

**CONFIRMED MINUTES
MEETING OF BOARD**

**Tuesday 19 March 2024
Training Room, Cultra Manor**

Members Present:

Gordon Milligan – Chair
Ryan Cornett
William Duddy
Charlotte Jess
William McMullan
Sally Montgomery
Peter Osborne
Therese Rafferty
Mark Walker
Robert Whan

National Museums NI Attendance:

Kathryn Thomson, Chief Executive (CEO)
Colin Catney, Chief Operating Officer (COO)
William Blair, Director of Collections (DC)
Aaron Ward, Director of Public Engagement (DPE)
Hannah Crowdy, Head of Curatorial (HC) – for items 5.3 and 5.4
Michelle Ashmore, Secretariat

1. Induction

1.1 Apologies

The Chair formally welcomed everyone to the meeting and thanked Board members for meeting with him for one to one sessions which was part of their induction process. The Chair also thanked the Executive Team for having a robust induction process in place and for arranging the Board induction with EY which took place on 22 February 2024.

Apologies were received from:

Keith Charlton
Fiona Ryan

1.2 Conflicts of Interest

The Chair ascertained there were no conflicts of interest in relation to the business as set out on the agenda.

1.3 Approval of Minutes from Last Meeting

Members approved the Minutes of the Board Meeting held on 30 January 2024.

1.4 Matters Arising from Previous Meeting

The Chief Executive (CEO) advised that actions from the meeting held on 30 January 2024 are work in progress and will continue to be reported on matters arising until complete. The CEO also advised that the two actions from January have been included in the HR&OD report.

2. Chair & Chief Executive Business

2.1 Chair & Trustee Business

The Chair advised it had been a busy period and that dialogue has continued with DfC regarding funding and that a meeting was taking place on 22 March 2024 with the Deputy Permanent Secretary and CEO.

The Chair also advised Board members that he was in Washington DC for the St Patrick's Day celebrations and that it was a good opportunity to engage with key stakeholders and promote our work and ambitions.

2.2 Chair Executive Report

The CEO provided a verbal update from the Chief Executive report with the below highlights:

- **Reawakening the Ulster Folk Museum** – a PEACE Plus application was submitted in December and an outcome was anticipated in March however we have now been informed that decisions will be delayed several months with no revised date as yet.
- **Ulster Museum** – work to address longstanding issues with the roof at the Ulster Museum has recently commenced. This requires alternative temporary storage for paintings within the picture store which will likely be facilitated by the temporary closure of a gallery.
- **Budget Position** – a deficit representing the structural underfunding of services continues to forecast at the year end. DfC have recently confirmed an in year allocation to meet the bulk of this as well as additional resource for the anticipated pay award and accrued holiday pay. In terms of future years budget, an additional paper was submitted to DfC regarding historical trends, benchmarking with comparable organisations and additional resources required to stabilise services.

Members noted the report.

3. Performance Review

3.1 Business Plan Review

Members noted the Q3 Review of performance against the KPIs.

3.2 Financial Review

The Head of Finance & Governance (HFG) The Head of Finance & Governance took members through the finance report, noting that the report is as at Q3 and therefore did not include the additional in year allocations recently confirmed by DfC.

HFG advised the Board that the final allocation letter whilst welcome, presented a challenge in that it has come in 10 working days before year end. He assured the Board that management would as far as possible take the necessary actions in order to manage the budget within the envelope that has been confirmed.

Finally, the HFG highlighted the annual capital programme and assured Members that the organisation remained on track to deliver the projects and expenditure as planned, with no material issues or expected divergences on any individual projects.

Members noted the update.

3.3 Q2 HR&OD Report

The Chief Operating Officer (COO) highlighted the insights into recruitment issues and retention challenges regarding public sector pay restraints – in particular that we are tied to NICS pay scales and the increased pay gap between the public sector and private sector in recent times.

Members noted the report.

4. Performance Review

4.1 Final Draft Business Plan 2024-25

The CEO advised that the business plan is based on final year of the current corporate strategy. Following feedback from the Board at the December meeting it has been updated and a final draft now presented. The CEO highlighted that without confirmation of a budget we are unable to finalise KPIs at this stage. However she requested that the Board approval in principle final draft of the Business Plan 2024-25 to allow for Divisional, team and individual work plans to be developed and once budget and KPIs have been set to bring it back to Board for final approval.

Members approved the plan on that basis.

4.2 Corporate Strategy 2025-30

The COO presented the proposed approach to developing the next Corporate Strategy.

Members noted the presentation and approved the process proposed.

4.3 Corporate Positioning and Stakeholder Engagement

The Director of Public Engagement (DPE) briefed Board members on National Museums NI's corporate positioning strategy to support external stakeholder engagement.

The DPE outlined the corporate messaging framework and offered illustrative examples of our work to support this. Additionally, he provided a summary of key messages related to the 'Reawakening the Ulster Folk Museum'.

Board members welcomed and noted the paper.

5. Governance

5.1 Verbal update from ARAC

The Chair of ARAC provided a verbal update of the Committee meeting held on 24 January 2024 and highlighted the following:

- The internal auditors advised that audits on HR, Corporate and Operations were underway and on schedule for completion in March. The proposed audit plan for 2024/25 was reviewed and agreed;
- Before the ARAC meeting began there was a pre meeting of ARAC members and the external auditors and no substantive issues were raised;
- The Bi-Annual Assurance Statement, Assurance Statement and Risk Management Framework were recommended to the Board for approval;
- Risk Workshop to be arranged for all Board members; and,
- Policies for Anti-Fraud, Gifts & Hospitality and ICT Security were reviewed and approved.

5.2 Risk Management Framework

The HFG advised that Risk Management Framework had been updated and reviewed by ARAC at its January and March meetings and is now recommended to the Board for approval.

Members approved the Risk Management Framework

5.3 Our Approach to Maritime Collections Disposals Presentation

The Head of Curatorial (HC) advised within a presentation that the two disposals proposed are two boats in the Maritime Collection at the Ulster Transport Museum – the *Mary Joseph* and the *Children's Hope*. This was the result of an independent onsite survey in June 2021. The HC advised the proposed process by which the disposals would take place.

5.4 Loans, Acquisitions, Disposals

The HC recommended the below options to members in relation to the disposals:

- Instigating a 'Declaration to Deconstruct' for the *Mary Joseph* to determine the method of disposal. Once this is confirmed it will be brought back to the Board for final approval; and,
- Disposal of the *Children's Hope* by ethical deconstruction.

Members approved the disposals as presented.

5.5 Bi-Annual Assurance Statement

The CEO advised that the Bi-Annual Assurance Statement has been recommended by ARAC for approval.

Members approved the Bi-Annual Assurance Statement.

5.6 Annual Statement

The CEO advised that the Annual Assurance Statement has been recommended by ARAC for approval.

Members approved the Annual Assurance Statement.

5. FOIs

The Board noted the FOI report.

6. Any Other Business

It was agreed to move the AGM from September to November.

7. Date of Next Meeting

The Chair thanked Members and attendees, drew their attention to the date of the next meeting – 9 May 2024 – and closed the meeting at 12.45pm.

Signed:



Date:

9 May 2024

Copies:

DfC, Trustees, File, Website