery reserves were discussed to help with the transition period on the Future Funding Framework.</p> <p>The end of year trading position on ShoreStage Ltd was also included, noting that in the coming year there would be a simplification in the accounts due to full handover to the operator being completed.</p> <p>The Board acknowledged the update.</p>
8.	2022-23 Budget
	<p>The Board was asked to approve the 2022-23 Budget figures, which had been updated since the drafts shared at the December and March meetings and more detail had been developed. The F&GP Committee had reviewed the figures in its April meeting to provide assurance to the Board on the detail. The paper provided the Board with an overview of the changes since previous drafts, built from details provided in the Planning App.</p> <p>The reserves position over the next four years was highlighted, with an acknowledgement that they may need to be recast in light of the outcomes of the Spending Review.</p> <p>IM noted that the inclusion of Awards for All was a recent update to the budget, providing support for community and third sector arts activity.</p> <p>The Board approved the Budget.</p>
9.	2022-23 Delegated Authority and Budget Control Guidelines
	<p>Further to discussion and review of the proposed approach at the March Audit and Risk Committee meeting, the Board was asked to approve the proposal for 2022/23. There were no proposed changes to the levels of delegated authority, however the approach to Future Funding for 2023/24 would still need to be considered and any amendment brought to a future Board meeting. The budget structure remains broadly consistent to prior years and therefore proposed the same approach as previous years.</p> <p>The Board were also shown the proposed standard cover page for all awards decisions to be brought to the Board for approval.</p> <p>The Board approved the approach to Delegated Authority and Budget Control Guidelines. The grant awards standard cover page would be presented at the next A&R Committee meeting for consideration.</p>
10.	YMI grant awards

	<p>YMI Formula Fund Awards to Glasgow City Council of £540,644 and Aberdeenshire Council of £501,369 for programme activity that will take place during the 2022/23 academic year were presented to the Board for approval. The approach was consistent with previous years, the applications assessed positively and recommended for approval.</p> <p>All were content to approve the awards.</p>
12.	2022-23 Operational Plan
	<p>Alastair Evans joined for this agenda item.</p> <p>The version presented to the Board for approval incorporated comments made at the April F&GP Committee meeting. This draft has also been shared with SG and was awaiting their comments and feedback. Actions are aligned to the CS strategic priorities.</p> <p>The Performance Management Framework was discussed, particularly how EDI progress would be monitored and evaluated. The range of KPI outputs were also discussed, suggesting different measures of depth and range, not always simply by number.</p> <p>The Board approved the Plan with the incorporation of the comments made at the meeting. The performance section was still to be finalised with the Scottish Government and options would be discussed to avoid the publication of the Plan being held up.</p>
13.	Equality Outcomes and Mainstreaming Report
	<p>AE remained and was joined by Milica Milosevic</p> <p>The full update provided the Board with the breadth and diversity built from the previous outcomes whilst providing evidence of progress.</p> <p>The Board commented on the reports, noting that once approved they would be published on the CS website. All agreed these were strong reports, open and transparent, whilst acknowledging the best practice approach to inform decisions made by CS. Also acknowledged was the work of the EDI internal Working Group and EDI Advisory Group and their helpful inputs to the report. Areas of workforce diversity, and also funding to diversity led organisations, were discussed. It was noted that equalities monitoring was not a mandatory requirement therefore harder to deliver a complete picture, however the commitment to improve the process of gathering EDI data and information was ongoing.</p> <p>The reports were approved by the Board and thanks were extended to MM who would be leaving the organisation at the beginning of June.</p>
14.	Board Code of Conduct
	<p>The Model Code had been updated and was presented to the Board for adoption. The enhancements were clear and generally positive. The strengthening of handling declarations of interest was discussed, where any Board member would</p>

	<p>make a declaration specific to an agenda item and then absent themselves from that item. Gifts and Hospitality clauses raised questions regarding attendance at events, where this could impede the work of CS Board Members in fulfilling their duties.</p> <p>In principle the Board were content to approve the Model Code with the need to discuss with the SG Culture Division and Public Bodies Unit a proposed amendment to clarify the handling of appropriate attendance at events and activities to enable Board Members to fulfil their terms of appointment. IM and DB would discuss further and follow up with SG Culture Division and the Public Bodies unit. The item would be brought back to the next Board meeting.</p>
15.	AOB
	<p>Audit Workshop Date</p> <p>Due to a variety of diary commitments, the Board looked in the meeting to find a suitable date. All content with the 4th August, with apologies noted from EP.</p>
16.	Date of next scheduled meeting
	<p>Date of the next meeting scheduled for the 21st July, at the request of the Chair the meeting will be moved to the 20th July. Update to the invite to be circulated.</p>

