

Boardroom, George IV Bridge  
Wednesday 28 March 2018, 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), Alex Miller (Head of External Relations and Governance - AM), Robin Smith (Head of Collections and Research - for item 24 - RS), Linda MacMillan (Capital Projects Programme Manager - for item 20 - LMac), Mungo Bovey (Faculty of Advocates - MB), Ryan Gibson (TUS representative - RG) and Helen Jackson (Board Support and Compliance Officer - minutes - HJ).

## Minutes of Meeting

The meeting opened with a presentation by Stuart Lewis, Paul Cunnea and Hazel Stewart about the new Library Services Platform. KC thanked them and requested they provided an update in a year.

### 1 Chair's Welcome

KC welcomed members to the meeting. He thanked NMc for his service as Vice-chair and noted there had been a number of nominations to replace NMc in this post. KC asked for the Board's approval to contact the nominees and select a new Vice-chair. The Board approved this process, delegating its authority to appoint the new Vice-chair, as per Standing Order 3.10, to the Chair.

[Amina Shah (ASh) joined the meeting.]

KC informed Board members he would conduct 30-minute individual appraisals in May, in Glasgow and Edinburgh.

### 2 Apologies for absence

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

### 3 Declaration of Interests

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

### 4 Minutes of meeting of 27 November 2017

The Board approved the minutes.

**5 Actions outstanding and matters arising from previous meetings**

The Board noted no actions were outstanding.

**6 Approved minutes, Audit Committee, 13 November 2017**

The Board noted the minutes.

**7 Draft minutes, Audit Committee, 12 February 2018**

The Board noted the minutes.

**8 Draft minutes, Audit Committee teleconference, 09 March 2018**

The Board noted the minutes.

**9 Draft minutes, Governance Committee, 06 February 2018**

The Board noted the minutes.

**10 Review of Committees' terms of reference**

The Board approved the updated terms of reference.

**11 General Data Protection Regulations (GDPR)**

KC highlighted the importance of paper BM/18/08. JS noted the Library had started preparing for GDPR early and was now in the position of providing advice to other institutions.

**12 Draft minutes, Staffing & Remuneration Committee, 15 Feb 2018**

The Board noted the minutes.

**13 Purchase of MacKinnon photo collection**

The Board homologated approval of this purchase.

**14 NLS Foundation update – minutes from 13 February 2017**

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

**15 National Librarian & Chief Executive's Report**

JS introduced paper BM/18/12 and answered questions:

- The proposed Memorandum of Understanding (MoU) with University of Glasgow reflected the large number of activities linking the two organisations. It would be signed in May/June
- MoUs with other Universities were not currently planned. Although the Library was involved with most Scottish Universities, the number of activities was much lower

- The Board discussed the location of Library activities and the importance of the Library not being seen as a Central Belt organisation. JS proposed providing information to the Board about where activities were happening across Scotland, possibly as a map
- NMc commended the Here Is Where You Are research project. ASH agreed, while noting care should be taken about the description of communities as 'remote'
- AM noted the Library was progressing a partnership agreement with BBC Scotland
- JS summarised his recent visit to a donor in Kolkata, India.

KC declared an interest in the University of Glasgow MoU, as the Chancellor of the University. He was not involved in discussions over the MoU.

## **16 Audit Committee report**

DH spoke to, and the Board discussed, paper BM/17/57.

- AS asked whether the Library could provide guidance to Board members on GDPR issues related to their role. JS would speak to Fred Saunderson, Rights and Information Manager, and email the Board with any relevant points
- DH confirmed the Committee had reviewed the Library Plan 2018/19 and budget and recommended it to the Board.

## **17 Library Plan 2018/19 and budget**

JS introduced, and the Board discussed, paper BM/18/14:

- JS stated the Library Plan 2018/19 would keep the Library on track to deliver the main elements of *The Way Forward*
- AG noted the Key Indicators had been reviewed and revised
- The Board discussed the need to measure progress towards strategic priorities rather than measuring activity. The narrow target for activity 5.2 (4 x Gaelic events) was highlighted
- AG confirmed the Library's reserves would cover all the potential deficits within the scenario planning exercise
- CT suggested Indicator 7.2, fundraising, could relate to specific achievements e.g. the amount raised or the number of new donors. AM noted the Library Plan was publicly available and the Library had been advised it would be unwise to include this commercially sensitive information
- AG confirmed Audit Committee received detailed information about fundraising, including a new return on investment measure

- RG noted the Unions' concerns about the use of volunteers where this might impinge on core work. He highlighted the use of retired staff to complete projects on a voluntary basis
- KC noted the Board Research Advisory Group had discussed obtaining Independent Research Organisation status. The Group would consider whether this should be a target.

The Board approved the 2018-19 Library Plan.

## **18 Quarterly finance reports Q3**

AG summarised paper BM/18/15.

The Board approved the recommendation to award a grant to the NLS Foundation at the end of the financial year.

## **19 Library Plan – Q3 update**

JS and AG introduced paper BM/18/16.

- Appendix C, showing the percentage of collections in digital format, had been added to the report. MT asked whether more information could be provided on the breakdown into Non Print Legal Deposit, in-house digitisation and external digitisation.

[Linda MacMillan (LMac) joined the meeting.]

## **20 Causewayside dashboard report**

LMac provided an update on paper BM/18/17:

- The External Refurbishment project was effectively finished
- The March valuation was zero
- The Building Warrant certificate had not yet been issued. Practical Completion would not be awarded until this certificate was received
- The delay in awarding Practical Completion would affect payment of the retention, which would slip into the 2018/19 financial year
- No operational impacts would result from this delay
- The final account had been agreed
- There had been one project change control since Audit Committee, for cleaning the stack floors.

IM commended LMac and the Library for delivering this project on time and on budget, and with an exemplary Health & Safety record.

[Linda MacMillan (LMac) left the meeting.]

## **21 George IV Bridge Reimagined**

JS presented paper BM/18/18 and answered questions:

[Section redacted for commercial confidentiality]

- JS proposed a half-day briefing for the Board in the meantime, to include a walk around the existing building
- ASH suggested the feasibility study process might provide an opportunity for public engagement. She highlighted the V&A as a good practice example, and would discuss this with JS
- MT highlighted the social media campaign as part of the University of Edinburgh's library redesign
- IM recommended the external presentation of the Library was considered as part of the feasibility study – the suggested objectives were to create a more inviting and welcoming environment to strengthen the Library's identity
- IM noted a feasibility study could cover a wide number of issues and deliver outputs that ranged from a greater understanding of constraints through to a concept design and supporting cost and technical information. He stressed it was important that the Board understood the scope of the feasibility study and how the outputs created would inform the next steps, including procurement and funding activities
- DH requested a brief summary of the scope and outcomes of the feasibility study and of the other stages of the process, including the design stage, was circulated to the Board when available
- IM asked if a strategic roadmap indicating the anticipated timeline from feasibility study through design and into construction stages was available. JS was not yet in a position to confirm a timeline.

## **22 S&R Committee report, from meeting of 14 March 2018**

NMc provided a verbal update from the meeting:

- The Committee had looked at: fixed term contract and redeployment policies; staff survey results; performance appraisal; the regular staff report; health and safety; volunteering (paper SR/18/11, circulated to the Board); and the JEGS (Job Evaluation and Grading System) procedure
- Three areas of particular interest were:
  - Succession planning at senior management level
  - Pay negotiations
  - The ongoing service review.
- The Committee's informal discussions with the Unions had been particularly useful in relation to the last two areas.

JS provided an update on succession planning and a 'light touch' review of the Library's structure:

- [Redacted]
- External Relations and Governance: management would be offered as an internal secondment, to be advertised in April
- Interim arrangements for line management were in place until the secondment started
- The current Heads of Collection Management and Collections and Research had been briefed by JS to look at how their departments worked.
- New job titles had been proposed:
  - Assistant Director of Business Support would become Director of Business Support
  - Heads of Department would become Associate Directors of Department
  - Some managers, where appropriate, would become Heads of their area, e.g. Head of HR and Head of Archives and Manuscripts.
- No additional funding was required for changes to job titles. Implementation was planned within the 2018/19 pay award period
- NMc noted the importance of job titles and supported JS's recommendations
- RG requested clarification for the Unions of how the 'Head of...' titles would be applied. JS noted
- AG confirmed succession planning for other members of LLT was under consideration, and JS would update S&R annually.

## **23 Progress with opening hours and service review**

AG updated the Board on the service review:

- Seven meetings with the Unions had been held
- Rosters/rotas had been revised based on staff feedback
- Individual meetings had been held with staff whose hours/ contracts might change
- Three staff bulletins and updated FAQs had been issued
- The Library had met with the Scottish Government, who confirmed opening hours were for the Library to decide

- Results from the visitors survey suggested the new opening hours would result in 9% of people using the Library more, 11% using it less, and 80% making no change. There had been 547 responses to the survey
- Prospect would be balloting members about the service review and pay award, and would recommend acceptance
- A project team was being assembled to implement the service review
- Implementation would take place in mid- to late May, after the Muriel Spark exhibition closed.

KC invited RG to raise any issues from the Unions:

- The overtime cuts would mean significant reductions in payments for some staff
- Bulletins and conversations with managers had been useful
- The implementation timescale was tight.

[Robin Smith (RS) joined the meeting.]

## **24 Health and Safety report**

RS gave an update on paper BM/18/19:

- The KH nitrate viewing room was ready for use. A risk assessment would be carried out
- A couple of minor snagging issues remained in the long-term nitrate film store.

[Robin Smith (RS) left the meeting.]

## **25 Board self appraisal**

ASh summarised paper BM/18/20 and invited comments.

- The Board agreed both diversity and fundraising expertise were important
- KC relayed the Scottish Government's positive comments about co-opting a young person onto Audit Committee.

## **26 Date of next meeting**

Wednesday, 27 June 2018, Boardroom, George IV Bridge.

KC noted it had been AM's last Board meeting. He thanked AM for her work and wished her the best for the future.

The meeting closed at 16:15.