



(A) Minutes of a meeting of Visit Jersey Limited ("VJL")

Held at The Petite Pomme of The Pomme d'Or Hotel- 25th of April 2023 at 8.30am

the "Directors" or the "Board"	In Attendance
Lisa Springate (LS) – Chair	Dan Houseago (DH) GoJ
Claire Lyons (CFL) – Interim CEO	David Schofield (DS) Company Secretary
Amanda Willmott (AW)	Matt Thomas (MT) PoJ until 11.45am
Catherine Leech (CL)	Tricia Warwick (TW)
Ian Gray (IG)	Don Connolly (DC) 9am – 10am
Lawrence Huggler (LH)	Joined the meeting 10am – 11am
Patrick Burke (PB)	Kevin Seward (KS)
Tim Crowley (TC)	Lydia Smith (LHS)
	Catherine Morris (CM)
	Ashley Proudfoot (AP)
	Sarah Barton (SB) Apologies received
	Joined the meeting from 2pm
	Heath Harvey (HH) GoJ
	Tim Rodgers (TR)
	Olivia Chapman (OC) Apologies received

GENERAL

- 1. APOLOGIES AND WELCOME** - LS welcomed everyone to the meeting and confirmed there were no apologies. LS thanked the Executive for assisting TW with all of the relocation arrangements, as well as the induction programme. CFL confirmed that she had agreed a handover schedule with TW that would involve her carrying out day to day operational and financial responsibility in the short term, allowing TW to meet key stakeholders. PB asked CFL to clarify how long the induction process would be and CFL confirmed it would be around 3 weeks. LS recorded her sincere thanks to CFL on behalf of the Board for all of her hard work over the last few months as Interim CEO, which she said has been greatly appreciated by all concerned.
- 2. CONFLICTS OF INTEREST** - The Board confirmed there were no new conflicts of interest.
- 3. MINUTES FROM THE PREVIOUS MEETING** – The Board AGREED some minor revisions to the January minutes and then to approve the minutes with the said

changes, without further reference back to the Board. **ACTION DS** to make said revisions and **LS** to sign the said minutes. **ACTION DS** to post on the website.

4. **APPOINTMENT OF A NEW DIRECTOR - LS** asked the Board to ratify **TW's** appointment. **IT WAS RESOLVED** that she would be appointed a Director of VJL from 26th April, 2023. **ACTION DS** to complete all relevant documentation.

FOR DISCUSSION/ UPDATE

5. **ARC UPDATE – IG** summarised the ARC report which he had included with the Board pack. **IG** confirmed that **DC** had attended the April ARC meeting, without the Executive being present, to allow for an unbiased discussion and scrutiny of the Annual Report and Financial Statements. **IG** confirmed to the Board that ARC was satisfied that the Financial Statements were accurate and recommended the Board approve them. **IG** summarised the contents of the Letter of Comment from Alex Picot and noted that there were no recommendations for improvement. **IG** noted that the Letter of Representation was a confirmation from the Board that all relevant information had been disclosed before Alex Picot signed off on the audit. **DC** confirmed that the audit process had gone smoothly and that they had tested VJL's internal systems and controls and that they had no significant recommendations for improvement. **DC** confirmed that he believed the Annual Report was balanced and improved on the 2021 Report. **IT WAS AGREED** that the Board would approve and representatives sign the Annual Report, Financial Statements and Letter of Representation and further recommend its approval to the Members at the forthcoming AGM. **ACTION LS** and **CFL** to sign both documents and **DS** to file and send to the Members with the AGM pack.

DC then left the meeting.

IG noted that ARC had recommended to the Board that they in turn recommend to the Members at the AGM, to re-appoint Alex Picot as VJL's Auditors for the 2023 audit, at a provisional fee of £6,500. **IT WAS AGREED** that the Board would recommend this action.

IG noted the changes on the Risk Register - these can be summarised as;

- Item 1-'Damage to VJ's Reputation' to be upgraded from 2B to 2C and move to amber from green.
- Item 5-'Local business under extreme financial pressure': emphasis changed by adding "... due to the cost-of-living crisis" and likelihood increased to E. This point is of particular concern.

- Item 6-Wording of the risk to be changed to 'Reduction in Connectivity' and the impact and risk of GoJ "Route Development" Funding being removed to be stated in the clause.
- Item 13b-'Loss of Visitors': The likelihood of this happening, due to a inflation related squeeze on household incomes, to be increased to D. Again, this point is of particular concern.
- Item 14-'Loss of VJ buying power': Impact to increase to a 5.
- Item 16-'Organisation Change and Resilience': Likelihood to be reduced to C.
- Item 18-clause changed from "Climate change" to "Sustainability" and the actions relating to "How to manage the risk" updated and enhanced.

IT WAS AGREED to accept the changes to the Risk Register. **IG** noted that ARC had requested a clear financial handover period for **TW** and **CFL** as discussed in section 1. **IG** referenced the EDTSC Q1 2023 report and new procedures for dealing with timing variances. **DS** took the Board through the report he had prepared on insurance and confirmed all policy renewals were subject to three quotes and would align on the 1st of April, 2024.

LS updated the Board that all existing AML / CFT exemptions have been removed with the introduction of the Proceeds of Crime (Amendment No 6) (Jersey) Order 2022 which came into force on the 30 January 2023 and the implications of this. Also, the FAQs which have been issued to date by the Jersey Financial Services Commission (JFSC) and advised that a further update is due mid-May. **LS** noted that VJL Directors may fall within the scope of the legislation and queried whether or not professional advice should be taken. **ACTION DS** to seek three quotes from suitable legal practices so that a view can be taken in due course. **LS** also raised whether the Board should set up a separate Compliance Committee. **LH** agreed to Chair this new Committee with **LS** and **IG** sitting on the Committee.

CEO AND HEADS OF DEPARTMENT Q1 UPDATE.

KS, LHS, AP, CM joined the meeting.

6. **CEO UPDATE - CFL** gave apologies on behalf of **SB**. **TC** asked why the Tourism Economics Report was slow to go out to the industry, **CFL** explained that VJL was waiting for the full year Exit Survey results which were only released after Easter. **IG** commented that VJL had to be in tune with industry business cycles and needs. **CL** wondered **what extra things could** be done to maximise and encourage French visitors with the recent changes to ID cards. **TC** asked was this being promoted by Government. **DH** detailed how Government was working to achieve this. **AP** and **KS** detailed what VJL is doing to promote the French market. **LHS** explained that VJL is working on initiatives at the harbour to promote things to do on-Island for French visitors. **KS** detailed the co-funded French marketing campaign that had

started the previous week with Condor, which had call to actions for day visitor entry with an ID card. **MT** stressed the urgency for supporting the Amsterdam route, its success being vital to future European market development. **KS** detailed the work VJL is doing to support the Amsterdam route. **LH** thought the overall financial commitment to the Amsterdam route was insufficient. **TC** said the Amsterdam route was the 'seed' for future European routes and if the 'seed' failed the 'tree' would not grow. **LS** asked **DH** if they could re-visit funding for route development, long and short term, later in the day. **CFL** confirmed route funding formed part of the bid for extra funding that had been submitted to Government. **LH** made the point that VJL funding was 10% lower in real terms in 2023 and VJL needed further support to grow connectivity within the European markets. **IG** discussed the Risk Register and noted that many areas were high level and asked if more achievable items that the Executive can affect pragmatically should be added. An example would be loss of specific air routes. **IT WAS AGREED** ARC should action these changes to the Risk Register. **TC** commented that he did not feel that the more optimistic figures reported by Tourism Economics married the sentiment within the room and this further highlighted the need for those figures to be released earlier. **TW** noted that Government had enquired about social media marketing on TikTok **LHS** noted that VJL targeted its budget where the highest return could be gained, **CM** noted that market segmentation data guided our social media strategy. **AP** noted that we did interact with TikTok influencers and in 2022 had brought an influencer to the Island, however VJL had ensured that the influencer had a wide following over all social media platforms to maximise marketing benefit. **LHS** updated the Board on Visitor Information Services. **LS** asked whether VJL needed to revisit the provision for a pop-up stand for a physical presence. **TC** suggested this should now be now passed back to **TW** to re-assess and report back to the Board.

- 7. ORGANISATIONAL UPDATE - CLF** confirmed the staff survey had been completed in March and satisfaction was high at 83%. **CLF** confirmed the resilience training had commenced and individual training was now being considered by the Heads for their teams. The Board considered NED remuneration for 2023, for agreement of the Members at the forthcoming AGM. **IT WAS RESOLVED** not to seek a raise in NED remuneration in 2023 for the Chair or any member of the Board.

TR and HH joined the meeting.

- 8. VISITOR ECONOMY STEERING GROUP UPDATE - TR** presented to the Board on his role as the facilitator for the Steering Group and provided an update as to the present position reached, together with **HH**. Questions were then invited from the Board.

9. **VISIT JERSEY'S GRANT** – **LS** referenced VJL's funding and the fact that VJL's core grant had not increased since 2015 and more latterly, high inflation had exacerbated the situation. **LS** said that she appreciated that VJL is competing for funds with other ALOs and Government is receiving many extra funding requests. **LS** explained that herself **CFL, IG** and the company accountant had met earlier in the month to discuss what approach VJL should take to achieve this end. **LS** proposed that a new and more collaborate approach be taken whereby VJL could work with Government on a case-by-case basis, showing a strong business proposal for the areas of funding put forward. **LS** asked clarification from **DH** and **HH** on what approach VJL should take. **DH** detailed Government policy and direction regarding extra funding and agreed with **LS's** overall approach.

10. **AOB - TC** alerted the Board to a new ticketing software solution called Fareharbor, that had recently been launched and which the Board agreed to monitor.

DATE OF THE NEXT MEETING – 16th May 2023


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Chair

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ACTIONS

ACTION	RESPONSIBILITY	STATUS
Post completed January Board minutes on the VJ Trade site.	DS	Complete
Complete all Directors documentation for TW	DS	Complete
Sign the Letter of Representation and pass to DC. Sign the Annual Report and Financial statements and file for issue with AGM pack.	LS, CFL, DS	Complete
Seek three quotes from legal firm's regarding Director exemptions	DS	TBC

V2 DS AMENDS 22/5