

**CONFIRMED MINUTES**  
**MEETING OF BOARD OF TRUSTEES**

**Friday 25 March 2022**  
**Cultra Manor, Ulster Folk Museum & Microsoft Teams**

**Trustees Present:**

Mr Miceal McCoy – Chairman  
Ms Deirdre Devlin – via Microsoft Teams  
Mr William Duddy  
Professor Garth Earls  
Professor Karen Fleming  
Mrs Hazel Francey  
Mrs Daphne Harshaw  
Miss Charlotte Jess  
Dr Rosemary Kelly – via Microsoft Teams  
Dr Leon Litvack  
Mr Alan McFarland – via Microsoft Teams (left meeting for item 3.2)  
Dr George McIlroy – via Microsoft Teams (left meeting at 12.20 pm)  
Mr William McMullan  
Dr Robert Whan

**In Attendance**

Kathryn Thomson, Chief Executive (CEO)  
William Blair, Director of Collections (DC)  
Colin Catney, Chief Operating Officer (COO)  
Mark Irvine, Head of Operations (HOD) – item 8.3  
Ronan O’Hara, Strategic Investment Board – item 8.3  
Michelle Ashmore, Secretariat – via Microsoft Teams  
Jourdan Crilly, Secretariat

**1. Welcome & Apologies**

The Chairman formally welcomed everyone to the meeting.

Apologies were received:  
Mrs Catherine Molloy.

**2. Conflicts of Interest**

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

Mr McFarland indicated he is a member of the Scots Irish Trust Board.  
Dr Kelly indicated she is a member of the RUA Board.

### **3. Approval of Minutes**

#### **3.1 Minutes of Meeting held on 10 December 2022.**

Trustees approved the Minutes of the Board Meeting held on 10 December 2022.

Proposed by: Ms Devlin

Seconded by: Dr Whan

#### **3.2 Minutes of Special Board Meeting held on 28 January 2022.**

The Board of Trustees agreed and ratified the Minutes of the Special Board meeting of 28th January 2022. It was agreed that the Chairman of the Board of Trustees write further to the Trustee seeking an appropriate apology. It was also agreed was that a Governance Working Group be convened to progress the recommendations in the independent reports regarding this matter. The Chairman will draft a Terms of Reference for consideration by the Working Group.

Proposed by: Dr Litvack

Seconded by: Mrs Francey

### **4. Matters Arising**

#### **4.1 Update on Actions from the previous meeting held on 10 December 2022.**

The CEO advised that actions from the meeting held on 10 December 2022 have been completed.

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

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

The Board noted the Work Plan.

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

The Chairman advised he and the CEO have been invited to the installation of Colin Davidson as chancellor of Ulster University on the 31<sup>st</sup> March.

### **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 25 February 2022.

#### **6.2 Loans for Approval**

Trustees approved the Loans for Approval as presented.

Proposed by: Dr Litvack

Seconded by: Dr Whan

### **6.3 Acquisition for Approval**

Trustees approved the Acquisition for Approval as presented.

The DC advised that we received confirmation in the last week that National Museums NI was successful in its application to the Art Fund. All funding is now in place for this acquisition.

Proposed by: Professor Fleming

Seconded by: Mrs Francey

### **6.4 Disposal for Approval**

Trustees approved the Acquisition for Approval as presented.

Proposed by: Mr Duddy

Seconded by: Mrs Francey

## **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 – at the end of February we submitted a new application to NLHF to support the development and delivery of the transformational project. It is expected that we will be notified of the outcome in June 2022.
- Ulster Museum – The draft Outline Business Case has been completed and will be formally submitted to DfC in April. The formal project governance arrangements have been established through a Project Board to ensure a robust governance framework and key stakeholders support as we progress the project.
- Ulster Transport Museum – We have now fully developed plans to unlock the potential and access to the site, with a particular focus on maximizing the opportunity presented by our participation in the Our Place in Space (OPIS) project as part of UNBOXED: Creativity in the UK Festival this year.
- A new exhibition in the Little, Museum Dublin *'You Say You Love Me But You Don't Even Know Me'* with objects from the National Museums NI collection selected by curators. Through this exhibition, we are reintroducing Northern Ireland to a Dublin audience, challenging perceptions and exploring different views of 'Irishness' and both our shared and distinctive histories.
- February saw the launch of a significant new programme, Languages of Ulster. The first manifestation of the programme is a new educational trail entitled Cúl Trá-il – deriving its name from the Irish place name for Cultra

(Baile Chúl Trá) – which is a self-guided tour exploring the story of the Irish language through the places and people of the Ulster Folk Museum.

- Capacities, visitor flow and pre-booking are all under review following the further removal of restrictions.
- We have welcomed new team members into our Marketing & Communications and Digital Media teams as a means to develop and deliver a stronger and more consistent communications approach across our consumer-facing museum brands and corporate brand. This increased capacity is critical to communicating our core purpose 'Here For Good'. It is also critical in respect of our digital communications as a means of reaching and engaging with new audiences.
- As previously reported a further £2.661m of departmental funding was secured in October monitoring which brought the working resource budget for 2021/22 up to £14.906m at end of December. This was based on our projected funding requirement at the commencement of the financial year.

Trustees noted the report.

## **8. Strategic Priorities**

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

The first draft of the Business Plan 2022-2023 was presented at the December Board Meeting. The following updates had been made since the draft was presented to the Board:

- Key Performance Indicators – Targets have been set further to the baselining activity carried out in 2021-22
- The budget for 2022-23 has been drafted

The CEO drew Trustees attention to the draft budget highlighting a £3.6m deficit in the forecast out turn – this is a combination of structural underfunding; self-generated income not yet recovered fully to pre Covid-19 levels; required revenue maintenance; and, investment to develop the major capital projects.

### **8.2 Commercial Strategy**

The COO presented the Commercial Strategy and advised that it sets a new direction for National Museums NI in self-generated income (SGI).

The Covid-19 pandemic has created many challenges over the last two years not least in the area of SGI however, it has also provided an opportunity to:

- Rethink and redefine what being 'commercial' means to National Museums NI;
- Understand the nature of our commercial opportunities; and,

- Ask some big questions regarding how we run our commercial business and what sort of commercial entity we need to be to maximise our revenues for future growth.

While the macro environment continues to be volatile, the strategy sets a clear stretching goal, a clear description of the future in the from-to analysis, a commercial model that will govern how we develop our future plans, and a set of principles that will guide our direction and decision making into the future.

The Board approved the Commercial Strategy 2022-27.

Proposed by: Dr McIlroy

Seconded by: Professor Earls

### **8.3 Asset Management Strategy**

Mark Irvine, Head of Operations and Ronan O’Hara from the Strategic Investment Board took the Board through the Asset Management Strategy.

The Board approved the Asset Management Strategy 2022-27.

Proposed by: Dr Litvack

Seconded by: Professor Earls

## **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 the ARAC meeting. Trustees adopted the minutes of the ARAC meeting on 25 November 2021.

Proposed by: Mr Duddy

Seconded by: Dr Kelly

#### **9.1.2 Verbal update of Meeting held on 11 March 2022**

The Chairman of ARAC provided a verbal update on the Committee meeting held on 11 March 2022 and highlighted the key following:

- The Committee noted a satisfactory rating of the IAS Review of Key Financial Controls with one medium and four low priority findings. Members noted that this was a positive audit with a significant step forward from the last financial audit three years ago which reported twenty-three findings.
- NI Audit Office presented their Audit Strategy 2021-22.
- The Bi-Annual Assurance Statement was recommended subject to additional comments added by the CEO after the meeting.

Trustees noted the report.

## **Papers arising from the ARAC meeting on 11 March 2022**

The following papers were recommended for Board approval:

### **9.1.3 Corporate Risk Register**

### **9.1.4 NIAO Audit Strategy**

### **9.1.5 Bi-Annual Assurance Statement**

### **9.1.6 Annual Assurance Statement**

Proposed by: Dr Kelly

Seconded by: Mrs Harshaw

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

### **9.1.7 Anti-Bribery & Corruption Policy**

The policy was approved by the Board.

Proposed by: Dr Kelly

Seconded by: Mrs Harshaw

## **9.2 General Purposes & Finance Committee**

### **9.2.1 Adoption of Minutes of GP&F Meeting held on 12 November 2021**

The Chairman of GP&F presented the minutes of the GP&F meeting. Trustees adopted the minutes of the GP&F meeting on 12 November 2021.

Proposed by: Dr Whan

Seconded by: Ms Jess

### **9.2.2 Verbal update of Meeting held on 25 February 2022**

The Chairman of GPF provided a verbal update on the Committee meeting held on 25 February and highlighted the following:

- Updates for Q2 Business Plan Performance and Financial Performance.
- HR&OD Establishment Report for Q3 including delays in recruitment.
- Hannah Crowdy, Head of Curatorial took the Committee through the Research Policy discussing the importance of re-establishing research as a core function at National Museums NI. The policy presented was benchmarked against other National Museums and our ambitions to achieve Independent Research Organisation (IRO) status.
- Ciarán Lavelle, Head of Collection Services advised the Committee that the Collections Development Policy was reviewed and rewritten to modernise and reflect new systems now in place.
- Aaron Ward, Head of Audience Development advised that the Diversity Inclusion and Accessibility Policy is a new policy reflecting one of the core aims of the new Corporate Strategy.

- Mark Irvine, Head of Estates and Paul Scannell, Energy Technical Specialist, Strategic Investment Board (SIB) gave a presentation on the key findings from the carbon audit carried out between September and December 2021. This work will inform the baseline for the KPI which can be measured in future years.
- Ciarán Lavelle, Head of Collections Services and Clare Ablett, Curator of Transport gave a presentation to provide an overview of the recent independent survey of the maritime collection. The report gives us a better understanding of the condition of the maritime collection and what is involved in its conservation and display, as well as informing future planning and decision-making.

Trustees noted the report.

**Papers arising from the GP&F meeting held on 25 February 2022:**

**9.2.3 Performance Reports:**

- a) Financial Performance
- b) Business Performance Report

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

**9.2.4 For Approval:**

The following policies were recommended for approval:

- a) Disciplinary Policy Procedure
- b) Attendance Management Policy & Procedure
- c) Grievance Policy & Procedure
- d) Travel & Subsistence Policy
- e) Research Policy
- f) Collections Development Policy
- g) Collections Care & Conservation Policy
- h) Diversity, Inclusion and Accessibility Policy

The policies were approved by the Board.

Proposed by: Professor Fleming

Seconded by: Dr Kelly

**10. FOIs**

The Board noted the FOI report.


**11. Any Other Business**

Mr Duddy read a statement to the Board about his experience working as a member of the Board since his appointment in July 2021. He advised the Board that he will be taking his concerns to DfC but reassured the Board he will continue to fulfil his duties as Trustee.

**13. Date of Next Meeting**

The Chairman advised Trustees that the next meeting of the Board would take place on 17<sup>th</sup> June 2022 and hoped this meeting would take place in person at the Ulster American Folk Park – restrictions permitting.

Signed:



Date:

17 June 2022