

**CONFIRMED MINUTES  
MEETING OF BOARD OF TRUSTEES**

Friday 10 December 2021  
Cultra Manor & Microsoft Teams

**Trustees Present:**

Mr Miceal McCoy – Chairman  
Ms Deirdre Devlin – via Microsoft Teams – Video Conference  
Mr William Duddy  
Professor Karen Fleming  
Mrs Hazel Francey  
Mrs Daphne Harshaw  
Miss Charlotte Jess  
Dr Rosemary Kelly - via Microsoft Teams – Video Conference  
Dr Leon Litvack  
Mr Alan McFarland – via Microsoft Teams – Video Conference  
Dr George McIlroy – via Microsoft Teams – Video Conference  
Mr William McMullan  
Mrs Catherine Molloy – via Microsoft Teams – Video Conference  
Dr Robert Whan

**In Attendance**

Kathryn Thomson, Chief Executive (CEO)  
William Blair, Director of Collections (DC)  
Colin Catney, Chief Operating Officer (COO)  
Helen Connolly, Volunteering and Participation Manager (VPM), presented item 8.2  
Michelle Ashmore, Secretariat

**1. Welcome & Apologies**

The Chairman formally welcomed everyone to the meeting.

Apologies were received:

Professor Garth Earls - – Vice Chairman

**2. Conflicts of Interest**

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

Dr Kelly indicated she is member of the RUA Board.

**3. Approval of Minutes**

**3.1 Minutes of Meeting held on 24 September 2021.**

Trustees approved the Minutes of the Board Meeting held on 24 September 2021.

Proposed by: Dr Litvack

Seconded by: Ms Devlin

#### **4. Matters Arising**

##### **4.1 Update on Actions from previous meeting held on 24 September 2021.**

The CEO advised that actions from the meeting held on 24 September 2021 have been completed.

#### **5. Business of Chairman**

##### **5.1 Board Work Plan**

The Board noted the Work Plan.

##### **5.2 Trustee Insights and Intelligence**

Trustees had no insights to report.

##### **5.3 Correspondence from DfC – Ministerial Approval of the Business Plan 2021-22**

The Chairman advised Trustees that he had received a letter from the Minister approving the Business Plan 2021-22, which had been included in the Board papers. He also noted the lateness in receiving this approval from the Department.

##### **Update on Bank Mandates**

The Chairman advised Trustees that the bank mandates have been updated.

Alan McFarland left the meeting.

##### **Trustee Complaint**

The Chairman updated Trustees on the Trustee complaint which was raised regarding a blog that was published on the National Museums NI website on 15<sup>th</sup> October 2020. The Chairman informed Trustees that all of the relevant documents relating to the complaint – including both the Internal Audit and DfC reports – had been circulated to Trustees. The Chairman advised that a Special Board meeting will take place in January 2022 for the Board to consider the lessons learnt from the reports and close outstanding issues related to the matter.

The CEO welcomed decisive conclusion of this matter by the Chairman and Trustees as it has been a lengthy and difficult period for the organisation. Successive reviews and reports have provided substantive evidence that the organisation acted appropriately at all times.

The CEO also highlighted the key learning points for Board consideration, including clarity and proportionality in handling of issues that arise; managing conflicts of loyalty; and, Board conduct and treatment of staff.

Alan McFarland re-joined the meeting.

## **6. Loans & 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 12 September 2021.

### **6.2 Deaccessioning for Approval**

Trustees approved the Deaccessioning for Approval as presented.

Proposed by: Miss Jess

Seconded by: Mrs Francey

### **6.3 Acquisition for Approval**

Trustees approved the Acquisition for Approval as presented.

Proposed by: Ms Devlin

Seconded by: Mrs Molloy

### **6.4 Repatriation for Approval**

Trustees approved the Repatriation for Approval as presented.

Proposed by: Professor Fleming

Seconded by: Mr McMullan

## **7. Business of Chief Executive**

### **7.1 Chief Executive's Report**

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

- Ulster Folk Museum – After a robust procurement process, the Integrated Design Team has been appointed. The Funding Strategy continues to be progressed.
- Ulster Museum – the Project Board has been established and is due to have its first meeting in January 2022.
- Ulster Transport Museum – architects and urban designers have been engaged to develop plans for the hosting of Our Place in Space in 2022. The priority is ensuring that this acts as a catalyst for the masterplan and leaves a long term legacy.
- A new exhibition *Changing the Script – A Parents Story* has opened at the Ulster Folk Museum through a partnership with the Youth Justice Agency.
- Museum on the Move continues to deliver significant positive impact and media coverage. The Education Minister Michelle McIlveen visited a showcase session at Greenisland Primary School in September.

- Inclusive Global Histories – work continues to decolonise National Museums NI’s sites and collections, following the Board’s approval of the organisation’s decolonisation commitments in December 2020.
- The Halloween Programming at all museums was very successful both in terms of engagement and revenue generation.
- An allocation of £2.661m of funding was received in October Monitoring to meet the budget deficit.

The CEO further updated on the following:

- Consideration by the Hans Sloane Trust about its future is ongoing, including the GCSE and A-Level science awards.
- Early successes from the new partnership with The Conservation Volunteers (TCV) at the Ulster Folk Museum (UFM) including the planting of over 10,000 tree seedlings, production of a small crop of heritage vegetables, and directly connecting over 900 people to the site.
- The Risk Register has been updated to include an additional risk relating to the impact public sector systems and processes are having on the ability to both sustain operations and transform the business. Examples included securing approvals for cost reducing and income generating proposals, approval of the pay award and progressing procurements between £5-30k.

Trustees noted the report and raised concerns regarding the new risk highlighted and its impact on service delivery. The CEO advised that these concerns would be raised formally at the DfC/National Museums NI Partnership Meeting scheduled for the next week.

## **8. Strategic Priorities**

### **8.1 Draft Business Plan 2022-23**

The first draft of the Business Plan 2022-23 was presented, reflecting the expected programme of work during Year 2 of the current Corporate Strategy. At this stage it does not include the targets against the KPIs or the Budget which is yet to be allocated.

The plan will be further developed and refined over the remainder of the financial year, when timelines, targets, available resources, and cross team interdependencies are understood and agreed. The final Business Plan will be presented to the GP&F Committee in February 2022, for approval at the March 2022 Board meeting.

Trustees approved activities in the draft Business Plan 2022-23.

### **8.2 Volunteering Presentation**

The Volunteering and Participation Manager presented an update on the development of volunteering within the organisation, highlighting some recent activity and successes.

The Board welcomed the presentation and congratulated everyone involved. It was agreed that a Green Gym taster session would be arranged for Trustees in the New Year.

### **8.3 Asset Management Strategy Update**

The COO provided an update on the progress of the existing Estate Strategy and a summary of the work being undertaken to develop the new Asset Management Strategy.

The Board noted the report.

### **8.4 Health & Safety Strategy Annual Update**

The COO advised that updates on delivery are presented to the GP&F Committee throughout the year, with an annual report brought to the Board.

The Board noted the report.

### **8.5 Cultural Development Programme Annual Review**

The COO summarised the key activities over the last year as part of the ongoing cultural development programme.

The Board noted the report. It was agreed that at its Special Meeting in January the Board would consider its role and operation in the context of organisational values and behaviours.

### **8.6 Commercial Strategy Update**

The CEO provided an update on activities against the current Commercial Plan and the development of the new Commercial Strategy.

The Board welcomed and noted the report.

## **9. Board of Trustees' Committees**

### **9.1 Audit & Risk Assurance Committee**

#### **9.1.1 Adoption of Minutes of ARAC Meetings held on**

The Chairman of ARAC presented the minutes of ARAC meeting. Trustees adopted the minutes of the ARAC meeting of 10 September 2021.

Proposed by: Mr Duddy

Seconded by: Mrs Molloy

#### **9.1.2 Verbal update of Meeting held on 26 November 2021**

The Chairman of ARAC highlighted the following from the meeting held on 26 November:

- IAS HR Talent Management – Advisory Report
- IAS Procurement and Contract Management Report
- IAS Safeguarding Report

- Internal Audit Progress Report
- Quarterly Review of Audit Recommendations
- Final Report to Those Charged With Governance
- Corporate Risk Register
- Physical Verification of Collections – due to COVID-19 restrictions it was not possible to carry out a physical check of the Collections this year.

Trustees noted the report.

**Papers arising from ARAC meeting on 26 November 2021:**

**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: Dr McIlroy

Seconded by: Miss Jess

**Policies for Approval from ARAC on 10 September 2021**

**9.1.6 Risk Management Framework**

**9.1.7 Raising Concerns (Whistleblowing) Policy and Procedure**

The Board approved the policies:

Proposed by: Dr Litvack

Seconded by: Mrs Molloy

**9.2 General Purposes & Finance Committee**

**9.2.1 Adoption of Minutes of GP&F Meeting held on 27 August 2021**

The Chairman of GP&F presented the minutes of the GP&F meeting. Trustees adopted the minutes of the GP&F meeting of 27 August 2021.

Proposed by: Professor Fleming

Seconded by: Ms Devlin

**9.2.2 Verbal update of Meeting held on 12 November 2021**

The Chairman of GP&F highlighted the following from the meeting held on 12 November:

- Q3 Business Performance and Finance Reports
- HR & OD Report
- Policies for approval (Dignity at Work Policy and Procedure; Recruitment and Selection Policy and Procedure; Volunteering Policy; Data Protection Policy and Procedure)
- Environmental Sustainability to remain on the agenda to provide updates until final version is ready to be presented to GP&F in February 2021

- Library and Archives Manager (previously UOSH Project Manager) gave a presentation on the conclusion of the Unlocking our Sound Heritage project
- Health and Safety Performance Report

Trustees noted the report.

**Papers arising from GP&F meeting held on 27 August 2021:**

**9.2.3 Performance Reports:**

- Financial Performance**
- Business Performance Report**

The Board noted the Financial Performance and Business Plan Performance Reports.

**9.2.4 For Approval:**

- Dignity at Work Policy and Procedure**
- Recruitment and Selection Policy and Procedure**
- Volunteering Policy**
- Data Protection Policy and Procedure**

The Board approved the above policies:

Proposed by: Miss Jess

Seconded by: Mrs Francey

**9.3 Remuneration Committee**

**9.3.1 Adoption of Minutes of Meeting held on 21 May 2021**

Trustees adopted the minutes of the RC meeting of 21 May 2021.

Proposed by: Dr Kelly

Seconded by: Mrs Francey

**10. FOIs**

The Board noted the FOI report.

**11. Any Other Business**

None noted

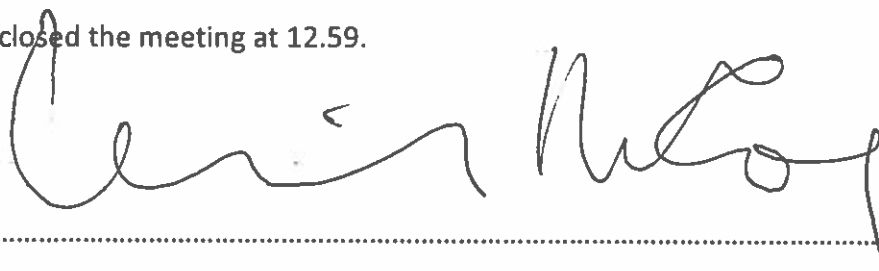
**13. Date of Next Meeting**

The Chairman advised Trustees that the next meeting of the Board would take place on 25 March 2022.

The Chairman thanked the CEO and team for their achievements within difficult circumstances this past year.

The Chairman closed the meeting at 12.59.

Signed:

A handwritten signature in black ink, appearing to read "Gavin Kelly". The signature is written in a cursive style with a large initial 'G' and 'K'. Below the signature is a horizontal dotted line.

Date:

25<sup>th</sup> March 2022

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Copies:

DfC, Trustees, File, Website