



Summary of S4C Board Meeting

Held at Yr Egin and virtually

Meeting No. 461

10.00, 19 January 2023

Minutes

Members in attendance		
Rhodri Williams	RhW	(Chair of the Board)
Guto Bebb	GB	(Non-Executive Member)
Adele Gritten	AdG	(Non-Executive Member) – virtually
Chris Jones	CJ	(Non-Executive Member)
Siân Doyle	SD	(Chief Executive)
Llinos Griffin-Williams	LIGW	(Chief Content Officer) – virtually
Elin Morris	EM	(Chief Operating Officer)
Others in attendance:		
Geraint Evans	GE	(Director of Content Strategy and Publishing)
Geraint Pugh	GP	(S4C Board Secretary) – virtually
Bethan C. Williams	BCW	(Assistant to Board Secretary) - virtually
Apologies were received from:		
Suzy Davies	SuD	(Non-Executive Member)
Denise Lewis Poulton	DLP	(Non-Executive Member)
Sharon Winogorski	ShW	(Chief Financial Officer)
Dewi Evans	DE	(Project Manager)

Matters raised by the Chair, and declarations of interest	
<p>The Committee Chair welcomed everyone to the meeting.</p> <p>The Chair asked any Member with an interest in the business of the meeting to declare their interest. There were no declarations. It was noted however that members had declared permanent interests in relation to their membership of the Board, and the Chair reminded everyone of the need to update their declarations of interest.</p> <p>The Chairman reported that he had received a request from DCMS for the Board’s feedback on the possibility of keeping to the same term length for non-executive Board members in updating S4C’s governance arrangements in the proposed Media Bill. It would therefore be possible for DCMS to appoint non-executive members for terms of five years, but with the expectation that four-year terms would be the norm.</p> <p>Resolution: To approve the recommendation by DCMS to continue with the current appointment of Non-Executive Board Members for four years with the option to extend to five years.</p> <p>The Chair had also questioned DCMS further on the process underway to appoint additional non-executive members. He was informed that the recommendation to proceed with the process was now being considered by the Secretary of State.</p>	RhW / GP
Quarterly Dashboard to DCMS	
SD presented the latest version of the quarterly dashboard, which had been prepared by DE for S4C’s next quarterly meeting with DCMS on 13 February 2023.	



It was noted that internal control of transformation remains one of the main risks in delivering the new Strategy. Inflation was also an important risk, and to that end discussions had already begun with TAC and ten of the production companies – with more meetings arranged with the sector.

The need to actively appoint permanent leadership for the communications and marketing teams was discussed – particularly as the dashboard showed that the delay in appointing was by now affecting the delivery of some of the key workflows.

A discussion was had regarding the work that is taking place with the platform strategy, and it was noted that tendering work in terms of monitoring and maintaining Clic on various platforms for the next two years had now commenced.

It was anticipated that S4C's future player needs would be an important element of a discussion paper on 'What S4C will look like in five years' – to be considered by the Board at the Away meeting on 27 April 2023. It was noted that Tim Davie recently commented on the switch off of Terrestrial Digital Television (DTT) in the 2030s – the BBC was consequently considering future transmission arrangements over IP, and S4C would need to consider our response to this.

RhW queried whether the dashboard format met DCMS requirements, and whether there was a risk that S4C was over-reporting on wider activities rather than focusing on the use of the additional £7.5m awarded to us from the Licence Fee. It was explained that we agreed the current format of the dashboard with DCMS, but that DCMS officials should be asked for input on this question following next month's quarterly meeting.

Resolution: To approve that the dashboard be shared with DCMS at the next quarterly meeting, following the review of the inflation impact risk assessment.

SD /
DE /
GP

Quarter 3 Financial Report

In the absence of ShW, SD presented the financial report for quarter 3, 2022–23. The main points were noted, and the fact that this year's commitments have now almost finished.

CJ queried if there were any inflationary concerns for next year's content. It was reported that there were no problems for the coming year, as the vast majority of content had been commissioned and budgeted. LIGW added that the Commissioning Department's Away Day was taking place this week, and that she was confident that very strong content was planned for 2023–24.

TIAA review

CJ presented a verbal summary of the findings of TIAA, which had been commissioned to investigate the allegations made by a former member of staff regarding S4C's procurement arrangements. TIAA had provided a draft of their report last week, and had not identified any wrongdoing on behalf of S4C.

However, TIAA made some recommendations relating to improving decision documentation and refinement of procurement processes. The Management Team had welcomed this outcome, and were in the process of drafting responses to the recommendations, so that the final TIAA report could be submitted to the Audit and Risk Committee on 16 February 2023.

SD emphasised the importance of informing staff of the findings of TIAA, as they had been updated regularly during the investigation. The non-executive members confirmed that they would be very happy to attend a staff meeting in the near future to explain the outcome of the review and offer assurance.

The BBC's Programme Plan for 2023–24.

The BBC's Programme Plan for 2023–24 was presented by LIGW. In outlining the main aspects of the Programme Plan, it was explained that the intention was to adhere to a similar structure to this year's. However, the focus on getting best value for money meant that some funding for new content could be made available through BBC Studios.

AG queried the plans for the coronation of Charles III, and the costs involved. LIGW noted that it is not entirely clear what the plans are for the coronation at present, but that it did not expect it to be on the same scale as Elizabeth II's funeral.

Resolution: The Programme Plan for 2023–24 was approved.

LIGW

Chief Executive's Report

The Chief Executive presented her report, outlining the plans and meetings that had taken place over the period.



Contents

LIGW outlined the content priorities over the coming months, and the productions that were about to start. One of those productions was *Pren ar y Bryn*, to be filmed in Ystradgynlais. It was the producers' intention to use local skills as much as possible. It is hoped that there will be an opportunity to arrange a visit to the set for Board members.

It was reported that the drama *Dal y Mellt* had been sold to Netflix. This will be the first Welsh-only drama to be licensed on Netflix, and will be released there from April 2023.

S4C's provision over the Christmas period was discussed. In doing so, the audience's positive response to the Tudur Owen show, and the *Chris a'r Afal Mawr* and *Colleen Ramsey* series were welcomed.

Letter from BECTU

SD reported that S4C held two days of listening and conversations with various teams to identify any concerns staff may have, in response to the letter received from the BECTU union in early December 2022. DE was now summarising all the feedback in one document, which would be considered by the Management Team in the first instance next week, before sharing the feedback with staff at the end of the month.

SD had also met with representatives from BECTU before Christmas. She explained that it was a very useful meeting, and that they agreed to hold more regular meetings to discuss what is happening within S4C.

Diversity

There was a discussion about the Diversity Panel that had been established, to help advise S4C as we set about increasing diversity in our content. There was an intention to establish a similar panel on disability. It was also suggested that a panel for young people would also be useful.

The need to increase diversity amongst members of the Unitary Board and Management Team was noted. It was noted that the process of recruiting new non-executive members offered an opportunity in this regard, and everyone was encouraged to speak to suitable individuals to encourage them to apply when the DCMS commences the recruitment process.

Minutes of Board Meeting No. 460 (held 08.12.22) and Minutes of Committees

The minutes of the last Board meeting were tabled and approved.

The minutes of a special Board meeting (held on 14 December 2022) were tabled and approved.

The minutes of the following Committee were tabled for information:

- Content Committee, 8th December.

Action Points Register

The Action Points register was noted.

The Board's work programme for the next 12 months

The Board's work programme for next year was noted.

AOB, evaluation of meeting, and business of next meetings

Aria Studios opening

Board members had been invited to attend the official opening of the Aria Studios in Llangefni on 26 January 2023. It was asked that anyone who intended to attend should inform BCW.

Effectiveness Questionnaires

The Secretary reminded members to complete the recently circulated annual effectiveness questionnaires in relation to the Committees.

Development Session

The Secretary was in the process of arranging a development session for Board members, and was consulting on possible dates. It was asked that everyone responded to indicate their availability.