



CREATIVITY IN THE UK

**MINUTES OF THE BOARD MEETING OF FESTIVAL 2022 LTD VIA VIDEO
CONFERENCE ON FRIDAY 10 DECEMBER 2021, 09:30 – 13:00**

(the "Company" and "Festival 2022 Ltd")
(the "Programme" and "UNBOXED: Creativity in the UK")

Present:

Dame Vikki Heywood DBE	Board Chair, Non-Executive
Amali de Alwis MBE	Independent Non-Executive Director
Faraz Tasmin	Independent Non-Executive Director
Dr. Hayaatun Sillem CBE	Independent Non-Executive Director
Rob Smith MBE	Independent Non-Executive Director
Prof. Andrew Thompson CBE	Independent Non-Executive Director
Roger Mosey	Independent Non-Executive Director
Roger Lewis	Non-Executive Director, representing Wales
Liam Hannaway	Non-Executive Director, representing Northern Ireland
Dr. Bridget McConnell CBE	Non-Executive Director, representing Scotland

Observers Present:

Emma Squire CBE	UK Government, DCMS
Richard Walsh	Scottish Government
Gerwyn Evans	Welsh Government

In attendance:

Martin Green CBE	Chief Creative Officer
Phil Batty	Executive Director
Bea Hendry	Head of Programmes
Caroline McGrory	Chief Legal Officer & Company Secretary
David Grady	Chief Financial Officer
Lucy Bailey	Senior Legal Counsel
Ben McKnight	Communications Director (items 4, 9a-9b)
Sam Skillings	Head of Audiences & Marketing (items 4, 9a-9b)
Ian Reid	Chief Executive & Accounting Officer (items 6-7)
Sam Hunt	Programme Director (items 9a-9b)
Hilary O'Shaughnessy	Director of Commissioning (items 9a-9b)
Julie Flavell	Senior Producer (items 9a-9b)
Morgan Summers Smith	Strategic Campaigns Manager (items 9a-9b)
Adam Richards	PWC Director, UNBOXED Internal Audit Lead (items 9a-9b)
Laura O'Flynn	Governance Manager (Note-taker)
Tace Jones	Executive Assistant (Secretariat)

Creative Team Presenting

Attendees:

Lysander Ashton	59 Productions, Creative Director (item 9a)
Rebecca Collis	59 Productions, Executive Producer (item 9a)
Paul Moss	59 Productions, Engagement Producer (item 9a)
Bella Cox	59 Productions, Social Media Manager (item 9a)
Judith Palmer	Poetry Society, Director (item 9a)
Natasha Ryan	Poetry Society, Education Officer (item 9a)
Anne-Marie Imafidon	Stemettes, Director (item 9a)
Kat Clark	Stemettes, Outreach Manager (item 9a)



CREATIVITY IN THE UK

1a Welcome and apologies for absence

The Chair welcomed all present and gave a warm welcome to both Professor Andrew Thompson and Laura O'Flynn to their first Board meeting. Apologies were received from Priya Lakhani (Non-Executive Director representing England) and Dr. Maggie Aderin-Pocock (Independent Non-Executive Director), along with Louise Hyland, Northern Ireland Executive Observer.

In reviewing the agenda, the Chair gave a steer on items for discussion and decision.

1b Approval of Minutes and Matters Arising

The Chair informed of no matters arising and no outstanding actions. The minutes of the meeting held on 22 October 2021 were accepted as an accurate record and would be duly signed by the Chair electronically and a copy published on the website.

1c Appointment of Prof. Andrew Thompson and declaration of interests

The Chair reminded Directors that an email was circulated to Board members on 24 November 2021 providing details on Professor Andrew Thompson and requesting pre-approval. Board Directors responded with full support and no objections. The Chair noted that Andrew had consented to the respective appointment to the Board of the Company and Andrew confirmed he had expressed his declaration of interests.

IT WAS RESOLVED THAT THE BOARD

Approved the appointment of Professor Andrew Thompson as a new independent Director of the Company with immediate effect.

The Chair confirmed that as a result of the appointment, the Board resumed 12 Directors in total.

ACTION: The Company Secretary to make filings at Companies House and updates to the statutory registers within 14-days from this meeting.

Roger Lewis declared a conflict of interest. Roger informed that he is now a Committee Member for the Platinum Jubilee Civic Honours Competition. No conflicts on the agenda for this meeting, but potential when discussions on the UK locations in future meetings.

The Chair acknowledged the conflict for future agendas. The Chair requested Directors to check their information held on file and ensure the Governance Manager is informed of any changes.

ACTION: The Governance Manager to update the Management of Conflicts of Interest and Register of Members' Interests and to circulate to all the Board on 10 December 2021 for its review, and following any updates make available on the Scheme of Publication.

ACTION: Board to review the Management of Management of Conflicts of Interest and Register of Members' Interests and inform the Governance Manager of any changes by 13 December 2021.

2. Executive Update

The Chief Creative Officer (CCO) provided a verbal update on key headlines of activity. The CCO provided reassurance that the current focus was on operations and production, whilst being mindful of the current challenges in the labour market and with supply chain risk. These will be considered further at the Audit Risk and Assurance Committee (ARAC) extraordinary meeting in January 2022.

The CCO informed that final amendments are being reflected in the programme events schedule and a draft will be shared with Board. The CCO also thanked the Board for their attendance at the learning and participation discussions and the team are ensuring the programme is both deliverable and resourced. A discussion was had around audience engagement and the potential digital offering for schools and families. It was noted that schools are under increased pressures arising from covid and operational planning of engagement needs to reflect this. Quarterly management meetings with the project teams are taking place over the course of December 2021.

The Chair sought comments and questions in relation to the update. A discussion was had around how to deliver sustainable impact for the programme and the Board asked the CCO to provide direction on how they can be utilised to assist. A discussion was had around the covid contingency plans in relation to the project live events. The CCO highlighted timings of decisions will need to adapt at short notice to changing guidance. Plan to consider any cost implications at the ARAC. Commissions are required to manage any foreseeable covid implications within the project's budgets and either draw down from the project contingency or reduce the programme scope. This approach is reflected in the commissioning agreements. The Board noted that the programme is funded by the four Governments, and there may be a requirement to engage those funders in dialogue should the covid landscape change significantly.

ACTION: CCO to follow up with Andrew to find out recent experience on how to achieve public outcomes in a pandemic.

3. Evaluation Update

The Head of Programme (HoP) framed her report (taken as read) which provided an update on the current status of the UNBOXED evaluation and included the recent appointment of evaluation suppliers to oversee, project manage and undertake the overall research design for UNBOXED: Creativity in the UK. The evaluation supplier would work directly with each of the Creative Teams to devise individual project-level evaluation plans for each of the 10 Festival commissions, in addition to developing a single overarching Evaluation and Monitoring Plan for UNBOXED as a whole.

The UNBOXED Monitoring and Evaluation Working Group supports the work, which includes representatives from each strategic delivery body and funder and there are regular meetings with an Expert Advisory Group. Consideration of how to maximise and utilise the expertise of the expert advisory group is being considered. Additionally, the report informed Board that a framework of eight specialist primary researchers (comprised of eleven individual evaluation agencies) would undertake primary quantitative and qualitative data collection.



CREATIVITY IN THE UK

Board was supportive of the paper and felt it was a fantastic piece of work as part of the legacy. At some point, a suggestion would be to record the process into a digital document that other organisations can use and learn from.

A discussion was had about the academic nature of some evaluation reports, and there was a request to ensure that the working group has equal importance to the advisory group so as to ensure the final document captured the originality and breadth of UNBOXED. The Board offered their support to help make recommendations and introductions, if required, particularly in STEM.

ACTION: The HoP to meet with Hayaatun and Amali to consider leading voices in STEM to support the evaluation work.

ACTION: The HoP to meet with Andrew to obtain advice in this area and continue to support offline with the Executive Office.

4. Marketing and Communications plan – phase 2

The Communications Director (CD) and Head of Audiences & Marketing (HoA&M) joined the meeting to present the finalised Marketing and Communications Plan – Phase 2 through a series of slides. The CD informed that the presentation was presented to the 10 commissioned teams the day before and that they had received good feedback. Board were informed that the team would incorporate feedback from that session and any further comments they would make from this meeting to finalise the strategy that underpins the presentation and share with Board next week.

The HoA&M explained the role and reach of paid media. The presentation included detail on content planning, social media objectives, website objectives and PR objectives alongside the approach to each of these. The Board were informed that the website would be upgraded in February.

Discussions were had around:

- the reference to the reach of the programme. The Board identified there may be geographic areas across the UK without live activity and the Board would like to focus on the geographical map in January and to confirm, what additional and meaningful engagement will be achieved across the UK.
- the embedding of diversity and inclusion into paid media.
- social media assets to be provided to enable Board to post on their platforms. The CD committed to provide assets.
- the approach to local strategies that will be delivered through each project's Marketing and Communications Plans.
- the use of the UNBOXED brand to ensure the public to know they've had a meaningful experience from UNBOXED.

It was requested by the Chair that the points discussed be taken forward and be reflected in the underpinning Marcomms strategy.



CREATIVITY IN THE UK

ACTION: The HoA&M to send the Governance Manager the presentation to upload to VBR and circulate the Marketing and Communications Plan – Phase 2 that underpins this.

ACTION: The digital team to provide the Board with social media assets to use and post.

ACTION: The Governance Manager to include the geographical map on the January agenda and the CCO to ensure this is circulated to Board in advance of the meeting with the pack.

5. Opening Night

A discussion was had around the first live event for the programme and any other events and activity across the UK taking place on or around that date.

The Executive Director (ED) confirmed that the Board will be provided with key dates so that they can diarise.

6. Audit Risk and Assurance Committee (ARAC) Report to the Board

The OC Group Chief Executive & Accounting Officer joined the meeting for this item and the financial update before leaving the meeting.

The ARAC Chair framed the report (taken as read) which provided outcomes from the ARAC meeting on 22 November 2021. The Committee had considered the Internal Audit Report and Findings, Financial Performance Report, Lifetime budget update and Risk Management Update. The internal audit summary was very positive. The financial performance will provide more detailed forecasts month-by-month and a balance on contingency. There was a robust review of the Lifetime Budget 2.0 which will be covered in agenda item 7. The ARAC endorsed the approval to Board.

The Committee continues to horizon scan and has scheduled an Extraordinary Meeting for January to do a deeper dive on the challenges facing supply chain, material costs, and the labour market. The contingency risk profile remains in line with previous reports made to the Board, and although there are no immediate issues for consideration today, the Board should be aware that as Projects go live, the issues relating to both “Contingency Risks & Opportunities” will crystallise.

The Board reviewed and discussed the regular Health and Safety update.

7. Financial Update (inc. Approval of Lifetime Budget)

The OC Group Chief Financial Officer framed the report (taken as read) which covered Financials Governance Matters, 2021/22 Expenditure to date, Lifetime Budget update and DCMS Grant Income.

ARAC approved the Annual Budget, on 22 November that is reflected in the Lifetime Budget 2.0 endorsed for approval to the Board. The Board reviewed the financial risk position, including the contingency profile.



CREATIVITY IN THE UK

IT WAS RESOLVED THAT THE BOARD

Approved the Lifetime Budget 2.0, in accordance with the Scheme of Financial Delegation with the ARAC retaining delegated authority for the management of the Annual Budget.

The ARAC Chair informed that Richard Pomfret, Senior Finance Manager, departs this month, and has been replaced by Gabriela Butler. The Committee and Board thanked Richard for his service and contribution and requested this was noted in the minutes.

Gerwyn Evans gave apologies and left the meeting.

8. Confidential – HR and Workforce Review Group Feedback

The Chair provided an update from the Review Group meeting and informed that the group had endorsed a Redundancy Policy and a Life Assurance policy. The Chair recommended these for approval by the Board, which was confirmed. Both documents are available on the VBR for Board further reference.

9a. About Us: Deep Dive

The Chair welcomed team members working on the About Us project consisting of 59 Productions, The Poetry Society, Stemettes and other UNBOXED colleagues. The Chair also welcomed Adam Richards from PWC, the Internal Audit Lead committee who joined to observe this item.

Collectively, the team presented the approach to the project and how it was progressing, including details on the following:

- live event sites
- local engagement
- learning and participation, notably the approach to school engagement and relevant workshops
- planned marketing campaign

The team informed Board that the complexity sits with UNBOXED about how to amplify engagement with the wider programme and ensure the public know they have attended an UNBOXED event.

The Chair thanked the team for their attendance. Board meetings normally focused on strategic issues so she welcomed the opportunity to hear the creative ideas coming to life and achieve greater insight into a wonderful experience that will celebrate creativity within all of us.

The Chair opened up for discussion. A discussion was had around cross-team collaboration to ensure maximisation. The CCO provided reassurance on this point that UNBOXED is responsible for the links between teams.

The team clarified the working relationship with UNBOXED, and overall, the team collectively felt supported. A discussion was had around the challenges of being the first live event. The Board provided a level of reassurance that they would support on this, and share/push once they received the content to do so. The Board also reminded the team that the legacy of their work needs to be considered and

reassurance was provided that channels have been set-up to expedite this, and budget held back to utilise future opportunities that arise.

A discussion was had around the locations and dates. It was acknowledged that opportunities were driven by optimum darkness. The CCO explained the difficulty in transforming each town centre into an extraordinary space and adapting the show to each location. The Senior Producer (SP) also provided further information to reassure Covid measures had been considered.

The Board asked for the presentation to be shared after the meeting and requested that where possible, it would be helpful to share the presentation in advance to maximise discussion and interaction. Board thanked the team for their time and 59 Productions, Poetry Society and Stemettes left the meeting.

ACTION: The Senior Producer to share the presentation with the Governance Manager to upload to VBR.

Roger Mosey and Andrew Thompson both gave apologies and left the meeting.

9b. Internal Operations and Central Preparations: About Us

The Chair handed over to the ED and SP to present the About Us risks and financials.

The Board was pleased to hear how supported the project team felt. They asked that the Marcomms aligns with the endeavours to support them further with promotion. Board encouraged the team to use them for contacts and/or to promote. Board requested further understanding on the non-live activity and how to maximise the interest and engagement.

ACTION: The SP to provide information to Board on the not in person activity for About Us.

UNBOXED colleagues on the About Us project left the meeting.

10. AOB

Skills Audit, Diversity and Board Effectiveness Review survey

The Chair reminded Board to complete the Skills Audit, Diversity and Board Effectiveness Review survey as a priority by Monday 13 December.

In relation to this, the Executive Assistant has circulated a survey to identify a date in January for the independent moderated session, so the Chair requested this to also be completed.

Future Board meetings

The Chair informed that the next meeting would be an extraordinary meeting on 28 January 2022 to focus on the next deep dive and key risks. The next full Board meeting would now be 2 March 2022 in Paisley to coincide with the launch of UNBOXED and the first commission, About Us on 1 March 2022.

Board were notified that the April Board meeting would change to 21 April (pm) to coincide with the Our Place in Space launch the following day. And other face-to-face meetings planned are June – Wales, November – Birmingham and possibly again in Birmingham for the December meeting depending on the finalised November date which is pending the financial sign-off, so the Chair requested that diaries accommodated this.

Board expenses

The Chair reminded Board of the deadline for submitting any expenses for meetings in person.

Board requested that the Governance Manager recirculate the survey email alongside the conflict-of-interest documentation.

ACTION: The Governance Manager to recirculate the survey email and Board to prioritise completion by 13 December 2021.

Reflections and closing remarks

The Chair felt that timeframes for the agenda had been too ambitious, and consideration on number of agenda items and the order would need to be considered, particularly for future meetings with deep-dives and requested that information to be circulated in advance to utilise the time on the agenda for discussion and interaction as intended. The Chair thanked all for their contributions.

Close of meeting

The meeting closed at 13:00. The date of the next meeting was confirmed as an extraordinary on 28 January 2022, virtually.

Distribution by email unless stated otherwise:

Board Directors
Board Observers
Executive Management Team

Date sent to Chair: 19 January 2022
Date returned to Administrator: 16 February 2022
Date of distribution: 24 February 2022