

**Tha Board O Ulster-Scotch  
95th Board Meeting  
18<sup>th</sup> December 2009  
Ulster-Scots Agency Board Room  
Belfast**

<b>Present;</b>	Mrs Angela Graham
	Mrs Jacqui Reed
	Dr Ian Adamson
	Mr William Humphrey
	Mr William Leathem
	Mr John Hunter
<b>In attendance:</b>	Mr Michael McCullough
	Mr Jim Millar
	Miss Hazel Campbell
<b>Recording Secretary:</b>	Ms Lyndsey Hanna

**1. Welcome from the Chairperson**

- 1.1 Mrs Graham welcomed and thanked Board members for attending the 95<sup>th</sup> Board Meeting in the Ulster-Scots Agency offices. She thanked the Board for all the assistance she has received from them during her time as the Acting Chairperson of the Ulster-Scots Agency Board.
- 1.2 Mrs Graham welcomed the interim Chair of the Board, Mr John Hunter and the interim Chief Executive Officer, Miss Hazel Campbell.
- 1.3 As interim Chairperson of the Board, Mr Hunter proceeded from this point to Chair the Board meeting.
- 1.4 Mr Hunter welcomed everyone to his first meeting as interim Chair and said that it was an honour to be asked to Chair the Board of the Ulster-Scots Agency.
- 1.5 Mr Hunter gave an overview of his experience and wealth of knowledge on corporate governance issues. He indicated that he was keen to gain an understanding of the work of the Ulster-Scots Agency and to developing good working relationships with the Board members.

## **2. Apologies**

- 2.1 There were no apologies.
- 2.2 At this point Mr Hunter informed the Board members that a new southern appointment had been made to the Board. Mr Tony Crookes will be in attendance at the next Board meeting. A further new southern appointment to the Board is still to be announced.

## **3. Minutes of last Meeting**

- 3.1 The minutes of the last Board meeting were tabled. The Board accepted the minutes of the previous Board Meeting with some minor amendments.
- 3.2 Mr Hunter requested that the minutes of future Board meetings should be more expansive.
- 3.3 *Proposed and Agreed: that the minute be accepted.*

## **4. Matters Arising**

### **4.1 CEO Targets**

Miss Campbell informed the Board members that DCAL had confirmed that there would be no bonus payments to be considered for the CEO for 07/08 or 08/09 because targets were not agreed and no assessment of performance was made by the Board.

Mr Humphrey asked the Chair for clarification on who set the targets for the CEO. Mr Hunter informed Mr Humphrey that the targets are meant to be agreed between the CEO and the Board members at the beginning of the year, then they should be signed off and agreed by the Departments. The targets should include personal performance targets as well as the Agency Business Plan targets. Without such targets being stated at the start of the reporting period, bonuses cannot be considered.

- 4.2 Mrs Graham informed the Board that she had sent a card to Mr Patton, Chief Executive Officer at the Agency on behalf of the Board.

#### **4.3 Plantation Project**

Mr Millar provided the Board with a verbal update on this matter. He reminded the Board that the original Business Case for the Plantation Project had been suspended; however, a new revised business case would be tabled in 2010.

#### **5. Appointment to Audit Committee**

- 5.1 Mr Hunter noted the written confirmation from Mrs Graham her resignation as a member of the Agency Audit Committee.
- 5.2 At this point Mr Leathem gave his verbal resignation as a member of the Audit Committee. Mr Hunter asked that Mr Leathem confirm this in writing immediately.
- 5.3 Mr Hunter highlighted that this left Mr Dolan from Safe Food Ireland as the only existing member of the Audit Committee. Mr Hunter advised the Board members that the Audit Committee was an important committee and that it was vital that this is up and running. He invited nominees for new appointments to the committee.
- 5.4 As there were no nominations forthcoming, Mr Hunter advised that this would be on the Agenda for the next meeting.

#### **6. Interim Chief Executive Officer's Report**

- 6.1 This report was tabled.
- 6.2 Miss Campbell gave a brief overview of her first two weeks as interim Chief Executive Officer at the Agency.
- 6.3.1 She highlighted the following issues:
  - 6.3.1 The recent media queries questioning areas of expenditure on value for money grounds
  - 6.3.2 Staff training on the requirements for business case/ economic appraisal to support investment;
  - 6.3.3 The 2005 consolidated accounts for the language body were formally signed off;
  - 6.3.4 The Agency's 2006 accounts have been finalised and are ready for consolidation with Foras na Gaeilge accounts;

- 6.3.5 Helm consultants have completed their work on the Agency's 2007 accounts and these have been forwarded to the NI Audit Office;
- 6.3.6 Meetings had taken place with the Ulster Scots Community Network and the Ulster Scots Language Society to discuss the way forward on their funding applications for 2010.
- 6.4 Miss Campbell recommended to the Board that a new tender exercise should be completed for the services of the Agency Internal Auditors as the HELM contact was due to end on 31 December 2009.
- 6.5 Mr Hunter advised the Board members that this was good practice for the Agency to re-tender these services.
- 6.6 *Proposed and Agreed: that the Agency tender for this service, through Construction Procurement Directorate of DFP.***
- 6.7 Miss Campbell also informed the Board members that the 'Letters of Offer' for applications to the Financial Assistance Scheme for music and dance tuition were being prepared for issue.
- 6.8 Mr Leathem indicated that he was not pleased with the actions the Agency had used to promote the new website. He had difficulty explaining this to community groups who had not yet received their grants for summer festivals. Mr Leathem asked that this be recorded in the minute.
- 6.9 Dr Adamson said that he had received positive feedback from members of the public who attended the event at Ravenhill. He felt that the event had been successful in raising the Agency's profile.
- 6.10 Mr Hunter advised the Directors that the Board needs to be informed of all marketing and publicity events before they proceed.
- 6.11 Miss Campbell informed the Board that the Agency would be engaging in 'Robert Burns Celebrations Commemorations' from Monday 25<sup>th</sup> to Friday 29<sup>th</sup> January 2010. The Agency would like to use the Visitors Centre to invite the local community and public to participate in the celebrations through poetry, music and dance. The anticipated spend for the event would be around £3k.
- 6.12 *Proposed and agreed: After discussion the Board agreed for this event to proceed subject to it being taken to County Donegal for one day during the week.***

## **7. Corporate Governance**

- 7.1 Miss Campbell informed members that she would be arranging 'Onboard' training for the new Board members and she suggested that the Board as a whole receive this training along with the Directors of the Agency. Training would also be arranged for the members of the Audit Committee when appointed.
- 7.2 Mr Hunter informed the Board that he was the Chair of the Chief Executive's Forum who organised this training. He encouraged all members to attend.
- 7.3 The Board agreed this proposal.
- 7.4 *Proposed and Agreed: that this training is arranged for early 2010.*

## **8. Finance Reports**

- 8.1 Tables were distributed showing expenditure to date and the anticipated spend to the end of the financial year (December 2009).
- 8.2 Miss Campbell also tabled a letter received from the Sponsor Departments directing the Agency to restrict spend to 80% of profile for 2010 until the budget allocation was been agreed.
- 8.3 Mr McCullough advised the Board that the Agency's revised budget was £3.208m for 2009 and the Agency is on track to spend this by 31 December 2009. The Agency had delivered the required 3% efficiency savings.
- 8.4 Mr Hunter noted that the Agency had a large anticipated spend in December 2009, compared to other months. Mr McCullough advised that every effort was being made to process outstanding grant claims before the end of the year.
- 8.5 Mr McCullough also advised the Board that he was waiting further clarification on the budget for 2010. He was unsure whether the 80% restriction applied in addition to the 6% efficiency savings target.
- 8.6 Mr Hunter requested the Executive to seek immediate clarification on this point.
- 8.7 Mr Hunter queried the expenditure incurred on rental of accommodation. Mr McCullough advised that this included costs for rental of the Agency's previous premises as well as covering the rental of the current premises of the USCN and USLS on the third floor.

- 8.8 Mr Hunter requested that future financial reports should be colour coded for ease of reference for Board members.

## **9. Budget and Business Plan Progress 2010 Budget Allocation**

- 9.1 Miss Campbell reported that the Agency had received comments from the Departments on the Agency's draft 2010 Business Plan and these were tabled for discussion.
- 9.2 Miss Campbell advised that further work was needed to bring the plan to the point where it could be approved by the Sponsor Departments and Finance Departments.
- 9.3 Mr Hunter advised that he has not yet had the opportunity to review the plan but will be doing so in the forth coming weeks.
- 9.4 Dr Adamson advised that there were some points in the Departments response that he did not agree with. Dr Adamson was asked to forward his comments to the Executive.
- 9.5 Mr Hunter welcomed feedback from all the Board members on the draft plan.
- 9.6 The Board noted that the final budgets for 2010 were unlikely to be agreed until the Business Plan was approved by the North South Ministerial Council.

## **10. Core Funded Organisations**

- 10.1 Mr Humphrey left the meeting at this point.
- 10.2 Miss Campbell provided the Board with an up-date on the correspondence and meetings she had with the USCN, the USLS and the Ullans Centre who currently receive core funding from the Agency. The USCN and the USLS were deeply concerned about the decisions taken at the previous Board meeting to reduce funding in 2010. Furthermore, the USCN had already taken action to fill posts based on the decisions taken at the May 2009 Board meeting.
- 10.3 Mr Hunter reflected on the difficult climate for public expenditure and advised that there needed to be a clear rationale and strategic approach to funding decisions backed by an approved business case. Without this there was a danger of ad hoc solutions being taken.

- 10.4 The Chairman advocated that an independent evaluation should be carried out for all core-funded bodies and that the outcome of this would inform future funding decisions.
- 10.5 Mrs Reed left the meeting at this point to allow consideration of the request for funding for Monreagh.
- 10.6 The Board agreed that Monreagh should be included in the evaluation. Miss Campbell circulated a proposed terms of reference for the evaluation and the Board agreed that an independent consultant should undertake this.
- 10.7 *Proposed and Agreed: that the independent evaluation of core funded groups should proceed.***
- 10.8 Mrs Reed returned to the meeting.
- 10.9 The Board then considered what level of funding should be awarded in the interim.
- 10.10 After discussion the Board agreed to respond to each organisation as follows:

**10.10.1 USCN:** In deciding the way forward for 2010, the Board took account of the Agency's budget position where it has been instructed by the two Sponsor Departments to operate at 80% of indicative budget and also the fact that the USCN has consistently underspent on its allocations to date. The Board agreed to offer USCN an award of £300k for the 2010 calendar year.

The Board also agreed that the USCN could prioritise how it would allocate the £300k award with the condition that the main focus should be on community development work and strategic projects.

**10.10.2 USLS:** The Board agreed that in the interim the Ulster-Scots Language Society should continue to be funded for publications work. The Board agreed to fund the salary of both the Administrative Officer and the part-time Administrative Support Officer for 2010.

The Board also agreed that the Agency should receive copies of minutes of Society meetings, details of their membership and their annual report and accounts as soon as possible to satisfy governance requirements. The Agency should also receive more detailed reports on the outcomes delivered. The offer of funding would be conditional on meeting these requirements.

**10.11 *Proposed and Agreed:*** *that the above decisions be communicated to the organizations involved.*

**11. Financial Assistance Scheme**

11.1 Mr McCullough informed the Board that the grants team were currently preparing the letters of offer for music and dance tuition. Mr Leathem was concerned that the groups needed to be advised of their offer as soon as possible as tuition was due to commence in January 2010. Miss Campbell agreed and advised that this would be given priority.

**12. Lawrence Holden Project**

12.1 Mr Millar reported on the meetings he had held with the Arts Council (ACNI) and DCAL with regards to a possible funding package for the project.

12.2 A paper was presented on this matter to the Board.

12.3 Funding from the ACNI for two years has been agreed at 25% of the annual cost.

12.4 The Board approved funding for two years through the Working with Others Programme for the completion of this project.

12.5 The Board further agreed that work targets for this project should be established by Dr Holden in order to sign post progress for the two year period.

**13. Progress Report on Agency Performance**

13.1 A report on progress against the targets in the Agency's business plan was circulated. The Board noted that there were still some staff appraisals outstanding due to the absence of the Chief Executive Officer.

**14. Staffing**

14.1 Miss Campbell advised that the advertisement for recruitment of the Staff Officer Accountant post would go to press in the New Year.

14.2 Mr McCullough informed the Board that interviews would be taking place on Monday 21 December 2009 for the position of Grants Administrative Assistant.

14.3 He also informed the Board that three tutors have recently been appointed to roll out the tuition programme.

**15. AOB**

**15.1 Oot an Aboot**

The Chairman advised that the latest edition of the Agency Oot an Aboot magazine had recently been circulated. Mrs Reed complimented the Executive on the quality and content.

**15.2 TV Programme**

Vinegar Hill is to provide a completed copy of the film on DVD and a date for broadcasting is to be sought to allow final payment to be made.

**15.3 First Derry Presbyterian Church**

Miss Campbell advised that the Agency has been approached by the NITB to contribute £4k towards the preparation of a plan for an interpretative centre at the church which was undergoing a major restoration Project, part funded by the Tourist Board. This was part of the wider Walled City Signature Project. Miss Campbell advised that the project could be considered under the Agency's Working with Others Scheme. A formal proposal would be put to the next meeting of the Board.

**15.4 North South Ministerial Council (NSMC)**

Mrs Graham gave a report on the recent NSMC meeting she attended as acting Chairperson.

**16. Date and Venue of next Board Meeting**

16.1 The next meeting will take place on Wednesday 27<sup>th</sup> January 2010.

Signed:í í

Date:í í

