

**CONFIRMED MINUTES
MEETING OF BOARD OF TRUSTEES**

Friday 23 September 2022
Cultra Manor, Ulster Folk Museum & Microsoft Teams

Trustees Present:

Mr Miceal McCoy – Chairman
Professor Garth Earls
Mr William Duddy
Professor Karen Fleming
Mrs Hazel Francey
Mrs Daphne Harshaw
Miss Charlotte Jess
Mr Alan McFarland
Mr William McMullan
Dr Robert Whan

In Attendance

Kathryn Thomson, Chief Executive (CEO)
William Blair, Director of Collections (DC)
Tzvetelina Bogoina, Capital Programme Director presented item 8.2
Gordon Gibb, Hoskins Architects presented item 8.2
Michelle Ashmore, Secretariat

1. Welcome & Apologies

The Chairman formally welcomed everyone to the meeting.

Apologies were received:

Ms Deirdre Devlin
Dr Rosemary Kelly
Dr Leon Litvack
Dr George McIlroy
Mrs Catherine Molloy
Colin Catney, Chief Operating Officer

2. Conflicts of Interest

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

Professor Fleming indicated a potential conflict around one of the loans being discussed agenda item 6.1 as she is member of Ulster University staff.

3. Approval of Minutes

3.1 Minutes of Meeting held on 17 June 2022.

Trustees approved the Minutes of the Board Meeting held on 17 June 2022.

Proposed by: Mrs Francey

Seconded by: Dr Whan

4. Matters Arising

4.1 Update on Actions from previous meeting held on 18 June 2021.

The CEO advised the Trustees on the summary of actions from the meeting held on 17 June 2022.

The Chairman advised Trustees on a recent a FOI request regarding the Trustee Complaint and the Chief Executive updated the Board on the proposed approach which had been approved by the Chairman.

5. Business of Chairman

5.1 Business Planning Diary

The Board reviewed and agreed the schedule of proposed dates of Board Meetings to the end of 2023.

5.2 Board Work Plan

The Board noted the Work Plan.

5.3 Insights and Engagements – Verbal Update

The Chairman reminded the Board that it was agreed in August 2019 that this would be a standing item to allow Trustees to report on any recent engagements or insights.

- Professor Fleming advised that a few of the Trustees had attended 'Leading the Sector 2022 - Digital Leadership' workshop which was arranged by Culture24 at the Ulster Museum;
- The Chairman advised he had meet with the NI Chair of the National Lottery Heritage Fund to discuss their new five year plan; and,
- The Chairman gave an update on the Board Effectiveness Workshop which took place in August 2022.

5.4 Board Reserve Fund Bid

The CEO advised that at the Board Meeting in June approval was given to draw working capital from the Board Reserve Fund of up to £750k to enable the design work for the Ulster Folk Museum to progress in lieu of securing an allocation from DfC and confirmation of support from NLHF.

The CEO had updated the Board by e-mail in August 2022 and reflected a reduction in the potential draw on the Board Reserve Fund for the UFM Project, while seeking approval to draw up to £150k for another project – Our Place in Space at UTM on the same basis as previously.

The Board ratified the decision which had been made by written communication.

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 26 August 2022.

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 American Folk Park – Hamilton Architects have been appointed to undertake a feasibility study for the emerging major capital project and enable us to carry out a comprehensive scoping exercise for the potential investment. This will inform the preparation of the Strategic Outline Case which must be submitted for relevant approvals to the Mid South West Region Growth deal, DoE and DfC by mid-December 2022;
- Ulster Museum – a major funding application was submitted for Phase 1 of the redevelopment project to the Levelling Up Fund (LUF), Round 2. No feedback has been received to date and announcements on the outcome are expected in late autumn 2022;
- Ulster Transport Museum – the return of the The Our Place in Space sculpture trail to the Ulster Transport Museum and the North Down Coastal Path has been postponed to February 2023 as Liverpool has been added to its UK tour;
- Inclusive Global Histories – in August 2022 we met with visiting representatives from the Wadawurrung Traditional Owners Corporation from Victoria in Australia. They came to view von Stieglitz material in the World Cultures collection, which was taken from their ancestors. Research into this material is ongoing, with the support of the Australian Institute for Aboriginal and Torres Strait Islander Studies (AIATSIS), and may potentially result in the submission of a repatriation request.
- On 23rd June, we opened a new exhibition, Power to the Young People, as a final output of the Reimagine Remake Replay project which has engaged with over 4,000 young people across Northern Ireland in the past four years. The project, which won the prestigious Museums Change Lives award for the impact it has had particularly during lockdown, has played an important role within National Museums NI in

harnessing the imagination of young people to reimagine museum collections and other aspects of our past. Participants from the project recently hosted separate visits the DfC Minister and DfC Permanent Secretary;

- This year sees the 50th anniversary of the opening of the Ulster Museum in 1972. The anniversary offers the opportunity to speak to audiences about the role that the Ulster Museum has played, and will continue to play, in our society. Over the summer months, we have developed a range of displays in the museum atrium to shine a spotlight on three exhibitions that embody the Ulster Museum's enduring spirit: *Against the Image*, which provides a platform for new perspectives; *Inclusive Global Histories*, which represents diverse voices and; *Reimagine Remake Replay: Power to the Young People*, which empowers youth. Supplementing this a small exhibition has been staged in the atrium to celebrate Dame Mary Peter's 50 Years since she won her gold medal; and,
- We ran our *staff engagement 'Pulse Survey'* for the second time over May and June. The composite staff engagement score from this survey was 71.6%, up from 67.3% from the survey we ran at the end of last year. We had set ourselves a target of increasing levels of positive staff engagement by 3% year on year, so this result is very encouraging for us at this stage.

Trustees noted the report.

8. Strategic Priorities

8.1 Reawakening UFM RIBA Stage 2 Design Development Progress Update

Gordon Gibbs, Horkin Architects gave a presentation to Trustees on the 'Reawakening the Ulster Folk Museum' project.

The Chairman thanked Gordon along with Tzvetelina Bogoina for a very exciting presentation, commending the work achieved to date and endorsing the direction of travel.

8.2 Budget Forecast

The CEO updated the Board on the forecast deficit, highlighting that the position had deteriorated given the rising energy costs. The budget position continues to be the subject of ongoing discussion with DfC and bids will be submitted as soon as a monitoring round is commissioned.

The Board revisited the paper 'Towards a Sustainable National Museum Service' previously considered. The CEO confirmed that the options remained as outlined in the paper, highlighting that over 95% of the cost base is fixed through contractual commitments and running costs as previously outlined. If additional resources are not secured National Museums NI is expected to run out of cash in January 2023.

The Board noted the position and ongoing engagement with DfC.

9. Board of Trustees' Committees

9.1 Audit & Risk Assurance Committee

9.1.1 Adoption of Minutes of ARAC Meetings held on

The Vice-Chair of ARAC presented the minutes of 1 June 2022 meeting.

Trustees adopted the minutes of the ARAC meetings of 1 June 2022, the correct version being those circulated and approved at the last ARAC.

Proposed by: Ms Jess

Seconded by: Mr McMullan

9.1.2 Verbal update of Meeting held on 10 September 2021

The Vice-Chair of ARAC spoke to the note of the Committee meeting held on 14 September and highlighted the following:

- Pre-meeting was held to discuss self-assessment results;
- The Head of Internal Audit presented a satisfactory opinion for the overall system of Governance, Risk Management and Control for the year 2021-22 which was welcomed by the Committee;
- The Head of Internal Audit presented the report on Estates, Repairs & Maintenance noting his conclusion of a satisfactory level of assurance; and,
- The Committee reviewed and approved the Annual Report & Accounts and Draft Report to Those Charged With Governance.

Papers arising from ARAC meeting on 14 September 2022:

9.1.3 Corporate Risk Register

The Board noted the updates to the Corporate Risk Register.

9.1.4 Bi Annual Assurance Statement

The BiAAS covers the period to the end of September 2022 and is due with the Department by 14 October 2022. The BiASS was reviewed by ARAC at its meeting on 14 September 2022 and is recommended to the Board. The Chair indicated that a comment be added to his sign off section regarding structural underfunding.

9.1.5 Draft Report to Those Charged With Governance

The CEO advised the draft Report To Those Charged With Governance was reviewed by ARAC at its meeting on 14 September 2022. The final report will be presented at Board meeting in December 2022.

The Board approved the papers:

Proposed by: Ms Jess

Seconded by: Mr McMullan

Policies for Approval from ARAC on 14 September 2022

9.1.6 Risk Management Framework

9.1.7 Raising Concerns (Whistleblowing) Policy and Procedure

The Board approved the policies:

Proposed by: Ms Jess

Seconded by: Mr McMullan

9.2 General Purposes & Finance Committee

9.2.1 Adoption of Minutes of GP&F Meeting held on 20 May 2022

The Chairman of GP&F presented the minutes of the GP&F meeting. Trustees adopted the minutes of the GP&F meeting of 20 May 2022.

Proposed by: Dr Whan

Seconded by: Professor Fleming

9.2.2 Verbal update of Meeting held on 26 August 2022

The Chairman of GPF spoke to the note of the Committee meeting held on 26 August and highlighted the following:

- Detailed reports were presented on Business Performance and Financial Performance for Q1;
- HR&OD Establishment Report included results from latest Employee Pulse Survey. In relation to labour turnover there has been an increase in resignations/retirements from staff who were furloughed who have chosen not to return to work;
- Environmental Sustainability has been shortened and includes a detailed action plan evolving the process. Recruitment of a Sustainability Manager is in progress to lead implementation of the action plan; and,
- Standard Governance issues were discussed – GP&F Terms of Reference, Annual Report to the Board and GP&F Self-Assessment Results.

Papers arising from GP&F meeting held on 26 August 2022:

9.2.3 Performance Reports:

a) Financial Performance

The Board noted the Financial Performance Report.

b) Business Performance Report

The Board noted the Business Plan Performance Report.

9.2.4 For Approval:

a) Environmental Sustainability Policy & Plan Update

b) Procurement Policy

The Board approved the policies:
Proposed by: Dr Whan
Seconded by: Professor Fleming

10. FOIs

The Board noted the FOI report.

11. Any Other Business

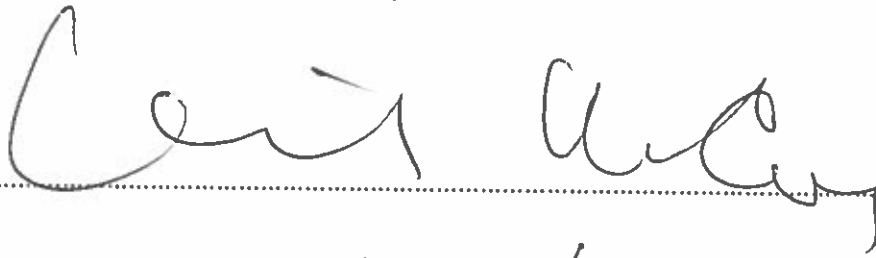
None noted.

13. Date of Next Meeting

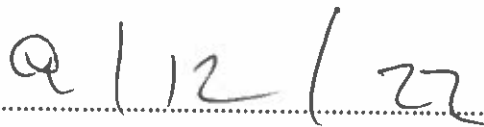
The Chairman advised Trustees that the next meeting of the Board would take place on 9 December 2022.

The Chairman closed the meeting at 12.47pm.

Signed:

A handwritten signature in black ink, appearing to read 'C. Whan', written over a horizontal dotted line.

Date:

A handwritten date '9/12/22' in black ink, written over a horizontal dotted line.