

**BRITISH FILM INSTITUTE  
BOARD OF GOVERNORS**

**MINUTES  
11 NOVEMBER 2008**

Minutes of the meeting held from 1030 to 1340 on 11 November 2008 at the BFI, 21 Stephen Street, London W1T 1LN

**Present:**

Greg Dyke (Chair)  
Tim Angel OBE (part of meeting)  
Lizzie Francke  
Stephen Frears  
Leslie Hardcastle OBE  
Professor Roger Laughton CBE  
Caroline Michel (part of meeting)  
Sam Taylor Wood  
Peter Watson

**In attendance:**

Amanda Nevill, Director  
Paul Crake, Head of Policy & Corporate Affairs  
Richard Brousson, Legal Counsel (Secretary)

**In attendance for that part of the meeting recorded under these Minutes:**

Sandra Hebron, Artistic Director Festivals (Minute 7)  
Nick Mason Pearson, Director of Press and Public Affairs (Minute 8)  
Andrew Owen, Financial Controller (Minutes 10 and 11)  
Heather Stewart, Director of UK-Wide (Minute 12)  
Francesca Vinti, Director of Development (Minute 18)

**1 APOLOGIES FOR ABSENCE**

Shami Chakrabarti CBE  
Eric Fellner CBE  
Peter Foy

**2 DECLARATIONS OF INTEREST**

Amanda Nevill and Peter Watson declared an interest as Directors of British Film Institute (Big Screen) Limited in the matters recorded under Minute 16; it was agreed that the nature of their interest was such as not to require them to leave the room for the matters discussed.

### **3 DEPARTING GOVERNORS**

It was noted that this was the final Board meeting as Governors of Tim Angel, Lizzie Francke, Stephen Frears and Roger Laughton. On behalf of the Board, Greg Dyke expressed formal thanks and appreciation for all their work on behalf of the BFI.

### **4 MINUTES OF THE MEETING OF 17 SEPTEMBER 2008**

The Minutes of the meeting of 17 September 2008 were approved as an accurate record.

### **5 FILM CENTRE**

It was noted that the final draft Business Case for the proposed National Film Centre had been submitted to DCMS on 3 November, and that a final decision was expected in the week beginning 15 December.

### **6 DIRECTOR'S REPORT**

6.1 The successful opening of a Mediatheque at QUAD in Derby was noted, and Amanda Nevill would provide an update on the scheduled programme of openings to the next Board meeting.

*Action: Amanda Nevill*

6.2 The rest of the report was noted.

### **7 LONDON FILM FESTIVAL**

7.1 The initial report on the success of the 2008 The Times BFI London Film Festival was noted.

7.2 It was agreed that the presentation of awards at the 2009 Festival needed to be considered – either they needed to be removed from the introduction of the closing-night film, or the production values needed to be increased.

7.3 A full report on the 2008 Festival would be made to the next meeting of the Board of Governors.

*Action: Sandra Hebron*

### **8 BFI FELLOWSHIPS**

8.1 This minute has been withheld as it contains confidential/ personal information;

8.2 Sandra Hebron would circulate to all Governors a list of nominees for the Women in Film and Television outstanding achievement award.

*Action: Sandra Hebron*

### **9 NOMINATIONS & APPOINTMENTS COMMITTEE**

The Minutes of the Nominations & Appointments Committee were noted. It was agreed that:

1) Sir Christopher Frayling, Matthew Freud, Ashley Highfield and David Thompson were appointed Governors of the BFI from 1 January 2009, subject to ratification by the UK Film Council;

2) This minute has been withheld as it contains confidential/ personal information;

- 3) Paul Crake would continue to explore means by which Stephen Frears could remain associated with the BFI after the end of his current term of office as a Governor;
- 4) Peter Watson would be offered the Chair of the Finance and General Purposes Committee from 1 January 2009.

*Action: Paul Crake*

## **10 FINANCE & GENERAL PURPOSES COMMITTEE**

- 10.1 The Minutes of the Finance & General Purposes Committee were noted.
- 10.2 It was agreed that formal appreciation for the work of financial controller Andrew Owen and the rest of the finance staff should be recorded in the Minutes.

## **11 MANAGEMENT ACCOUNTS**

The Management Accounts for September 2008 were noted.

*[Tim Angel & Caroline Michel left the meeting]*

## **12 STRATEGY FOR UK SCREEN HERITAGE**

- 12.1 The Board noted that £8.2 million had already been allocated to the BFI by the Programme Board of the Strategy for UK Screen Heritage, and that a bid for a further £5.6 million would go to their 18 November meeting. These bids were mainly related to capital works associated with the nitrate and acetate film collections. In noting this, the Board also noted that there were some risks for the BFI, including:
  - 1) a relatively low risk of the planned works not proceeding to timetable, which would leave parts of the National Collection inadequately housed for too long. This risk was mitigated by our experience in managing projects such as this;
  - 2) a relatively low risk of overspending on the construction. This risk was mitigated by both a 10% contingency and a 13% optimism bias;
  - 3) a risk associated with the increased running costs of the new constructions: this amounted to £247k net pa to run the acetate vaults, and £36k net pa to run the nitrate vaults. A conversation was sought with UKFC about how to manage this situation.
- 12.2 In the New Year Heather Stewart would make a full presentation to the Board of Governors on the Strategy.

*Action: Heather Stewart*

## **13 AUDIT, RISK & GOVERNANCE COMMITTEE**

The Minutes of the Audit, Risk & Governance Committee were noted, in particular that the Committee:

- 1) recommended to the Board that the annual report and accounts should be formally approved;

- 2) expressed disquiet over some of the observations in the internal audit report on the works to create BFI Southbank, in particular the high number of alterations and additional requests made late in the contract;
- 3) strongly recommended that the Board kept a close watch on future construction projects; that the chain of command for the proposed Film Centre is understood and firmly established at an early date and maintained throughout the project; and that the architect be given an agreed, detailed brief on technical requirements before the design process commences;
- 4) expressed the view that the Committee's membership should be strengthened and at least one new member should have practical accountancy experience.

#### **14 LETTER OF REPRESENTATIONS TO THE BFI'S AUDITORS**

A Letter of Representations to the BFI's auditors was approved by the Board for signature.

#### **15 AUDITED ANNUAL REPORT AND ACCOUNTS 2007-08**

The audited Annual Report and Accounts for the financial year 2007-08 were approved by the Board for signature.

#### **16 BFI LONDON IMAX: BRITISH FILM INSTITUTE (BIG SCREEN) LIMITED**

16.1 The Minutes of the Board of Directors of British Film Institute (Big Screen) Limited were noted, and it was agreed that the Directors would make some proposals on the commercial operation of the BFI London Imax to a future meeting of the BFI Board of Governors.

16.2 It was agreed to enter into a new contract with Imax Corporation (Canada) on the terms set out in the report.

*Action: Andrew Owen*

#### **17 HEALTH & SAFETY**

The report was noted.

#### **18 FUNDRAISING**

The report was noted. A section of this minute has been withheld as it contains confidential/personal information; it was agreed that Governors would seek to secure at least two Patrons at £5k each.

*Action: All*

#### **19 HIGH-PROFILE CELEBRITY ENGAGEMENT**

It was agreed to pursue opportunities to engage a high-profile celebrity (who had offered to become involved in the work of the BFI), particularly in activities related to fund-raising for the Film Centre.

*Action: Sam Taylor-Wood, Amanda Nevill*

**20 BFI ROYAL CHARTER**

Paul Crake would consider the possibility of changes to the BFI's Royal Charter and would report back to the Board of Governors.

*Action: Paul Crake*

The meeting closed at 1340.

Paul Crake  
Head of Policy & Corporate Affairs