

BRITISH FILM INSTITUTE BOARD OF GOVERNORS

Minutes of the meeting held on **18th April 2007**, in the BFI Board Room (5th Floor), 21 Stephen Street, W1T 1LN

PRESENT: Anthony Minghella, CBE (Chairman) Caroline Michel, Eric Fellner, CBE, Elan Closs Stephens, CBE, John Akomfrah, Leslie Hardcastle, OBE, Lizzie Francke, Roger Laughton, CBE, Sam Taylor-Wood, Shami Chakrabarti,

IN ATTENDANCE: Amanda Nevill, Elekwachi Ukwu (Secretary), Jeanette Wilkins, Jill McLaughlin, Nick Mason Pearson,

APOLOGIES: Tim Angel, OBE, Peter Foy, Peter Watson, Stephen Frears.

1 Declaration of interests

1.1. There were no declarations of interests in any matter before the meeting

2 Minutes of the last meeting (21st March 2007) and Matters Arising

2.1 The minutes were approved as an accurate record of the meeting held on 21st March 2007 subject to the following amendment.

2.1.1. Delete Clause 5.2 and replace with “She reported that the artistic teams of the BFI and the SBC had also met”.

2.2. Napoleon: The Chairman noted that there had been some controversy about rights in relation to Napoleon. He reported that he had met with the Frank Coppola’s solicitor in a “without prejudice meeting”

3 DIRECTOR'S REPORT

- 3.1. Amanda Nevill presented the paper to the meeting. She reported that the new Pay and Grading Scheme had been implemented.
- 3.2. It should be recognised that those staff whose salary levels were frozen under the scheme were understandably unhappy.
- 3.3. Amanda Nevill noted that Terence Davis would receive the BFI Fellowship award on Friday 20 April 2007 for his outstanding contributions to British Film. She requested members of the Board who could make the time to attend the event on such short notice to please do so.
- 3.4. The meeting discussed the scope and process of the scheduled UK Film Council Review.
- 3.5. The review was a recognised opportunity for the BFI to demonstrate the work it was doing.
- 3.6. Anthony Minghella suggested that some clarification may be required from the BBC on its planned process of implementing a policy decision that would see the removal of contractual rights to on screen credits for material from film archives. He suggested that the executive should liaise with Eric Fellner on the matter.
- 3.7. Action Point: A schedule of UKFC review meetings and attendees to be circulated to members of the Board of Governors.

4 FILM CENTRE OPTIONS APPRAISAL

- 4.1. Jill McLaughlin updated the meeting on recent issues in the discussions with the SBC regarding the nature of planned development of Hungerford car park. She presented an update paper to the meeting highlighting the background leading to the most recent communication from the SBC.
- 4.2. On 12 April 2007 a document was received from Mike McCart a senior executive of the Southbank Centre identified that whilst the Southbank Centre was supportive of the BFI's intentions, valued film on the Southbank, and was prepared to support the BFI's current development plans as a supportive landlord, there was a possibility of a proposal for a joint cultural development on the Hungerford car park to be confirmed by April 2008.

- 4.3. Jill McLaughlin highlighted that the impact of this was to effectively advise that any BFI work carried out in respect of design development or/and planning could be wasted in the event that a joint development became the preferred option in April 2008.
- 4.4. She confirmed that the OGC Gateway review was ongoing and thanked members of the Board who had participated so far in the process.
- 4.5. Amanda Nevill emphasised that the purpose of the OGC Gateway review was to provide an independent confidential opinion on the planned project.
- 4.6. A presentation was made by Grimshaw Architect's highlighting the design parameters and factors involved in the development of the Hungerford Car park location.
- 4.7. A number of technical site issues, such as vibrations caused by the bridge, need investigation and resolution in the longer term.
- 4.8. Jill McLaughlin confirmed that a discussion with all the local stakeholders was ongoing.
- 4.9. The meeting discussed issues relating to the development of the Hungerford Car Park.
- 4.10. The Chairman reiterated that the continued pro-active advocacy by Board members was an essential component of likely success.

5 BFI RE ALIGNMENT UPDATE

- 5.1. The Chairman asked members of the executive apart from Amanda Nevill, Jeanette Wilkins and Company secretary to leave the meeting while the item was discussed.
- 5.2. Amanda Nevill presented the update to the meeting and highlighted the objective of reaching an agreement in principle at the meeting.
- 5.3. She presented financial projections which showed that if no action were taken there was a forecast gap of £2.9 Million in 2008/09 rising to £3.9m in 2010/11.
- 5.4. Amanda Nevill noted that due to the nature of the BFI the challenge was to reduce costs without reducing proportionally the income generated by the organisation.

- 5.5. Anthony Minghella enquired whether the projection was an accurate trend based on previous history. Jeanette Wilkins confirmed that income received from trading had decreased.
- 5.6. Eric Fellner requested a schedule of income and costs for each area of operation.
- 5.7. Action Point: Jeanette Wilkins to circulate a schedule of income and costs for each area of operation to Board members.
- 5.8. Amanda Nevill reiterated the organisational goals and noted that the Board of Governors had agreed at their away day in June 2006 of the need to focus on the organisation's core activities and consider how to reduce ancillary and support costs.
- 5.9. Amanda Nevill advised that there were three likely phases of re-alignment. It was proposed to commence consultation on the first phase immediately subject to Board approval. She advised that the Board of Governors were asked to delegate authority to the existing subcommittee for approvals of consultation and implementation plans.
- 5.10. She discussed the activities in Trading and highlighted the options being considered. She also emphasised the impact of the targeted alignment in the Trading Division.
- 5.11. Amanda Nevill discussed current support costs of the organisation, benchmarked against the support costs of other organisation. She enumerated the realignment processes and highlighted the communication plan.
- 5.12. Amanda Nevill explained the phases of the realignment process and noted that there was a crucial need to reduce the cost base of the organisation. The potential level of redundancies in Phase 1 of the process involving Trading division would affect approximately 20 posts.
- 5.13. Anthony Minghella reminded the Board that the need to further consider how to develop income independent of Grant in Aid would be also be pertinent.
- 5.14. Elan Closs Stephens expressed her pessimism about achieving the option of retaining control of the Library subsequent to outsourcing to a Third Party.

- 5.15. It was noted that there could be adverse reaction to a communication that activities would be discontinued instead of a restructuring of the organisation.
- 5.16. Anthony Minghella emphasised that the BFI was more robust than in the past.
- 5.17. The meeting unanimously approved that the communication of the realignment process to staff and the commencement of the consultation stage of Phase 1 on the condition that the number of affected employees remain substantially the same as reported.

Phase 1:

DVD's	Consider alternative production and sales methods
Publishing	Exit strategy subject to the executive using their best efforts to secure rights for future publishing from buyers
Still sales	Keep as a collection – limited access
BFI Film Store	Move to BFI Southbank Management
Membership	Return to Marketing Division Management
Footage sales	Grow
Administration	Restructure
Film Sales	Seek to outsource

- 5.18. Anthony Minghella noted that Caroline Michel should be involved in the development of the exit strategy from Publishing and suggested that the executive should exploit the expertise of the members of the Board of Governors.

6 BOARD RECRUITMENT

- 6.1. The Nominations & Appointments Committee presented its recommendation for appointment of Dambisa Moyo to the BFI Board of Governors.
- 6.2. The Board of Governors unanimously appointed Dambisa Moyo to the British Film Institute Board of Governors subject to ratification by the UK Film Council.

7 HEALTH AND SAFETY REPORT

- 7.1. The Board noted the Health & Safety Report.

8 BOARD COMMITTEE STRUCTURE

- 8.1. The Board of Governors deferred discussion of this item to the Board Away day scheduled for 6th June 2007

9 AOB

- 9.1 There was no other business and the meeting ended. The Board of Governors commenced their closed-door session.

Next meeting: Wednesday 6th June 2007 (Board away day)