

BRITISH FILM INSTITUTE
BOARD OF GOVERNORS

MINUTES
25 NOVEMBER 2014

Minutes of the meeting held from 13:30 to 17:00 on 25 November 2014 in the Pinewood Room, BFI, 21 Stephen Street, London W1T 1LN.

Present:

Greg Dyke (<i>Chair</i>)	Charles Cecil MBE	Oona King
Libby Savill (<i>Deputy Chair</i>)	Alison Cornwell	Matthew Justice
Josh Berger CBE	Pete Czernin	Tim Richards
Pat Butler	Ashley Highfield	

In attendance:

Amanda Nevill	<i>Chief Executive</i>	
David Parkhill	<i>Director of Finance & Resources</i>	
Iain Thomson	<i>Board Secretary</i>	
Heather Stewart	<i>Creative Director</i>	<i>Item 5B-6</i>
Richard Brousson	<i>General Counsel</i>	<i>Item 5B</i>
Lisa Rowe	<i>Head of Procurement, Projects and Business Performance</i>	<i>Item 5B</i>
Richard Shaw	<i>Director of Marketing, Communications and Audiences</i>	<i>Item 7</i>

1. APOLOGIES AND DECLARATIONS OF INTEREST

Apologies

Tom Hooper
Peter Kosminsky
Jonathan Ross OBE
Andrea Wong

Declarations of Interest

- 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.

2. MINUTES OF MEETING HELD ON 23 OCTOBER 2014 AND MATTERS ARISING

Board of Governors Meeting 23 October 2014

- 2.1** The minutes of the meeting held on 23 October were noted and it was resolved to approve them as an accurate record of the meeting.

3. BOARD COMMITTEES AND NORMAL BUSINESS

Parts of this minute are withheld for confidentiality reasons

Finance Report and Management Accounts

- 3.1** David Parkhill outlined the pertinent elements of the Finance Report and Period 6 management Accounts that were noted by the Board. The Board noted that overall the picture was very positive. Despite significant challenges, David Parkhill was confident that an overall balanced budget would be achieved at year end.
- 3.2** The Board was advised that the BFI and Benugo had been discussing opportunities to increase revenue for both parties. Benugo currently had surety of their contract with the BFI until August 2016.
- 3.5** David Parkhill informed the Board that it was intended to reduce funding provided to funded partners in line with reductions to BFI funding. Approval was not being sought at this juncture; rather the Board was being apprised of the direction of travel. Formal approval would be sought as part of the budget approval process.
- 3.7** The Board was advised that there will be costs associated with the implementation of the Triennial review Recommendations. The costs are unbudgeted at present.
- 3.8** The Board noted that the implementation of SSR (the new finance and HR systems) was incurring additional expenditure due to the need for prolonged project management support and the resolution of a significant number of snagging issues post implementation. David Parkhill advised the Board that the project was expected to overspend. The Board noted that this was a considerable overspend on an initial budget. The project would be reviewed by the Audit, Risk and Governance Committee in March 2015 after which a full report would be made to the Board.

BFI Activity – CEO Report

- 3.9** The paper before the Board was noted. The Board was advised that after a period of illness, Christopher Collins, Senior Development and Production Executive with the BFI Film Fund, passed away on 1 November. The Chair asked that the Board's sympathies be extended to Chris's family.
- 3.10** The Board discussed the BFI's short, medium and long term fundraising requirements. It was agreed that a Governor Taskforce would be established for a limited period to consider Fundraising in greater detail. Matthew Justice had volunteered to sit on the Taskforce and it was intended to approach other Governors in due course. The Taskforce would report its findings to the Board in April 2015.

International Strategy – Inward Investment and Export

- 3.11** The Board noted that following a request from Ed Vaizey, the BFI had agreed to lead a task force of UKTI, Ukie (Video Games industry organisation), Animation UK, BFC, Creative England, PACT and DCMS to consider how the wider screen industries could best be supported. This request was prompted primarily by concern that the new tax reliefs for high-end TV (HETV), animation and Video Games might not achieve their full economic potential without strategic leadership, such as film already gets from the BFI. The group had been meeting for 6 months.
- 3.12** The Board noted that the BFI and UKTI jointly funded research to better understand the market priorities and potential for HETV, Animation and Video Games; the feasibility or value of moving the BFC into UKTI was examined. A growth plan for Video Games, animation and HETV was drawn up which shows that significant additional investment was needed. This investment would need to be met through a combination of funding from the BFI and additional support from the industry and Government. The BFI funding had been identified and the paper had now been forwarded to Ed Vaizey for consideration. One of the main findings was that outside film and television, economic data was poor, something which was a major impediment to properly understanding the new sectors and how best to support growth.

Draft Programme – Board of Governors 2015

- 3.14** The Draft programme before the Board was noted.

4. TRIENNIAL REVIEW RECOMMENDATIONS – CHANGES TO THE ROYAL CHARTER

- 4.1** The paper before the Board was noted. The Board was advised that the revisions recommended in the paper were in line with the recommendations made in the Triennial Review and other Non Departmental Public Bodies. Following a discussion

of the proposed changes to the Royal Charter the Board formally resolved to amend the Charter in the following terms:

Appointment of Governors

In relation to the appointment of Governors it was agreed that the wording be revised as follows:

The Chair and the Governors shall be appointed by the Secretary of State in accordance with the Code of Practice for Ministerial Appointments to Public Bodies (or any future iterations of the Code) published by the Commissioner for Public Appointments. The Secretary of State shall determine the Chair and Governors' terms of appointment.

Temporary Appointment

In relation to the temporary appointment of Governors it was agreed that the wording be revised as follows:

If, on the expiry of a Governor's term of office, no replacement has been appointed under Article 7(b), the Secretary of State may, at the request of the Chair, extend that Governor's term of office until such time as an appointment has been made, provided that no such extension shall last for more than 12 months.

- 4.2 The Board resolved to delete the Articles 6(e) (*Insufficient Governors to form a Quorum*) and 7(h) (*Power to Remove Governors*) on the basis that they were now superfluous.
- 4.3 The formal resolution was signed by the Chair. The Board noted that the changes would be considered by the Privy Council at the next meeting.
- 4.4 The BFI and DCMS would engage in a further work to ensure that the outstanding revisions to the Royal Charter were made in 2015.

5A. THE EMERGING BUSINESS PLAN

Parts of this minute have been withheld for confidentiality reasons

Oona King joined the meeting.

- 5.1 Amanda Nevill and David Parkhill gave a presentation on the emerging ten year business plan that was noted by the Board. The purpose of the presentation was for the Board to confirm support for the financial parameters and the general direction of travel.
- 5.2 Pat Butler advised the Board that the Finance Committee had considered the emerging business plan in some detail.

6. BFI FELLOWSHIPS

Part of this minute has been withheld for reasons of confidentiality

6.1 The Board noted that it considered the list of proposed Fellows appended to the paper at the meeting in October. It was agreed that the list would be considered by the Board at this meeting in parallel with a broader discussion on Fellowships.

6.2 Following a discussion it was agreed that each Board member would nominate five individuals as they see fit, giving a total of about 40-50 names. The names would be added to the proposed list of Fellowship recipients if they were not already present. The Board would then discuss the list at the Christmas dinner on 11 December. At the dinner Board members could make arguments for additions or subtractions in advance of a vote. The full list would then be brought back to the Board for approval at the meeting January.

6.3 It was intended that the above process would allow the Board to feel greater ownership of the list of proposed recipients. Pat Butler would lead in relation to finalising the list.

Heather Stewart left the meeting.

7. SCI-FI: DAYS OF FEAR AND WONDER – THE BLOCKBUSTERS CONTINUE

Richard Shaw Joined the meeting.

7.1 Richard Shaw gave a presentation on the blockbuster season Sci-Fi: Days of Fear and Wonder that was noted by the Board.

Richard Shaw left the meeting.

8. ANY OTHER BUSINESS

Appointment of the Chair of the BFI

8.1 The Board noted that the Chair's term expired in February 2016. Libby Savill asked the Board to begin considering candidates that might be approached to be considered as part of the OCPA regulated process.

8.2 It was noted that this issue would be more formally considered at the Board meeting in February 2015.