



**S4C Board Meeting Minute  
19 November, 2020 – Zoom Meeting**

**Meeting No. 444**

**Present:**

<b>Non-Executive Board Members:</b>	Rhodri Williams	(Chairman)
	Hugh Hesketh Evans	(Board Member )
	Anita George	(Board Member)
	Siân Lewis	(Board Member)

<b>Executive Members:</b>	Owen Evans	(Chief Executive)
	Elin Morris	(Chief Operating Officer)
	Amanda Rees	(Director of Content)

**Also present:**

<b>S4C staff:</b>	Gwyn Williams	(Director of Communications)
	Sharon Winogorski	(Chief Finance Officer) – Items 5 & 6
	Owain Lloyd	(Board Secretary)
	Catrin Whitmore	(Head of Human Resources) – Item 8
	Bethan C. Williams	(Assistant to the Board Secretary)

<b>Apologies</b>	Owen Derbyshire	(Member of the Board)
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**STANDING ISSUES:**

**1. Welcome and Declarations of Interest**

The Chairman welcomed everyone to S4C's Unitary Board meeting. He had received an apology from OD.

The Chairman asked any member with an interest in the business of the meeting for them to declare their interest. There were no declarations. He reminded everyone to declare their interest and that the information was up to date. RhW declared his interest in Ofcom.

*See the Register of Interests in S4C's Unitary Board section of the S4C website for general statements.*

**2. Chairman's Report**

RhW presented his report orally.

The DCMS had received an excellent number of applications for the Non-executive Board members. The sift would take place by the end of the month with the interviews a week before Christmas. The recommendations would then go to the DCMS Ministers.

RhW noted that there had been some reaction in the press as a result of his recent interview with Golwg 360.

**3. Chief Executive's Report**

OE presented his monthly report including the issues below.



## **Covid-19 Update**

The move into lock down in October was relatively straightforward for S4C. Operationally a number of staff and suppliers had to deal with positive tests but it had not yet had an impact on the service. OE was concerned about S4C's resilience with the winter approaching and EM was looking at the position with respect to running transmission at Parc Tŷ Glas whilst also undertaking the work at Central Square.

## **DCMS**

A formal letter had been received from the Secretary of State regarding the Licence Fee process confirming that S4C will be dealt with separately from the BBC in the submissions and discussions. There was also positive news from the DCMS about S4C seeking to carry expenditure into the next financial year due to the Covid-19 situation, although the Treasury's consent was also required.

## **The National Library of Wales**

**[Summary:** The Library had been in contact to say that they were keen for S4C to be part of the television archive scheme. It was noted that our officials were continuing discussions with the Library to learn more about the financial implications and the benefits for S4C's service.]

## **Co-location**

**[Summary:** OE outlined the latest position with the project. He explained that a number of problems had arisen that need to be addressed before moving forward. The BBC was talking about the end of January but a clear plan and timetable was needed before deciding on a specific date.]

## **BBC Statutory Supply**

**[Summary:** OE noted that the BBC Board would be discussing the matter and he is expecting a proposal from the BBC Chairman thereafter.]

## 4. **Diversity and Inclusion**

**[Summary:** There was a discussion about diversity on the screen. Officers were asked whether there was a process for developing opportunities for talented new contributors. It was noted that there was no formal policy in place but the commissioners discuss the matter informally. This was also a matter that the new Diversity Officer would look at.]

## 5. **Quarter 2 Financial Report**

ShW joined the meeting and presented the financial report for the period ending September 2020.

**[Summary:** There were in-year changes, including the content and marketing budgets and staffing costs. Savings in relation to costs were identified as staff were not travelling.

AG asked about the implications of staying at Parc Tŷ Glas. It was fairly cost neutral as we don't currently pay rent in Central Square.]

There had been an initial meeting to plan the work programme with the NAO for 2020-21. The NAO's work plan will be presented to the Audit Committee in the New Year. RhW thanked ShW for the report.

#### 6. **BBC Financial Assurance Report**

ShW and OLI presented the Financial Assurance Report to be submitted to the BBC. ShW noted that she had added wording outlining the government's plan to change S4C's VAT status.

OLI said that he had included the BBC's statutory supply as a matter to be noted this year. It was agreed that co-location also needed to be added as a matter in the report. There would be a meeting with the BBC's Audit Committee following the delivery of the report to them.

#### 7. **S4C's 40th Anniversary Celebrations**

GW said that S4C would be 40 years old on 1 November 2022. The paper considered whether, and in what way, the anniversary should be celebrated.

**[Summary:** It was suggested that the celebrations should be reasonable and avoid going over the top. The suggestion was to offer something on-screen, and a few events such as a concert.

HHE saw this as the perfect opportunity to expand working in partnership with schools. It was suggested we should look at the possibility of creating a package tied to the new curriculum. It was reported that discussions about an archive project had been taking place with Ysgol Bro Edern to support the curriculum.

RhW was keen for any celebrations to be reasonable and proportionate. Doing little and doing it well was important rather than filling the year with celebrations. It was an opportunity to use and curate content from the archive, similar to what Heno Aur had done.]

#### 8. **Pay Settlement 2020-21**

CW joined the meeting and presented a paper proposing an annual pay settlement for S4C in the context of market comparators.

**[Summary:** Since the preparation of the paper the BBC had decided not to offer a settlement this year as a result of its cuts etc.

Taking into account all the implications, and the speculation in the labour market about the public sector settlement, the paper recommended an annual pay increase of 1.6%. It was believed important for S4C to offer fair terms to its staff in order to compete in the external market as S4C's salaries were less than the BBC. The recommendation was approved unanimously.]

#### 9. **Commercial Board**

The minutes of the Commercial Board were presented.

**[Summary:** There was a brief discussion about digital advertising and RhW noted that the DCMS expects the PSBs to look at commercial opportunities. A fuller discussion was needed in due course with regard to S4C Clic.

OE suggested that the current commercial scheme needs to be adhered to with the same mix of investments.]

10. **Audit Committee**

A brief report was presented from the November Audit Committee, noting that the main focus had been on co-location, with the BBC presenting an update. There was also a discussion about the pay settlement.

11. **Progress Review by the Internal Auditors**

It was noted that TIAA had gone through all the historical recommendations to follow up and a significant number had been completed. The Board was happy to note the progress.

12. **The Board's Work Programme**

It was reported that more work was needed on the timetable for the Board and its Committees.

13. **Minutes of the Meeting held on 15 October 2020**

The minutes of meeting number 443 held on 15th October 2020 were presented. The minutes were approved as correct by the Board and no matters arising from the minutes were discussed.

14. **Action Points and Decisions Register**

The register was noted.

The position with the BBC's editorial agreement was discussed. It was noted that there was little point in drawing up an agreement for the remaining months, but rather the focus should be on the period after 2022. That agreement would need to take account of new arrangements in terms of Newyddion etc.