

CONFIRMED MINUTES
MEETING OF BOARD OF TRUSTEES

Friday 11 December 2020
Microsoft Teams – Video Conference

Trustees Present:

Mr Miceal McCoy – Chairman
Professor Garth Earls – Vice Chairman
Dr Riann Coulter
Ms Deirdre Devlin
Mr William Duddy
Professor Karen Fleming
Mrs Hazel Francey
Mrs Daphne Harshaw
Miss Charlotte Jess
Dr Rosemary Kelly
Dr Leon Litvack
Dr George McIlroy
Mrs Catherine Molloy
Dr Robert Whan

In Attendance

Kathryn Thomson, Chief Executive (CEO)
William Blair, Director of Collections (DC)
Colin Catney, Chief Operating Officer (COO)
Aaron Ward, Head of Audience and Development (HAD) – Item 8.1
Michelle Ashmore, Secretariat
Jourdan Crilly, Assistant Secretariat

Professor Fleming left the meeting at 11.00am returning at 11.31am.
Dr McIlroy joined the meeting at 11.00am.

1. Welcome & Apologies

The Chairman formally welcomed everyone to the meeting.

Chairman advised that the meeting is being held virtually:

- Members to mute microphones unless speaking
- If anyone leaves the meeting they must advise Chairman of this to enable it to be recorded in the minutes.

Apologies were received from:
Mr Alan McFarland

2. Conflicts of Interest

The Chairman ascertained the following conflict of interest in relation to the business as set out on the agenda.

Dr Coulter – McWilliams Gallery Loans that were approved by GP&F Committee.

3. Approval of Minutes

3.1 Minutes of Meeting held on 25 September 2020

Trustees approved the Minutes of the Board Meeting held on 25 September 2020.

Proposed by: Ms Devlin

Seconded by: Dr Litvack

4. Matters Arising

4.1 Update on Actions from previous meeting

The CEO advised the Trustees on the summary of actions from the meeting on Friday 25 September 2020. The action outstanding is to establish a formal agreement for the Texaco Children's Art Exhibition with the organisers. A draft has been prepared but this has not been concluded as the exhibition was postponed due to museum closure. The CEO suggested that the Board may wish to review its decision in light of the new Ethics Policy being recommended for approval by GP&F Committee. The Chairman proposed that this would be discussed later in the agenda.

5. Business of Chairman

The Chairman, on behalf of himself and the Board, commended and thanked both the Executive and Senior Management Teams for all of their excellent work during the pandemic.

5.1 Board Work Plan

The Chairman advised that the Work Plan had been updated to December 2021.

The Board noted the Work Plan.

5.2 Trustee Insights

Trustees advised on no insights to share with the Board at this time.

6. Loans, Acquisitions & Disposals

6.1 Loans approved by GP&F

Trustees noted the loans approved by the GP&F Committee on behalf of the Board at its meeting on 13 November 2020.

6.2 Deaccessioning Proposal for Approval

The DC advised the items proposed for deaccessioning are a selection 1960s Disney toys. It is proposed that they stay within the ownership of National Museums NI and are transferred to the support collection for educational purposes.

Trustees approved the Deaccessioning Proposal as presented.

Proposed by: Dr Coulter
Seconded by: Professor Fleming

6.3 Acquisition for Approval

The DC advised the Board that in June 2020, National Museums NI was offered the painting *Quiet* by James (Jacques) Joseph Tissot through the Acceptance in Lieu Scheme by recommendation of the panel.

Fundraising for the painting is underway and the proposed acquisition will only proceed if the required contribution is secured.

Trustees approved the Acquisition for Approval. In addition Trustees approved the use of legacy reserves should there be any shortfall on funds raised.

Proposed by: Dr Litvack
Seconded by: Dr Coulter

7. Business of Chief Executive

7.1 Chief Executive's Report

The Chief Executive reviewed the report in discussion with Trustees, commenting specifically on:

- Ministerial approval for the Strategic Outline Case (SOC) for the transformation of the Ulster Folk Museum was secured on 31 October. The SOC is now with DoF for final approval to proceed. In parallel, our team has worked closely with the government's Construction and Procurement Delivery (CPD) unit to prepare the public procurement for the project's design and technical advisory team. We also continue to develop our National Lottery Heritage Fund (NLHF) Heritage Horizon Awards application for funding (due at the beginning of 2021);
- Across the heritage sector many funders and philanthropic organisations have offered grants to support survival and stimulate and strengthen recovery from the pandemic. We have been actively assessing these opportunities based on alignment with our own plans and deliverability. A number of applications are being progressed;
- Reimagine Remake Replay won the 'Best Museums Change Lives Project' award at the recent Museums Association conference;

- National Museums NI have been allocated £200k from the Department for Communities Covid-19 Culture, Languages, Arts and Heritage Support Programme to deliver two projects – Plot to Plate pilot and Museums on the Move;
- The exhibition programme has continued to be disrupted by the pandemic and museum closures, both at home and abroad. The 2021 programme is currently being reviewed;
- A new publication *Curating Conflict: The Troubles and Beyond* by Dr Karen Logan, Senior Curator of History, is now available for sale;
- The year-end budget forecast is a breakeven following some additional allocations from DfC to meet pressures;
- Staff survey results show 86% of respondents said they were ‘very’ or ‘fairly’ satisfied with the way they were treated by the organisation during COVID 19;
- National Museums NI, Belfast City Council and Ulster University have again come together for the third year of ‘Art Unwrapped’ with the exhibition moving online;
- The CEO and DC had attended the Assembly to Committee for Communities the previous day to provide a briefing on the work and impact of National Museums NI. Representatives of the Model Engineers Society NI (MESNI) were also briefing the Committee on the same day. The CEO outlined the background to the difficult decision regarding the future use of the Walled Garden at Cultra by MESNI for new Trustees. The Board confirmed its support for the decision taken as being in the long term best interests of the organisation; and,
- The CEO advised that she had recently been confirmed as the Chair of the Visit Belfast Board.

8. Strategic Priorities

8.1 Draft Corporate Strategy 2021-2025

The COO advised the Board that the current Corporate Plan comes to an end at the 31st March 2021, having served the organisation well in terms of providing direction and momentum for the organisational transformation to date.

A new Corporate Strategy 2021–2025 has been developed and was presented to the Board for feedback. The Board commended the draft Corporate Strategy, recognising the facilitated process that has contributed to the development. The Board confirmed its strong support for the current draft, for its further development and for the approval process with the Department to commence. The final Corporate Strategy 2021-2025 will be presented to the Board for approval at its next meeting.

Proposed by: Dr Kelly

Second by: Ms Devlin

8.2 Decolonisation at National Museums NI

The DC took the Board through the paper presented, highlighting that decolonisation is an important issue for the cultural sector in general and the museum sector in particular, requiring us to take a thoughtful and considered position.

The Board approved the four commitments proposed to progress National Museums NI's approach to decolonisation of its museums.

Proposed by: Dr Coulter

Seconded by: Dr Kelly

8.3 Health & Safety Strategy Annual Update

The Board noted the annual Health & Safety Strategy update.

9. Board of Trustees' Committees

9.1 Audit & Risk Assurance Committee

9.1.1 Adoption of Minutes of [ARAC] Meetings held on 11 & 24 September 2020

The Chairman of ARAC presented the minutes of 11 & 24 September meetings.

Trustees adopted the minutes of the ARAC meetings of 11 & 24 September 2020.

Proposed by: Dr McIlroy

Seconded by: Mrs Molloy

9.1.2 Verbal update of Meeting held on 27 November 2020

The Chairman of ARAC spoke to the note of the Committee meetings held on 27 November and highlighted the following:

- Reports from Internal Audit highlighted two medium priorities in relation to business continuity; and,
- Anti-Fraud Policy and Fraud Response Plan – review and update is work in progress and will be considered for approval by the Committee at its next meeting

Trustees noted the report of the meeting held on the 27 November 2020.

Papers arising from ARAC meeting on 27 November 2020:

9.1.3 Corporate Risk Register

9.1.4 Final Report to Those Charged With Governance

The Board approved the Corporate Risk Register and the Final Report to Those Charged with Governance.

Proposed by: Mrs Molloy

Seconded by: Professor Fleming

9.2 General Purposes & Finance Committee

9.2.1 Adoption of Minutes of GP&F Meeting held on 28 August 2020

The Chairman of GP&F presented the minutes of the GP&F meeting.

Trustees adopted the minutes of the GP&F meeting of 28 August 2020.

Proposed by: Professor Fleming

Seconded by: Dr Kelly

9.2.2 Verbal Update of Meeting held on 13 November 2020

The Chairman of GP&F Committee gave the following update of the Meeting held on 13 November 2020:

- Social Media Conduct Policy – following feedback from the Committee some further changes are being made and will be presented at the next meeting for approval. It was agreed the CEO will remind all staff of their responsibilities in the use of social media in the next monthly communication;
- A comprehensive review of the Complaints Policy is under way. The updated version will be presented at the next GP&F Committee for approval;
- GP&F Committee welcomed the proposed Ethics Policy and approved it for recommendation to the Board of Trustees;
- The Library Progress project had been severely curtailed by the COVID 19 lockdown, however has now resumed and considerable progress is now being made; and,
- Geoff Davidson (Health and Safety Manager) joined GP&F and took the Committee through a detailed presentation in relation to the response by the organisation to the impact of COVID 19 and the challenges faced to safely reopen all sites.

The Board noted the unconfirmed minutes of the meeting held on 13 November 2020.

Papers arising from GP&F meeting held on 13 November 2020:

9.2.3 Performance Reports:

a) Financial Performance

b) Business Plan Performance Report

The Board noted these reports.

9.2.4 For approval:

a) Review of Health and Safety Policy

b) Ethics Policy

The Board approved both these policies.

Proposed by: Dr Kelly
Seconded by: Professor Earls

Following the approval of the Ethics Policy the Board reviewed the decision regarding the Texaco Children's Art Exhibition. The CEO advised that the Executive's recommendation is that, in the context of the Ethics Policy, exhibitions sponsored by oil companies should no longer be accepted by National Museums NI.

Trustees expressed a range of opinions. The Chairman summarised the Board discussion and concluded that the decision taken at the last meeting should stand. However it was agreed that the Board would reconsider this matter more fully at a later date and in lieu of that no action should be taken to finalise the formal agreement with the exhibition organisers at this stage.

9.3 Remuneration Committee

9.3.1 Adoption of Minutes of Meeting held on 22 May 2020

The Chairman of the Remuneration Committee presented the Minutes for approval.

Proposed by: Dr Whan
Seconded by: Mrs Francey

10. FOIs

The last FOI requests were reported to the Board in September 2020, since then there have been 3 requests and 7 AQW's. It was confirmed that the responses to these questions would be uploaded to Decision Time.

The Board noted the FOI report.

11. Any Other Business

The Chairman had two matters he wished to raise with the Board:

- The new Trustees had received a further more detailed induction workshop with the Department for Communities; and,
- The governance and accountability training for the new Trustees had been delivered by the Chief Executive's Forum (CEF). Following this the Chairman and CEO have discussed a longer term Board induction and development proposal with the CEF which it is proposed will be piloted with National Museums NI.

13. Date of Next Meeting

The Chairman advised Trustees that the next meeting of the Board would take place on Friday 26 March 2021.

The Chairman closed the meeting at 1.05pm.

Signed:

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Date:

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Copies: DfC, Trustees, File, Website

Actions

9.2.4	Texaco Childrens Art exhibition to be discussed further by the Board at a later date	Chair
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