

BOARD OF TRUSTEES

Minutes of a meeting of the Board of Trustees held on Friday, 13 February 2009, at 1130 hrs in the Board Room at the Ulster Folk and Transport Museum.

Trustees Present:

Mr Dan Harvey (Chairman)
Dr Alastair Walker
Mr Pat Carvill
Mr Neil Bodger
Ms Linda Beers
Lt Col Harvey Bicker
Dame Geraldine Keegan
Mrs Wendy Osborne
Mr Tom Shaw
Dr Richard McMinn
Mr David Moore

In Attendance:

Mr Edgar Jardine (Deputy Secretary, DCAL)
Mr Tim Cooke (Chief Executive)
Dr Jim McGreevy (Director of Collections & Interpretation)
Mr Mark Wilkinson (Acting Director of HR & Organisational Development)
Mrs Joanne Sloan (Acting Director of Finance & Planning)
Mr Marshall McKee (Director of Operations)
Mr Paddy Gilmore (Acting Director of Marketing, Trading and Communications)
Mr John Gilmour (Director of Development)
Mr Oliver McKenna (Business Planning Manager)
Ms Heather Henning (Committee Secretary)

1. APOLOGIES

Apologies were received from the following Trustees, Ms Anne Peoples, Dr Brian Scott and Mr Joe Kelly.

2. APPROVAL OF MINUTES OF THE MEETING HELD ON 28 November 2008 and APPROVAL OF MINUTES OF A SPECIAL MEETING HELD ON 12 December 2008

Board members approved the minutes of the meeting held on 28 November 2008 and the special meeting held on 12 December 2008.

3. MATTERS ARISING FROM THE MINUTES OF THE MEETINGS HELD ON 28 November 2008 and THE SPECIAL MEETING HELD ON 12 December 2008

Titanic Signature Project

The Chief Executive reported that he had had some dialogue with both the Chief Executive and the Acting Chairman of the Northern Ireland Tourist Board (NITB) regarding the Titanic Signature Project (TSP). The Chief Executive of NITB had undertaken to arrange a briefing on the progress of the designers. The Chief Executive also advised the Board that there was no indication from the Department that National Museums Northern Ireland should be involved in the project.

Education and Training Inspectorate Report

The Chief Executive advised Board members that the Education and Training Inspectorate had completed their report following their assessment of the museum's education provision. Members of the Executive were scheduled to meet with members of the Inspectorate to discuss the draft report and the Chief Executive agreed to update the Board on the outcome of this meeting in due course.

Art Gallery

The Chief Executive confirmed that he had written to DCAL to update them on the Board's discussion at the November Board meeting. A copy of this correspondence had also been forwarded to the NI Arts Council.

4.0 BUSINESS OF EXECUTIVE

4.1 2008/09 Business Plan Quarterly Update

The Chief Executive referred to the special Christmas events at the UAFP and UFTM which had been very successful and thanked staff for their efforts.

Armagh County Museum

Trustees noted that a substantial bid had been submitted to NITB for support the refurbishment of the permanent gallery displays at Armagh County Museum (ACM). A full-time contract of employment for a Learning and Outreach Officer at ACM had also been advertised to support and develop the museum's work. In response to a query from the Chairman regarding the expected date of transfer to local authority control, the Director of Operations reported that he had been advised at a recent meeting with the Chief Executives of Banbridge, Craigavon and Armagh District Councils that the transfer of ACM was scheduled for May/June 2011. In the interim National Museums Northern Ireland would continue to develop ACM within National Museums Northern Ireland until such time as it transferred to local authority control.

McAllister House

The Chief Executive advised the Board that the CAL Committee had recently held one of their meetings at the Ulster American Folk Park. The Chief Executive and Head of Operations, Mr Peter Kelly appeared in front of the Committee to brief them about the Folk Park and received a very positive response from Committee members. The Committee also visited the McCallister house currently under construction.

Reform and Modernisation Process

Board members noted that National Museums Northern Ireland was about to enter into negotiation with the trade union on the next phase of reform and modernisation, in particular the working arrangements for visitor guides. It was also the intention, in May, to proceed with Phase 4 of the Voluntary Early Retirement Scheme (VER) within the parameters agreed with the Department. Civil Service Pensions (CSP) had endorsed the plans and it was anticipated that this would lead to another 6 to 8 exits from the organisation. In the meantime, work was continuing with the broader restructuring of the organisation with three key posts within the Collections and Interpretation Directorate namely Head of Art, Head of Transport, Industry and Technology and Head of Human History currently advertised externally.

Visitor Figures

Mr Carvill welcomed the additional information regarding visitor figures and suggested that a diagrammatic presentation of this information would also be helpful. It was agreed that the data would be further refined to guide the reader.

Good Morning Ulster

The Chief Executive reported that a member of the curatorial team had recently been interviewed by Radio Ulster to mark the 200th anniversary of Charles Darwin's birth. During the interview the curator made reference to the intended displays within the Ulster Museum which resulted in the DUP MLA Mr Mervyn Storey criticising the museum for failing to represent the creationist point of view. Following some publicity by the Belfast Telegraph the museum had issued the following statement which was carried by the newspaper –

"The Ulster Museum which reopens later this year following a radical and comprehensive refit will house galleries and exhibitions of international significance interpreted in line with excellent scholarship and research. Within the permanent science galleries we will explain the conventional scientific theories, internationally accepted by scholars and scientists to describe life on earth from the earliest evidence of fossils. This is consistent with approaches taken by museums of renown across the world."

The above statement was endorsed by the Board of Trustees.

4.2 Draft Corporate Strategy 2009-2012 Update

Following the Board's approval of the draft corporate strategy on 12 December the Chief Executive had written to the Department seeking an informal response to the document. The Department had not raised any strategic issues in relation to the plan and was generally content with the approach of the strategy subject to some minor recommendations and the inclusion of two additional points under extending partnerships and governance and best practice. There was also a general acceptance from the Department of the KPIs (key performance indicators) and the Executive agreed to provide the

Department with additional information to that contained within the KPIs. The Chief Executive advised the Board that he would now seek formal approval for the strategy from DCAL.

4.3 Draft Business Plan 2009-2010 Update

The Chief Executive said that DCAL had again made some minor comments and drafting points to the draft business plan. The Chief Executive then briefed the Board on the financial projections for the 09/100 plan stating that the grand-in-aid income from DCAL for 09/10 was flatlined with this year which brought significant challenges for the organisation. The Chief Executive detailed the various pressure areas within the budget and the adjustment that had been made to facilitate the demands for additional expenditure. Board members noted that challenging targets had been set for visitor numbers across the sites and to generate additional income from retail and trading activities and donations and sponsorship. The Chief Executive outlined the various capital projections for the organisation but said that these had still to be confirmed by DCAL.

A brief discussion ensued about the reference to tour the museum's art collections nationally and internationally. The Chief Executive explained that the original aspiration had been to examine possible opportunities to work in partnership with other bodies using the national collections to promote Northern Ireland however any such proposals will be subject to funding from external sources. The Director of Collections and Interpretation said that National Museums was developing some propositions and would then engage with possible venue with a view to staging an exhibition further down the line.

4.4 Opening Hours Review

The Director of Operations explained that the driver for this review had been an ongoing concern over the alignment of the museum's opening hours with visitor expectations, growing demands within the tourist industry and the best use of the museum's staffing resources.

The Director of Operations said there was a strong demand for weekend opening from the visiting public which was supported by the museum's own information systems. The review group had also carried out benchmarking within the national museums and galleries sector and within the local museums and visitor attraction market to establish opening hours which met the following key objectives –

- Opening hours should be simple and easily communicated
- Where possible, annual closure days should be standardised across the group
- Sites should optimise weekend opening in response to visitor demand
- The seasonality of the open air museum sites should be accommodated and
- An change in opening hours should not detrimentally impact on our established audiences including our schools market

To meet these key objectives it was proposed that National Museums Northern Ireland should adopt revised opening arrangements as follows:

- Annual closure days 24, 25 and 26 December across all sites. Museums to open on all other public and bank holidays
- National Museums sites to open at weekends all year round
- Weekend opening hours to be extended at the Ulster Museum and Armagh County Museum
- Open Air Museum sites to operate a simple two season model with shorter opening hours in winter
- Evening opening to be event led (eg a regular Wednesday evening musical event in the Ulster Museum galleries throughout July and August) but not extended throughout the year.

The review group costed the option of extending existing opening hours at weekends at the Ulster Museum, Armagh County Museum and the Ulster American Folk Park. This would require an additional £300k net of predicted additional income that would have to be found from existing resources. To enable National Museums to live within an affordable pay bill the Executive proposed that the additional cost of extending existing opening hours be offset by closing to the public on a Monday which was the day which attracted the fewest visitors and as market research indicated was "the least preferred day to visit". Although Monday closing was not prevalent amongst national museums throughout the United Kingdom, National Museums Wales main site at Cathays Park in Cardiff, the Ashmolean Museum in Oxford and Sir John Soane's museum in London did operate the policy. Monday closure also operated at the National Museum of Ireland sites.

The Executive therefore proposed that the following opening hours be adopted across National Museums Northern Ireland's sites with effect from 1 October 2009 with the exception of Armagh County Museum as its location and pending transfer to local authority control under the Review of Public Administration would require further consideration prior to the introduction of Sunday opening.

Site	Month	Monday	Tuesday to Sunday
Ulster Museum	January to December	Closed	10.00 to 17.00
Ulster Folk and Transport Museum and Ulster American Folk Park	March to September	Closed	10.00 to 17.00
	October to February	Closed	10.00 to 16.00 Weekends 11.00 to 16.00

Trustees were assured that the new arrangements would allow for Monday opening in the future should National Museums choose to do so. The Board approved the proposal in principle. Consultation with the Trade Union side would be undertaken in the near future.

4.5 Ulster Museum Update

The Chief Executive updated Trustees on the latest progress of the Ulster Museum project and said that fund-raising efforts had enabled the spend on the project to be increased to £16.9m. Fund-raising efforts were continuing as there was an opportunity to upgrade some aspects of the build before the main contractors left the site. Discussions were also ongoing with Belfast City Council to maximise the integration between the Botanic Gardens and the museum.

The main construction work was progressing well and was due to be completed around the middle of May and as various areas of the building were completed they were being handed over to the fit out contractor, Beck Interiors.

The Chief Executive said that the Director of Collections and Interpretation had been working with the curatorial and collections care teams on the whole issue of the recant. A specific problem had been encountered at the Newtownards store where some casing and piping had given way leading to a level of asbestos contamination. Museum staff had been working through a programme of decontamination with specialist contractors and the Health and Safety Executive. However this programme had restricted the dates that items could be withdrawn from the store for conservation work prior to their installation in the galleries. The opening of the museum was now scheduled for the autumn.

4.6 Update on Rebranding

The Acting Director of Marketing, Communications and Trading advised the Board that National Museums had been working with the lead agency AV Browne and with Haley Sharpe to develop a new brand for the organisation. Mr Gilmore circulated samples of the new brand emphasising the need for the brand to work on a number of levels to accommodate the diverse range of activities undertaken by National Museums Northern Ireland and said he was confident that the new brand would fulfil these requirements. The Chair of the Marketing, Development and Fund-raising Committee, Ms Beers, endorsed the new brand and said that it had the potential to become iconic for the organisation. Following a brief discussion the Board unanimously endorsed the brand proposals.

4.7 W5 Management Statement and Financial Memorandum

The Chief Executive advised the Board that the drafting of a Management Statement and Financial Memorandum for W5 had been an outstanding priority one audit point for some time. The document, which was based on National Museum's own Financial Memorandum, had been approved by the W5 Board and required the approval of the Board of Trustees. The Chief Executive said that the document had also been submitted to the Department for approval and proposed that if the Board was content to approve the document in principle, W5 would put the Management Statement and Financial Memorandum into operation. Trustees accepted this proposal and agreed that providing DCAL did not raise any substantial objections, DCAL's response would be notified to the General Purposes and Finance Committee.

The Chair of W5, Dr Walker, said that the W5 Board welcomed the document and asked that their appreciation to the former Director of Finance and Planning, Amanda Lilley, the Chief Executive of W5, Dr Sally Montgomery and W5's Financial Controller, Mrs Margaret Irwin be noted.

4.8 Acquisition Policy

The Director of Collections and Interpretation advised the Board that the Acquisition Policy was due for review in February and sought Board approval to defer the review of this policy until May as the museum was preparing its application for accreditation to be submitted in July. The Board approved the request to defer the review of the Acquisitions Policy until May.

4.9 CAL Committee Recommendations on Museums Policy

The Chief Executive advised the Board that the CAL Committee's recommendations were now with the Department for consideration and response and proposed that National Museums worked with DCAL to provide a constructive response to these recommendations and engage in a process that would work towards making a contribution to developing a broader museums policy.

4.10 Financial Report to December 2008

Board members noted that the General Purposes and Finance Committee normally recommended the Financial Report to the Board for approval however on this occasion it was being brought directly to the Board as the December meeting of the G, P & F Committee had been given over to a special meeting of the Board to approve the draft Corporate Strategy 2009-2012 and the draft Business Plan 2009/10.

The Director of Finance and Planning briefed Trustees on the Financial Report to December 2008. Trustees noted that establishment costs had come under pressure as a result of increased charges for electricity and oil and maintenance costs however there was some underspend in respect of legal and professional fees and course fees and training however this underspend was expected to be used later in the year. Overall all the total operational income is ahead of budget at £87k at 31 December. Increased activity over the last quarter of the year was expected especially within the Collections and Interpretation and Marketing directorates. Trustees approved the Financial Report to 31 December 2008.

4.11 Approval of Loans

The Board formally approved the request for a number of loans to and from the museum's collection (archive copy attached to minutes).

5. BUSINESS OF CHAIRMAN

5.1 Expenditure

The Chairman sought retrospective approval for the following two items of expenditure which formed part of a business case approved by DCAL and DFP in January 2009.

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| 1. | Roof repairs and other upgrade work to the Dalchoolin Gallery | £214,000 |
| 2. | Road and car park lighting at the Cultra Estate | £262,500 |

The Chairman advised the Board that the works had been procured through Central Procurement Directorate, DFP with the contract awarded to H & J Martin under Central Procurement Directorate's (CPD) measured term contract framework.

The items of expenditure were formally approved by the Board of Trustees.

5.2 Corporate Governance Best Practice

The Chairman referred to the independent judgement by KPMG which reflected best practice in most organisations today and said that the report had been commissioned following a number of issues raised by Mr Neil Bodger at the Audit Committee on 28 November 2008. These concerned the Chairman's membership of committees and the cross membership of certain committees.

Mr Harvey referred to the background surrounding the Chairman's membership of the Board's sub-committees and said that following the merger process which created the National Museums and Galleries of Northern Ireland in 1998 it was felt appropriate that the Chairman was a member of all the sub-committees. However there was now a very stable platform for moving forward and the Chairman said that he was content to step down from the Audit Committee and would only attend this sub-committee should there be a need to do so. He would from time to time attend meetings as a guest or as an observer but not as a member.

The Chairman indicated his intention to retain membership of some of the other committees, in particular the General Purposes and Finance Committee and to carry out a review of the activities of the committees generally by consulting with Board members over the next few months.

For some time the roles of Vice Chairman and Chair of the Audit Committee had been jointly held however it was the Chairman's view that these should be held separately. He therefore proposed that Mr Tom Shaw be elected as Vice-Chairman of the Board of Trustees and that Dr Brian Scott be elected as Chairman of the Audit Committee. Mr Harvey also indicated that he would consider the membership of the sub-committees generally as he felt that the organisation would benefit from the membership being rotated.

Mr Carvill suggested that the Chairman may wish to consider the possibility of an independent member being co-opted onto the Audit Committee. The Chairman said that the Board of Trustees did have the power to second individuals onto committees if a particular skill was missing but this action would only be taken with the approval of DCAL.

6. TRUSTEES SUB-COMMITTEES

6.1 Audit Committee

6.1.1 Approval of Minutes of meeting held on 28 November 2008

Trustees approved the minutes of the meeting held on 28 November 2008.

6.1.2 Verbal report of meeting held on 13 February 2009

At the request of the Chairman, Mr Shaw had chaired the Audit Committee and gave the following verbal report. Board members noted that the Committee undertook its quarterly review of major risks which were addressed to the satisfaction of the committee.

The Committee also received an internal audit report which examined creditor payments and financial ledger and budgetary control. The report was satisfactory and any issues that had arisen were being addressed. As part of the quarterly update, the Committee also examined the outstanding audit recommendations and welcomed the considerable reduction.

The Committee were also given a collections audit update. A random sample of 400 objects across the collections and sites were selected for audit. Only 5% of the items from the outdoor museums could not be traced and these were minor value items. Committee members acknowledged the difficulties involved in tracking minor items in an outdoor situation however work was ongoing to improve this and guidance was being prepared for staff.

The Director of Finance and Planning also briefed the Committee on the National Fraud Initiative and reports on good governance and gave the Committee a good assurance that the organisation was substantially compliant with those documents.

It was agreed that Trustees would also receive an updated organisation chart.

7.0 Whowhatwherewhenwhy (W5)

7.1 Minutes of W5 Board meeting held on 25 November 2008

Trustees noted the minutes of the W5 Board meeting held on 25 November 2008.

7.2 Minutes of W5 Board meeting held on 16 December 2008

Trustees noted the minutes of the W5 Board meeting held on 16 December 2008.

7.3 Verbal report of meeting held on 22 January 2009

The Chairman of W5 reported total admissions of 254,000 and total visitor number of 282,000 during the calendar year 2008. Dr Walker said that although admissions were strong during December there was a slight softening in visitor numbers towards the end of the year following concerns about the recession.

Board members noted that the 2009/10 Business Plan had been approved by the W5 Board and forwarded to DCAL and OTC for comment. The W5 Board had also been careful to set realistic targets

for visitor numbers acknowledging that the success of the Dinosaurs exhibition would be difficult to recreate and that the Ulster Museum would re-open in the latter half of 2009.

Board members noted that the Chairmen and Chief Executives of National Museums Northern Ireland and OTC met in early January and that a further meeting involving additional personnel from OTC and National Museums had taken place at the end of January. Both meetings were very positive. The second meeting examined the development of Titanic Quarter, the Titanic Signature Project and their strategic impact on both organisations. The meeting concluded with an agreement to examine proposals that would benefit both organisations and that a further meeting with the Executive of National Museums Northern Ireland would be arranged.

8. ANY OTHER BUSINESS

Freedom of Information Enquiry from BBC

Board members noted that National Museums Northern Ireland had responded to a freedom of information inquiry from the BBC seeking details of objects that had been lost, stolen or damaged at its sites over the last five years.

Business Diary 2009/2010

The Business Diary for 2009/2010 was circulated to the Board of Trustees.

Public Appointments - Disability Survey 2009

The Chairman advised Board members that he had received a letter from the Central Appointments Unit of OFMDFM regarding the completion of a Disability Survey by board members of various public bodies. The aim of the survey was to encourage all public appointees to declare, where appropriate, if they had a disability and to suggest further ways of promoting positive attitudes towards disabled people and was being undertaken by OFMDFM on behalf of all Northern Ireland Government departments. Board members were encouraged to support this initiative.

9. DATE, TIME AND VENUE OF NEXT MEETING

The next meeting of the Board of Trustees will be held on Friday 22 May 2009, at 1130 hrs, in the Board Room at the Ulster Folk and Transport Museum.

Signed:.....

Date:.....

Copied to: Those Present, Dr Brian Scott, Ms Anne Peoples, Mr Joe Kelly and File.