



## **S4C Board Meeting Minute**

18 July 2019, Canolfan S4C Yr Egin, Carmarthen

**Meeting No. 429**

### **Present:**

#### **Non-executive Board Members:**

Huw Jones	(Chairman)
Hugh Hesketh Evans	(Member of the Board)
Anita George	(Member of the Board)
Owen Derbyshire	(Member of the Board)
Rhodri Williams	(Member of the Board)

#### **Shadow Unitary Board**

##### **Executive Members:**

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

##### **S4C Staff:**

Gwyn Williams	(Director of Communications)
Sharon Winogorski	(Chief Finance Officer) - Item 12
Carys Evans	(Team Leader Data and Insight) – Item 11
Huw Jones	(Senior Statistical Officer) – Items 11
Phil Williams	(Board Secretary)
Owain Lloyd	(Secretary Designate to the Board)
Bethan C. Williams	(Assistant to the Board Secretary)

##### **Apologies:**

Siân Lewis	(Member of the Board)
Owen Evans	(Chief Executive)

### **STANDING ISSUES:**

#### **1. Welcome and Declaration of interest**

The Chairman welcomed all to the meeting at Canolfan S4C Yr Egin. A special welcome was extended to Owain Lloyd, the Secretary Designate to the Board who will take up his duties on the 1st of August.

He asked any member with an interest in the business of the meeting to declare their interest.

*See the Register of Interests under the Board section on the S4C website for general declarations.*

#### **2. Minutes of Board Meeting 428 (held on 27.06.19)**

The minutes of meeting number 428 held on 16 June 2019 were presented.

The Board approved the minutes.

3. **Matters arising from Minutes 428**

5.1.6 - Response to Cylch yr Iaith - Cylch yr Iaith had requested an electronic copy of the Welsh Language Guidelines for Programmes.

No other issues were discussed.

4. **Register of Decisions and Action Points**

The Register of Decisions and Action Points was presented for information.

**Points 4 and 11 - discussions with the BBC regarding the Editorial Agreement and Programme Plan 2019/20**

**[Summary:** Discussions were still ongoing, and there had been an open and constructive meeting recently. The Chairman noted the importance of ensuring that an Editorial Agreement and an annual Programme Plan were in place between S4C and the BBC as soon as possible.]

It was noted that the BBC's annual financial commitment was now set out in the Partnership, Funding and Accountability Agreement since November 2017, rather than in the Strategic Partnership Agreement (the successor to the Editorial Agreement).

5. **Chairman's Report**

The Chairman presented his report and referred specifically to the following issues.

**Annual Report 2018/19**

He noted that the Report had been laid before Parliament on 16 July and laid before the Assembly and published on 17 July. Generally, there had been balanced coverage in the press.

The Assembly's Culture, Welsh Language and Communications Committee had invited S4C to discuss the Annual Report with the Committee in September.

**Welsh Affairs Select Committee**

It was explained that the Committee had postponed their visit to the Egin. Further details are expected when the meeting has been rescheduled.

**Appointment of the New Chair**

It was noted that the closing date for applications was yesterday. It is hoped that the process will proceed in accordance with the timetable agreed with the DCMS in order to welcome a new Chair in the autumn.

6. **Chief Executive's Report**

*(In OE's absence, the report was presented by EM)*

**VAT Position update**

**[Summary:** EM provided an update on the discussions about S4C's VAT position. Discussions were ongoing with the DCMS, the Treasury and HMRC.]

## **Draft Operational Objectives for 2019/20**

The Draft Operational Objectives for 2019/20 were submitted.

The Operational Objectives for 2019/20 were approved by the Board.

## **Monthly Co-location Update**

EM provided an update on the Co-location project.

**[Summary:** She noted that OE attends the meetings of the BBC Central Square Steering Group as agreed with the BBC following the scrutiny session with the Audit and General Purposes Committee. Attending these meetings gives OE a comprehensive overview of the progress and risks of the project which allows him to understand the wider context when assessing S4C's elements of the project, and S4C's preparations for the move to Central Square.]

## **7. 2019/20 Programme Policy Statement and 2018/19 Programme Policy Statement Review**

AR submitted the draft Programme Policy Statement Review for 2018/19, along with a Draft Programme Policy Statement for 2019/20 for the Board's consideration.

**[Summary:** It was explained that preparing a Programme Policy Statement, then reviewing it at the end of the year and submitting it to Ofcom is a statutory duty on S4C. It was suggested that the review be reconciled with the Annual Report.]

The Board approved the Programme Policy Statement for 2019/20 and agreed to approve the Programme Policy Statement Review for 2018/19.

## **8. S4C Annual Report on the implementation of the Welsh Language Standards 2018/19**

CHR joined to present S4C's Annual Report on the implementation of the Welsh Language Standards for 2018/19 and noted that publishing an annual report regarding the implementation of the Language Standards applicable to S4C was a legal requirement.

It was explained that the Standards applicable to S4C related to matters such as S4C's workforce and the provision of services to the public. The provision of television and online services, and S4C's broadcasting activities were exempt from the Standards.

It was suggested that the new Commissioner, Aled Roberts should be invited to the Board meeting to discuss opportunities to collaborate on the One Million Welsh Speakers strategy. It was agreed that the Welsh Language Commissioner should be invited to attend a Board meeting.

## **9. Digital Project Update**

The Digital Project Monthly Progress Report was presented.

**[Summary:** It was noted that 25,600 people have already registered with Clic. 'Channels' have now been added to the Clic interface, including Cyw. A channel for Welsh Learners is planned for September.]

10. **Quarter 1 Communications Report 2019/20**

GW presented the Quarter 1 2019/20 Communications Report.

**[Summary:** The main campaigns of the period included Un Bore Mercher, Merched Parchus - the first drama to be made available online before its broadcast - Ffit Cymru and the Urdd Eisteddfod. The meeting discussed how to assess the impact of promotions on programme performance.]

11. **Quarter 1 Content and Insight Report 2019/20**

**[Summary:** CE and HJ presented the Insight Report for Quarter 1 2019/20. In addition, the Monthly Summaries of S4C 's performance on television and online for June were presented.]

The Chairman thanked CE and HJ for their important contribution to the work of S4C over a considerable number of years, noting that this would be the last Board meeting for both, as they will be leaving S4C over the summer.

12. **Quarter 1 Financial Report 2019/20**

**[Summary:** ShW presented the Quarter 1 Financial Report for 2019/20 to the Board.]

13. **Report of the meeting of the Commercial Board held on 10 July**

EM presented the minutes of the Commercial Board meeting held on 10 July.

**[Summary:** In addition to the following the meeting discussed some of the equity investments, Ofcom's pension scheme and S4C's estate at Parc Tŷ Glas.]

**Channel Order on the EPG**

It was noted that Ofcom had published the results of their consultation on the prominence and order of PSB channels on the EPG across Britain.

Under the proposed regime, S4C will remain at number 4 in Wales on Freeview, and where there is no Wales-specific EPG on a broadcast platform, S4C will move to the top 24 numbers across the UK. This means that within the next 18 months, S4C will move from number 166 on Virgin to number 24 or better. But if Virgin creates a Wales-specific EPG, S4C will move to number 4 in Wales, but will not get a better position across the rest of the UK.

Ofcom has recommended the introduction of statutory provisions to regulate access to channels through online platforms.

**Commercial Companies' Accounts**

**[Summary:** The need to ensure that the accounts of the commercial companies are delivered to Companies House in a timely manner was noted. The accounts had been approved by the Commercial Board and Grant Thornton and have been included in the Consolidated Statement of Accounts.

The Board decided that the accounts of the Commercial Group's companies should be filed as soon as possible following receipt of the Welsh translation in order to correspond with the publication of the Annual Report and Financial Statement.]

14. **Programmes from the last month**

**[Summary:** There was a discussion of the last month's programmes.]

15. **Work Programme 2019/20**

The revised Work Programme for 2019/20 was presented for the Board's information. It was noted that the October Board meeting would be held in Caernarfon.

16. **Complaints and Compliance Report and Viewers' Hotline**

The Viewers' Hotline report was presented for information.

**[Summary:** It was noted that a complaint had been referred to the Complaints Committee.]

17. **Any other business**

The Chairman noted that this was Phil Williams' last meeting as S4C Secretary. He warmly thanked him on behalf of the Board for his key contribution to the work of S4C, the Board and the Authority for nearly 12 years.