

BRITISH FILM INSTITUTE
BOARD OF GOVERNORS

MINUTES
29 APRIL 2014

Minutes of the meeting held from 13:30 to 17:00 on 29 April 2014 in the Pinewood Room, BFI, 21 Stephen Street, London W1T 1LN.

Present:

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

In attendance:

Amanda Nevill	Chief Executive	
David Parkhill	Director of Finance & Resources	
Iain Thomson	Board Secretary	
Ben Roberts	Director of the Film Fund	<i>Items 2-4</i>
Heather Stewart	BFI Cultural Director	<i>Item 7</i>
Colin Perry	Deputy Director, Department of Culture, Media and Sport	

1. WELCOME

The Chair welcomed Pete Czernin and Andrea Wong to their first Board meeting. The Board also welcomed David Parkhill who was attending his first meeting as Director of Finance and Resources.

The Board noted that Colin Perry, Deputy Director, DCMS, would be in attendance during the meeting as part of the ongoing Triennial Review process. Colin was warmly welcomed to the meeting.

2. APOLOGIES AND DECLARATIONS OF INTEREST

Apologies

Pat Butler

Peter Kosminsky

Jonathan Ross OBE

Declarations of Interest

- Amanda Nevill declared an interest as a company director 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. MINUTES OF MEETING HELD ON 25 FEBRUARY 2014 AND MATTERS ARISING

Board of Governors Meeting 25 February 2014

- 3.1** The minutes of the meeting held on 25 February 2014 were noted and it was resolved to approve them as an accurate record of the meeting.

Governor Reappointment

- 3.2** Libby Savill advised the Board that in addition to her own term, the terms of Josh Berger and Matthew Justice expired on 1 April 2014. In addition, the term of Tom Hooper was due to expire on 10 May 2014. All the Governors in question are eligible to serve a further term of three years.
- 3.3** The Nominations and Appointments Committee (NAC) had not yet had discussions with the Governors whose terms had expired in relation to whether they would be prepared to serve another term. The Board was advised that Libby Savill and Matthew Justice would be required to absent themselves from Committee discussions relating to their own reappointment.
- 3.4** To facilitate these discussions Libby Savill recommended that Josh Berger, Matthew Justice and Tom Hooper be appointed pursuant to Article 6(d) of the Royal Charter until the conclusion of the process. The Chair made the same recommendation in relation to Libby Savill. The Board resolved to approve the appointments pursuant to the Article.

- 3.5 Following the discussions taking place the NAC will make a recommendation to the Board in respect of the reappointments at the next meeting.

Diversity Criteria for Film Fund Applications

Part of this minute has been withheld for reasons of confidentiality

Ben Roberts joined the meeting.

- 3.6 The proposed points based diversity test for Film Fund applications was discussed by the Board. The Board was advised that the weighting of the point system and the percentages allocated were still being refined and were subject to change. It was planned to stress test the figures during a pilot phase. It was noted that the Film Fund would consult with individuals within the industry in advance of implementation.
- 3.7 The Board agreed that the imperative behind the test was sound and it supported the initiative.

4. EXECUTIVE REPORT

Part of this minute has been withheld for reasons of confidentiality

- 4.1 The paper before the Board was noted. The Board was advised that upon his appointment the Chair wrote to the new Secretary of State for Culture, Media and Sport, Sajid Javid, to propose a meeting. A response was awaited in this regard.
- 4.2 Amanda Nevill discussed work that had been undertaken in relation to possible new revenue streams.
- 4.3 The Chair and the Chief Executive attended a meeting at DCMS on 8 April that was also attended by the various Chairs and Chief Executives of other NDPBs. During the meeting the possibility of future cuts to Grant in Aid (GiA) funding were mooted. For illustrative purposes the attendees were shown a graph that indicated that GiA funding was likely to decrease significantly.

Oona King joined the meeting.

- 4.4 The Board noted the recent trade delegation to China led by Isabel Davis. It was intended to produce a report on the delegation that would be brought to a future meeting of the Board.
- 4.5 Amanda Nevill advised the Board of an exciting new initiative, *BFI Presents*, being developed with the major circuit exhibitors. The initiative represents a completely new opportunity to expand audiences for BFI material and British independent film.
- 4.6 The Board discussed the progress to date of the BFI Player and noted that an update and presentation would be brought to a future meeting.

Ben Roberts left the meeting.

5. FINANCE REPORT

- 5.1** The paper and Period 12 management accounts before the Board were noted. The Board was reminded that the redevelopment of the Ground Floor at Stephen Street was running approximately eight weeks behind schedule but with no significant impact on budget. Capital expenditure was therefore running slightly behind target as a result.
- 5.2** The Board noted the Pensions Report at Appendix B to the paper. The changes to the payment rate contribution and consequent impact of staff take-home pay were discussed. The last two valuations estimated a deficit of £12-12.5m for the Defined Benefit scheme. Agreement has been reached to address this deficit over a 17 year period; £900k will be paid this year rising to £1m in 2016-17. The strong assumption is that bond rates will have risen by the date of the next valuation which should serve to reduce the deficit.

6. UPDATE FROM BOARD COMMITTEES

Audit, Risk and Governance Committee

- 6.1** Alison Cornwell, Chair of the Audit, Risk and Governance Committee (ARG), gave an update on the meeting held on 13 March 2014 that was noted by the Board.
- 6.2** In relation to the Annual Report and Financial Statements 2013-14, the Board the Board was advised that a draft of the Financial Statements would be presented to the Board at the meeting on 29 May as there was no meeting in June this year. Approval of the Financial Statements would be sought at the meeting subject to approval by the Chair of the Committee and the Board Chair. At the recent meeting of the ARG the National Audit Office advised that in the sphere of delegated authority, based on precedent, the Board could have a great deal of confidence in the figures that will be provided at the meeting on 29 May.

7. BFI FILM CAMPUS – PROGRESS AND OPTIONS

Part of this minute has been withheld for reasons of confidentiality

Lisa Rowe joined the meeting.

- 7.1** Amanda Nevill gave a presentation on developments relating to the Film Campus project that was noted by the Board.
- 7.2** Discussions remain ongoing with the South Bank Centre.
- 7.3** Tim Richards offered for Vue to assist in relation to the procurement and fit out of the cinemas in the Film Centre.

Lisa Rowe left the meeting.

8. THE SCI-FI BLOCKBUSTER

Heather Stewart joined the meeting

- 8.1** Heather Stewart gave a presentation on the forthcoming Sci-Fi blockbuster season that was noted by the Board.
- 8.2** The Board recognised the season as an additional opportunity to highlight the quality of British filmmakers and infrastructure and suggested that messaging should include that the UK is a global filmmaking centre using the filming of Star Wars: Episode VII at Pinewood Studios as an example.

Heather Stewart left the meeting

9. BFI FILM ACADEMY AND SHOWREEL

- 9.1** The Board was shown a clip reel of the recent graduation of the BFI Film Academy. The ongoing success of the Academy was outlined and noted.