

**CONFIRMED MINUTES
MEETING OF BOARD**

**Tuesday 25 March 2025
Training Room, Cultra Manor**

Members Present:

Gordon Milligan – Chair
Keith Charlton
Ryan Cornett
Charlotte Jess
William McMullan
Sally Montgomery
Peter Osborne
Shane Quinn
Therese Rafferty
Fiona Ryan
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)
James Lewsley, Head of Finance and Governance (HFG)
Michelle Ashmore, Secretariat

1. Induction

1.1 Apologies

The Chair formally welcomed everyone to the meeting.

There were no apologies.

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 28 January 2025.

1.4 Matters Arising from Previous Meeting

The Chief Executive (CEO) advised that the two actions from the last meeting have been completed and that Business Plan would be circulated once finalised. The CEO also advised that actions outstanding from the January 2024 Board meeting would be carry forwarded and brought to future Board meetings when appropriate.

2. Chair & Chief Executive Business

2.1 Chair & Trustee Business

The Chair advised he met with EY and the Chief Operating Officer regarding Board Effectiveness model which will be added to the next Board agenda.

The Chair advised that we have received supportive feedback regarding the Corporate Strategy public consultation and a lot of work has gone into it including an engagement with the Minister for Communities before launch. He also advised that the Corporate Strategy and Business Plan were included on the agenda for approval with a good opportunity to have a discussion regarding them at the meeting.

The Chair advised that he and the CEO had a very constructive visit to Washington with details highlighted in the Chief Executive report.

Finally the Chair advised that he would like to arrange one to one meetings in April/May regarding Board members appraisals.

2.2 Chair Executive Report

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

- **Ulster American Folk Park** – While in Washington DC in St Patrick's week, the Minister announced £750,000 for the project to appoint the ICT, progress the design work and develop the OBC. This is extremely welcome and critical to unlock the £20m set aside in the MSW Growth Deal.
- **Reawakening the Ulster Folk Museum** – The updated Outline Business Case was formally re-submitted to DfC for approval in February and is currently being assessed. Approval is required before the NLHF decision in June.
- **Ulster Museum** – A new exhibition Wild Ireland opened in February. This is strongly aligned to our Corporate Strategy impact area of the environment and brings together art and natural sciences collections to ask important questions around climate change and biodiversity loss. To date we have received very encouraging feedback regarding the exhibition.
- **Budget 2024-25** – We have been successful in securing the additional funds required to meet our forecast deficit in 2024-25.
- **St Patrick's Events in Washington DC** – The Chair and CEO attended an important series of engagements in Washington D.C from 10th-14th March on a trip that was strategically significant for us in many ways. Alongside Queen's University Belfast we spoke about our peacebuilding work at the Divided Communities: Difficult Histories symposium at the Smithsonian National Museum of American History. During the

symposium, the CEO had the privilege of taking part in an “in conversation” with Secretary Lonnie Bunch III, Director of the Smithsonian Institution.

Members noted the report.

3. Performance Review

3.1 Business Plan Review

The CEO spoke to the Q3 review. She highlighted that the Ulster Museum was having a very strong year, with footfall softer at the other sites outside of special programming over Halloween and Christmas.

Members noted the update.

3.2 Financial Review

The Head of Finance & Governance (HFG) updated Trustees on the Q3 funding position, the main income and expenditure variances in the year to date, commenting specifically on the following:

- Following the independent review report in December and bids submitted to DfC for the January monitoring rounds, Grant in Aid funding remained at the £17.6m ‘accepted baseline’ at this stage;
- This has presented a challenge for the organisation to keep within allocation, given that this baseline represented the prior year outturn;
- As result there is no contingency available for the full amount of the pay award, non-pay price inflation, sickness/maternity cover and other unforeseen or emerging in year pressures;
- The Head of Finance & Governance did however note and welcome an additional £36k provided to cover income loss from sites closures and works to fix damage to sites due to Storms Darragh and Eowyn;
- Despite the challenges there had been strong commercial performance, particularly at the Ulster Museum and Ulster American Folk Park shops;
- The £518k projected net deficit (beyond the £17.6m allocation) was a worst case scenario and that actions are being taken to minimise the potential overspend position; and,
- Cash funding has been approved by the Department to address the deficit, and as such, cash up to the level of £18.2m has been drawn in advance of the DfC year end drawdown deadline.

The HFG also advised Trustees that the £1m capital allocation was on track for delivery by the end of Q4.

Members noted the update.

3.3 Q2 HR&OD Report

The Chief Operating Officer (COO) highlighted that we are taking forward the insights from the staff survey with the Senior Management Team developing an action plan in response. Turnover is high against lower grades and volunteering continues to perform well.

Members noted the report.

4. Performance Review

4.1 Final Corporate Strategy 2025-2030

The CEO advised in response to the Corporate Strategy 2025–30 consultation, minor refinements have been made to further clarify the strategy. Plans are underway to formally launch the Strategy at a stakeholder event at the Ulster Museum on 9th April 2025.

Members also discussed a new Messaging Framework which has been designed as an aid to communicating the Strategy with clarity and consistency.

The Chair passed on his thanks to everyone involved on a valuable engagement process especially the Executive Team.

Members approved the final Corporate Strategy 2025-30.

4.2 Final Draft Business Plan 2025-26

The CEO advised that Business Plan 2025-26 represented Year 1 delivery of the Corporate Strategy 2025–30. The first draft was presented at the last Board Meeting. Work has been ongoing to refine and a final Business Plan is now presented for approval.

It had been hoped that this would include the draft budget for 2025-26 however we have not yet been notified of our allocation by DfC. Once the budget is confirmed we will advise if any amendment is required to the Business Plan, and if so return to the Board for further approvals as necessary.

Members approved the final Draft Business Plan 2025-26 subject to budget being confirmed.

4.3 Strategic Review of Collections Care and Conservation

The Director of Collections (DC) gave a presentation providing recommendations for developing the Conservation and Collections Care function into a more efficient service within the Collections Directorate. The proposals are consistent with current best practice within the sector.

Board members approved the direction of travel outlined and the key recommendations as presented regarding the Collections Care and Conservation Team.

The Chair thanked the DC for his presentation.

5. Governance

5.1 Verbal update from ARAC

The Chair of ARAC provided a verbal update of the Committee meeting held on 10 March 2025 and highlighted the following:

- Internal Audit updated members on progress and status of the 2023/24 audit plan set out in the Internal Audit Plan for 2024/25;
- External Audit took members through External Audit Strategy 2024/25. Members were content to sign off actions from an ARAC point of view;
- The Built Heritage and Capital Projects Manager gave a presentation on a deeper dive into Risk 16 (*conservation heritage of our built estate*) with recommendation for this to be brought to the next Board agenda;
- Policies for Anti-Bribery & Corruption and ICT Security were reviewed and approved;
- The Bi-Annual Assurance Statement, Assurance Statement and Risk Management Framework were recommended to the Board for approval; and,
- Members supported the future of Decision Time which was discussed and recommended to the Board for approval.

5.2 Risk Management Framework

The HFG advised that the Risk Management Framework is unchanged from the previous annual update in 2024 and following consideration by ARAC is recommended to the Board for approval.

Members approved the Risk Management Framework

5.3 Loans, Acquisitions, Disposals

There were no loans, acquisitions or disposals for approval this quarter.

5.4 Bi-Annual Assurance Statement

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

As raised by the Chair, the HFG updated members on emerging discussions between National Museums NI and Civil Service Pensions on a recent award.

Members approved the Bi-Annual Assurance Statement.

5.5 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


The HFG advised members that after reviewing budgets consideration is being to how best to support the ongoing distribution of Board papers. As the current contract expires later this year solutions are being explored that can meet the governance need more cost effectively.

Members noted and agreed to this being further explored.

7. Date of Next Meeting

The Chair thanked Members and attendees, drew their attention to the date of the next meeting – 13 May 2025 – and closed the meeting at 1.41pm.

Signed:

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Date:

.....13/5/25.....

Copies:

DfC, Trustees, File, Website