

BRITISH FILM INSTITUTE
BOARD OF GOVERNORS

MINUTES
31 OCTOBER 2013

Minutes of the meeting held from 13:30 to 17:00 on 31 October 2013 in the Pinewood Room, BFI, 21 Stephen Street, London W1T 1LN.

Present:

| | | |
|--------------------------------------|---------------------|------------------------|
| Greg Dyke (<i>Chair</i>) | Matthew Justice | <i>For Items 1 - 6</i> |
| Libby Savill (<i>Deputy Chair</i>) | Peter Kosminsky | |
| Pat Butler | J. Timothy Richards | |
| Tom Hooper | | |

In attendance:

| | | |
|---------------|---------------------------------|---------------------------|
| Amanda Nevill | Chief Executive | |
| Tim Cagney | Deputy Chief Executive | |
| Trevor Mawby | Director of Finance & Resources | |
| Iain Thomson | Board Secretary | |
| Ben Roberts | Director of the Film Fund | <i>For Item 6.6 - 6.9</i> |

1. WELCOME

The Chair welcomed the Governors to the meeting.

2. APOLOGIES AND DECLARATIONS OF INTEREST

Apologies

| | |
|-------------------|------------------|
| Josh Berger CBE | Ashley Highfield |
| Charles Cecil MBE | Oona King |
| Alison Cornwell | |

Declarations of Interest

- Amanda Nevill and Trevor Mawby declared an interest as company directors of British Film Institute (Big Screen) Limited. Amanda Nevill declared an interest as a Trustee of the BFI Trust. Iain Thomson declared an interest as Secretary to the BFI Trust. It was agreed that the nature of these interests was such that they would not be required to leave the room during this meeting.
- Also noted were the interests of most Governors in different aspects of the film industry and various related parties. It was agreed that the nature of these interests was such that none of these Governors would be required to leave the room during the meeting.

3. CY YOUNG

- 3.1** The Board expressed its sadness at the passing of former Member Governor Cy Young on 12 October 2013. Governors had previously been advised of Cy's passing by way of an email from the Board Secretary. The Chair acknowledged Cy's tireless and selfless work on behalf of the BFI. The Board then took a moment to reflect upon the significant contribution that he had made to the BFI over very many years. Governors were advised that they would be informed of the funeral arrangements as soon as they had been made.

4. MINUTES OF MEETING HELD ON 24 SEPTEMBER 2013 AND MATTERS ARISING **Sections of this minute have been removed for reasons of confidentiality**

Board of Governors Meeting 24 September 2013

- 4.1** The minutes of the meeting held on 24 September 2013 were noted and it was resolved to approve them as accurate records of the meeting.
- ***Relationship Management***
In relation to point 4.6 of the minutes, *Relationship Management*, it was noted that this exercise would be commencing shortly.
 - ***BFI Player Content and Marketing Strategy***
At point 6.2 of the minutes it had been agreed that Vue Entertainment would share information on the work it had undertaken in relation to Video on Demand. It was agreed that a meeting would be arranged between Ed Humphreys and the Head of VoD at Vue Entertainment.

5. UPDATE FROM BOARD COMMITTEES

Nominations and Appointments Committee

Member Governor Election 2013

- 5.1** The Deputy Chair outlined the results of the recent Member Governor election to the Board. 5.4% of the electorate participated in the election and the winning candidate received 333 votes. The Board expressed its disappointment in this regard.
- 5.2** Pursuant to the Rules for the Election of a Member Governor, in the absence of 10% of electorate participation the election is null and void and the Board may then determine how to fill the resulting vacancy.
- 5.2** The Board noted that this was the second Member Governor election conducted within a twelve month period. 7.2% of the electorate participated in 2013. The significant total costs associated with running the elections were discussed by the Board.
- 5.4** On the basis of the low turnout in the election and the fact that the leading candidate lacked a representative mandate, the Board was advised that the Nominations and Appointments Committee were recommending that the leading candidate should not be appointed in this instance.
- 5.5** The Committee further recommended that one of the two positions reserved for Member Governors on the BFI Board is withdrawn. It was further resolved that the reinstatement of the Member Governor position would be considered in the future as vacancies on the Board arise. In due course a candidate would be recommended to fill the subsequent vacancy.
- 5.6** Following consideration of the Committee's recommendation, the Board resolved:
 - a.** Not to appoint the winning candidate in the BFI Member Governor Election 2013 owing to insufficient participation of the electorate and lack of a representative mandate;
 - b.** To withdraw one of the two positions reserved for Member Governors on the BFI Board;
 - c.** That the Nominations and Appointments Committee recommends a candidate to the Board to fill the subsequent vacancy.
- 5.7** It was agreed that research would be undertaken into other organisations that hold Member Elections to ascertain processes followed and turnout. This research would then be considered by the Committee.

Governor Vacancies

- 5.8** Governor vacancies were considered by the Board. Skills deficiencies and diversity issues were discussed. The importance of the BFI's cultural remit being represented was acknowledged. It was agreed that it would be important for a future candidate to be possessed of a deep knowledge of film to act as a figurehead for film as an art form. In addition, the importance of commercial and philanthropic expertise was emphasised.
- 5.9** The Board approved the Committee's direction of travel in relation to filling the current vacancies. Having cognisance of the discussion, the Board requested that the Committee recommend further candidates to the Board at a future meeting.

Finance Committee

- 5.10** Pat Butler advised the Board that since the last meeting Charles Cecil had agreed to join the Finance Committee. Having been proposed by the Chair it was resolved to approve the appointment to the Finance Committee of Charles Cecil.

6. FILM FOREVER, BFI PLAN 2012-2017

Sections of this minute have been removed for reasons of confidentiality

How we respond to the Secretary of State – A Draft for Consideration

- 6.1** The draft correspondence to the Secretary of State was discussed by the Board. The content and tone of the draft correspondence were considered and revisions were suggested. Specifically it was agreed that the decline in corporate and individual philanthropy should be emphasised.
- 6.2** It was agreed that the correspondence would be revised in line with the discussion and redistributed to Governors for final comment.
- 6.3** It was confirmed, notwithstanding the provision of possible dates by the BFI to DCMS, that a meeting between the Secretary of State and a delegation of Governors (led by the Chair) had not yet taken place.

Film Policy Review – Our Progress Review

- 6.4** The paper before the Board was noted. The Board discussed the meetings that had taken place between the BFI and the Film Policy Review Panel.
- 6.5** It was confirmed that the Film Policy Review Panel had three meetings remaining in 2013 and was scheduled to publish its findings by Christmas.

Film Fund – What We've Funded and How We're Doing

Ben Roberts joined the meeting.

- 6.6 Ben Roberts gave an overview of the investments made by the Film Fund since his appointment. The Board agreed that 2013 had seen a very good run of Film Fund backed productions such as *The Selfish Giant* and *Philomena*.
- 6.7 Ben acknowledged that the Film Fund had been unable to support and nurture as many film makers as it would have liked. However, it was hoped that the recently launched Film NET.WORK would prove extremely important in this regard.
- 6.8 Development Executives had recently been appointed to two NET.WORK centres – one in Brighton and one in Sheffield. Their role will be to identify and work with filmmakers. The centres are principally dedicated to working with emerging filmmakers but will also manage some aspects of work with new filmmakers such as the shorts scheme, iShorts.
- 6.9 A clip-reel and trailers for films scheduled for release in 2014 was shown to the Board. The Board agreed the following:
 - a. On an on-going basis, Ben should bring back the financial chart distributed to Governors so that the success or otherwise of funding can be tracked;
 - b. At a future meeting, provide a paper to the Board on how Exhibition is being addressed across *Film Forever* to understand and consider ways to improve the commercial multiplex operators involvement in audience development for films funded by the Film Fund [and other British and independent film].

Matthew Justice and Ben Roberts left the meeting.

7. ORDINARY BUSINESS

Sections of this minute have been removed for reasons of confidentiality

Executive Report

- 7.1 The contents of the Executive report were outlined and noted by the Board.
- 7.2 The Board offered congratulations to all those involved in the BFI London Film Festival and the BFI Player.

Finance Report

- 7.3 The Finance report and Period 6 Management Accounts were noted by the Board.

8. ANY OTHER BUSINESS

Meeting Dates for 2014

- 8.1** The contents of Paper F, meeting dates for 2014, were noted by the Board. It was queried whether the Board was required to meet on such a regular basis. Currently the Board meets on a monthly basis. Meetings are not held in August and December.
- 8.2** Following a discussion it was agreed that the 2014 Board dates would be reviewed with a view to:
- a.** Removing 1-2 Board meeting dates, and;
 - b.** Holding the Away Day earlier in July.