



PROTOCOLS to GOVERN RELATIONSHIP BETWEEN BOARD AND COMPANY EXECUTIVE

This document outlines the key decisions to be generally brought to the Board by the company's staff for discussion and ratification.

(A separate document outlines a set of protocols that govern the processes of Board membership & recruitment and Board meetings and agendas.)

The Board is to receive advance proposals and to ratify:

Artistic Policy/Management

- Proposed plays for full production
- Proposed director of plays for full production
- Proposed writer development and support programmes and projects
- Proposed outreach work
- Proposed regional work where this is not inherent to a proposed project/production
- General criteria to be used when selecting plays for inclusion in development activity
- General criteria and priorities to be used when selecting writers for inclusion in support/development activity
- General criteria and priorities for the content of work to be used when selecting work for development support and/or full production
(A Board member is to be included on any panel convened to select texts and/or projects for development, where there is a competitive element between writers/projects. Board members are to familiarise themselves wherever practical with new work under consideration for production or further development through reading drafts or attending readings.)
- The general balance in the longer term between development work/writer support and full productions
- Proposed project co-producers where significant credit and/or artistic control is to be shared with the co-producer

Activity Administration/General Management

- Outline proposals for non-standard arrangements for the organisation and management of productions
- Outline proposals for the organisation and management of new writing development and support work
- Any proposed activity with unusual or special staffing arrangements
- Proposals for production or project co-producers where significant financial control or management control is to be shared
- Proposals for new policies and review of all policies annually



Administration/Office Management

- Key decisions or changes in policy relating to the general running of the company where they significantly impact on:
 - Company office location
 - Overhead running costs of the company
 - Capital assets/equipment owned by the company
 - Financial liabilities of the company
 - External relations or any ongoing contractual arrangements between the company and external organisations

Staffing

- Any proposed significant changes in staffing
- Criteria for selection of new permanent staff
Board is to be involved in recruitment processes for all permanent or long term staff members through the Chair or a Board member. Ratification of a new appointment arising from this process is to be delegated to the Chair or a Board member if the Chair is not available. This appointment then to be formally ratified at the next Board meeting.
- Proposed permanent staff contracts
- Proposed changes to company employment policies
- Proposed arrangements to resolve any significant disputes/difficulties with staff or between company temporary or permanent staff

Any significant disputes/difficulties with staff or between company temporary or permanent staff are to be brought to the Board's attention as soon as practical. In the case of any significant personnel difficulties where officers feel the need for Board support then this will be first discussed with the Chair who will then discuss the issue with other Board members.

New Initiatives/Projects

- Proposals for new Giants' activity that the Board will not yet be fully aware of are to be presented and described by the relevant officer(s) including a full explanation of the thinking behind the proposal and of how it furthers Giants' general policies and objectives.
- These will then be discussed by the Board.
- The Board will then formally approve all or part of these proposals and/or subject them to targets or criteria they consider appropriate and/or request further specific information be brought to the next meeting or circulated ASAP after the meeting.
- The budget and financial proposals for this new activity will also be presented and explained at this stage or may be included in the Financial Report stage of a Board meeting.
- New project proposals may be subject to more detailed scrutiny and discussion before being ratified by the Board.

All proposals for new projects/activity may be ratified by the Board subject to conditions or target criteria set for their implementation.



Reviewing Past Work

The Board will regularly broadly review each key project once it has been completed or after a significant stage in an ongoing project to consider:

- Strengths and weaknesses
- Outputs achieved vs objectives and targets
- General perception of the project and its contribution to the company's overall aims and objectives
- Its effect on perception of the company and its profile
- How the general experience of the activity can inform best practice for Giant in the future

Board members are encouraged to individually solicit informal views and feedback from project participants and/or appropriate informed external practitioners who attended.

Financial Supervision

An updated Quarterly Management Income and Expenditure Account combined with the Budget for the remainder of the current financial year will be tabled at each Board meeting by the Company Manager.

These figures will always provide the most up to date snapshot of the financial position of the company up to end of the previous quarter.

A copy of this will be sent in advance by post with the Board papers.
Any significant changes since the last set of accounts or additions will be pointed out and explained by the Company Manager.

The Board has two functions in relation to these figures:

1. Consider and approve the accounts for the year to date.
2. Consider and approve the budget looking forward to the rest of the year.

At the December and March meetings the proposed budget for the following financial year will also be tabled.

The Board may request further explanation or more detail on summary figures.
If not immediately available, then this to be circulated within 2 weeks of the meeting.

Two Board members will form a Financial Sub-Committee to examine and review budgets and accounts in more detail and make recommendations to the Board in consultation with the Company Manager. They may meet separately with the Company Manager to facilitate this.

The Board is to receive advance proposals and to ratify:

- Choice of Company Bank
 - Choice of Company Auditors
- (Both of the above to be formally proposed and agreed at the AGM)
- Changes in investment of cash reserves
 - Any capital investment



Annual General Policy Review

- Each year the Board and key Giants staff will hold an 'awayday' to review the past year's work and consider in general terms Giant's aims, objectives and artistic policies and the management of its work.
- This will be a ½ or full day meeting to be held outside the usual environment for Giants Board meetings.

Review of these Protocols

These protocols will be reviewed annually by the Board and senior Giants Officers. Revisions will be incorporated into this written statement and ratified at the following Board meeting.

Timescales

It is understood that it is inherent to the fast moving nature of the industry in which the company operates that some of the key decisions outlined in this protocol will need to be taken quickly and there may not be sufficient time to wait for the next scheduled Board meeting. Where this is the case then the procedures for consultation with the Board through the Chair by phone, email or officer/chair meetings will be followed as outlined in the process protocols document.