



**Summary of Minutes of S4C’s Board Meeting
452
14 October 2021 - Meeting via Zoom**

Meeting No.

Present:

- Non-Executive Board Members:**
- Rhodri Williams (Chair)
 - Guto Bebb (Board Member)
 - Hugh Hesketh Evans (Board Member)
 - Anita George (Board Member)
 - Adele Gritten (Board Member)
 - Chris Jones (Board Member)
 - Denise Lewis (Board Member)

- Executive Members:**
- Owen Evans (Chief Executive)
 - Elin Morris (Chief Executive Officer)

S4C Staff in attendance:

- Owen Derbyshire (Digital & Marketing Director)
- Geraint Pugh (Board Secretary)
- Gwyn Williams (Director of Communications)
- Sharon Winogorski (Chief Finance Officer)
- Catrin Hughes Roberts (Director of Partnerships) – item 3
- Eilir Jones (Head of Research) – item
- Rhidian Dafydd (Projects Director)
- Catrin Whitmore (Head of Human Resources)
- Bethan C Williams (Assistant to Board Secretary)

- Apologies**
- Amanda Rees (Content Director)

MINUTES

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	STANDING ISSUES:	
1.	Welcome and Declarations of Interest The Chair welcomed everyone to the meeting of the S4C Unitary Board.	

1.1	<p>The Chair asked any members with a particular interest in the business of the meeting to declare this. No declarations of interest were received. It was noted however that members had noted 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><i>See Register of Interests in the Board Section on S4C's website for general statements</i></p>	
2.	<p>Chairman's Report</p> <p>2.1 Geraint Pugh was welcomed to his first Board meeting.</p> <p>This would be Hugh Hesketh Evans' final full meeting of the Board before his term ends on 19 November 2021. He was thanked for his contribution as a Member of the Unitary Board, and the Authority before then.</p>	
3	<p>Chief Officer's Report</p> <p>3.1 OE presented his monthly report including the issues below.</p> <p>3.1.1 Freeview Outage</p> <p>[Summary: He explained that a solution regarding the Red Bee Media outage which took place on the 25th of September was being discussed, with the intention of conducting a review of the S4C DR processes.</p> <p>3.1.4 Messages for the Board</p> <p>It was agreed that the review of the response to the broadcasting difficulties would consider the arrangements for notifying Non-Executive Board Members of any future similar events.</p> <p>3.1.5 Meetings [Summary: OE and CHR met with the new Secretary of State at the Conservative Party Conference, and made arrangements for visits by politicians to sets during recording. There have also been several meetings with other politicians.</p> <p>3.1.9 A very positive meeting was held with Creative Wales, where it was noted that they would be happy to support S4C's plans in relation to film, drama and training. A MoU is in the process of being drawn up.</p> <p>3.1.10 A question was asked about an update on Amazon offering rugby coverage with Welsh language commentary.</p> <p>It was noted that input was needed in the discussions regarding free to air sports, as sport was important to us in terms of the numbers of viewers who would not normally watch the service, and as we were reliant on cross-promotion of the rest of our output during sports programmes.</p>	OE/GW/GP

<p>3.2</p> <p>BBC Settlement [Summary: it was noted that discussions were ongoing with the BBC in relation to the ten hours and Pobol y Cwm, together with further discussions regarding HD coverage. The officers would continue to discuss, but there was now agreement to disaggregate discussions on the launch of an HD service for S4C from the rest of the agreement.</p> <p>3.2.5</p> <p>BBC Statutory 10 Hour Scheme The recommendation presented in the report was approved - that is, to continue with the direction and to agree with the BBC's request to defer the new arrangement until the statute had been updated, subject to conditions.</p> <p>3.2.6</p> <p>High Definition Service The recommendation that S4C enters into a separate agreement with the BBC to launch a high definition service by February 2022 was supported</p>		<p>EM</p> <p>EM</p>
<p>5.</p> <p>5.1</p> <p>5.1.1</p> <p>5.1.2</p> <p>5.1.3</p> <p>5.1.6</p>	<p>Strategy 22 OE requested Board approval for the strategic direction. The details can be shared more widely once confirmation of the settlement is received.</p> <p>There was a discussion about the narrative and the need to be clear in terms of different strategies to target different cohorts, and also to explain to people why change is needed.</p> <p>It was explained that there were internal regular meetings to discuss the strategy and it was confirmed that all staff were aware of the direction.</p> <p>[Summary: A more detailed discussion took place on the narrative</p> <p>GP suggested that he would have a conversation with DL to find an appropriate way to include the input of the Communications Committee on the next steps.</p> <p>Strategy 22 - next steps It was resolved that the report would be refined as a result of feedback received; with the communications plan for stakeholder consultation being considered by the Communications Committee, prior to the Strategy 22 document and the communications plan being resubmitted for final approval at the next Board meeting.</p>	<p>RhD/ Communica tions Committee</p>
<p>6.</p> <p>6.1</p>	<p>Minutes of July meeting, Away Day, Audit Committee</p> <p>The minutes of the meeting held on the 15th of July and minutes of the Away Day Meeting held on the 16th of September and the Audit Committee held on the 15th of September were tabled.</p>	

6.1.2	The notes from the Away Day Meeting were received and approved.	
6.1.3	Audit Committee Draft minutes of the Audit Committee held on the 15th of September were tabled, and CJ confirmed that he was happy with the minutes, which will be formally presented to the next Audit Committee.	
6.1.4	Commercial Board A verbal report was presented by EM from the Commercial Board on 13 October.	
7.	Action Points Register	
7.1.	Welsh and English subtitles on the iPlayer. EM reported that there had been little movement here, and that she would follow up on this matter.	
8.	The Board's Work Programme	
8.1	A copy of the Board's Work Programme for 2021 was submitted for information. The Board's dates for 2022 were discussed and it was decided to set dates for the Board and committees up to the end of March, and discuss the exact requirements for the period thereafter.	
8.1.1	Formalising the Chief Executive's membership of the Commercial Board will also need to be discussed.	
8.1.2	Board Dates BCW to provide dates set for the Board in the calendar to the end of March, and then GP/RhW will discuss the exact needs of meetings and committees over the year.	BCW GP/RhW
8.1.3	Chairmanship of Commercial Committee Consider what arrangements would be appropriate for the Commercial Committee's chairmanship once the current Chief Executive leaves S4C's employment.	GP
9.	Content Director	
9.1	OE outlined the discussions that had taken place regarding the appointment of a Content Director. It was noted that there was a decision to wait until the new Chief Executive was in place before appointing a new Content Director. In the meantime, it was recommended that Geraint Evans be appointed to the post for a period of six months. In addition it will be necessary to appoint someone temporarily to GE's existing post. GE will become part of the Management Team and Unitary Board over this period.	

9.1.1	The Chief Executive’s recommendation to appoint Geraint Evans as interim Director of Content, for a period of six months, was approved in accordance with the terms set out in the paper. It was agreed in principle to approve the recommendation for Geraint Evans to become a member of the Shadow Unitary Board during his time as Acting Director of Content (replacing Amanda Rees).	GP
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Rhodri Williams, Chair of the Board

Date