

Board of Trustees

29th January 2021

Virtual Meeting

11.00 – 1.30

OPEN SESSION:11.00 – 1.30

Present:

Meri Huws (Interim President and Chair)
Eleri Twynog Humphries
Gwilym Dyfri Jones
Carl Williams
Mike Cavanagh
Anwen Jones
Hugh Thomas

Lee Yale-Helms (Treasurer)
Liz Siberry
Lord Aberdare
Gwenllian Lansdown Davies
Quentin Howard
Elin Royles
Steve Williams

Executive Team:

Pedr ap Llwyd	Chief Executive and Librarian
David Michael	Director and Deputy Chief Executive and Librarian (Corporate Resources)
Owain Roberts	Director and Deputy Chief Executive and Librarian (Collections and Public Programmes)

Staff:

Annwen Isaac	Human Resources Manager
Emyr Phillips	Head of Finance and Enterprise
Illtud Daniel	Head of ICT (for item 2.3)
Carol Edwards	Governance Manager and Clerk to the Board of Trustees (Recorder)

Observers:

Catrin Hughes	CyMAAL
Nia Dafydd	Partnership Council
Doug Jones	Partnership Council

1.1 President's Welcome and Opening Remarks

The President welcomed all those present to the sixth virtual meeting of the Library's Board of Trustees, and recognised that it was a historic moment for the Library as there was a campaign afoot, led by a member of the public, aiming to ensure that Welsh Government allocates adequate funding to the Library. The petition had received over 10,000 signatures and this would ensure a discussion on the funding of the Library at the Senedd.

1.2 Apologies for Absence

No apologies had been tendered.

1.3 Declaration of Interests

Meri Huws declared that she is a member of the Council of the University of Aberystwyth, a Non-executive Director of Coleg Cymraeg Cenedlaethol, a member of the VTCT Board, and a Board member for Shelter Cymru.

Gwilym Dyfri Jones declared that he is a member of staff at Trinity Saint David University and Non-executive Director of Coleg Cymraeg Cenedlaethol.

Mike Cavanagh declared that he is Head of Cultural, Leisure, Tourism and Registration Services with Pembrokeshire County Council, and is working in partnership with the Library on the Riverside Gallery project, Haverfordwest.

Steve Williams declared that he is a member of staff at Swansea University, Chair of WHELP and Trustee on the CILIP Board.

Liz Siberry declared that she is a Trustee of The Gregynog Trust, a member of the Council of the University of Wales, a member of the Council of the University of Wales Trinity Saint David and a member of the Council of The Honourable Society of Cymmrodorion.

Eleri Twynog Humphries declared that she is involved with the Children's Festival of Welsh History, that is being supported this year by the National Library's Education Department.

Elin Royles declared that she is a member of paid staff at Aberystwyth University, and that her husband works for S4C.

Anwen Jones declared that she is a member of paid staff at Aberystwyth University.

David Michael declared that he is an independent member of the Heritage Lottery Fund Audit Committee.

Pedr ap Llwyd declared that he is a Non-Executive Director of Coleg Cymraeg Cenedlaethol.

1.4 To approve the minutes of the meeting held on 27th November 2020 and discuss matters arising

The minutes of the open meeting held on 27th November were approved as a correct record of matters discussed subject to the following amendment: change the heading from *Political Manifesto* to *Policy Manifesto* under the item 'Matters arising from the minutes of the meeting held on 18th September 2020'.

Matters arising from the minutes of the meeting held on 27th November 2020

There were no matters arising.

1.4.1. Action Log 27th November 2020

Trustees welcomed the paper on current grant-funded projects, and encouraged its use in the context of the new Strategy, to demonstrate the range of work delivered by the Library.

It was agreed that more information should be included on project progress, any risks in terms of timescale and funding, and the owners of each project, and that this paper should be included as a standing item on the Financial Planning Committee's agenda from now on. This Committee will then feed any matters for attention back to the Board.

To enable Trustees to have a greater understanding of individual projects, once the restructuring has been completed, the Executive Team aims to ask heads of departments to deliver a presentation to the Board on their areas of work.

1.5 Correspondence

1.5.1 Letter from the Heritage Fund

The enclosed letter was received following the submission of the revised bid to the Heritage Fund for the National Broadcast Archive. The revised bid has been approved, and the Heritage Fund has welcomed it as a plan superior to the original. There are some conditions which need to be fulfilled before the Heritage Fund will grant “permission to start”.

The revised bid would be distributed amongst Trustees following today's meeting.

Section 2 Matters for discussion and decision

2.1 2021 – 2026 Strategy

The Chief Executive thanked Owain Roberts and Dafydd Tudur for coordinating the latest draft and preparing the final version for the approval of Trustees at this meeting. The preparation of the five-year Strategy delivers one of the recommendations of the Tailored Review, which states that the Library should develop a five-year plan for Welsh Government so that WG can review its budgetary position.

The intention is to publish the Strategy online and prepare a summary version outlining the key messages, designed and printed, for promotion and marketing purposes. An official launch will be arranged, and we intend to produce a short film with contributions from staff and Trustees. The Strategy will be entitled *A Library for Wales and the world*.

Following the discussion and agreement of performance indicators, the Operational Plan will be produced and presented to the Board meeting in May.

Minor amendments were suggested to the text, and the new Strategy was unanimously approved by Trustees.

2.2 International Strategy

Following a discussion on the relationship and relevancy of this Strategy to the Corporate Strategy, it was recommended and agreed that elements of the International Strategy should be included in the Corporate Strategy, and that the Corporate Strategy's Operational Plan incorporates elements of delivering the International Strategy.

The Board therefore agreed that the International Strategy should be deferred for now, and that the above recommendation should be implemented, and work undertaken on combining elements of the International Strategy and Income Generation Strategy into the main Operational Plan.

2.3 Cyber Security and an introduction to the NCSC's toolkit

The President welcomed Illtud Daniel, Head of ICT, to the meeting to present this item. It was stressed that this paper had only been shared with Trustees, due to the sensitive nature of its contents.

Following the serious *ransomware* virus on the Welsh Language Commissioner's IT infrastructure, Illtud presented a briefing note to describe to the Board the measures that the Library has in place to mitigate against attacks of this nature, the risks involved, and further measures that could be implemented should resources allow. ICT staff have also scrutinised Library systems in the context of the lessons that could be learnt from the attacks on the Commissioner's systems.

Trustees agreed that the Audit and Risk Committee should ask the internal auditors to conduct a review of cyber security and also the Board's role in terms of cyber security, as this is an area of responsibility for the whole Board, and this will be recommended at the

Committee's next meeting on 19th February. The Audit and Risk Committee will report on progress to the next Board meeting in March.

Illtud gave a short introduction to the National Cyber Security Centre's *Cyber Security Toolkit for Boards*. The first step will be for the Head of ICT to facilitate the Executive Team to work through the individual areas, and he will hold 5 sessions with them over a period of 10 weeks. The Executive Team will then set priorities and allocate resources, with the intention of producing a Cyber Security Strategy and Action Plan. The Executive Team and Head of ICT will regularly report on progress to the Board.

2.4 Capital Plans

This report was discussed by the Financial Planning Committee on 15th January, and a more detailed report will be presented to the next meeting of the Committee in April. The report was also discussed at the 22nd of January meeting of the Buildings Panel, which has representation from CADW and Ceredigion County Council, and the Board was assured that this Panel is keeping an eye on managing risks to the building.

The detailed report to the Financial Planning Committee will include the risks in terms of managing capital expenditure, and state how the plans feed into the new Strategic Plan that will be in force from April 2021.

One of the main plans is to develop the Front Quadrant to improve visitor experience and increase income. This is an important project, and we need to submit a case to Welsh Government for funding. The Chief Executive also states in his report, to follow, that he has spoken with Ceredigion County Council about the Growth Deal, and that they welcomed this development as one that would contribute to the growth of the economy of Aberystwyth and Mid Wales.

2.5 Library Events Programme 2020

Owain Roberts presented the programme.

With the lockdown restrictions likely to continue for some time, and conditions unlikely to be conducive to physical events, the programme of virtual events will continue during 2021. Events are usually planned for a period of 6 months, however virtual events allow us to be more flexible in our planning, and as a result it is easier for us to respond to any changes.

We will look to see how we can take full advantage of the likelihood that more people will stay in Wales or come to Wales from the rest of the UK on holidays during the next period or over the next few years, and will also look at partnerships and collaboration with other organisations during the year.

The Hay Festival is one example of this, and here we have an opportunity to extend our reach and reach new audiences. We are also in discussion with the National Botanic Garden of Wales with regard to holding joint events, and the reopening of the Gregynog Gallery will provide distinct opportunities for events. We will also be considering events linked to the centenary that would have been celebrated last year. We will also participate in the 2021 Eisteddfod Amgen (*alternative Eisteddfod*), along the same lines as the 2020 Eisteddfod.

Section 3 Chief Executive and Librarian's Report

The Chief Executive gave an update on the National Broadcast Archive, and stated that the Library had accepted the conditions for the revised offer on 28th January, namely to secure agreements with S4C, Wales Millennium Centre, and record offices in Wales.

The Archive Project Programme Board will meet on 2nd February, and then quarterly thereafter. Trustees are represented on the Project Board by Quentin Howard. The Project Director is preparing a progress report for the Project Board, and this will be shared with the Board of Trustees. It is anticipated that approximately 8 members of staff will be appointed to work on the project over the next few months, and that a branding and marketing service will be procured.

It was explained that the Project's Programme Board is accountable to the Executive Team and that the Executive Team in turn is accountable to the Board of Trustees for delivering the project. Owain Roberts is the Project Owner, and Dafydd Tudur is the Programme Director.

Tailored Review – the Governance and Performance Committee will scrutinise the action plan at its meeting on 5th February, and will report back to the Board following that meeting. The Library will also have to report on progress to the Senedd's Culture Committee in due course.

The Chief Executive was pleased to state that we have recently received an unconditional legacy of over £1m. The Financial Planning Committee will discuss the use that could be made of this funding, and bring plans to the Board for further discussion.

Contemporary Art Gallery – as there is currently no progress, it would be appropriate for the Library to develop its own programme for the Gregynog Gallery for the next two years.

GWENLLIAN LANSDOWN DAVIES AND MIKE CAVANAGH LEFT THE MEETING AT 1.00.

Section 4 Compliance and Risk

4.1 Corporate Risk Register

The register was presented by Emyr Phillips.

There are changes to R1, R2 and R7 as a result of discussions on restructuring, GIA, the approval of the revised bid for the National Broadcast Archive and Brexit.

The Executive Team needs to revisit R11 - Cyber Security, and revise this further.

No specific risks had been highlighted following Brexit; however, it could well be too early for these to manifest.

Section 5 Financial Matters

5.1 Draft Budget 2021 - 2022

Emyr Phillips was thanked for preparing the draft budget, presented to the Financial Planning Committee on 15th January, which is now being presented to the Board for approval. We will revisit the budget and revise it following completion of the corporate restructure, and having assessed the impact of Covid-19 on commercial income.

The budget was unanimously approved by Trustees.

5.2 Management Accounts December 2020

The Management Accounts were presented by Emyr Phillips, who highlighted the following;

December's management accounts were presented with the revised figures for the 2020-21 budget and the projected out-turn for the year, based on the information currently available. The Library was advised that the reduction of £200k in Grant-in-Aid would be returned and that an additional £50k would be received for the increased costs of working with COVID-19. Therefore, the out-turn income for 2021-21 had increased £250k.

At the Board's request, it was agreed that the total of private funds should be displayed in Appendix 8 - Private Funds Movement, as well as in Appendix 7.

Section 6 Committee Reports

6.1 Draft Minutes of the Financial Planning Committee held on 15.01.21

The minutes were presented by the Chair, Lee Yale-Helms, who drew Trustees' attention to the fact that the Committee had given the Chief Executive approval to procure expert support to look at the Library's commercial activity and how to generate additional income.

The other matters discussed by the Committee had already been discussed by the Board, either during the closed session or during the open meeting.

Section 7 Any other business

7.1 2020 and 2021 Business Cycle

It was noted that the 2020 Business Cycle had been completed.

7.2 Board Trustee Appointments Campaign

The President asked Catrin Hughes, Sponsorship Officer, to update the Board on the process.

A joint campaign was held by the Library and Welsh Government to appoint 5 new Trustees to replace the Trustees whose terms will end on 31st March 2021.

7 individuals were interviewed on the 25th and 26th January, and Catrin will present a report to Lord Elis-Thomas MS next week. It was explained to candidates that there could be several weeks before they would hear about the appointments, however as the May election seems to be going ahead, which will entail a period of 'purdah', the process will need to be completed before then i.e. before the end of March.

The importance of maintaining consistent lines of communication with candidates was stressed, in order to avoid the delay witnessed during the previous joint appointments campaign.

7.3 Trustee Performance Appraisal Process

The President thanked Trustees for their cooperation in completing the process, and for their helpful feedback.

8. Any other business

The Chief Executive announced that he welcomed the appointment of Professor Elin Haf Gruffydd Jones as Director of the Centre for Advanced Welsh & Celtic Studies and wished her well.

An update was requested on the intention of creating a National Record Office for Wales, and the Chief Executive promised to circulate to Trustees the statement made by Lord Elis-Thomas

MS about the matter before Christmas. It was requested that the issue is set on the agenda for the Board meeting in March.

**** END OF THE OPEN MEETING ****