



CREATIVITY IN THE UK

MINUTES OF THE EXTRAORDINARY BOARD MEETING OF FESTIVAL 2022 LTD
(the "Company" and "Festival 2022 Ltd")

VIA VIDEO CONFERENCE ON FRIDAY 28 JANUARY 2022, 09:00 – 12:00

for UNBOXED: Creativity in the UK (the "Programme" and "UNBOXED")

Present:

Dame Vikki Heywood DBE	Board Chair, 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
Dr. Maggie Aderin-Pocock MBE	Independent Non-Executive Director
Roger Mosey	Independent Non-Executive Director
Priya Lakhani OBE	Non-Executive Director, representing England
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, Department for Digital, Culture, Media and Sport ("DCMS")
Richard Walsh	Scottish Government
Gerwyn Evans	Welsh Government

In attendance:

Phil Batty	Executive Director
Ian Reid	Chief Executive & Accounting Officer
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 2a-2b)
Sam Skillings	Head of Audiences & Marketing (items 2a-2b)
Sam Hunt	Programme Director (items 2a-2b)
Julie Flavell	Senior Producer (items 2a-2b)
Morgan Summers Smith	Strategic Campaigns Manager (items 2a-2b)
Andy Watson	Assistant Category Manager (item 3a)
Matt McMahan	Senior Marketing Manager (item 3a)
Laura O'Flynn	Governance Manager (Note-taker)
Laura O'Donnell	Assistant Project Manager (Secretariat)

Creative Team Presenting Attendees:

Eimear Henry	Belfast City Council, Commissioner Representative (item 2a)
Brighdin Farren	Belfast City Council, Senior Producer (item 2a)
Oliver Jeffers	Our Place in Space, Lead Creative (item 2a)
David Lewis	Our Place in Space, Director of Communications and Digital Content & Executive Producer (item 2a)
John Peto	Our Place in Space, Producer (item 2a)
Rachel McDermott	Our Place in Space, Education Manager (item 2a)
Rebecca Walsh	Our Place in Space, App Producers (item 2a)
Bronagh McFeely	Our Place in Space, Senior Producer (item 2a)

01/22 Welcome and apologies for absence

The Chair welcomed all present and informed Faraz Tasmin would be in attendance from 10:00. Apologies were received from Amali de Alwis, Louise Hyland and Martin Green.

The Chair noted that this was an extraordinary meeting, so the focus was not on outstanding actions or approval of previous minutes. In reviewing the agenda, the Chair gave a steer on items for discussion and confirmed any declaration of interest regarding business on the meeting's agenda.

02/22 Our Place in Space: Deep Dive

The Chair welcomed team members working on the Our Place in Space project.

The team presented the approach to the project, reminding Board of the key objective to bring people together via a fun infusion of science and creativity; "To bring millions of people together to experience the widest cosmic perspective." The concept aims outlined were 1) to empower participants to be creative, 2) to spark conversations about what unites us, and 3) to showcase Northern Ireland's creativity and innovation.

The team provided an update on how the project was progressing, including details on the following:

- Sculpture trail
- Site map across four different environments and locations
- Reach – participatory App and Minecraft world
- Launch dates
- Education Programme
- Accessibility and sustainability, ensuring it is open, diverse, inclusive and sustainable
- Social media and partners
- Resourcing plan and project management
- Production and technical

Detail was provided on the App providing reassurance it has been tested across young children, parents and schoolteachers with their ideas being incorporated. The Team informed that they are currently working on fixing any bugs before going live in April to coincide with Earth Day.

The team confirmed they were exploring opportunities to support the Festival legacy which included an ambition for the sculpture trail to reside at the Transport Museum (where). It is the intention for the App to remain live for a minimum of three years, and Oliver Jeffers is working on a new book inspired by the project themes.

The Chair thanked the team for their attendance and commented that the overarching project looked stunning and felt the number of people wanting to participate both in person and digital achievable. The Chair was impressed with the sense of community the project engendered, and believed it was inspiring. The Chair

asked Liam for his thoughts as the Northern Ireland representative. Liam was proud and felt the team always had a clear vision and this would showcase the great work in Northern Ireland and felt strongly that it would have global reach.

The Chair opened up the meeting for discussion. Overall, the Board congratulated the team and felt it was a wonderful scientific and creative project. Board felt the physical settings in Northern Ireland and Cambridge were beautiful and brought different elements to the sculpture trail. Board were excited by the App and game possibilities? it being accessible to all and reached globally.

There was a discussion on engagement during the length of the walk and what participants would receive on completion. Roger Mosey had connected with the team locally at the Cambridge site. He raised a challenge to the team to ensure the end felt like an important moment for participants and to consider wider participant connectivity.

Board asked for more information on the education programme for the project and the team informed that it would reach all of Northern Ireland and across the UK and potentially further as resources would be available for schools to download across the world, though mapped to the Northern Ireland curriculum. The team have planned workshops into 30 schools to teach key facts about the solar system that will then be replicated online. Further examples within the programme were a series of seven challenges to do at home.

A discussion was had around the maintenance of the App post 2022.

Board understood further work in terms of accessibility were being finalised and suggested that the outcomes of these conversations should be well communicated so people know what to expect. The team confirmed there is a dedicated person working on this and not only taking this into consideration but weather conditions.

Reassurance was provided that 5G mobile signal is available for most of the trail. Currently the concern and focus/testing was on battery usage in phones when background location functionality is in use.

The issue of potential damage to the structures was raised. The team agreed this was a challenge which was being mitigated as much as possible.

A request was made by the team for Maggie Aderin-Pocock MBE to become more involved. The Executive agreed to forward the invite on behalf of the project.

03/22 Internal Operations and Central Preparations: Our Place in Space

The Executive Director (ED) felt that the deep dive presentation demonstrated how a project with a risk rating of green was operating and all credit to everyone in the team working collaboratively. The ED outlined three primary risks to the project, some of which had been mentioned and discussed in the presentation.

The ED felt comfortable with the degree of financial information being received and in time.

Board discussed marketing and communications. The Communications Director (CD) confirmed plans to utilise a mixture of channels and target the local community.

Board encouraged the Senior Producer to continue to share learnings on why this project was going so well with the other projects as an exemplar.

04/22 Media Buying Award Recommendation Form

The Assistant Category Manager framed the report and the Award Recommendation Form (ARF) (taken as read) and sought Board approval for the media buying award.

IT WAS RESOLVED THAT THE BOARD

Board approved the Media Buying contract award, in accordance with the Scheme of Financial Delegation.

05/22 Plans for Paisley Launch

The ED reminded that next Board would be in person at Paisley. He explained relevant stakeholder events, with more details to follow. The Board were asked to continue to send all correspondence on this project to either the Governance Manager or Assistant Project Manager.

Risk Review

The Board were requested to note the progress and commentary provided (paper taken as read) and handed to the ARAC Chair to frame. He informed of the extraordinary meeting that had taken place on 21 January where risks had been discussed and from this the Committee felt strategic direction was required from Board on some activities.

06/22 Strategic Risk: Workforce Retention

The Chair noted that there were no immediate decisions required from the Board on this matter.

The Chief Executive & Accounting Officer provided an update on the current position regarding proposed mitigations and confirmed DCMS colleagues reviewing the process for final Cabinet Office approvals (in light of changes to key Ministers)

Board appreciated all that had been done so far and though the retention risk had reduced slightly it was not resolved. The Board agreed the urgency of this issue and the need to resolve the residual workforce retention outstanding issues.

07/22 Programme Risk

The Chair advised that the next item would focus on the four projects set out in the supporting Paper which have key risks under review.

SEE MONSTER – The ED outlined why this is a complex project and provided a summary of the project and key activity being undertaken to reduce the risk position.

Board accepted that this is complex. Board requested that a Non-executive Director be allocated as a champion for the Project to undertake a deeper review, ensuring

the ARAC Chair remained informed of progress. Board asked for a one-page summary of the major milestones plan to be uploaded to the VBR.

IT WAS RESOLVED THAT THE BOARD

Approved Roger Mosey to be the Non-Executive Director Project champion for SEE MONSTER.

ACTION: Roger Mosey and the Executive team to meet to review the Project and the one-page summary of major milestones to be uploaded to the VBR

The ED informed that ARAC had requested a Non-Executive Director champion for 'sustainability' to be selected and Amali de Alwis had volunteered at the meeting.

IT WAS RESOLVED THAT THE BOARD

Approved Amali de Alwis to be the Non-Executive Director Project champion for sustainability.

Dreamachine – The ED outlined the current status of the project and invited discussion on the enhanced prototype and the status of the London venue conversations. Both conversations informed the evidence and data required to determine and sign off any residual risk.

IT WAS RESOLVED THAT THE BOARD

Approved Andrew Thompson to be the Non-executive Director Project champion for Dreamachine.

ACTION: Andrew Thompson and the Executive team to meet to review the Project

GALWAD – It was confirmed that Roger Lewis remains the nominated Board champion for this project, working closely with Gerwyn Evans as the Strategic Delivery Body for Wales.

The ED provided an update on live issues being managed by the project; outlining the approach determined by the Project team to pursue to scenarios in tandem.

Given the dynamic situation, Board discussed the scenarios presented and acknowledged the time and cost pressures.

The ARAC Chair noted the need to consider this risk in the context of the overall programme position, mapped against the outcomes and value-for-money.

The Board noted the need to ensure the project meets the overarching objectives.

Green Space, Dark Skies – The ED provided an update on the Project and welcomed a steer on what further information Board would find relevant to inform ongoing discussions and reflections on the start of the risk areas identified.

Board asked for greater clarity on the final outputs of the digital offer and overall participant experience. Board asked for a project champion to take this forward to support in the direction of next steps.

IT WAS RESOLVED THAT THE BOARD

Approved Priya Lakhani to be the Non-executive Director Project champion on Green Space, Dark Skies.

08/22 Operational Risks

The Chair noted that there were no immediate decisions required from the Board on this item. The Board were requested to note the progress and commentary provided and raise any remaining concerns or reflections.

About Us / Our Place in Space

The ED noted that Our Place in Space has been raised as go live date soon, but as already discussed.

The ED flagged About Us was a few weeks away from delivery. It was confirmed that the project was coming in on budget and the Board was informed that the approved operational project contingency allocated to About Us would be utilised during the final stages of delivery. Under the Scheme of Financial Delegation this was approved as part of the original project award, is enacted by the ED and reported as part of the Financial Performance Report to ARAC.

Board had no further comments.

Covid 19 / Supply Chain

The ED reminded that all supply chain risks had been discussed by Board during Programme Risk.

The ED noted that there remains ongoing underlying supply chain risk with a number of projects that are still undergoing procurement activity.

In relation to Covid 19, it was noted that the focus is about maintaining agility, continual review and to gain an understanding of audience behaviour on this scale again. The ED thanked the Board observers for their continued support in helping with the different legislation across the nations. Board had no further comments.

09/22 Reputational Risks: Geographic representation

The Chair asked Board to note the final map of live locations circulated prior to the meeting. The Chair had liaised with the ARAC Chair and having reflected and balanced against the operational activity the Board should accept it as it is.

Suggestions were to ensure legacy conversations considered further reach and the education strategy coverage supported this. Board agreed and felt there was a rich



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story to complement the map from different methods of engagement and the data gathering should capture this.

ACTION: Wider reach and engagement to be captured as part of the overall UNBOXED evaluation plans.

10/22 Financial Risks: Contingency Position

The Chair noted that the ARAC was aware of the potential variable impact on contingency and financial risk presented as part of the Board discussion. The Chair requested the ARAC formally consider this in detail at the formal ARAC on 02 February and endorse a recommendation to the Board for approval between meetings based on the strategic direction of today's meeting. The Board approved this approach. Board have discussed the financial risks throughout the meeting and are content with how they are being managed. The ARAC Chair informed that the National Audit Office had noted the importance of continuing to evidence the value for money of the programme as part of ongoing discussions.

The Chief Financial Officer (CFO) provided reassurance that a detailed financial paper was on the next ARAC agenda, 2 February. Currently, the contingency budget covers all the identified risks in the programme and will remain the prominent discussion at the Committee.

ACTION: ARAC Chair to summarise for Board the endorsed contingency drawdown and overall affordability of the contingency budget.

11/22 Any Other Business

Skills, Audit, Diversity and Board Effectiveness Review – The Chair informed that the Governance Manager would circulate today, and asked Board to review by 1 February before forward circulation to the Executive Team. Once again, the Chair thanked Board for their time and contributions.

Future informal Board meetings – The Chair informed that having reviewed the number of deep dives still to go and their launch dates, a further two-hour evening slots in March (mid-to-end) / beginning of April would be required. The Chair asked to complete the Doodle Poll on availability that the Assistant Project Manager had circulated.

The Chair also informed that the Board would start to receive Comms emails on progress towards launch.

Board requested the following items to be included on the next formal Board agendas: International Programme and Reach and a deep dive on legacy.

Reflections and closing remarks

The Chair thanked all for their contributions and reminded of the informal Board meeting on 7 February, 17:30 – 19:00 to understand progress on Learning and Participation.

Close of meeting

The meeting closed at 12:00. The date of the next meeting was confirmed as a formal meeting on 2 March 2022, in person Paisley.



Distribution by email unless stated otherwise:

Board Directors

Board Observers

Executive Management Team

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