

Boardroom, George IV Bridge
Monday 27 November 2017, 13:30

Present: Kenneth Calman (Chair - KC), Neil McIntosh (NMc), Ruth Crawford (RC), Helen Durndell (HD), Dianne Haley (DH), Iain Marley (IM), Adrienne Scullion (AS), Amina Shah (ASh), Melissa Terras (MT), and Carmel Teusner (CT).

In attendance: John Scally (National Librarian - JS), Anthony Gillespie (Associate Director of Business Support - AG), John Coll (Head of Access - for item 14 - JC), Alex Miller (Head of External Relations and Governance - AM), Robin Smith (Head of Collections and Research - for items 15 and 16 - RS), Linda MacMillan (Capital Projects Programme Manager - for item 17 - LMac), Mungo Bovey (Faculty of Advocates - MB), Jan Usher (TUS representative - JU), and Helen Jackson (Board Support and Compliance Officer - minutes - HJ).

Minutes of meeting

The meeting opened with a presentation by Hugh Dan MacLennan (HDM) about his work as the Library's Sportswriter in Residence. The Chair thanked HDM for the presentation. HJ to circulate slides.

1 Chair's Welcome

The Chair welcomed members to the meeting. He noted the Governance Committee had taken on the issue of Board self-assessment and would report back at a later Board meeting.

2 Apologies for absence

Apologies were received and noted from Fiona Robertson (FR), Noreen Adams (NA), and Simon Learoyd (SL).

3 Declaration of Interests

The Chair requested any declarations be made at the appropriate point in the agenda.

4 Minutes of meeting of 25 September 2017

The Board approved the minutes with the following corrections to item 17. HJ to amend.

- First sentence of eighth point to be changed, at FR's request, to: 'FR noted, and the Board agreed, that a thorough options appraisal should have been provided for good governance'

- 13th point to be changed, at CT's request, to: 'CT asked for, and received, confirmation the cost was recurring. She requested it was recognised as such in requests for funding.'

MB commended the quality and level of detail of the minutes.

5 Actions outstanding and matters arising from previous meetings

The Board noted no actions were outstanding.

6 Draft minutes, Audit Committee, 14 August 2017

The Board noted the minutes.

7 Draft minutes, Staffing and Remuneration Committee, 01 November 2017

The Board noted the minutes.

8 NLS Foundation update – minutes from 06 November 2017

The Board had no comment on the Foundation's minutes.

9 National Librarian & Chief Executive's Report

KC introduced paper BM/17/56 and commended the quality and range of the report. He noted the Librarian's reports were now published online. The Board discussed the report.

- KC passed on FR's commendation of the Learning at Work Week section
- ASH congratulated the Library's staff on the improved reader registration process
- MT applauded the presence of a digital component in items throughout the report, illustrating that digital was now embedded in the core business of the Library
- CT asked JS for his response to the conference 'Priorities for the creative industries in Scotland post-Brexit.' JS noted Brexit was still causing confusion across the sector and this came through during the conference
- AG confirmed the staff survey participation rate as 80% (79% in 2016)
- NMc additionally noted the 'engagement index' was 66%, five points above the Civil Service average and one point above the Civil Service high performers average. He also noted an 83% positive score for 'organisational objectives and purpose.'

10 Audit Committee report

DH spoke to paper BM/17/57, highlighting:

- Audit Committee had also received a report about progress on Internal Audit actions, which provided good assurance
- Stuart Lewis's digital update paper had been helpful, emphasising the need to have stable infrastructure in place to allow delivery of the Library's digital strategy
- Stewart Lewis's paper had highlighted the need for digital culture change to be built into everything. DH noted the link to the HR Plan
- IM agreed with DH on the importance of the Library's operational plans demonstrating how culture change is being addressed along with technical and financial challenges.

KH proposed, and the Board agreed, that Digital should be a key area for discussion at the Board Away Day in February 2018.

11 Library Plan – Q2 update

JS introduced, and the Board discussed, paper BM/17/58:

- AM reported the development team's recent success in obtaining £350k from the Heritage Lottery Fund (HLF) towards funding a joint project with the National Gallery to acquire the Murray MacKinnon photo collection
- The Board discussed user satisfaction, highlighting the importance of monitoring this area
 - AG confirmed the low score for the Q1 onsite visitor was due to the quality of toilet facilities at Kelvin Hall. This has been fed back to landlords Glasgow Life
 - AG confirmed the Q2 offsite score was also from a single visitor
 - AG noted a planned user survey in February would provide more detailed information.
 - ASH asked whether surveys reached non-users. AM confirmed the annual omnibus survey included non-users, and had specific questions asking if respondents used the National Library or any library.
- DH asked if more resource was needed for cataloguing Hidden Collections. JS did not believe resourcing was a problem. He noted delays in Q2 were a result of the relevant Collections Management team moving from Pentland House to Causewayside. Manuscripts had obtained additional funding from the Foundation to address resource issues
- JS confirmed the 2.3M web sessions included all visitors to the website, not just logged-on registered users

KC suggested, and the Board agreed, that a midpoint review of the Library Strategy would be a good topic for the Board Away Day.

12 Quarterly finance reports Q2

AG presented paper BM/17/59 and answered questions:

- AG noted underspent money had been reallocated, e.g. to refreshing the interior of CB
- AG would send a briefing note to the Board following the announcement of the draft Scottish Budget on 14 December
- AG confirmed the Library engaged regularly with the Scottish Government in the lead up to the budget, via meetings with the sponsor department and the Capital Investment Board
- MB noted the Scottish Government did not take up its right to attend Library Board meetings, which was a vote of confidence in the Board and the Library
- JS confirmed the approximate cost of an increased pay award would be £100k per 1% pay increase. AG confirmed that budget planning had included developing a number of scenarios with different pay caps and funding levels
- ASH asked whether the Barclay Review of Business Rates would affect the Library. AG to check.

KC proposed, and the Board agreed, that fundraising/ development would be useful to discuss at the Board Away Day.

13 Strategic Risk Register

AG introduced paper BM/17/60, noting:

- S5 – staffing – had been downgraded to 'Low' following the completion of the HR Plan
- S6 – major projects – remained outside risk appetite, at 'Low/medium.' Audit Committee had agreed this was appropriate. The risk would reduce within six months.

[John Coll (JC) joined the meeting.]

14 Memorandum of Understanding (MoU) with Scottish Enterprise

CT declared an interest, as a Board Member of Scottish Enterprise. She remained present and did not take part in the discussion.

JC presented, and the Board discussed, paper BM/17/61:

- KC noted the MoU's importance in raising the Library's profile
- MB asked what measures would be used to evaluate success. JS noted the number of referrals to Business Services would be tracked
- DH asked if the Library had sufficient resources. JC confirmed the new Business Services model (paper BM/17/48) had built in more resources to meet increased demand

- RC queried where the responsibility for sharing data would lie. JC confirmed all documents would pass through the Library's IP Specialist, Fred Saunderson; this was existing procedure following the Edinburgh University MoU
- JS commended JC's work in developing the MoU. The Board agreed.

The Board approved signing of the MoU.

[John Coll (JC) left the meeting.]

[Robin Smith (RS) joined the meeting.]

15 Loan approvals

RS spoke to paper BM/17/62 and answered questions:

- RS noted the Library had considered conservation and availability issues carefully before recommending the loans
- IM asked if the loan agreement expressly confirmed the items would be on display throughout the loan period. RS stated that if the items were not displayed the Library would take them back. She did not expect this to occur
- ASH noted the opportunity for outreach work and the benefit to the Library of having a strong presence in Dundee
- AS asked if there were a break clause in the loan agreement. RS confirmed the Library had this right as the lender.

The Board approved the loan of four items to V&A Dundee, two for one year and two for 25 years.

16 Health and Safety report

RS presented paper BM/17/63:

- MB highlighted the seriousness of the scaffolding collapse. IM outlined the measures that had been taken – reported by LMac to Audit Committee – and noted that necessary and appropriate checks had been made since the incident
- RS stated the project team were working to make sure the contractor did not ease off as the project neared completion.

[Robin Smith (RS) left the meeting.]

[Linda MacMillan (LMac) joined the meeting.]

17 Causewayside dashboard report

LMac spoke to paper BM/17/50 and provided a progress update:

- Achieved progress was 96.11% against 92.07% planned

- The contractor was aiming for practical completion on 19 December. The Library would not allow this to happen unless everything was in place
- A report had been received about the scaffolding collapse. The scaffold had not been taken down according to the design; too many of the ties into the building had been removed. This was remedied directly after the collapse, following an inspection, then re-inspected and monitored
- Ruby the hawk had a companion, called Arthur.

[Linda MacMillan (LMac) left the meeting.]

18 George IV Bridge Reimagined

JS updated the Board on the GB Reimagined project:

[Section redacted for commercial confidentiality]

The Board raised questions and comments:

- IM noted the appointment of an architect on a non-competitive basis might draw criticism. However, it could be defended by reference to:
 - the projected cost being below the tender threshold;
 - the terms under which the funding is granted; and
 - on the basis that there will be an open process when the project moves from feasibility study to design stage.
- IM asked JS to confirm the project would go to open competition after the feasibility study. JS confirmed it would
- IM highlighted a number of constraints on the project related to operational aspects and working hours, site conditions and the planning regime. A contractor's perspective would be important as part of the feasibility study to help quantify these risks, and their cost and programme implications, and thereby add robustness to the results
- NMc noted this was a positive example of the Library's current relationships with its funders
- AS noted the importance of a 'clarity of ask' when approaching potential funders/donors and other stakeholders. The feasibility study would provide this
- KC asked JS to keep the Board updated.

19 Board Away Day Agenda

Items for the Away Day Agenda, as noted above, were agreed as:

- Digital
- Midpoint review of The Way Forward

- Fundraising/development.

JS/KC would liaise to finalise the agenda.

21 Date of next meeting

Wednesday, 28 March 2018 at Boardroom, George IV Bridge.

The Board proposed the following additional agenda items:

- Board self-assessment
- General Data Protection Regulation (GDPR), following Governance Committee's detailed review of this area in Feb
- Possible item about medium-term financial forecast; to be finalised following February's Audit Committee meeting.

HJ to add to agenda planner.

[John Scally (JS), Anthony Gillespie (AG), Alex Miller (AM), Jan Usher (JU), and Helen Jackson (HJ) left the meeting.]

20 Confidential item

The Board approved paper BM/17/65.

The meeting closed at 16:10.