

# 09 November 2007

## BOARD OF TRUSTEES

Minutes of a meeting of the Board of Trustees held on Friday, 9 November 2007, at 1100 hrs in the Board Room at the Ulster Folk and Transport Museum.

### Trustees Present:

Mrs Margaret Elliott	(Chairman)
Mr Dan Harvey	(Vice-Chairman)
Dr Alastair Walker	
Mr Sean Neeson	
Ms Linda Beers	
Lt Col Harvey Bicker	
Dame Geraldine Keegan	
Mrs Wendy Osborne	

### In Attendance:

Mr Tim Cooke	(Chief Executive)
Dr Jim McGreevy	(Director of Collections & Interpretation)
Mrs Jude Helliker	(Director of HR & Organisational Development)
Ms Amanda Lilley	(Director of Finance & Planning)
Mr Marshall McKee	(Director of Operations)
Mr Oliver McKenna	(Business Planning Manager)
Ms Heather Henning	(Committee Secretary)

## 1. APOLOGIES

Apologies were received from the following Trustees, Mr Tom Shaw, Mrs Patricia Flanagan,

Mr Bill Montgomery and Directors, Mrs Gillian McLean, Director of Marketing, Trading and Communications and Mr John Gilmour, Director of Development.

## 2. APPROVAL OF MINUTES OF MEETING HELD ON 7 September 2007

Board members approved the minutes of the meeting held on 7 September 2007 subject to the following amendment:

### 8.3.1 Verbal report of Audit Committee meeting held on 7 September 2007

"KPMG reported that there was a good corporate governance **regime within** National Museums Northern Ireland....." .

## 3. MATTERS ARISING FROM THE MINUTES OF THE MEETING HELD ON 7 September 2007

### Review of Assets

Mr Harvey reported that the Asset Review Group would be meeting as part of a larger group towards the end of November to discuss the utilization of the various properties within the museum's land portfolio.

It was agreed that any other matters arising from the minutes of the meeting held on 7 September 2007 would be addressed within the agenda.

## **4. BUSINESS OF THE EXECUTIVE**

### **4.1 Executive Summary**

The Chief Executive drew Trustees attention to the revised format of the 07/08 Business Plan – Quarterly Update on Progress which had been redesigned to provide Trustees and DCAL with the necessary information to monitor the organisation's progress against the agreed business plan objectives. It also provided a useful monitoring tool for the Executive. The Chief Executive gave the following summary from the Business Plan Quarterly Report.

- DCAL had approved the recruitment of three new senior posts within the Collections and Interpretation directorate. The recruitment of these posts would enable the museum to respond directly to the issues raised by the Public Accounts Committee and the Northern Ireland Audit Office report.
- DCAL had approved the appointment of a branding agency to assist the development of a brand identity for National Museums Northern Ireland.
- A recent recruitment exercise had failed to appoint an appropriate candidate to the Head of Operations post at the Ulster Folk and Transport Museum. A second recruitment exercise had been undertaken and the panel were hopeful of a successful outcome to that process. Opening hours across the various sites were also being reviewed by a cross-directorate team chaired by the Director of Operations.
- Ms Anne McMullan has been appointed as Head of Business and Tourism Marketing. Interviews had taken place for the Head of PR and Corporate Communications. It was also the intention to enter into a fresh recruitment exercise for the Director of Learning and Partnership in early 2008.
- Patton Construction had commenced work on the refurbishment of the Ulster Museum and work was progressing satisfactorily. Approximately £14.4m of the £14.7m total had been raised.
- Funding had been secured from the Mellon Foundation and the Northern Ireland Tourist Board (NITB) to reconstruct the McCallister House at the Ulster American Folk Park.
- A third phase of the voluntary early retirement scheme was launched on 10 October to the Visitor and Gallery Services staff at each of the sites. A fourth and final phase was to follow.
- The Board of Trustees had delegated its authority to the General, Purposes and Finance Committee and Audit Committee to jointly approve the final draft of the 2006/2007 Annual Report and Accounts and the approved document had been forwarded to DCAL for ministerial approval prior to being laid before the NI Assembly.

The Chief Executive reported that the Halloween events at the Ulster Folk and Transport Museum and the Ulster American Folk Park were hugely successful attracting record numbers of visitors at each site.

### **4.2 2008/2009 Draft Business Plan**

The Chief Executive reported that the General Purposes and Finance Committee had reviewed the initial draft of the 2008/2009 draft business plan following which senior to middle management were given an opportunity to comment. As part of the continuous process of business improvement the Executive were endeavouring to ensure that the business plan was aligned with the corporate strategy and the business plan had therefore been broadly divided into four themes which matched the themes in the corporate strategy. The financial projections within the plan were based upon an uplift as a result of Comprehensive Spending Review (CSR) but were adjustable in light of the CSR outcome. The business plan had been structured to give the sense of an organisation which, despite being in the middle of a challenging change process, was very focussed on being progressive, engaging with a whole range of partners, delivering across a wide range of agendas and taking control of its own destiny in as far as was possible.

Dr Walker stated that partnership was a key area for the museum and suggested that another key performance indicator (KPI) should be developed for inclusion in the 09/10 plan.

A copy of the draft plan had been forwarded to DCAL for comment. The Director of Sports, Museums and Recreation Division, Mr Mick Cory had responded to say that the Department was broadly content with the plan. There may be a need to revisit the key performance indicators (KPIs) before the plan was finalised to ensure there was a direct correlation between them and the delivery of DCAL's own corporate strategy and targets. Mr Cory's response also noted that he had previously outlined the initial allocations from the Comprehensive Spending Review and the draft budget to the Chief Executive and that these would impact on the actions within the plan. The document however included all the elements that DCAL would wish to see in a succinct way yet provided detail of all the major activities that were to be undertaken in the coming year.

The Chief Executive emphasised that the business plan as currently drafted was not the final document and would have to be re-examined in light of the CSR outcome however the Board indicated that they were content with the general direction of the plan. Consultation on the outcome of CSR would end on 4 January 2008.

#### **4.3 Comprehensive Spending Review**

The Chief Executive advised the Board of Trustees that the Department had provided headline indications of where National Museums Northern Ireland sat within the draft budget.

The Chief Executive detailed the proposed uplifts to the museum's revenue and capital budget over the next three years and said that although there had been some dialogue with the Department there needed to be substantially more discussion to clarify specific issues within the budget. He also gave a broad outline of the funding situation in relation to W5.

The Board authorised the Executive to negotiate with DCAL regarding the allocation of capital funding guided by the principles and priorities already set by the Board and to pursue funding issues in relation to W5.

#### **4.4 Future Capital Projects**

The Chief Executive briefed the Board on potential options for future capital projects including an art gallery and a maritime strategy. It was agreed that the Chief Executive should continue to have dialogue in respect of maritime strategy and the proposed art gallery and update the Board on a regular basis.

Mr Neeson enquired about the anticipated date for the transfer of Armagh County Museum from National Museums Northern Ireland to council authority under the Review of Public Administration (RPA). The Director of Operations advised the Board that DCAL had given no indication of the likely transfer date although there had been some discussion about how RPA was going to be delivered and implemented and the legislation that would be involved. The Director of Operations said that the museum was continuing to seek guidance from DCAL regarding the transfer.

#### **4.6 Appointment of Auditors**

The Chairman reported that following a tender recruitment exercise, KPMG had been appointed as the museum's internal auditors for a further 3 year period.

#### **4.7 Approval of Loans**

The Board formally approved the request for a number of loans from the Ulster Museum's collection (archive copies attached to minutes).

## **5. BUSINESS OF CHAIRMAN**

### **Appointment of Board of Trustees wef 1 July 2008**

The Chairman advised Board members that DCAL had signalled their intention to stand down the existing Board at the end of June 2008 and appoint a new Board with effect from 1 July 2008.

The Chairman, Vice-Chairman and Chief Executive had been invited to comment on the papers associated with the recruitment of the new board. The Chairman outlined her views she had expressed to the Department, in particular that some of the existing Board be reappointed and that the proposed selection criteria was too narrow given the organisation's statutory responsibilities. The Chief Executive had also responded on the basis of the DCMS criteria, suggesting that the selection criteria should be broadened to include experience from the legal, heritage, volunteering and creativity sectors.

## **6. TRUSTEES SUB-COMMITTEES**

### **6.1 Staffing Committee**

#### **6.1.1 Approval of minutes of meeting held on 16 June 2007**

Trustees approved the minutes of the meeting held on 16 June 2007.

#### **6.1.2 Verbal report of meeting held on 21 September 2007**

In the absence of Mr Tom Shaw, Chairman of the Staffing Committee, Mrs Osborne reported that the main items of discussion were the progress of appointments to key vacancies within the structure, the relocation of staff to the Ulster Folk and Transport Museum, the implementation of the VER scheme and the update on the implementation of the new Directorate structure. The new disciplinary procedures were also discussed and the Equal Opportunity procedures noted. Copies of the staff intranet were also circulated to Committee members. Trustees welcomed the progress that had been made in all of these areas.

### **6.2 General Purposes and Finance Committee**

#### **6.2.1 Approval of minutes of meeting held on 15 June 2007**

Trustees approved the minutes of the meeting held on 15 June 2007.

#### **6.2.2 Verbal report of meeting held on 21 September 2007**

The Chairman of the General Purposes and Finance Committee, Mrs Elliott, reminded Trustees that the General Purposes and Finance Committee and Audit Committee had met jointly to approve the Consolidated Financial Statements 06/07. The General Purposes and Finance Committee then met separately to discuss its own agenda items. The main items of discussion were the likelihood that the Review of Public Administration would not now be implemented before 2011 and the resulting impact for the transfer of Armagh County Museum to the new council authority. Other items of discussion were the Financial Report to 30 September 2007, the Spending Review and the Reform and Modernisation update, both previously discussed.

### **6.3 Audit Committee**

#### **6.3.1 Approval of minutes of meeting held on 15 June 2007**

Trustees approved the minutes of the meeting held on 15 June 2007.

### **6.3.2 Verbal report of meeting held on 7 September 2007**

The Chair of the Audit Committee, Mr Harvey, reported that a quarterly review of the risk management strategy had confirmed that the organisation was moving in the right direction. The museum's internal auditors, KPMG, confirmed that the organisation's risk management framework was of a very high standard. Although a number of audit recommendations remained outstanding, steady progress was being made and the Committee anticipated that quite significant progress would be made by the next Audit meeting scheduled for the end of January 2008.

Mr Harvey reaffirmed that KPMG had been appointed for a further 3 year period as the museum's internal auditors. KPMG had presented a basic audit plan at the September meeting and had agreed to provide a more detailed version for the next meeting. As a result of the recommendations arising from the PAC report into the Management of Collections within National Museums Northern Ireland, Dr McGreevy, Director of Collections and Interpretation, detailed the approach the organisation was taking to the issue of audit checks of the collections. Dr McGreevy said a formal annual audit would be undertaken from January 2008 with the outcome due to be reported in the next annual report.

A draft anti-fraud policy was also tabled at the meeting and it was agreed that some minor revisions would be made.

## **7. WHOWHATWHEREWHENWHY (W5)**

### **7.1 Minutes of W5 Board meeting held on 24 August 2007**

Trustees noted the minutes of the W5 Board meeting held on 24 August 2007.

### **7.2 Minutes of W5 Board meeting held on 25 September 2007**

Trustees noted the minutes of the W5 Board meeting held on 25 September 2007.

### **7.3 Verbal report of W5 Board meeting held on 19 October 2007**

The verbal report of the meeting held on 19 October 2007 was discussed under "*Reserved Business*" because of commercial sensitivities.

## **8.0 ANY OTHER BUSINESS**

None.

## **9.0 DATE, TIME AND VENUE OF NEXT MEETING**

**The next meeting of the Board of Trustees would be held on Friday, 25 January 2008, in the Board Room at the Administration Building at the Ulster Folk and Transport Museum.**