

Minutes of the **BOARD OF TRUSTEES** held on 14 December 2017
National Museum of Cardiff

Notes	Actions by
<p>PRESENT: Elisabeth Elias, President (in the Chair); Carol Bell, Vice President; Laurie Pavelin, Treasurer; Carys Howell, Catherine Duigan, Glenda Jones; Hywel Ceri Jones; Hywel John; Jessica Seaton; Michael Prior; Rachel Hughes; Robert Pickard; Tony Atkins; Victoria Provis; David Anderson, Director General; Neil Wicks, Director of Finance & Corporate Resources; Janice Lane, Director of Learning, Exhibitions & Digital Media; Richard Bevins, Joint Acting Director of Collections & Research; Diane Gwilt, Joint Acting Director of Collections & Research Nia Williams, Director of Learning & Engagement, Heledd Fychan, Head of Policy & Public Affairs and Elaine Cabuts, Museum Secretary.</p> <p>IN ATTENDANCE: Jason Thomas, Director of Culture, Sport and Tourism; Lesley-Anne Kerr, Head of Museums Development Team, Museums Archives & Libraries Division (item 9 onwards).</p>	
<p>DECLARATION OF INTEREST – Jessica Seaton in respect of the agenda item 14 Annual Exhibitions Report – husband James Seaton is a Trustee of the Derek Williams Trust</p>	
<p>1 WELCOME AND APOLOGIES</p> <p>1.1 Members, Jason Thomas was welcomed to the meeting. Neil Wicks was welcomed back to the Museum. Caron Jennings, Development Officer – Major Gifts was welcomed to the meeting as an observer. Apologies were received from Kay Andrews and Keshav Singhal.</p>	
<p>In the Closed Session of the meeting the Board discussed and were briefed on the process to recruit a new President, Meeting with the Minister, Thurley Review, Financial Planning & Budget Allocation 2018/19, Heritage Wales Strategic Partnership, Horizon Scanning, and International Loans.</p> <p><i>At this point the meeting was opened to the public. No members of the public were in attendance.</i></p>	
<p>On behalf of the Welsh Government, Jason Thomas recorded his thanks to Elisabeth Elias for her contribution, personal commitment and achievements as President of Amgueddfa Cymru. In paying tribute, Jason Thomas acknowledged that the extremely strong relationship that now existed between the Museum and Welsh Government was because of the work Elisabeth had achieved with the Senior Management Team.</p> <p>Jason Thomas recorded his ability to attend future meetings of the Board of Trustees, if this would be helpful. <u>Resolved:</u> Accordingly, and that Jason Thomas be informed of all future meeting dates of the Board.</p> <p>Jason Thomas noted that under the Welsh Government’s national strategy for a more prosperous Wales, Shan Morgan, Permanent Secretary and Head of the</p>	<p>Museum Secretary</p> <p>Director of Finance &</p>

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<p>Welsh Government Civil Service was keen to provide short term senior work placement experience for Civil Servants. <u>Resolved</u>: Accordingly, and that the Museum and Welsh Government consider offering senior work place experience opportunities within their respective organisations.</p>	<p>Corporate Resources / Director of Learning & Engagement</p>
<p>There were no declarations of interest.</p>	
<p>2 MINUTES</p> <p>5.1 <u>Resolved</u>: That the Minutes of the meetings held on 28 September 2017 be approved.</p>	
<p>3 MATTERS ARISING from the minutes of 28 September 2017</p> <p>3.1 There were no Matters Arising from the Minutes that were not covered in the Agenda.</p>	
<p>4 VISION AND OBJECTIVES</p> <p>4.1 <u>Reported</u>: That the Director General reported that following the work of various internal groups and a sub-group of the Board, a revised, briefer iteration of the Museum's Vision document had been produced. Whilst the content remained unchanged, the four commitments had been simplified: Prosper, Experience, Learn, Participate. Branding and marketing the new document would reveal stories that lay behind the Vision. The Wellbeing of Future Generations (Wales) Act 2015 and the Welsh Government's Prosperity for All strategy were reflected in the document and the Museum had developed a framework, based on the Welsh Government's own Well-being document, to record its progress. There were now ten high level objectives covering the five year period. The new draft of the vision had been fully considered during the Discussion Session the previous evening and the Board welcomed the clarity of the final version.</p> <p>4.2 <u>Resolved</u>: Accordingly, and that the Board noted the progress made.</p>	
<p>5 BUDGET ALLOCATION 2018/19</p> <p>5.1 <u>Reported</u>: That the Director of Finance & Corporate Resources reported that the Museum looked forward to receiving written confirmation from Welsh Government in due course.</p> <p>5.2 <u>Resolved</u>: Accordingly, and that the update was noted.</p>	

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<p>6 MINISTERIAL APPOINTMENT</p> <p>6.1 <u>Reported</u>: That the Director General reported that Lord Dafydd Elis-Thomas had been appointed as Minister for Culture, Tourism and Sport. The Director General and the President had enjoyed a positive meeting with the Minister and Jason Thomas, where the Museum re-confirmed its intention to be ambitious in its future plans.</p> <p>6.2 <u>Resolved</u>: Accordingly, and that Members welcomed the appointment of the Minister for Culture, Tourism and Sport.</p>	
<p>7 THURLEY REVIEW</p> <p>7.1 <u>Reported</u>: The Director General noted that the report would be published in full on 09 January 2018 and that there would be a debate in the Senedd on 23 January 2018. The Director General further reported that following the publication of the Recommendations, a sub-group of the Board had been formed and the Museum was now engaged in a positive period of negotiations regarding their implementation.</p> <p>7.2 The Museum's Head of Policy & Public Affairs was working with Peter Owen, Acting Head of MALD, to develop a joint communications plan ahead of the Report's release. The Director General expressed his gratitude to the Cabinet Secretary for commissioning the report, and that both the Museum and Welsh Government were in agreement with and supported its recommendations.</p> <p>7.3 Jason Thomas noted that his priority was to address staff concerns, and the Director General recorded his support for all the recommendations in the Review. The Museum had identified the following priorities: (1) the redevelopment of the National Slate Museum, working in partnership with others, (2) the National Roman Legion Museum, working in partnership with Cadw, (3) strengthening the Senior Management Team and in particular appointing a Commercial Director, (4) introducing a Customer Relations Management system, (5) developing skills and particularly apprenticeship opportunities, especially through the Heritage Wales Strategic Partnership, where it was recognised that there was a need for this within the cultural sector in Wales.</p> <p>7.4 The Board recognised the progress already made and the positive relationships that have been developed. Trustees also recognised the need, expressed within the Review, for the Museum to be able to more freely manage its financial position.</p> <p>7.5 <u>Resolved</u>: Accordingly, and that the update was noted.</p>	
<p>8 HERITAGE WALES STRATEGIC PARTNERSHIP</p> <p>8.1 <u>Reported</u>: That the Director General reported that the partnership was</p>	

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<p>progressing positively. The Unions' presence was very helpful particularly as their priority areas were skills and training. The contributions made by members of the Museum's sub-group had also been very helpful.</p> <p>8.2 <u>Resolved</u>: Accordingly, and that the progress was noted.</p>	
<p>9 DRAFT RESEARCH STRATEGY</p> <p>9.1 Trustee Hywel Ceri Jones reported as Chair of the Research Advisory Committee that the next meeting would be in February 2018. The Committee would consider how to ensure its contribution to the Vision was fully reflected in the revised Research Strategy document, and that there would be more strategic research going forward. The Chair reported on progress in developing partnerships across Wales, including the creation of Memorandum of Understanding (MOU) documents with a number of universities.</p> <p>9.2 The Joint Acting Director of Collections & Research with responsibility for Research noted the robust and positive nature of the last Research Advisory Committee meeting, and that the target of achieving four MOUs with universities had been met. The Museum noted the importance of strategic collaboration and enjoyed different relationships with each university, depending on their remit and areas of expertise. This reflected the wide-ranging nature of the Museum's activities. The Museum would be equal partners in any joint funding bids.</p> <p>9.3 The President noted that the Committee benefited from the contribution of four independent members who represented different areas of professional and / or academic expertise. Research was integral to the whole Museum. Members were reassured by the strategy's ambition and international direction. They further noted the importance of there being a strong public-facing strand, and web presence.</p> <p>9.4 Jason Thomas noted how the Museum's research activity was aligning well with that of Welsh Government's aspirations. Glenda Jones noted its ambitious nature and international reach, and that it emphasised impact. Trustees welcomed the statement 'research is at the heart of everything we do as a National Museum', and that the Museum's successes in this area should be widely celebrated. The Director General noted it had been an aim of the Museum for some time to create this important strategy for Wales.</p> <p>9.5 <u>Resolved</u>: Accordingly, and that the document strengthens the wording around identifying the audience for the strategy. That key messages be included in the briefing for the Minister ahead of the Thurley Review debate in the Senedd on 23 January 2018. That the Museum considers ways to develop external communications around research activity, including web presence. That the Committee considers how each area of research activity maps against the Well-being of Future Generations goals.</p>	<p>Joint Acting Director of Collections & Research / Head of Research / RAC</p>

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<p>10 ADDITIONAL ITEM – PRESIDENT’S RETIREMENT</p> <p>10.1 <u>Reported</u>: That the President noted the need for a formal public statement to announce that Vice President Carol Bell was to become acting President in the interregnum before a new President was appointed.</p> <p>10.2 <u>Resolved</u>: Accordingly, and that the Head of Policy & Public Affairs to liaise with Lesley-Anne Kerr regarding a joint statement.</p>	<p>Head of Policy & Public Affairs / Lesley-Anne Kerr</p>
<p>11 ITEM 10 – SPORT MUSEUM; NATIONAL GALLERY OF CONTEMPORARY ART; MUSEUM STRATEGY FOR WALES</p> <p>11.1 <u>Reported</u>: That Lesley-Anne Kerr updated Members on progress. Just Solutions had been appointed to take forward the feasibility study for the Sport Museum and a meeting would be held in January to consider progress. In respect of the National Gallery of Contemporary Art, Event have been undertaking consultations with key stakeholders, and will continue to do so through January to March, including meeting with the Director General. An interim report is expected in late March. There will be no public consultation.</p> <p>11.2 In respect of the Museum Strategy for Wales, this was currently being reconsidered so that it could better reflect the broader heritage and cultural sector, to include organisations such as the National Trust, the Federation of Museums and Galleries of Wales, and the Museums Association. The Head of Policy & Public Affairs was working with MALD to realise this. Consultation will commence in January. The recommendations of all related reports produced in recent years is being brought together to inform the new strategy.</p> <p>11.3 <u>Resolved</u>: Accordingly, and if Trustees wish to contribute personally to the consultation on the National Gallery of Contemporary Art, they should contact Lesley-Anne Kerr directly.</p>	<p>Trustees</p>
<p>12 ITEM 11 – ST FAGANS REDEVELOPMENT PROJECT – UPDATE</p> <p>12.1 <u>Received</u>: A report by the Director of Learning & Engagement.</p> <p>12.2 <u>Reported</u>: That Trustees noted progress in respect of the Activity Plan. 12,000 school pupils and teachers had used the new Weston Centre for Learning since its opening in July – a third higher than the target. The galleries would be opened in October 2018. Fundraising successes totalling £550,000 were noted, and warmly received. The Heritage Lottery Fund attended a meeting on site on 07 December 2017, and were pleased to tour the galleries and note progress. The last part of the redevelopment project, evaluation, would be completed by October 2019. The Museum was in discussion with HLF in respect of the final grant date.</p> <p>12.3 Trustee Victoria Provis, Chair of the Development Board, congratulated the Museum on recent fundraising successes, in particular, the fundraising dinner</p>	

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<p>in October. Viscount Windsor hosted the event and during his speech included a message from the Earl of Plymouth. He also demonstrated his own long-term support for St Fagans. The event proved to be the catalyst for a number of substantial individual donations. The Development Department and staff at St Fagans were congratulated.</p> <p>12.4 Trustees noted that St Fagans would be celebrating its 70th anniversary in 2018.</p> <p>12.5 <u>Resolved</u>: Accordingly, and that the Board would be updated on further fundraising activities and budget cost alignments in March 2018.</p>	<p>Director of Learning & Engagement</p>
<p>13 ITEM 12 – COLLECTIONS AND RESEARCH - SIX MONTHLY REPORT</p> <p>13.1 <u>Received</u>: A report by the Joint Acting Director of Collections & Research.</p> <p>13.2 <u>Reported</u>: That the Museum’s Collection Online was now live with 500,000 records included. The report was noted for its advocacy role.</p> <p>13.3 <u>Resolved</u>: Accordingly, and that Trustees were encouraged to submit comments regarding the website Collection Online. That the Museum considers ways of linking the impacts that are documented in this report, back to the Research Strategy. That the report be sent to the external members of the Research Advisory Committee.</p>	<p>Trustees / Joint Acting Director of Collections & Research</p>
<p>14 ITEM 13 – COLLECTIONS & RESEARCH - CRITERIA FOR LENDING WORKS OF ART</p> <p>14.1 <u>Received</u>: A report by the Joint Acting Director of Collections & Research.</p> <p>14.2 <u>Reported</u>: That the report set out the criteria that the Museum should use when agreeing / declining to lend works of art. The process included seeking the advice of the Art Advisory Group before the Board is asked to formally approve the recommendations. Trustees welcomed the step-by-step approach and that it would be a welcome resource for the Art Advisory Group.</p> <p>14.3 <u>Resolved</u>: Accordingly, and that the criteria was approved.</p>	<p>Joint Acting Director of Collections & Research</p>
<p>15 ITEM 14 – ANNUAL EXHIBITIONS REPORT</p> <p>15.1 <u>Received</u>: A report by the Director of Gallery Development & Visitor Experience.</p> <p>15.2 <u>Reported</u>: That the report noted activity from 01 April 2016 to 31 March 2017, and future projects. The report noted how the Museum’s activities reflected Welsh Government agendas. Income generation activity was included.</p> <p>15.3 The Director General noted that the Art Fund had corresponded with the Museum in relation to the <i>Who Decides?</i> exhibition. They wished to include it in</p>	

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<p>their Review of the Year, and have encouraged the Museum to apply for their annual award. The exhibition also highlighted the strength of the Derek Williams Trust collection, and the Museum's relationship with The Wallich. It was positive to note that the media and other organisations have been exploring the valuable partnership work achieved for clients of The Wallich.</p> <p>15.4 <u>Resolved</u>: Accordingly, and that future reports include targets and matrixes side by side, and evaluation outcomes. That the Derek Williams Trust be informed of the success noted in 15.3 above.</p>	<p>Director of Gallery Development & Visitor Experience</p>
<p>16 ITEM 15 – DIRECTOR GENERAL'S REPORT</p> <p>16.1 <u>Received</u>: A report by the Director General.</p> <p>16.2 <u>Reported</u>: That there were very few exceptions to report, and those relating to Human Resources were for understandable reasons. The Performance Review Committee and the Museum's Executive were monitoring activity and supporting staff. The Board noted that the sickness absence levels were high, and that steps were being taken to identify and respond to the issues raised. Trustees noted the economic impact assessment by Cardiff University recorded that Gross Value Added amounted to £83m for the financial year 2015/16, and the net impact for the Welsh economy was four times the investment. The fundraising results for the period were better than shown in the report. The Enterprises company was projecting a very positive year ahead.</p> <p>16.3 Trustees noted the low levels of learning and development activity for staff but that these did not fully reflect the range of training provided / undertaken by staff.</p> <p>16.4 The President noted the current financial position, and the Board asked Lesley-Anne Kerr to thank Visit Wales for their media support in promoting the <i>Dino Babies</i> exhibition.</p> <p>16.5 <u>Resolved</u>: Accordingly, and that future reports include matrixes to demonstrate phased +/- in a quarter / cumulatively. That the presentation be made available on the Trustee Extranet.</p>	<p>Head of Policy & Public Affairs</p>
<p>17 ITEM 16 – ANNUAL STATUTORY ACCOUNTS 2016/17</p> <p>17.1 <u>Reported</u>: The Treasurer reported that the accounts had been produced and that the Board had delegated the authority for their approval to the Joint meeting of the Performance Review and Audit Committees. They were approved at their meeting on 13 July 2017 and received an unqualified audit certificate from the Wales Audit Office. Copies are available from the Museum's website.</p> <p>17.2 <u>Resolved</u>: Accordingly.</p>	

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<p>18 ITEM 17 – CORPORATE GOVERNANCE & STANDARDS FRAMEWORK ANNUAL REMINDER</p> <p>18.1 <u>Received</u>: A report by the Museum Secretary.</p> <p>18.2 <u>Reported</u>: That the Trustees were reminded of their key duties and responsibilities. That revisions to the Regulations and the Development Board’s Terms of Reference be amended.</p> <p>18.3 <u>Resolved</u>: Accordingly, and that Regulation 7.1 relating to the quorum for Committee business transactions be amended as noted, and that the Terms of Reference for the Development Board be amended as noted.</p>	Museum Secretary
<p>19 ITEM 18 – BIG PIT NATIONAL COAL MUSEUM ANNUAL OWNERS’ REPORT</p> <p>19.1 <u>Received</u>: A report by the Head of Museum – Big Pit National Coal Museum.</p> <p>19.2 <u>Reported</u>: That Big Pit National Coal Museum is classified as a working mine and therefore subject to the Mining Regulations and regular interventions (inspections) by the Mining Inspectors. Part of the good practice identified by these interventions is regular and transparent communications between the Big Pit operations itself and the Board of Trustees as the Mine Owners and Operators. To comply with this and to give the Mine Owners and Operators the assurance that the operation of the mine is being carried out to the expected Health & Safety standards the annual Big Pit Health & Safety Report is included within the report. The report therefore provides assurance to the Board in respect of the operation of the Mine.</p> <p>19.3 <u>Resolved</u>: Accordingly, and the report was noted.</p>	
<p>20 ITEM 19 – LEGAL & REGULATORY UPDATES – GENERAL DATA PROTECTION REGULATIONS</p> <p>20.1 <u>Received</u>: A report by the Head of IT.</p> <p>20.2 <u>Reported</u>: That the report updated the Board in relation to the Museum’s preparedness for the introduction of the General Data Protection Regulations in May 2018.</p> <p>20.3 <u>Resolved</u>: Accordingly, and that position with and progress of the Friends, as a separately constituted organisation, be confirmed.</p>	Direct of Gallery Development & Visitor Experience
<p>21 ITEM 20 – DRAFT MINUTES OF VARIOUS MEETINGS</p> <p>21.1 <u>Received and Noted</u>: The draft minutes of:</p> <p>21.1.1 Art Advisory Group 02 November 2017</p>	

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<p>21.1.2 Research Advisory Group 14 November 2017</p> <p>21.1.3 Pension Trustees 14 September 2017 and 16 November 2017</p> <p>21.1.4 Performance Review Committee 14 November 2017</p> <p>21.1.5 Audit Committee 15 November 2017</p> <p>21.1.6 St Fagans National Museum of History 30 November 2017</p> <p>21.1.7 Appointments & Remunerations Committee 30 November 2017</p> <p>21.1.8 Meeting between the representative from the Board of Trustees and the Unions 02 October 2017</p> <p>21.2 <u>Reported:</u></p> <p>21.2.1 Art Advisory Group – The President reported that Trustee Michael Prior had been appointed to the Art Advisory Group and was also attending the meetings of the Derek Williams Trust.</p> <p>21.2.2 Research Advisory Committee – That the Museum was working in partnership with Cardiff University in respect of an MA in Heritage Studies, and that it was important to identify and promote successes.</p> <p>21.2.3 Pension Trustees – The Chair reported that the current position was satisfactory.</p> <p>21.2.4 St Fagans – The Chair noted that there was now cost assurance, that everything was on track for completion and the financial position was being carefully managed. The Chair would update the Board in respect of professional fees in the future.</p> <p>21.2.5 Meeting with the Unions – Trustee Glenda Jones reported that the meeting on 02 October 2017 provided an opportunity for her to listen to the views of Union members. The Director General, the Head of Human Resources and Gareth Howells, Negotiations Officer for Prospect Union were present. There was no representative from PCS union. The meeting had no agenda and no official business was discussed that would be considered elsewhere. The meeting was friendly, open and honest. The National Library of Wales holds similar meetings and the Unions also meet with Welsh Government Ministers. Concerns raised included skills development, and communication especially contact between the Unions members and Trustees. Glenda Jones reassured the Unions that Trustees were engaged with the issues and were actively supporting the Museum’s sites. The meeting noted the value of the Post-Board Briefings that members of the Senior Management Team undertake immediately following the Board meeting. The meeting also discussed ensuring that the Operational Plan and Vision are shared, that a weekly / fortnightly bulletin is being produced, and that the Senior Management Team distributes to all staff a briefing note following each of their meetings. <u>Resolved:</u> Accordingly, and that management inform their staff that this meeting has taken place.</p>	<p>Senior Management Team</p>
<p>22 ANY OTHER BUSINESS</p> <p>22.1 Eisteddfod – That the Trustee Hywel Ceri Jones requested an update in</p>	

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<p>respect of the planning and partnership work being undertaken in preparation for the National Eisteddfod in 2018.</p> <p>22.2 Trustee matters – That the President recorded that in the Closed Session of the meeting the Board had agreed to invoke clause (6) of the Statutes within the Royal Charter which would allow the extension of the term of office of Trustee Victoria Provis in order that she may continue to contribute to the fundraising for St Fagans, as Chair of the Development Board. Victoria Provis was a Museum appointment and the Welsh Government had been advised. Under clause (6) of the Royal Charter, the Museum would be seeking the permission of the Charity Commission to remunerate the position of President.</p> <p>22.3 Elisabeth Elias – That the Director General wished, on behalf of the Board and staff, to formally record his thanks and sincere appreciation for the work and support Elisabeth Elias had provided during her time as both a Trustee and as President. Further tributes would be given at the lunch held in her honour following this meeting. Elisabeth Elias thanked everyone for their support and congratulated all the staff and fellow Trustees for all their hard work, and for everything that had been achieved.</p>	
<p>DATE AND TIME OF NEXT MEETING: <u>Resolved:</u> That the next meeting of the Board of Trustees will commence at 9:00am on 15 March 2018 in National Museum Cardiff.</p>	