

**Minutes of a meeting of Visit Jersey Limited (“VJ”)
Held at Visit Jersey, Commercial House, Commercial Street, St Helier, Jersey, on
Wednesday 12th December 2018 at 9.30am**

Present:	Kevin Keen (KK) – Chair
Doug Bannister (DB)	Keith Beecham (KB)
Patrick Burke (PB)	Tim Crowley (TC)
Catherine Leech (CL)	Sam Watts (SW)
Amanda Wilmott (AW)	
(collectively referred to as the “Board” or the “Directors”)	
In Attendance	
Louise Ashworth (LA), VJ	
David Edwards (DE), VJ (from item 8 only)	
Aimee Maskell, AM to PM Secretarial Services (Scribe)	
Darren Scott (DS), Economic Development Tourism Sport and Culture (EDTSC) (Observer)	

1. APOLOGIES – Apologies were noted from Mike Graham (MG) and KK reported that as MG was conscious that he had been unable to attend three meetings during the year he would waive his Directors’ fee for Q4. However, he advised that MG was able to attend all meetings during 2019. In answer to a question from DB, KK noted that Board attendance was not currently published. However, following the recent Comptroller and Auditor General’s (CAG) report, consideration has been given to doing so.

2. CONFLICTS OF INTEREST – KK advised that he had joined the Board of the Jersey Milk Marketing Board and taken on the role of Chair of the Executive Committee of Jersey Dairy.

3. MINUTES OF PREVIOUS MEETING – The Board reviewed the previous minutes dated 17th October 2018, a copy of which were circulated with the agenda and **IT WAS RESOLVED** to approve the same, subject to some minor amendments.

4. MATTERS ARISING FROM PREVIOUS MEETING – KK took the meeting through the action log, a copy of which was circulated with the agenda and the following actions were discussed:

(a) Key topics in the communications plan on which KK can lead – IT WAS NOTED that KK was leading the discussions which arose out of the issues from the recent CAG Report.

(b) Budget for communications plan – KB advised that agreement on a budget for the communications plan was pending following discussions regarding the structure of the Marketing Team.

(c) Gap analysis – The Board noted that the completion of a gap analysis to identify activities that could be undertaken to move the existing visitor numbers closer to the visitor number target of 1m by 2030 was a work in process. DB proposed progressing this as soon as possible and suggested that this was particularly important to ensure questions can be answered around the 2020 target figure.

(d) One to one meetings with Directors – KB advised that he had not yet met with Directors on a one to one basis to discuss and agree the position for the next ten years. **IT WAS THEREFORE RESOLVED** that he would progress this following agreement in respect of the Jersey Destination Plan (JDP) refresh. **Action: KB**

(e) Trip Advisor – The Board noted that TripAdvisor had been contacted regarding the Board’s concerns about the listings, categories and imagery used for Jersey and had been advised that these are determined based on algorithms and therefore there was little that can be

done to improve the situation. However, KB reported that attempts were being made to invite a representative from TripAdvisor to the Island with a view to improvements being made. KK reiterated his disappointment regarding the imagery used (which included a graveyard) and CL explained that, unfortunately, most destinations experience similar issues with TripAdvisor.

(f) Aer Lingus – IT WAS NOTED that DE circulated a breakdown of visitors using Aer Lingus into leisure, business, charter and package following the previous meeting.

(g) Audit Committee – The Board noted that PB had joined the Audit Committee, replacing DB. KK reminded the Board that the Audit Committee was chaired by TC and he was also a member.

(h) Air Connectivity Data – KB reported that the air connectivity data attached to the October Trends Report had been updated and it was VJ's intention to publish the same.

(i) Role of future CEO of Ports of Jersey (POJ) on the Board - KK reported that he had discussed the future POJ CEO's role on the Board and it was proposed to invite Alan Merry the interim CEO to attend meetings on a temporary basis rather than formally appointing him as a Director at this stage. **IT WAS THEREFORE RESOLVED** that DB would discuss the same with him and revert to KK/KB. **Action: DB**

5. STAKEHOLDER EVENT – The Board provided their feedback on the Stakeholder Event held the previous evening and it was agreed that whilst the individual presentations were good, they were not “polished”, and some peakers appeared nervous. Furthermore, the format of the presentations made them difficult to read. In addition, it was agreed that the room and stage were poorly set out and this was echoed by KB who expressed disappointment with the venue's organisation. However, it was suggested that going forward consideration should be given to engaging a technical firm to assist with the required IT.

The Board welcomed the positive and diverse turnout from members of the industry. However, disappointment was expressed that the presentations given did not take the opportunity to “excite” the industry and encourage their involvement. Concern was also expressed that the various presentations did not appear joined up and it was suggested that the technology problems which occurred would not have been an issue if the content of the presentations was better.

IT WAS NOTED that a number of pledges of support were received from industry members via the Christmas Tree exercise. KB thanked SW for this suggestion which was well received, and **IT WAS RESOLVED** that he would capture the pledges made and provide the Board with a summary of the same in due course. **Action: KB**

The benefit of audience participation/involvement was discussed together with the use of a facilitator to mediate the event as a way to improve the format of future stakeholder events and the holding of different types of events, possibly in smaller groups, was also suggested.

KK accepted that whilst some issues were experienced with the event, it was the right thing to do and he proposed that a similar event should be arranged again, possibly in May 2019, and thereafter on a six-monthly basis. He referred to the technical issues experienced and suggested that this would understandably cause the speakers to become more nervous. However, he accepted that the content was not as upbeat as the Board had anticipated and DB proposed that the VJ team undertake a “dry run” of their presentations for the Board in future. KB advised that it was proposed to hold the next Stakeholder event around the time of the publication of the Annual Report and AGM on 22nd May 2019 and this was supported by the Board. **Action: KB**

IT WAS RESOLVED that the Board provide KB with any further comments on the event following the meeting. **Action: ALL**

6. REFRESHED JDP AND TOURISM ECONOMICS REPORT FOR 2017 - KB reported that it was hoped that the Business Plan would have been published prior to the Stakeholder Event. However, due to issues beyond VJ's control, it was not possible to hand this out at the event as anticipated. KK added that he had also asked KB not to distribute the refreshed JDP at last night's event, noting that for a number of reasons, (including the visitor number error which has been identified from last year (to be discussed at item 8 below), the release of the States of Jersey's CSP, the CAG Report and the Tourism Economics Report for 2017 (a copy of which had been circulated in advance of the meeting) he felt it required further discussion by the Board prior to distribution.

KB provided the Board with a summary of the current status of the refreshed JDP, a copy of which had been circulated with the agenda and, following a lengthy discussion, **IT WAS RESOLVED** that KB would further review the JDP to ensure: (1) it takes account of comments received at the Stakeholder Event the previous evening; (2) it aligns with and makes reference to the government's CSP; (3) the revised visitor number of 705k for 2017 is included and the JDP highlights that increases have been seen where VJ has a direct impact (i.e. holiday visitors); and (4) it capture some of the risks facing VJ. **Action: KB**

Timing of the publication of the JDP was discussed and whilst it was accepted that publication prior to year end would have been preferable, it was acknowledged the refreshed JDP will be one of the most important tourism documents produced since the Tourism Shadow Board Report and therefore publication should be withheld until the Board are confident the messaging is right. **IT WAS THEREFORE RESOLVED** that, at this stage, KB would only publish a RAG rated list of recommendations from the refreshed JDP together with the recent survey findings. **Action: KB**

The preparation and completion of an action plan in response to the refreshed JDP was briefly discussed and **IT WAS RESOLVED** that this would be undertaken following finalization of the JDP. **Action: KB**

7. CAG REPORT – The Board noted the CAG Report on VJ, a copy of which had been circulated with the agenda. **IT WAS NOTED** that this referred to Directors' remuneration and KK therefore proposed undertaking a benchmarking exercise on Non-Executive Director fees. **Action: KK**

KK advised that a report has previously been prepared in this regard by PWC which he has requested access to and SW suggested that the work that VJ Directors undertake in addition to attendance at Board meetings should also be highlighted. By way of example, she referred to her involvement in interviews for Board members, VJ staff and agencies and input on the brand proposition. This was echoed by DS who proposed that the Directors evidence what activities they undertake. He added that the CAG is proposing to review Non-Executive Director pay across all States arms' length bodies and highlighted that some ALOs (e.g. Jersey Sport) do not receive any remuneration but have the same legal obligations.

The Board agreed that a proactive response should be made to the CAG's comments regarding VJ Directors' remuneration. However, it was proposed to use finding a replacement for DB as an example of the amount of time VJ Directors spend working for VJ outside of Board meetings.

Consideration was given to whether each Director should prepare a one-page report on the additional activities they have undertaken in addition to Board meetings over the last 12 months to include mentoring staff, negotiating leases, interviewing staff etc. and **IT WAS RESOLVED** that the Directors would prepare and submit the same. **Action: Directors**

IT WAS NOTED that the Report includes 32 recommendations: half of which were for VJ and half of which were for the States and KB proposed that the Board discuss how these should be taken forward. He advised that he briefly discussed this with Lyndon Farnham (LF) last week

and LF welcomed the opportunity to attend a future Board meeting to demonstrate that the States are joined up with VJ in ensuring these are addressed appropriately. DS explained that it was not the Minister's responsibility to deal with the recommendations. However, he suggested that he would liaise with him to ensure the right people are allocated responsibility to address them.

In answer to a question from PB, **IT WAS RESOLVED** that KK would liaise with KB to address VJ's recommendations (and TC in relation to the recommendations which relate to audit matters). **Action: KK/KB/TC**

IT WAS NOTED that one of the recommendations relates to the position of a Senior Independent Director. KK reminded the Board that this position was previously held by David Seymour and he thanked AW for agreeing to step into this role going forward. He noted that AW had also agreed to pick up some of the CAG's recommendations and advised that these will also be addressed through the refreshed JDP and Business Plan as well as other proposed interactions.

AW referred to the recommendation regarding Board evaluations and suggested that this was easy to comply with. This was echoed by KB who noted that a Board evaluation was undertaken two years ago.

KB queried whether a formal response should be sent to the CAG on her report and DS confirmed that he would send a response collaboratively on behalf of the Economic Development Tourism Sport and Culture Department (EDTSC) and VJ. **Action: DS**

8. SEPTEMBER EXIT SURVEY REPORT – DE was welcomed to the meeting at 12.20pm and he summarised his memo dated 6th December 2018 entitled "September Exit Survey Q3 Update", a copy of which had been circulated with the agenda.

IT WAS NOTED that an error had been identified in the September 2017 data and DE provided the Board with an explanation of the same, full details of which were included in his memo. KK advised that full year figure for 2017 will also be affected by this error. He noted that the annual figure was recorded as 727k and due to the data error in September 2017 this will now need to be amended to 705k.

The Board discussed whether they were satisfied with the service provided by the agency which undertakes the exit surveys and calculates the visitor number data on behalf of VJ and DE noted that they were the only company to tender for the contract. He added that he felt more satisfied with their service now that increased volumes of surveys were being undertaken, noting that he now has approximately 38 or 39 "data points" which enables him to more easily spot any issues with the data whereas in September 2017 he had far fewer data points. He added that no agency can guarantee that there will be no issues at any point and therefore there are policies and procedures in place to alert them should the data look "out of kilter". He advised that the agency were very apologetic about the error which occurred in September 2017 and they have since put additional policies and procedures in place to avoid the same issue happening again and he welcomed their professional response to the error.

DB acknowledged that VJ were required to make a public announcement regarding the error/revised figures. However, he queried whether it was proposed to publicly announce the agency's response in order to explain how it occurred. TC also asked whether a request for compensation has been made to reimburse VJ for the effort and time required to correct the situation. Alternatively, he queried whether the contract could be amended to ensure a similar issue does not arise in the future. DE accepted that a detailed statement of what actions have been undertaken in terms of data cleaning or a short form of comfort wording around the quality of data could be requested. However, despite VJ undertaking an internal audit of its own with BDO, it was not possible to pick this error up and he therefore accepted that the agency may

need to do more. **IT WAS THEREFORE RESOLVED** that he would revert to them and ask them to put reassurances in place regarding the processing of data. **IT WAS FURTHER RESOLVED** that DE would review the contract to determine whether VJ has any recourse in the event of errors such as this occurring. **Action: DE**

KK suggested that whilst the error for the month of September was not necessarily of concern, the impact it has had on the year overall was an issue. This was echoed by DS who expressed concern that the States of Jersey may have based certain decisions on the 2017 results, in particular awarding the Super League Triathlon- a five year contract. He therefore suggested that some work may need to be undertaken in this regard to review the statistics used to agree this contract along with any Tourism Development Fund awards based on 2017's figures. DE noted that Visit Jersey led bespoke surveys were undertaken to determine how many people visited Jersey for the SLT in 2017 and 2018 and DS expressed the hope that these were used rather than the 2017 annual figures, although he proposed checking this, nonetheless.

KK noted that the revised 2017 figure shows that visitor numbers have only increased from 701k to 705k between 2015 and 2017 and he expressed concern that this may be used negatively against VJ. He therefore stressed the importance of reviewing this timeline prior to announcing details of the revised September 2017 and 2017 figures. **IT WAS RESOLVED** that a response to the announcement should be prepared in advance in preparation for questions which will undoubtedly be asked, particularly due to the unfortunate timing following the CAG Report.

Action: KB

The Board discussed the timing of the announcement and after careful consideration **IT WAS RESOLVED** to release details of the revised 2017 figures at the same time as the September 2018 data which is due to be released in a fortnight. **IT WAS FURTHER RESOLVED** to highlight the steps which have been taken following the error at this time and, prior to the announcement, **IT WAS RESOLVED** that DS, KB and DE would brief the Minister accordingly.

Action: DS/KB/DE

KB highlighted that in most other jurisdictions, government undertakes the basic visitor economy research work and statistical calculations currently carried out by VJ and [the agency and DS therefore suggested that this would be an opportune time to discuss government's involvement with Duncan Gibaut at the Statistical Unit. **Action: KB**

There being no further questions for DE, the Board thanked him for his time and he left the meeting at 12.45pm.

9. 2019 BUSINESS PLAN – The Board noted the Business Plan, a copy of which had been circulated with the agenda and KB sought confirmation on the budget position for 2019 from DS. In particular, he queried whether VJ can submit an invoice for January's grant payment and DS encouraged KB to continue planning as normal and submit an invoice.

In response to a question from PB regarding the timeline for agreeing the 2019 budget, DS confirmed that VJ will receive a grant agreement confirming the 2019 budget figure this year and he suggested that VJ work on the basis that it will receive £4.9m.

10. VISITOR INFORMATION – OA joined the meeting at 12.55pm and summarised his "2018 Visitor Information Update", a copy of which had been circulated with the agenda. **IT WAS NOTED** that this included the results of a recent visitor and stakeholder survey. OA suggested that this will assist with the possible tender process for the What's On Booklet and Map which will begin next year in advance of the current agreement expiring in 2020, the timeline for which was outlined in detail in OA's update paper.

KK noted that it was proposed to form a sub-group in January 2019 to consider the high-level requirements and criteria for the tender and he proposed that a Board member be included in the same. **IT WAS THEREFORE RESOLVED** that KB/OA would liaise with the Board when

establishing the sub-group next month. **Action: KB/OA**

The Board noted that during the period July to December 2018 there had been 14379 interactions at the tourist information centre (TIC) and, referring to the TIC, KK suggested that consideration should be given to including a sign in Jerriase, noting that this was topical at the current time. **Action: OA**

There being no further questions, OA was thanked for his time and he left the meeting at 1.10pm.

Referring to the visitor and stakeholder survey, CL suggested that it would be of interest to obtain a breakdown of the split between the type of stakeholders who participated in the survey, noting that there was only a 50% response to some questions.

11. CEO REPORT – The Board noted KB’s CEO Report, a copy of which was circulated with the agenda and the following items were discussed:

(a) **Website** – KB provided the Board with a “heads up” that the platform on which the current Jersey.com website was based would become redundant in the next 24 months and the cost of updating this would be significant- up to £300,000. **IT WAS THEREFORE RESOLVED** that he would present further information on this to the Board later in 2019. **Action: KB**

(b) **GDPR** – The Board noted a GDPR breach which occurred at VJ, full details of which were included in the CEO’s report. **IT WAS NOTED** that the breach was handled appropriately and responded to within 30 minutes and KB advised that the Information Commissioner’s Office was notified, and the breach was categorized as low risk. However, he explained that the Board need to be informed as part of the process.

(c) **Flybe** – PB sought an update on the status of Flybe and DB reported that Jersey will lose Flybe routes to Edinburgh, Glasgow, Humberside and Norwich. However, he advised that Easyjet fly to Edinburgh and Glasgow and Logan Air have picked up the Humberside and Norwich routes. He added that he does not expect Jersey to lose any more Flybe routes at this stage. However, if there is a corporate restructure of Flybe this could impact the Island.

12. RISK REGISTER – The Board noted the Risk Register, a copy of which had been circulated with the Board pack. The changes since the previous meeting were noted, particularly the concerns around Flybe.

13. FORWARD BOARD MEETINGS CALENDAR – The Board noted the forward board meetings calendar, a copy of which had been circulated with the agenda. KB sought suggestions from the Board for the dinner prior to the 26th February 2019 meeting and KK proposed holding a Directors-only dinner to discuss succession planning and restructuring. KB invited the Board to also provide him with suggestions for future dinners later in the year and TC proposed inviting the directors of VJ’s main contractors/suppliers to a dinner in due course. **Action: KB**

14. AOB

(a) **Sub-Committees and Board Positions** – As noted above, PB had agreed to join the Audit Committee together with TC and KK and AW had agreed to take on the role of Senior Independent Director, replacing David Seymour. KK advised that AW had also agreed to join the Remuneration Committee together with SW and MG and **IT WAS RESOLVED** to appoint MG as Chair of the same. **Action: MG**

The Board discussed the potential establishment of a Nominations Committee with a view to considering issues such as DB’s replacement, a Directors’ rotation policy and succession plans for the Chair and CEO and, after careful consideration, **IT WAS RESOLVED** to establish the same chaired by CL with AW and KK as members and KB in attendance. **Action: CL/AW/KK/KB**

IT WAS FURTHER RESOLVED to establish a temporary Sub-Committee to review the CAG

Report consisting of TC, AW, PB and KK working with KB. **Action: TC/AW/PB/KK/KB**

(b) **Guernsey flights** – DB highlighted the cost of Guernsey to Gatwick flights at £337 return.

(c) **Resignation of DB** – The Board noted the resignation of DB and KK, on behalf of the Board, thanked him for his contribution during his tenure.

15. DATE OF NEXT MEETING – IT WAS NOTED that the next meeting was scheduled for Tuesday 26th February 2019 at 9.30am at VJ's Office.

There being no further matters to discuss, KK wished the Board a happy Christmas and the meeting was closed at 1.20pm.

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Chair

Actions:

- 1) KB to arrange one to one meetings with the Directors following finalization of the JDP
- 2) DB to invite Alan Merry to attend future Board meetings as interim CEO of POJ
- 3) KB to capture and summarise the pledges left by Stakeholders on the Christmas Tree at the previous evening's Stakeholder event
- 4) KB to arrange next Stakeholder event on/around AGM on 22nd May 2019
- 5) Directors to provide KB with any further comments on the Stakeholder event
- 6) KB would further review the JDP to ensure: (1) it takes account of comments received at the Stakeholder Event the previous evening; (2) it aligns with and makes reference to the government's CSP; (3) the revised visitor number of 705k for 2017 is included and the JDP highlights that increases have been seen where VJ has a direct impact (i.e. holiday visitors); and (4) it capture some of the risks facing VJ.
- 7) KB to publish a RAG rated list of recommendations from the refreshed JDP together with the recent survey findings
- 8) KB to draft and complete an action plan in relation to the JDP recommendations
- 9) KK to undertake a benchmarking exercise on NED fees
- 10) Directors to submit details of work they have undertaken outside of Board meetings for the last 12 months
- 11) DS to write a formal response to the CAG on behalf of VJ and EDTSC
- 12) KK/KB/TC to liaise to discuss and address the CAG's recommendations
- 13) DE to ask the agency to put reassurances in place regarding the processing of data
- 14) DE to review the agency contract to determine if VJ have any recourse against errors
- 15) KB/DE to review the 2015-18 timeline prior to releasing the revised 2017 figures
- 16) KB/DE to prepare a response in anticipation of questions around the revised 2017 figures
- 17) KB/DE to release details of the revised 2017 visitor figures at the same time as the September 2018 data in a fortnight's time and highlight the steps which have been taken following the error
- 18) DS/KB/DE to brief the Minister prior to the announcement regarding the revised 2017 visitor figures
- 19) KB to discuss government taking on responsibility for research and calculation of visitor data with Duncan Gibaut at the SOJ statistics unit
- 20) OA/KB to liaise with the Board when establishing the sub-group to discuss the What's On/Map tender process to ensure a Board member is included
- 21) OA to look into erecting some Jerriase signage at the TIC
- 22) KB to provide the Board with an update on the need to replace the website's platform

over the next 24 months

- 23) KB to invite the directors of VJ's main contractors/suppliers to a dinner in 2019
- 24) MG to become chair of the Remuneration Committee and AW to join the same
- 25) CL, AW and KK (with input from KB) to establish a Nominations sub-committee to consider the replacement of DB and succession planning
- 26) TC, AW, PB and KK (with input from KB) to establish a temporary sub-committee to consider the CAG Report