

**In confidence**

Tuesday 5 July 2022

11.00 – 15.00

**MINUTES****Trustees present**

Stevie Spring (Chairman)  
Mark Beddy  
Stephen Deuchar  
Yasmin Diamond  
Richard Hookway  
David Lefevre  
Rageh Omaar  
Malcolm Press  
Clare Reddington  
Seona Reid  
Sushil Saluja  
Fiona Salzen

**In attendance**

Scott McDonald, Chief Executive (CEO)  
Mark Robson, Director English & Exams  
Andy Williams, Chief Operating Officer  
Daniel Sanders, Director Corporate Finance (item 5)  
Catherine Bowden, Director Communications (item 8)  
James Hampson, Director UK Region and external relations (items 8 & 9)  
Alison Coutts, Secretary

**1. Chairman's introduction****1.1 Apologies for absence and declarations of interest**

Tom Drew had sent apologies for his absence. There were no declarations of interest.

**1.2 Minutes and matters arising**

The minutes of the meeting of 26 May were approved.

The Chairman noted that matters arising would be covered during the meeting and that the session on organisational culture would be delayed until the next meeting as the lead colleague was down with Covid.

The Board also noted that this would be the Chairman's last board meeting of her first term.

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## **2. Chief Executive's report**

The Chief Executive made the following remarks.

The finances are in a good place and we are broadly on track. There is a gap in income from China which we had predicted and are currently offsetting with increased income in other regions and through good cost control.

We had a great education forum in our London office the previous week as part of our international conference 'A cultural relations response to the war in Ukraine'. It was attended by over 80 representatives from the culture and education sectors of the UK and Ukraine, many online, and it had good media coverage. Minister Milling sent a video message of support as did Ukraine's First Lady. We are also doing strong work in Egypt on climate change through our education and culture programmes working up to the UN Climate Change Conference - COP27 – which is taking place there in November. This is also getting good coverage.

Recent visits overseas included a trip to Jordan, OPT and Israel, where the teams are doing amazing work in extremely challenging circumstances.

## **3. Network update**

The CEO gave the following update.

The situation in Ukraine has recently worsened with an increase in the intensity of attacks. We have a regular call-cascade and all staff are accounted for. Several have moved to Poland and the hub in Warsaw is up and running. We are covering accommodation costs until the end of October at which point we will review the situation.

In Afghanistan the FCDO have opened the application process to the Afghan Citizens Resettlement Scheme Pathway 3 for remaining British Council contractors and we continue to urge that their applications are prioritised.

## **4. North Macedonia closure**

The CEO noted that following the direction from FCDO ministers to cease grant-in-aid spend in some countries, we have concluded that it is no longer viable to keep a physical presence in North Macedonia though we will continue to maintain key relationships and remote delivery from the region.

The Board approved the closure.

## **5. Management accounts**

The Chairman welcomed Daniel Sanders to the meeting. Daniel noted the following.

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The May results show that commercial income is broadly in line with our projections and although East Asia markets – particularly China – continue to be hampered by Covid restrictions the situation is improving with some centres re-opening. This has been offset by strong performance in some countries in Sub-Saharan Africa and South Asia. In addition we frontloaded the contingency to provide a cushion if needed.

The planning and phasing of the grant will be completed in more detail in the Q1 forecast to include the outcome of the CSR and the post-restructure Cultural Engagement and Global Network model.

The Chair of the Finance Committee confirmed the position and noted that it is comforting to have the contingency which due to the uncertainties in East Asia, inflation etc, will likely be needed.

## **6. Organisational culture**

This item was held over to the next meeting.

## **7. Corporate Plan**

The COO commented that the Plan is still with the FCDO for final review but as it's already been discussed with them there's unlikely to be major feedback. He noted that there had been considerable engagement with UK stakeholders, including the advisory committees and groups and the aim is to publish it online in a couple of weeks' time.

Trustees agreed that it was a strong and clear document but suggested that the CEO introduction be placed upfront as it provides a very articulate summary of our vision and purpose. They also asked to see the readership data which will be provided.

The Board approved the Corporate Plan subject to it coming back to them for review if there are any major changes.

## **8. Engagement and communications across the UK**

The Chairman welcomed Catherine Bowden and James Hampson to the meeting.

The CEO, James and Catherine introduced the session as follows.

The purpose of the engagement plan is primarily to build government recognition that our role is important for the UK and merits their full support. We engage with people from all parties and involve them where we can in our programmes with the aim that they become advocates of our work. We are also trying to play a stronger part in relevant public debates by providing thought leadership on relevant areas backed by research and the insights we gain from across the network. This requires taking more risk as increased profile opens us up for criticism. It needs managing carefully but should not hold us back from sharing knowledge and insights from across the network which are relevant to the UK and based on evidence.

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Trustees made the following comments.

It is useful to see the strategy and progress made. It's clear that we will never have the resources to raise awareness of our value across the general public so the focus on influencers and potential advocates is the right one. We work across and reflect the diversity of the whole of the UK, so in addition to the national channels, the regional media and the media of the devolved nations also have a role to play. We should be clear what we stand for, publish research and share our views with authority.

It was agreed that the Chairman, Yasmin Diamond and Rageh Omaar would advise and support the executive on the next phase of the plan, bringing in others including the Chairs of the Country Committees as necessary. The executive will revise the narrative to complement the vision and will also share a list of relevant pieces of recent and upcoming research.

## **9. Committee meeting reports**

### Update from Northern Ireland, Scotland and Wales

James Hampson and Seona Reid reported back on their meeting in June with the Chairman, CEO, Deputy CEO and Chairs of the Northern Ireland and Wales Committees during which they had talked about the vision and how to bring it to life for the four nations of the UK. They noted that a strategy for navigating the relationships between the devolved countries and Westminster would be particularly important going forward, and that the British Council will need agree a position for each country depending how the politics play out.

### Commercial Committee

The Chair of the Commercial Committee noted that the Committee had been pleased to see a continued strong operational performance. There was also a discussion on initiatives to develop new products which will come back to the Committee once they have been further defined. There was an excellent session with the India team which provided a useful stocktake on the market and the impact on us. It served as a good template for reviewing other markets in future meetings.

### Audit & Risk Committee

The Chair of the Audit & Risk Committee noted that the Committee had spent some time on the principal risks which are now more focussed and had discussed the importance of managing the interplay between the various risks. It also had a deep dive on risks related to the people and cultural aspects of transformation. In addition it had reviewed progress on the internal control project and taken a first look at the current draft of the Annual Report.

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## Finance Committee

The Chair of the Finance Committee noted that the Committee had reviewed the position on the loans, the May accounts and the numbers that went into the Corporate Plan.

### **10. Director appointment for subsidiary in Myanmar**

Director English & Exams noted that the new subsidiary in Myanmar (MMR5) was registered in October 2019, though our business is still operating through British Council Myanmar (MMR1), a branch of British Council UK. We are now preparing to go live with our teaching and exams operations under the new company for when the political situation is deemed stable and safe enough to do so. In order to do this, we have agreed a contract with a local corporate services organisation, FocusCore, to support us with company secretarial duties.

The appointment of a third-party individual - May Pyae Sone Soe - as nominee resident director for MMR5 requires board approval.

The Board approved.

### **11. Future of IELTS**

The CEO updated the Board on the latest conversations with IDP and Cambridge on future options for IELTS.

### **12. Reflections from Director English & Exams**

Director English & Exams shared some thoughts on challenges and successes during his time in the British Council.

On behalf of the Board, the Chairman thanked him for all he had contributed and wished him well for the future.

### **13. Any other business**

The Chairman noted that the board will next meet in September.

There was no other business and the meeting finished at 14.00.

**There followed an in-camera session with trustees.**