

FestivalUK*2022

MINUTES - BOARD MEETING FOR THE DIRECTORS OF FESTIVAL 2022 LTD (the "Company" and "Festival")

Friday 17 September 2021

Venue: Microsoft Teams

Directors & Observers present:	In Attendance:
<p>Dame Vikki Heywood DBE, Chair - (VH) (Independent) Dr. Hayaatun Sillem CBE (HS) (Independent) Faraz Tasnim (FT) (Independent) Liam Hannaway (LIH) (representing Northern Ireland) Dr Bridget McConnell (BM) (representing Scotland) Priya Lakhani OBE (PL) (representing England) Roger Lewis (RL) (representing Wales) Roger Mosey (RM) (independent) Amali de Alwis MBE (AA) (Independent) Rob Smith MBE (RS) (Independent)</p> <p>Louise Hyland (LH) (Observer– Northern Ireland Executive) Gerwyn Evans (GE) (Observer - Welsh Government) Emma Squire CBE (ES) (Observer - Department of Digital, Culture Media and Sport (DCMS)) Richard Walsh (RW) (Observer – Scottish Government) Marie Christie (MC) (Observer – Event Scotland) Paul Bush (PAB) (Observer – Event Scotland)</p>	<p>Ian Reid, OC Group Chief Executive & Accounting Officer (IR) Martin Green, Chief Creative Officer (MG) David Grady, OC Group Chief Financial Officer (DG) Caroline McCrory, Chief Legal Officer & Company Secretary (CM) Phil Batty, Executive Director (PB) Bea Hendry, Head of Creative Programme (BH) Tace Jones, Executive Assistant (Secretariat) (TJ) Laura O'Donnell, Assistant Project Manager (LO) Ben McKnight, Communications Director (BMK) Hilary OShaughnessy, Head of Commissioning (HOS) Sam Hunt, Programme Director (SH)</p> <p>Apologies</p> <p>Professor Mary Stuart CBE (MS) (Independent) Dr. Maggie Aderin-Pocock MBE, (MAP) Lucy Bailey, Senior Legal Counsel (LB)</p>

NO	ITEM	ACTION OWNER
	Governance	
1a	<p><u>Welcome</u></p> <p>VH welcomed everyone to the meeting, confirmed membership, observers and attendees. Apologies were noted from MAP and LB.</p> <p>VH announced Mary Stuart's resignation as a Director due to time constraints.</p> <p>VH thanked her for her service and asked the Board to put forward suggestions for a new Director.</p> <p><u>Declarations of Interest</u></p> <p>The Board noted there were no direct conflicts of interest with the business of this meeting.</p>	
1b	<p><u>Approval of the Minutes & Matters Arising</u></p> <p>VH confirmed that there were no matters arising or outstanding actions from the previous minutes.</p> <p>PB noted a minor correction to the wording of the August minutes regarding the DCMS Finance Committee IPA Gateway 3 Review. Correction to be made ahead of publication of minutes.</p> <p>Board approved the minutes from the meeting held on 18 August 2021.</p>	

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<p>2</p>	<p><u>Creative Programme: Budget Approval Request</u></p> <p>VH asked the Board to consider a funding proposal in relation to Northern Ireland which was reviewed at a one-off ARAC on 16 Sept. Copy of ARAC paper included in the Board papers.</p> <p>VH handed over to MG to set out the strategic context of the proposal, PB to provide an overview of the financial implications, and FT to summarise the discussion of ARAC.</p> <p>MG outlined the context of the proposal to increase NIs funding allocation.</p> <p>PB outlined the details of the proposal to uplift NI budget, which would fund the delivery of an additional installation of Our Place in Space in Cambridge and a robust digital component using AR to engage wider audiences.</p> <p>FT noted that ARAC had discussed the proposal at length and were supportive of the approach, but ARAC wanted to see further risk analysis of contingencies across all 10 projects to give a full view.</p> <p>ES expressed DCMS support towards amplifying the NI project. DCMS Finance Committee felt current contingency position was healthy but supported ARAC providing further scrutiny.</p> <p>Board members offered their support but noted the importance of ensuring due diligence and welcomed the approach being taken by ARAC.</p> <p>Board resolved to delegate a final review of the decision to an extraordinary ARAC meeting attended by VH before final sign-off could be achieved.</p> <p>ACTION: Email to be sent to Board members to advise of the decision following extraordinary ARAC (PB)</p>	
<p>3</p>	<p><u>Approval: Brand</u></p> <p>MG and PB presented the new Festival brand including the name, logo and strapline.</p> <p>MG and PB outlined that a comprehensive and phased approach had been taken to research, test and inform the direction of travel.</p> <p>The Board were advised that Brand had been signed off by the Four Nations.</p> <p>VH invited comments.</p> <p>Board approved the Brand with full support and congratulations.</p>	
<p>4</p>	<p><u>October Programme Announcement Update</u></p> <p>BMK updated Board on the progress of the comms plan that will wrap around the Brand launch.</p> <p>BMK talked through the objectives of the October programme announcement.</p> <p>The Full Marcomms strategy being developed and will be shared with Board, but the document will be dynamic and remain live as will need to pivot as the project moves forward</p>	

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	<p>VH invited comments:</p> <p>HS requested that BMK give Directors a clear direction on what they can do to mobilise their networks.</p> <p>LH asked how NI press will be engaged. BMK noted the need for local expertise and knowledge and the Festival team is working with Atkin PR to do this.</p> <p>RM requested that Directors be given a briefing and key notes / talking point in advance of the programme launch.</p> <p>RL raised that Wales have arranged a cross party briefing on 20 Oct. Agreed to connect with MG prior to this.</p> <p>AA asked about the best way to share relevant contacts / networks with Comms team.</p>	
<p>5a</p>	<p><u>International & Creative Conversation Overview</u></p> <p>SH presented an overview of the 'Creative Conversation' and International work.</p> <p>VH noted the value of seeing some of this work as part of the programme launch so people can understand the international context of the Festival.</p> <p>PL noted education is a large and fragmented market and proposed a meeting with the Directors to go through this work in more detail in order to tap into the knowledge within the Board.</p> <p>HS noted a need for a connected 'Creative Conversation' within the education space and involving families.</p> <p>ACTION: follow up conversations on Learning & Participation to be scheduled with Board Directors ahead of October Board meeting.</p>	
<p>6</p>	<p><u>Full Commissioning Agreement Update including Status of Project Parameters</u></p> <p>VH confirmed the Board resolution that no further payments will occur until contracts are signed.</p> <p>PB updated on the contracting status across the 10 commissions. Majority of contracts are agreed in legal terms, with details within the schedules being worked through.</p> <p>As there was no AOB VH closes the meeting.</p>	
<p>Date of Next Meeting: 22 October 2021 (9.30am – 12.30pm)</p>		