****

# National Library of Scotland Board Meeting

Date: 28 September 2022

## Participants

**Present:**

* Sir Drummond Bone (Chair - DB)
* Simon Learoyd (Vice Chair - SL)
* Helen Durndell (Vice Chair - HD)
* Elizabeth Carmichael (EC)
* Alan Horn (AH)
* Lesley McPherson (LMcP)
* Robert Wallen (RW)
* Kirsty Lingstadt (KL)
* Robert Kirkpatrick (RK)
* Alison Kidd (AK)

**In attendance:**

* Neil Mackenzie KC (NM)
* Susanne Munro (TU representative – SM)
* Amina Shah (National Librarian - AS)
* Anthony Gillespie (AG)
* Jackie Cromarty (JCr)
* Kathy Hutton (KH)
* Mairi Lafferty (ML) – part-time.
* Alison Stevenson (ASt) – part-time.
* Lucy Clement (LC) – part-time.

## Minutes of meeting

### Opening presentation

Màiri Lafferty, Head of Digital Engagement, provided an overview of the Outstanding Digital Engagement project, the outcome of which is to enhance the Library's digital engagement with audiences/users. This supports one of Library's Reaching People strategic aims of Improving Access.

Following completion of an initial research phase, delivery groups will now take forward separate project work streams through to the Centenary in 2025.

The Chair thanked Màiri Lafferty for the comprehensive overview and the Board looked forward to being updated as appropriate. Màiri Lafferty left the meeting.

### Chair's Welcome

The Chair welcomed all to the meeting including Susanne Munro (trade union representative) and Neil Mackenzie KC (Faculty of Advocates).

### Apologies for Absence

Apologies were noted from Ruth Crawford KC.

### Declarations of Interests

Declarations are as recorded.

### Horizon scanning

The Board noted:

* The ongoing Scottish Government (SG) resource spending review which will likely mean the Library's budget will need to be very tightly managed over the next few years.
* A new round of Board member recruitment formally starting 30 September 2022.
* Alan Horn, Robert Wallen and Lesley McPherson have agreed to serve for a second four term year from 1 March 2023.
* Helen Durndell and Elizabeth Carmichael are stepping down from the Board in the early part of 2023.
* Dates for Board member appraisals will be scheduled shortly.

Following discussion, the Board agreed it would very much like to formally invite Penelope Cooper, SG's Director of Culture and Major Events, to attend a future Board – ideally 29 March 2023.

### Minutes of meetings

The minutes of 29 June 2022 were approved as a correct record.

### Actions outstanding and matters arising from previous meetings

The Board noted actions were closed or due for discussion later in the meeting.

### National Librarian's Report

The Librarian provided some highlights from the Librarian's Report:

* The Librarian recently attended a Cyber Security for Chief Executives training event organised by the Scottish Business Resilience Centre. Following this, an 'Exercise in a Box' around 'cyber security' is proposed for the 2023 Board Away Day.
* The Library is piloting a virtual reading room service which could promote further worldwide engagement with our collections.
* New methodology for evaluating exhibitions is being developed, this will start with the Pen Names exhibition.
* A 2022 Doric Scriever was recently appointed, this is supported by funding from National Lottery through Creative Scotland.
* A programme of events under the broad heading of Health and Learning at Work is underway, the scope of which has been broadened to include events and activities dedicated to staff well-being. Susanne Munro advised where possible the trade unions signpost staff to available support, financial or wellbeing. AS confirmed the Library Leadership Team will continue to consider what further actions the Library could take to further highlight sources of help for staff.

AG highlighted:

* The status of the Library Plan at Quarter 1 is relatively typical of the reporting of the Plan early in the business year.
* The first title in the Scottish Newspaper pilot project went under the camera during Q1.
* Good progress has been made with the Key Indicators. For example, the reduction in Green House Gas emissions for 2021/22 was a further 2.6%. The Library has now met its target reduction of 75% for 2024/25. Consideration has now turned to how this can be reduced further in the future.
* A project manager has recently been appointed whose remit is to progress the fire protection programme as early as possible.

The Chair thanked AS and AG for the updates.

The Board noted the fire protection indicator is at amber and thus sits outside the Board's risk appetite for this. The Board noted the recruitment of a project manager however, noted that fire protection remains one of the Board's key concerns. The Board noted the report.

### Audit Committee Update

The Chair advised that Ruth Crawford KC has agreed to take over as Audit Committee Chair on an interim basis, pending recruitment of new Board members. The Chair also proposed to join the Committee meantime. The Board were comfortable with these proposals.

Simon Learoyd provided an overview from the recent Audit Committee meeting:

* There were no significant issues to report from the last Committee meeting however, the volatile financial environment as it might affect the Library remains a key concern for the Committee.
* Progressing the collection protection work remains critical to the Library including being aware of potentially increasing costs especially if the timeline moves further out.
* Internal audit recommendations are tracking well and there is a good control framework in place. A positive report was received from a recent Digital Preservation audit with minor recommendations.

On behalf of the Board, the Chair thanked Simon Learoyd for his enormous contribution to the work of the Board and Audit Committee during his time on the Board. The Library owes a debt of thanks to Simon for agreeing to take on the role of Interim Board Chair, especially during the Covid crisis.

The Librarian also passed on huge thanks from the Library Leadership Team and all staff for his support as a Board member, Audit Committee Chair and Interim Board Chair.

SL thanked the Chair and Librarian for their kind words and observed that both Board members and Library staff combine to have in place a first rate control framework. Board members bring a wide range of skills and experience combined with Library staff who are both loyal and hard working towards the Library's goals.

### Staffing & Remuneration (S&R) Committee Chair update

[Enter text]

### Governance Committee Chair update

RW advised the Committee had considered two main topics:

* One related to the surveys used to assess the effectiveness of the working of the Committees and the Board. The paper discussed and slightly amended will now go to the other two Committees for consideration.
* The other related to Mission and Values and in particular developing a framework to help decision-making in relation to any contentious issues that arise. The paper discussed will form the basis for an input to the Board in November.

### Staffing & Remuneration Committee Update

HD advised that no Committee meeting had taken place since the last Board however, updated appraisal and forward job plans completion rates of 92% and 96% respectively had been advised. This is a good result to date.

During discussion, AS advised the SG have recently released their pay award and the Library is presently modelling costings to mirror this, taking account of VEE costs, increased facility costs and the upcoming 2023/24 pay settlement. The Library anticipates updating the November S&R Committee. The trade unions have advised their preference not to make an interim award.

The Board noted that Alison Kidd has agreed to take over as S&R Committee Chair after Helen Durndell steps down next year. The Board also noted that following two Board member stepping down, the Committee will require additional members to ensure it remains quorate.

The Chair thanked the Committee Chairs for the useful updates.

### Annual Report and Financial Statements 2021/21

AG provided an overview of the Annual Report and Financial Statements highlighting:

* Audit Scotland plans to issue an unqualified audit opinion in respect of the financial statements to March 2021, noting the appropriate and effective financial management and governance in place within the Library. The key messages within the Audit Scotland report are all positive with no new recommendations.
* Good progress has been made on previous years' recommendations which include cyber security actions which are underway. The Interim Associate Director of Digital will provide the Board with an update on cyber security progress in November.
* Audit Scotland will continue as the Library's external auditors but with a different internal team from next year.

SL advised the Audit Committee had discussed the three appendices and were comfortable for the Letter of Representation and Annual Report & Financial Statements to be signed.

SL also advised that the Audit Committee may consider how to provide the Board with further comfort on cyber security defences. AS advised the Library has staff dedicated to work on cyber security while keeping in mind proportionality with a similar size and type of organisation.

The Board noted the Annual Audit Report from Audit Scotland and approved signing of the Letter of Representation and Annual Report and Financial Statements for 2021/22.

### Library Centenary

JCr advised an update on Centenary planning was now a standing item on the Board agenda with the following work undertaken to date:

* Formation of a planning group and internal governance structure to ensure a project plan for the Centenary that draws on existing work streams including broadening the Library's audience and outstanding digital engagement.
* Centenary plans will align with the Reaching People strategic objectives as well as the new strategy to be launched in 2025.

The Chair thanked JCr for the update which showed a good piece of work to date. The Board noted the report and that appropriate milestones will be put in place, for example as the audience development work develops. The Board also noted that considerations remain around resourcing.

Alison Stevenson joined the meeting.

### Collections Development Update

ASt advised good progress has been with the collection development actions in the Library Plan and highlighted:

* Ensuring a richer and more representative variety of voices, views and experiences of 21st century Scotland are collected and curated by working with selected organisations to enhance collecting from them via Legal Deposit. This had included making collection of Scots and Scottish Gaelic material more visible.
* An internal audit around purchasing of archives had been undertaken with a good outcome and only minor recommendations, all now completed.
* The Collection Development Policy is under review and will come to the Board in 2023.
* Any required Honresfield conservation work is underway however, overall the items are in very good condition. A number of events, including one to thank donors, are planned.

The Chair thanked ASt for the useful update. The Board noted the report and that it is good to note the checks being undertaken to ensure legal deposit is arriving from the expected areas.

Alison Stevenson left the meeting. Lucy Clement joined the meeting.

### Fundraising 3-year Plan

LC provided an overview of the 3-year draft fundraising plan and highlighted:

* Additional income received during the last year has contributed to a variety of areas such as funding major acquisitions and supporting conservation posts.
* The future plan proposes that fundraising is targeted where it will most benefit the Library and its users whilst providing a legacy such as reskilling staff. The areas considered to provide maximum impact include sustainability, longer term funding and audience led service transformation.
* Development of a strong vision for the Library, the Centenary, the next strategy and fundraising’s role. As part of Centenary planning, an external fundraising advisory group and recruitment of Library ambassadors are being considered.

The Chair thanked LC for the update observing that diversification of funding is key to future growth.

The Board noted the report and that across the Library, including fundraising, the Library Leadership Team remain mindful of the financial crisis and its impact on the people of Scotland.

Lucy Clement left the meeting.

### Finance Quarterly Report

AG provided an overview of the financial position at the end of Quarter 1 and highlighted:

* The planned deficit is less than that budgeted for this part of the financial year, mostly relating to the receipt of unbudgeted donations and grant income. Where there are overspends against budgets these are not concerning as they relate to the profiling of payments – especially rates – which have been paid early in 2022/23. This position will be corrected in Q2 and beyond.
* The collection protection project budget is expected to ramp up with the appointment of a project manager with any underspend carried forward to future years.
* The Library continues to closely and continually monitor all budgets, remaining vigilant of ongoing cost increases, potential pay policy costs and the SG resource spending review.

The Chair thanked AG for the update. The Board noted the report and the considerable amount of work that will be required in financial management over the coming months and years.

### Health & Safety report

AG presented the report to Board for information and advised:

* One minor accident has occurred since the last report to the Board with the appropriate action undertaken.
* The Board noted the report and that whilst the Health & Safety Manager's compliance summary is at amber, it is expected to turn green within 12 months following implementation of new safety management systems and completion of audits. AG advised all high-risk areas have been audited.

The Chair thanked AG for the update and the Board noted the report

### Approved Board Committee minutes

The Board noted the approved Committee minutes as below:

* Audit Committee 9 May 2022
* Governance Committee 6 June 2022

Staffing and Remuneration 16 March 2022

### NLS Foundation minutes

The Board noted the NLS Foundation minutes of 3 May 2022.

### Date of next meeting:

Wednesday 23 November

The Board noted the annual Safeguarding Report was due at the next meeting and that a new Board Safeguarding representative would be required following Elizabeth Carmichael stepping down from the Board in 2023.

The Board also noted the provisional date for the 2023 Board Away Day of 8 June 2023.

The meeting closed at 3:30pm.