

CONFIRMED MINUTES
MEETING OF BOARD OF TRUSTEES

Friday 9 December 2022
Cultra Manor, Ulster Folk Museum & Microsoft Teams

Board Members Present:

Mr Miceal McCoy – Chairman
Mrs Deirdre Bryce – via Video Conference
Professor Garth Earls
Mr William Duddy joined the meeting at 10.10am
Professor Karen Fleming joined the meeting at 10.53am
Mrs Hazel Francey
Dr George McIlroy – via Video Conference
Mrs Daphne Harshaw – via Video Conference
Miss Charlotte Jess
Dr Leon Litvack
Mr Alan McFarland
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)
Robin Finlay, ICT Manager (ICTM) - item 8.1
Tim Cush, Director Technology Consulting at EY - item 8.1
Michelle Ashmore, Secretariat

1. Welcome & Apologies

The Chairman formally welcomed everyone to the meeting.

Apologies were received:

Dr Rosemary Kelly
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 McMullan indicated a conflict around one of the specimen acquisitions being discussed agenda item 6.3a. It was agreed that Mr McMullan would not take part in the discussion or decision.

3. Approval of Minutes

3.1 Minutes of Meeting held on 23 September 2022.

The Board approved the Minutes of the Board Meeting held on 23 September 2022.

Proposed by: Professor Earls

Seconded by: Mr McMullan

4. Matters Arising

4.1 Update on Actions from previous meeting held on 23 September 2022.

The CEO advised the Board on the summary of actions from the meeting held on 23 September 2022.

The Chairman advised Members that Moira Doherty, DfC has agreed to attend a Board meeting after Christmas.

CEO to invite DfC Permanent Secretary/Deputy Permanent Secretary to attend March Board of Trustees meeting.

5. Business of Chairman

5.1 Board Work Plan

The Board noted the Work Plan.

5.2 Trustee Insights and Intelligence

Members had no insights to report.

5.3 Updated Standing Orders

The Chairman advised the Governance Working Group had revisited the Standing Orders. He confirmed that the Working Group were content for the rationale of section 29.4 and 31.4 indicating the agreement that both were similar to ensure consistency for staff disciplinary process and for the possibility of a disciplinary process for a complaint by a Board Member or key stakeholders of National Museums NI.

The Working Group agreed to amend the last sentence on section 11.8.

The Board approved the updated Standing Orders.

Proposed by: Dr Litvack

Seconded by: Miss Jess

McCuskers Pub Licence – Board Resolutions for Final Grant Application.

The Board formally ratified the majority decision approved in writing on both resolutions regarding the McCuskers Pub Licence at UFM.

Proposed by: Mrs Francey
Seconded by: Mrs Bryce

5.4 Board Reserve Fund Proposal

The CEO sought approval to draw £30k working capital from Board Reserve Fund to enable continued investment in the Organisational Development programme for the rest of this financial year. The CEO explained that this was in lieu of making a bid to DfC if/when the opportunity arises. The CEO also update that since the September meeting £150k capital had been secured from DfC for Our Place in Space at UTM and so would no longer be a draw on the Board Reserve Fund.

The Board approved the proposal.

Proposed by: Dr Litvack
Seconded by: Mrs Francey

6. Loans & Disposals

6.1 Loans approved by GP&F

Members noted the loans approved by the GP&F Committee on behalf of the Board at its meeting on 11 November 2022.

6.2 Loans for Approval

The Board approved the Loans for Approval as presented.

Proposed by: Miss Jess
Seconded by: Mrs Harshaw

6.3 Acquisitions for Approval

The Board approved the Skelton Motorcycle Collection and Renoir Acquisitions for Approval as presented.

Proposed by: Mrs Bryce
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 – The work on RIBA Stage 2 deliverables is now complete and the relevant information has been fed into the Outline Business Case (OBC) drafting process. Five short-listed options are being appraised and evaluated with a target OBC submission to DfC by the end of 2022.

- Ulster Museum – No announcements have yet been made in relation to grant awards from the Levelling Up Fund and no timescale has been published for this.
- Ulster Transport Museum – The contractor has started enabling and site improvement works in advance of the Our Place in Space sculpture trail arriving in February.
- Launching in February 2023, we will be displaying, for the first time in Northern Ireland, recently acquired Array Collective’s 2021 Turner Prize-winning artwork.
- The Transport and Industry Store hosted an open evening on the 7th October for National Museums NI staff and associated friends and family. The event was attended by over 100 people.
- The National Museums NI library in Cultra, is undergoing refurbishment in preparation for reopening in Spring 2023. The library and archive collections have been reorganised within new storage systems to improve access, and a new digitisation infrastructure has been installed. The library has also been redecorated, with new tables and chairs, to enhance its presentation and usability.
- On the 27th October Communities Minister Deirdre Hargey called for an over-arching approach to the cultural, arts and heritage sectors, highlighting their importance in building resilient communities, growing a stronger economy and achieving a more inclusive society. She launched “*The Way Forward*” document, which proposes a co-design approach to developing a strategy for the sectors.

Members noted the report.

8. Strategic Priorities

8.1 Reawakening UFM RIBA Stage 2 Design Development Progress Update

The development of the IT strategy has been completed following consultation internally and with support from EY.

Tim Cush from EY and Robin Finlay, ICT Manager, National Museums NI were in attendance along with the Chief Operating Officer to present an overview of the strategy.

Trustees approved the IT Strategy and it was agreed that going forward there will be an update provided annually to GP&F.

Proposed by: Mr Duddy

Seconded by: Mr McMullan

9. Board of Trustees’ Committees

9.1 Audit & Risk Assurance Committee

9.1.1 Adoption of Minutes of ARAC Meetings held on 14th September 2022

The Vice-Chair of ARAC presented the minutes of the ARAC meeting. The Board adopted the minutes of the ARAC meeting on 14th September 2022.

Proposed by: Dr Litvack

Seconded by: Ms Jess

Mrs Harshaw raised an issue regarding the conduct of another Trustee. The Chairman advised that the issue could be investigated further through Standing Orders procedure.

Proposed by: Mr McFarland

Seconded by: Dr Litvack

9.1.2 Verbal update of Meeting held on 25 November 2022

The Chairman of ARAC spoke to the note of the Committee meeting held on 25 November and highlighted the following:

- The Vice-Chair of ARAC attended the DfC ALB Audit Committee Chairs Forum on 9 November 2022 and advised key cyber and data risks were highlighted;
- Report to Those Charged with Governance was received in final draft;
- Corporate Risk Register updated regarding forecast deficit;
- Annual Physical Verification of Collections Report was received with no significant issues arising.

Papers arising from ARAC meeting on 25 November 2022:

9.1.3 Corporate Risk Register

The Board noted the updates to the Corporate Risk Register.

9.1.4 Final Report to Those Charged With Governance

The Board noted the final Report To Those Charged With Governance.

Proposed by: Dr Litvack

Seconded by: Mr McFarland

9.2 General Purposes & Finance Committee

9.2.1 Adoption of Minutes of GP&F Meeting held on 26 August 2022

The Chairman of GP&F presented the minutes of the GP&F meeting. The Board adopted the minutes of the GP&F meeting of 26 August 2022.

Proposed by: Professor Fleming

Seconded by: Mrs Bryce

9.2.2 Verbal update of Meeting held on 11 November 2022

The Chairman of GPF spoke to the note of the Committee meeting held on 11 November and highlighted the following:

- Detailed report was presented on Business Performance Q2 which included 50th Anniversary of the Ulster Museum and Celtic Wave Exhibition at the Ulster Transport Museum;
- Detail report was also presented on Financial Performance for Q2;
- HR appeal took place which was not upheld;
- Presentation received on the Audience Framework and Bluegrass Omagh;
- New Human Remains Policy was reviewed and recommended for Board approval.

Papers arising from GP&F meeting held on 11 November 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) Human Remains Policy

The Board approved the policy:

Proposed by: Professor Earls

Seconded by: Miss Jess

9.3 Remuneration Committee

9.3.1 Adoption of Minutes of Remuneration Meeting held on 20th May 2022

The Chair of the Remuneration Committee presented the minutes of the RC meeting. The Board adopted the minutes of the RC meeting on 20th May 2022.

Proposed by: Professor Fleming

Seconded by: Mrs Francey

10. FOIs

The Board noted the FOI report.

11. Any Other Business


There was a discussion on options for a Transition Plan for New Board Members. The Chairman advised he will issue a circular to Members summarising discussion and with proposed course of action.

13. Date of Next Meeting

The Chairman advised the Board that the next meeting will take place on 24 March 2023.

The Chairman wished Trustees and Staff a Happy Christmas and New Year and closed the meeting at 12.16pm.

Signed:


.....

Date:

.....24 March 2023.....