



**S4C Board Meeting Minute
17 September 2020 - Zoom Meeting**

Meeting No. 442

Present:

Non-Executive Board Members:

Rhodri Williams	(Chairman)
Owen Derbyshire	(Board Member)
Anita George	(Board Member)
Siân Lewis	(Board Member) items 1- 6

Executive Members:

Owen Evans	(Chief Executive)
Elin Morris	(Chief Operating Officer)
Amanda Rees	(Director of Content)

Also, present:

S4C staff:

Gwyn Williams	(Director of Communications)
Sharon Winogorski	(Chief Finance Officer)
Catrin Whitmore	(Head of Human Resources)
Catrin Hughes Roberts	(Director of Partnerships) – item 7
Rhidian Dafydd	(Director of Projects)
Owain Lloyd	(Board Secretary)
Bethan C. Williams	(Assistant to the Board Secretary)

Apologies:

Hugh Hesketh Evans	(Board Member)
--------------------	----------------

STANDING ISSUES:

1. **Welcome and Declarations of Interest**

The Chairman welcomed everyone to S4C's Unitary Board meeting. He had received apologies from Hugh Hesketh Evans.

The Chairman asked any members with an interest in the business of the meeting to declare their interest. There were no declarations. He reminded all to declare their interests and to ensure that the information was up to date.

RhW declared his interest in Ofcom.

See the Register of Interests in the Board's section of the S4C website for general declarations.

2. **Chairman's Report**

RhW presented an oral report.

He reported that he, together with OE and OLI, had met with Tim Davie, the new Director General of the BBC, at Central Square. TD was open and willing to listen to any ideas on how S4C and the BBC can work together. Since then OE had begun discussions with Rhodri Talfan Davies and discussions were also continuing on the content side.

TIAA Report on Board Governance

Due to the illness of a TIAA staff member, the report has not been completed. This will now be on the agenda of the October Board.

New Non-Executive Board Members

It was reported that there were delays in advertising for new non-executive members. It was hoped the advert would be out before the end of September. AG asked to see the role specification.

Secretary of State

A request had been made for the Chairman to meet the Secretary of State for Wales in order to give him an update. There was also a possibility that John Whittingdale of the DCMS would visit S4C next month.

3. Chief Executive's Report

OE presented his monthly report including the issues below.

Covid-19

Planning work due to Covid-19 was continuing on several levels. The service was continuing whilst also responding to changes in Government guidance. The DCMS had made an announcement on insurance. Officers were also continuing to attend regular meetings with the Creative Wales team in order to align our responses to Covid-19 with the Welsh Government.

In terms of commissioning, the team had been actively discussing the BBC's supply and hours. S4C had been able to agree a settlement for the rest of the year.

Preparatory work was taking place to re-open the offices. The Covid-19 period has given S4C the opportunity to learn how to improve the flexible working policy.

Finally, Covid-19 and co-location had made it difficult for staff to take their leave, and as a result, there was the possibility of having to carry over too many days leave to next year. There was, therefore, an offer for staff to buy back up to 5 days leave.

Co-location

A process was in place to ensure that the work had been completed before agreeing to move into Central Square. At present, the aim was to move in November, but several challenges remained. Following the report, it was agreed to ask the BBC to come back to the Audit Committee in October.

Diversity Post

It was noted that the advertisement for a Diversity and Inclusion Officer was out. The officer would improve and build links with under-represented communities and individuals on screen and within the sector (people from BAME, disabled and LGBTQ+ backgrounds.)

Television Archive

It was reported that the National Library no longer intends to create a building for their new television archive and is moving towards a more digital model. They had submitted a new application to the HLF and were awaiting the outcome. Research into how S4C's archive can be made part of the digital collection is required. Officers are to continue the discussion with Library.

Operational Objectives 2020/21

S4C's Operational Objectives 2020/21 were presented to the Board. It was felt that these objectives are distinct from the strategic work, showing what needs to be done this year, and some of the work for the future.

OD did not feel that there was anything controversial in the document. He asked for an update on flexible working and the use of our buildings in a more strategic way.

OE noted that space in the Caernarfon office was limited. With respect to Parc Tŷ Glas, EM outlined the work required and noted that this was quite a large project. A decision on the plans for the technical block will need to be made following the move to Central Square.

In Yr Egin, it was noted that the intention was to adapt the space to create a resource for a specific purpose rather than providing offices with desks for all. There was a requirement to create a motive for people to be in Yr Egin, to meet and interact with others, and therefore a need for more space for that purpose.

There was a need to be consistent across the organisation in applying the flexible working policy, aiming to open the offices to all. Staff probably favour a hybrid model, with the option of working from home if desired. As well as S4C, CW explained that there are many bodies with flexible working policies. The practical elements such as contracts etc. would also need to be considered. It was felt that staff and managers must be trusted. The lockdown had shown that it was possible to work in a different way without the performance level falling.

SL was concerned that there was a tendency for people to overwork from home and about the impact of not meeting others on staff mental health. Staff needed the feeling of interacting and working in a different setting to the home. She was worried that working from home would become unsustainable. OE noted that there were plans underway to try to prevent overwork, and that there had been mental health courses held during the period. The next step was staff management training for managers. CW said that people were starting to take more holidays.

AG enquired if there were plans to bring staff back in, either informally or with formal timetabled plans. Corporate culture was important. EM explained that work was taking place to look at the timetable and shape of the week at Yr Egin. It would be up to the individual managers to decide when teams should come in. Work was underway to plan meeting room requirements etc. OE was of the opinion that agreement was needed in terms of the timetable for the individual teams, but there is also a need to consider when teams will need to

meet with other departments. It must be ensured that the business comes first.

The possibility of tax relief for production companies was raised. It was noted that at present only Drama was eligible and that the threshold was high in terms of expenditure. S4C had been discussing seeking tax relief for companies making programmes in minority languages and was considering working with BBC Alba to put together an application to go to the Treasury.

4. **Update on the Licence Fee Settlement negotiation**

A report and update were submitted by OLI.

[Summary: Following discussions with DCMS officials over the summer, OLI had updated the informal paper on S4C's preliminary concerns/hopes. It was reported that there is a fortnightly meeting between OE, OLI and DCMS officers. The DCMS was currently determining the process and thinking about what information would be required by February 2021.

RhW noted that discussions appeared to be as good as they could be. It was noted that the Senedd's Culture, Welsh Language and Communications Committee was continuing its inquiry into the devolution of broadcasting.]

5. **Complaints Committee**

[Summary: SL presented a report from the Complaints Committee held on 3rd September 2020. The Committee had considered a complaint in respect of the programme Oedfa'r Bore. The audience was disappointed that the programme had ended.]

6. **Content Committee.**

OD presented an oral report from the Content Committee held on 16 September 2020.

[Summary: An update was presented on the sector, as well as an update from SB on the situation with Sport. She outlined the challenges with the Pro14 etc. with no clear indication of when the games are going to take place or of the costs either. The news of the deal with Amazon in terms of the Autumn rugby matches was fantastic.

The content budget was discussed.

Geraint Evans gave an update on Digital News including advertising for the new team and the discussions with the BBC about staffing.

There was a presentation with a particular focus on the age of our audience. EJ will give a further presentation at the Away Day Meeting on 1 October. In terms of the performance over recent months, the skeleton of the timetable was right when considering the challenges faced, but the lack of Sport had affected the Reach figures.]

7. **2020 – 22 Training Strategy**

[Summary: CHR Presented the 2020 -22 Training Strategy. The strategy aims to support the development of the future workforce. An ambitious scheme to

support development in the factual genre (Factual Fast Track Wales) was being run this year.

There was a clear consensus that there was scope to support apprenticeships within the sector, and the companies and TAC were now open to S4C's suggestion of establishing a scheme where apprentices would move between companies. In addition to the diversity training that TAC was organising, a number of other courses were being held, including one on comedy production with Elis James.

The strategy was welcomed and RHW was pleased that the report referred to mental health in the sector. He was also keen to help and encourage individuals to apply for jobs on Boards.

OD noted that there is a lot of work going on in the field. The challenge was to secure a new generation of talent on screen and behind the camera.]

8. **Programme Policy Statement Review 2019-20 and Programme Policy Statement 2020-21**

[Summary: The reports presented, which are to be submitted to Ofcom, are a statutory requirement. In terms of the main headings it was noted that Covid-19 was a clear challenge that bridged the two years.

OD said that the reports read well and that there had been much discussion in terms of the 2020/21 plans.

In terms of a Programme Policy Statement for this year, AR wanted to try to find the middle ground between not tying ourselves too much yet giving an idea of the content to come. It was particularly difficult due to Covid-19. RhW considered that the statement was comprehensive and did not tie us too much.]

9. **Annual Report**

[Summary: The Board was provided with an update on progress with the Annual Report. Nothing of substance had changed since Members accepted the last draft. It was also reported that the DCMS had confirmed that they were happy. It is hoped to publish next Thursday.

GW indicated that there would be a press release with the main comments from OE, and that the Report would be shared under embargo with the media. As two Chairmen had served during the year it was felt that it would be better for OE to undertake any interviews.]

The Annual Report and Financial Statement for 2019/20 was approved by the Members present. In addition, the NAO's Audit Completion Report was approved.

10. **Minutes of meeting 16 July 2020.**

The minutes of meeting number 441 held on the 16 July were presented. The minutes were approved as correct by the Board.

11. **Action Points**

Point 16 – Editorial agreement with the BBC. It was noted that a quarterly meeting with the BBC was held last week, and agreement has been reached on the digital provision and new terms of trade.

Point 12 – It was agreed to distribute a copy of the Beaufort Image Tracking report.

12. **Dates of Board meetings for 2021**

[Summary: There was a discussion about the membership of the Committees. It was noted that AG was happy to join the Complaints Committee.

There was a discussion on the suggestion to try to reduce the number of formal meetings during the year.]

13. **Matters Arising**

No issues arising from the minutes were discussed.

14. **Action Points and Decisions Register**

The register was noted.

15. **Any Other Business**

It was reported that Morgan Lloyd had been working with S4C staff on S4C's purpose. It was noted that 73 responses had been received. The intention was to present the output at the Away Day Meeting on 1 October as a starting point for the discussion.