

In confidence

Tuesday 1st June 2021 10.30 – 14.00

MINUTES**Present**

Stevie Spring	Chairman
Rachel Lomax	
Mark Beddy	
James Cronin	
Stephen Deuchar	
Yasmin Diamond	
Debbie Forster	
Rob Humphreys	
Malcolm Press	
Clare Reddington	
Fiona Salzen	
Sushil Saluja	
Seona Reid	Observer

In attendance

Kate Ewart-Biggs, Interim Chief Executive (CEO)
Richard Thomas, Chief Finance Officer (CFO)
Andy Williams, Chief Operating Officer (COO)
Charlie Walker, Interim Director Global Network
Mark Walker, Director Transformation
Andrew Horton, Director Digital, Partnerships and Innovation
Scott McDonald, Chief Executive Designate (observer)
James Hampson, Director UK region and External Relations (item 3)
Alison Coutts, Secretary

1. Chairman's introduction

1.1 Apologies for absence & declarations of interest

Tom Drew and Rageh Omaar had sent apologies for their absence. There were no declarations of interest.

1.2 Minutes

The minutes of the meeting of 6th May were approved.

Matters arising: the Chairman reminded Trustees that the advertisements for FCDO-appointed trustees are still live and that we are waiting for confirmation of the panel members, shortlisting and interview dates.

The Chairman also referred to the announcement earlier in the day introducing Scott McDonald as the new CEO from 1st September. She then thanked Kate on behalf of the Board for her excellent leadership in the interim which the organisation will continue to benefit from when she takes up the Deputy CEO role. She noted that she had invited the CEO designate to join the meeting as an observer if Trustees agreed. They confirmed that they would welcome his attendance and he joined the meeting. She also welcomed Seona Reid to the meeting as an observer before joining as a Trustee later in the month when Rob Humphreys steps down.

2. News from the network

The CEO and Director Global Network briefed trustees as follows.

The ceasefire in Israel and the Occupied Palestinian Territories (OPT) is holding and the focus is now on continuing to provide trauma counselling and support to staff whilst resuming delivery. The conflict has given rise to the expression of strong feelings on the political situation by a number of UK staff on internal discussion fora, with some urging us to take a public position. We have agreed that there is a communications gap we need to address to help wider teams understand our apolitical stance and the access this gives us to engage through our programmes whilst protecting our staff.

The impact of the pandemic in India is reducing though a number of staff are still affected and much of our activity is still suspended. Nepal is at the peak of a second wave and we are withdrawing all UK staff apart from the Country Director.

The Trustees were also updated on Iran.

The background paper shared with the Board on a re-costed financial proposal for the management of Turing, E+ residual and Tier 5 will be followed by a request for approval to submit in the next couple of days in order to meet DfE's deadline of 4th June.

We will be launching our Climate Connection Campaign on 3rd June ahead of COP26. The campaign will focus on a series of events and debates which through education, art, science and cultural exchange will bring people around the world together to address the challenges of climate change.

3. UK elections update

The Chairman welcomed James Hampson to the meeting.

James Hampson, Rob Humphreys and Seona Reid made some introductory remarks with reference to the background paper. They reminded Trustees that the session was a follow on from the deep dive on devolution and noted that since then the business plan has been updated to give greater prominence to our commitment to work for whole of UK and to show the distinctiveness of the four nations. They also gave an update on the election results in each country and changes relevant to the British Council.

Trustees made the following points. It is important to stay close to the Scottish and Welsh Governments and Northern Ireland Executive to remain aligned with and of value to their priorities. A four-nation strategy supported by disaggregated data on our impact will help to demonstrate the benefits of our programmes in supporting their international ambitions. The organisation is in a strong position to navigate the complexities inherent in balancing the UK government's agendas with the needs of the four nations. Our relationships on the ground are crucial to ensure we get this right. In England it is more difficult but working through a network of organisations which work with young people is providing a good base. We will build on this with a series of events across England leading up to the Commonwealth Games in Birmingham and Coventry City of Culture. It's important that the diversity and distinctiveness of the four nations and the opportunities this gives us is more widely understood by colleagues across the world

The Chairman thanked the presenters for an extremely useful session.

4. Transformation update

Director Transformation gave an update as follows.

We are close to finalising the loan and expect it to be signed off this week. We should also soon receive a ministerial letter setting out GIA allocations and presence decisions which is important as it will impact on messaging.

Assuming both are signed off this week then the all staff announcement is planned for the week of 8th June. Formal consultations with the unions will also take place that week. In the meantime we have been having ongoing conversations with staff on the financial situation and our strategy in order to set context. The announcement will acknowledge that redundancies are inevitable and give an indication of scale as well as the order in which the transformation of different departments will happen over the next 3 years. The communications pack will be shared with Trustees.

Trustees agreed that the approach was strong. They also noted the importance of portraying a sense of optimism for the future whilst being sensitive to those who will be impacted most by the changes. They acknowledged that this is complex and will require nuanced messaging.

5. Forecast and loan

The CFO highlighted the following.

Forecast

Overall performance in April has been positive largely due to good cost management. However we continue to face operational challenges from the pandemic, particularly in India, Pakistan and Bangladesh with the ongoing cancellation of various exams and teaching operations. There is also a risk of further unplanned closures.

The Chair of the Cashflow Committee confirmed that cash performance has been better than planned but will need to be monitored carefully as there is likely to be more volatility.

Loan

The loan agreement is still with the CST for approval. Once that has been received Trustees will be notified and asked for their approval. The main terms and conditions are as expected, with phased drawdowns against the loan according to cashflow requirements and against business cases which the FCDO will approve.

The Chair of the Cashflow Committee confirmed that the Committee has reviewed the terms and conditions frequently and recommended that the Board accepts them and approves when asked.

6. Examinations strategy

The CFO gave a short verbal update on the emerging examinations strategy.

7. Corporate Plan

The COO noted the following. The Corporate Plan is a key external document and it's important that the narrative is right. Therefore, as we're still waiting for ministerial sign off on critical issues such as the loan and grant allocations, the proposal is to delay publication until mid-July to allow time to update it. A final version will come to the Board for approval on 6th July.

Trustees agreed that the delay was sensible. They commented that it provides some space between the imminent communications on transformation and those on the forward-looking Corporate Plan which is helpful. They also agreed that Yasmin Diamond, James Cronin and Rageh Omaar would review the plan in June before submission to the full Board.

8. End of year performance report

The COO highlighted the following.

The report shows the resilience of commercial operations and particularly exams, which in spite of the huge challenges from the pandemic has still come in with a surplus. Digital innovation on new products and ways of engaging with customers has also been impressive as has the shift to new ways of working over a short time. In the UK the pandemic came in the middle of the Stratford move project, yet the team delivered it on time and with more savings than planned. The report provides examples of fantastic work delivered across the network in spite of major challenges. It also covers our work with government which has been all-consuming for many staff.

Trustees agreed that it was a great reminder of the amazing work and impact we've had all over the world in an extraordinary year and expressed their appreciation for an excellent document.

9. Report from the Commercial Committee meeting

The Chair of the Commercial reported that the Committee had considered operational performance over the last year and had commended the team for a strong business performance. They'd also had a presentation from Blenheim Chalcot on the EnglishScore joint venture. They'd agreed it's a successful initiative and has demonstrated the value of being bold in our approach to digital innovation.

10. Any other business

The Chairman reminded Trustees to complete the diversity monitoring form to provide a baseline to feed into final changes to the Board.

She then noted that this was Rob Humphrey's last meeting before his term ended on 10th June. She thanked him on behalf of the trustees and the executive for his valuable contribution over the last 2 years and in particular for being a great advocate for ensuring a strong and positive focus on all four nations of the UK and the distinctiveness they bring to our mission. Trustees wished him well for the future.

There was no other business and the meeting finished at 13.00

There followed an in camera session with Trustees.