

## Minutes National Council



Date	Wednesday 15 March 2023	
Time	12.00pm-4.10pm	
Location	The Foundry, Arts Council England Birmingham Office and Microsoft Teams	
Present:	Sir Nicholas Serota CH (Chair)	Chair of Arts Council England
	Helen Birchenough	South West Area Council Chair
	YolanDa Brown OBE	National Council Member
	Bill Bush	National Council Member
	Sukhy Johal MBE	Midlands Area Council Chair
	Elisabeth Murdoch CBE	National Council Member
	Andrew Miller MBE	National Council Member
	Abigail Pogson	National Council Member
	Paul Roberts OBE	National Council Member
	Deborah Shaw	National Council Member
	Baroness Fleet CBE (Veronica Wadley)	National Council Member
	Kate Willard OBE	North Area Council Chair (item 7)
Apologies:	Roni Brown	South East Area Council Chair
	Jamie Njoku-Goodwin	National Council Member
	David Bryan CBE	London Area Council Chair
	Simon Mellor OBE	Deputy Chief Executive, Arts and Museums
Also Present:	Darren Henley CBE	Chief Executive
	Laura Dyer MBE	Deputy Chief Executive, Places and Libraries (item 6)
	Mags Patten	Executive Director, Communication and Public Policy
	Navees Rahman	Executive Director Chief Finance & Resources Officer
	Francis Runacres MBE	Executive Director, Enterprise and Innovation
	Richard Russell	Executive Director and Chief Operating Officer
	Ruth Alaile	Director, Governance and Planning
	Emma Bearchell	Senior Manager, Funded Organisations (Item 4)
	Eddie De Souza	Director, Investment Operations and Resources (Item 5)
	Michelle Dickson	Director, Strategy
	Kirsty Grant	Senior Officer, Governance (minutes)

Collette Cork-Hurst	Senior Manager, Diversity Policy and Research (Item 4)
Claire Mera-Nelson	Director, Music and London (Item 6)
Alex Middleton	Senior Manager, Funded Organisations (Item 9)
Vicky Taylor	Senior Manager, CRF Loans Investment (Item 6)

Area Council Development Programme Participants (Item 11):

Kafayat Adegoke  
 Edenamiuki Aiguobasinmiwin  
 Porcelain Delaney  
 Sean Lawless  
 Chelsea Morgan  
 Becki Parker  
 Lauren Townsend

<b>1.</b>	<b>WELCOME AND APOLOGIES</b>	<b>Action</b>
1.1.	The Chair welcomed members of National Council and the Executive Board to the meeting. Apologies were received from Roni Brown, Jamie Njoku-Goodwin Kate Willard and Simon Mellor.	
1.2.	The Chair and Council welcomed Navees Rahman the new Chief Finance and Resources Officer to the Arts Council and their first National Council meeting.	
<b>2.</b>	<b>DECLARATIONS OF INTEREST</b>	
2.1.	National Council members were asked to declare any interests in matters or connections with any organisations due to be discussed.	
2.2.	No interests were declared.	
<b>3.</b>	<b>MATTERS ARISING FROM THE PREVIOUS MEETING</b>	
3.1.	National Council were asked to note the Action Point Planner outlining progress on outstanding actions.	

<b>4.</b>	<b>2023-26 NATIONAL PORTFOLIO INVESTMENT PROGRAMME</b>	
	(Collette Cork-Hurst and Emma Bearchell joined the meeting)	
4.1.	Michelle Dickson introduced this item which provided National Council with an update on the 2023-26 National Portfolio Investment Programme including: progress on finalising the funding agreement negotiation process; the approach being taken to risk and intervention for the 2023/26 portfolio; the Equality Action Plan for the investment programme; and an update on the Transfer, Transition and Transform programmes.	
4.2.	Michelle provided an overview of the approach and outcome of the funding agreement negotiations. Following the conditional offers being issued in November 2022, organisations were required to submit updated activity plans, investment principle plans and financial documentation. These plans had been reviewed by the Arts Council, with each organisation's plans receiving a Red, Amber or Green (RAG) rating. The Amber rated plans will have additional conditions added to the funding agreement to address them. The red rated plans had been referred to National Council for a decision.	
4.3.	National Council considered the recommendations made by Executive Board on the three red rated organisations, and noted they were supportive of the recommendations in each case.	
4.4.	Michelle Dickson updated National Council on the revised activity plans submitted by organisation. She advised that the percentage reduction in activity across the portfolio is well within the 15% tolerance previously agreed to reflect the inflationary pressures.	
4.5.	National Council noted the approach for monitoring risk, and organisations in difficulty over 2023-26.	
4.6.	National Council went on to consider the Equality Analysis action plan for the 2023-26 Investment Programme. Members reflected on the low number of applications and awards to Black, Asian and Ethnically Diverse and Disability led IPSOs and asked to be kept updated on the plans for addressing this ahead of the next round.	Mags Patten/ Abid Hussain

4.7. National Council noted the update provided on the Transfer, Transition and Transform programmes. They were also updated on the position on Subsidy Control in relation to the 2023-26 Investment programme.

4.8. National Council AGREED:

- a) [.....]
- b) [.....]
- c) [.....]
- d) to approve the Equality Action Plan for the 2023-26 Investment Programme ahead of it being published on the Arts Council website.

*[Information has been withheld here in line with the requirements of **section 43(2) of the Freedom of Information Act 2000 – prejudice to commercial interests**. A public authority is entitled to withhold information under this provision where disclosure of that information would be likely to prejudice the commercial interests of any persons or organisations, including the Arts Council itself.]*

(Collette Cork-Hurst and Emma Bearchell left the meeting)

## 5. NATIONAL PORTFOLIO INVESTMENT PROGRAMME COMPLAINTS

(Eddie De Souza joined the meeting)

5.1. Michelle Dickson introduced this item which presented National Council with the recommendations on three 2023-26 National Portfolio Investment Programme applications which were re-entered into the application process as a result of offering early resolution for their respective complaints.

5.2. National Council were provided with an overview of the complaints process and were reassured to note that only 17 complaints were received from a pool of over 1700 applicants.

5.3. National Council thanked the Investment Centre teams for all their work in coordinating the process over the last 3 years, from design

and development through to decision making, and now managing the complaints stage.

5.4. National Council considered the re-assessments for the 3 applications and the recommendation from Executive Board.

5.5. National Council AGREED

a) To offer National Portfolio funding for the 2023/26 period to the Robin Hood Health Foundation at the level of £72,230 per annum.

b) [.....]

c) To offer National Portfolio funding for the 2023/26 period to the Culturapedia at the level of £52,072 per annum

*[Information has been withheld here in line with the requirements of **section 43(2) of the Freedom of Information Act 2000 – prejudice to commercial interests**. A public authority is entitled to withhold information under this provision where disclosure of that information would be likely to prejudice the commercial interests of any persons or organisations, including the Arts Council itself.]*

(Eddie De Souza left the meeting)

## 6. ENGLISH NATIONAL OPERA UPDATE

(Vicky Taylor and Claire Mera-Nelson joined the meeting)

6.1. Francis Runacres presented this item which updated National Council on discussions with English National Opera in relation to the funding agreement for 2023/24 and ongoing work by ENO on planning and modelling for the transition years 2024/25 to 2025/26 and the new artistic vision and business model for ENO for 2026 onwards.

6.2. National Council noted the update and the plans for their meeting of the 27<sup>th</sup> March where a paper would be presented for decision on the transition budget for 2024-26.

(Vicky Taylor and Claire Mera-Nelson left the meeting)

**7. PRESENTATION ON AREA COUNCIL DEVELOPMENT PROGRAMME**

(Kafayat Adegoke, Edenamiuki Aiguobasinmiwin, Porcelain Delaney, Sean Lawless, Chelsea Morgan, Becki Parker, Lauren Townsend and Kate Willard joined the meeting)

7.1. National Council were joined by participants of the Area Council Development Programme pilot.

7.2. Two of the programme participants; Porcelain Delaney and Sean Lawless talked about their experiences of the programme which was developed to: support participants in developing their understanding of governance and governance roles; give participants an insight into the Arts Council's governance structures; prepare participants for Board positions; and support them in being able make strong applications to the North Area Council or other governing bodies.

7.3. National Council were really pleased to have the opportunity to hear first hand their experiences; the elements of the programme that they valued the most as well as what could be improved. Participants particularly valued the opportunity to experience real life board meetings, they thought the session on language and jargon busting was extremely helpful and they also enjoyed digital workshops including a session on the Arts Council's approach to risk.

7.4. Participants also highlighted some key areas for development for future iterations of the programme including a more structured buddying system for participants to ensure consistency of experience and better marketing of the programme to increase awareness of the programme internally amongst ACE colleagues and externally to potential candidates.

7.5. National Council noted their thanks to Kate Willard and North Area Council members for driving the development of the programme.

7.6. Members noted that an evaluation of the programme was being produced and will be shared later in the year and it was agreed this would be discussed further by Area Chairs at their next meeting.

Chair

(Kafayat Adegoke, Edenamiuki Aiguobasinmiwin, Porcelain Delaney, Sean Lawless, Chelsea Morgan, Becki Parker, Lauren Townsend and Kate Willard left the meeting)

**8. DELIVERY PLAN ACTIONS FOR 2023/24**

8.1. Michelle Dickson introduced this item which asked National Council to review the approach to the Delivery Plan 2023/24 refresh, including updates on the actions, due to be published externally in May 2023.

8.2. National Council were supportive of the proposed approach and suggested some minor amendments.

8.3. National Council AGREED to the proposed approach to the Delivery Plan refresh, including the set of Actions proposed for delivery in the 2023/24 period, as recommended by Executive Board.

**9. QUARTERLY INVESTMENT RISK REPORT**

(Alex Middleton joined the meeting)

9.1. Alex Middleton introduced this item which updated National Council on the risk profile of the National Portfolio and risk assessment compliance rates on 31 December 2022.

9.2. National Council noted the next report would be final report on the current portfolio. National Council discussed the impact of the current economic climate on the portfolio's risk profile.

National Council NOTED the risk report.

(Alex Middleton left the meeting)

**10. 22-25 FRAMEWORK DOCUMENT AGREEMENT**

10.1. Ruth Alaile provided an overview of the Draft DCMS -ACE framework document 2022-25 which sets out the core

	responsibilities as well as the governance and accountability frameworks that apply between DCMS and the Arts Council.	
10.2.	Ruth outlined key elements of the Framework document and the discussions with DCMS about its clauses.	
10.3.	During discussions National Council reflected that it would be useful to have a table setting out the Arts Councils Governance committees and principle sub-committees and where key decisions are made.	
10.4.	National Council noted the draft Framework document would be shared for comment and approval by E-Decision.	Ruth Alaile/ Governance team
<b>11.</b>	<b>AREA COUNCIL AND OTHER NC SUB COMMITTEES ALLOWANCE</b>	
11.1.	Ruth Alaile introduced this item which updated National Council on discussions about an attendance allowance for freelancers/self-employed on the Arts Council's Area Councils and other sub committees.	
11.2.	National Council welcomed the paper and were strongly in support of introducing an attendance allowance, noting the significant proportion of self-employed and freelancers within the sector and the lack of remuneration as a potential barrier to achieving greater diversity on our non-executive panels and committees. It was noted that National Council members were currently excluded from the proposal due to the provisions of the Arts Council's Royal Charter. Members reflected on the need to revisit this at an appropriate time.	
11.3.	National Council recognised that further details around appropriate eligibility criteria need to be worked out. They also noted that further work is being done to look at affordability and that discussions with DCMS on the matter are ongoing.	
11.4.	National Council noted the update.	
<b>12.</b>	<b>AREA COUNCIL APPOINTMENTS</b>	
12.1.	The Chair introduced this item which asked National Council to	



agree two appointments to the Midlands Area Council and note a Mayor of London appointment to the London Area Council.

12.2. National Council AGREED to:

- a) to the appointments of Cllr Jayne Francis and Parminder Dosanjh to the Midlands Area Council from the 1<sup>st</sup> April 2023 – 31<sup>st</sup> March 2027.
- b) Note the appointment of Victoria Dela Amedume to the London Area Council made by the Mayor of London.

**13. CHAIR AND CHIEF EXECUTIVES UPDATE**

13.1. The Chair and Darren Henley introduced this item.

13.2. National Council were provided with an update on the outcome of the Spring Budget and were pleased to note the retention of Cultural Tax Reliefs. They congratulated all staff involved in gathering data and evidence in support of the case for the retention of the higher rates of the cultural tax reliefs.

13.3. Members also received a progress update on the Arts Council's internal Inclusion Review.

13.4. National Council were provided with an update on the Music Education Hub investment process. It was confirmed that the consultation with the sector on the proposed geographic areas for Music Education Hubs has gone live. Feedback from this survey will be used to finalise the new Music Hub areas, which we intend to publish in late Spring 2023 with the Investment Programme guidance for applicants.

13.5. National Council AGREED to note the update.

**Meeting Closed: 16:20**

**Next Meeting: 15 March 2023**