

**MINUTES OF THE BOARD OF TRUSTEES HELD ON 04 OCTOBER 2018**  
**NATIONAL WATERFRONT MUSEUM, SWANSEA**

Agenda no	Notes	Action by
	<p><b>PRESENT:</b> Carol Bell (in the Chair), Laurie Pavelin (Treasurer); Carys Howell, Catherine Duigan, Glenda Jones; Hywel Ceri Jones; Hywel John; Kay Andrews; Michael Prior; Rachel Hughes; Victoria Provis; David Anderson, Director General; Janice Lane, Director of Gallery Development and Visitor Experience; Nia Williams, Director of Learning &amp; Engagement, Heledd Fychan, Head of Policy &amp; Public Affairs and Elaine Cabuts, Museum Secretary.</p> <p><b>IN ATTENDANCE:</b> Lesley-Anne Kerr, MALD.</p>	
	<p><b>DECLARATIONS OF INTEREST</b></p> <ul style="list-style-type: none"> <li>• <b>Carol Bell</b> in relation to item 10.4 the lease to Nextbike.</li> <li>• <b>Kay Andrews</b> in relation to matters relating to HLF in Wales.</li> </ul>	
	<p><b>In the Closed Session of the meeting the Board discussed:</b> President and Trustee recruitment; Thurley Review; Feasibility studies for a Sport / Football Museum and a National Gallery of Contemporary Art; Development Department and Board; Horizon Scanning; Turner House</p> <p><b>At this point the meeting was opened to the public. No members of the public were in attendance.</b></p>	
1	<p><b>WELCOME AND APOLOGIES</b></p> <p>Trustees and Lesley-Anne Kerr and Steph Mastoris were welcomed to the meeting.</p> <p>Apologies were received from Jessica Seaton and Peter Owen.</p>	
2	<p><b>MINUTES</b></p> <p><u>Resolved:</u> That subject to the following corrections, the Minutes of the meeting held on 28 June 2018 be approved. At 6.6 ‘...<i>the Research Advisory Committee was developing a map setting out the various partnerships, networks and gaps that existed...</i>’. At 18.2.1 That ‘<i>The Chair of the Development Board noted that the Chair [of the Performance Review Committee] should receive a draft of the annual report in advance of it being presented to the Performance Review Committee.</i>’</p>	
3	<p><b>MATTERS ARISING</b></p> <p>4.2.3 Museums Strategy for Wales – The Museum is working with MALD to receive their comments. It is hoped the Strategy will be published before the next meeting of the Board of Trustees.</p>	

<p>4</p>	<p><b>STRATEGY, POLICY &amp; PLANNING</b></p> <p><b>1. THURLEY REVIEW</b></p> <p>1.1. <u>Reported</u>: The Director General updated the Board in relation to progress with the capital programmes and bids to Welsh Government to support the development of the Customer Relationship Management System the National Slate Museum and the National Roman Legion Museum.</p> <p><b>2. HISTORIC WALES STRATEGIC PARTNERSHIP</b></p> <p>2.1. <u>Reported</u>: A draft skills strategy has been developed by the Skills sub-group and the intention is to have a launch event organised by Welsh Government at the Senedd. The Director General is leading on the work of the Commercial Group in the absence of the Director of Finance &amp; Corporate Resources. The Museum is waiting for a response from Welsh Government regarding the conditions of pay for the Commercial Director.</p> <p><b>3. SPORT / FOOTBALL MUSEUM AND NATIONAL GALLERY OF CONTEMPORARY ART</b></p> <p>3.1. <u>Reported</u>: Lesley-Anne Kerr noted that reports from the two consultants developing the proposals had been received by Welsh Government and had been seen by the Minister. There would be a plenary debate on both on 27 November 2018. The reports would be published in advance and the Minister would provide a covering statement.</p> <p>3.2. A £5m capital fund had been set aside to act on the results, and this would now need to come from the capital budget for 2020/2021.</p> <p>3.3. Further work was needed to develop the proposals for the national gallery of contemporary art. The next meeting of the Steering Group for the project was on 25 October.</p> <p><b>4. NEW SUPPORTER / MEMBERSHIP SCHEMES</b></p> <p>4.1. <u>Received</u>: A report and presentation by the Development Director and the Membership Marketing Officer</p> <p>4.2. <u>Reported</u>: Trustees received a presentation setting out proposals for a co-ordinated, branded and tiered membership scheme with different levels of fees and benefits.</p> <p>4.3. Members noted the Friends were a separately constituted body, and that the Museum sought to create strong relations and close ties with the Committee and its membership through this revised scheme.</p> <p>4.4. Members noted the potential benefits for those people accessing the Museum's services and activities online.</p> <p>4.5. Opportunities for developing a youth membership scheme with the Kick the Dust programme were noted. Other opportunities involved working with the Fusion programme, the Diversity and Youth Forums to develop ideas. The Development Department advocated starting with a small, manageable scheme that could be developed through consultation and feedback. The aim was that this co-ordinated approach would help develop the Museum's audiences and take the Vision forward.</p>	<p>Acting President /</p>
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	<p>4.6. <u>Resolved</u>: Accordingly, and that the Acting President to meet with the incoming Chair of the Friends. An update to be provided at the next Board meeting.</p>	<p>Development Director</p>
<p>5</p>	<p><b>COLLECTIONS &amp; RESEARCH</b></p> <p><b>1. RESEARCH STRATEGY, INTERNATIONAL PROFILE AND RELATIONSHIP WITH UNIVERSITIES</b></p> <p>1.1. <u>Received</u>: A report by the Head of Research and the Keeper of Natural Sciences.</p> <p>1.2. <u>Reported</u>: The paper was in three parts. The final draft of the Research Strategy, developed by the Head of Research, would be considered by the Senior Leadership Team. An Action Plan and external-facing document would then be drafted. The Keeper of Natural Sciences was leading on the papers relating to the Museum's international profile and relationship with universities. These two would be considered by the Research Advisory Committee, and a three year Action Plan would follow.</p> <p>1.3. The Director General was pleased to report on the level of Higher Education engagement which was critical for Wales. The Museum's first priority was to ensure that all the HE institutions in Wales were engaged before the Museum then sought partnerships outside of Wales.</p> <p>1.4. The Chair of the Research Advisory Committee thanked the Museum's staff and the external expert advisors on the Committee for their work. He noted the combined role of the three strands and the important role that staff played in understanding the role of research for the Museum. Other partnerships with organisations such as the Centre for Welsh and Celtic Studies, Coleg Cymraeg and the Royal Welsh College of Music and Drama (RWCM&amp;D) are to be developed. Trustees noted the partnership work with RWCM&amp;D concerning the forthcoming Richard Burton exhibition.</p> <p>1.5. Members noted the range of performance indicators that could be applied to this work, in addition to the income generated by research activity. These included the number of staff with PhDs, outputs, conference papers delivered, exhibitions curated, and benchmarking against other museums. There were opportunities for promoting this work to a world-wide audience.</p> <p>1.6. Members noted that research leads on work that delivers the Vision, and that the aim was to join the collections, research and display strategies together, with research underpinning it all.</p> <p>1.7. <u>Resolved</u>: Accordingly, and that a round-table discussion with the universities in Wales be held following the launch of the public-facing Research Strategy, to encourage and develop dialogue. That work can commence immediately on promoting the approved Research Strategy.</p>	<p>Keeper of Natural Sciences / Head of Research.</p>
<p>6</p>	<p><b>ACTIVITY REVIEW</b></p> <p><b>1. ANNUAL LEARNING REPORT</b></p> <p>1.1. <u>Received</u>: A report by the Head of Learning.</p>	

	<p>1.2. <u>Reported</u>: The Director of Learning &amp; Engagement noted that all the targets for the year had been exceeded. The Museum was working with the Education Department of Welsh Government on providing input into the new Curriculum for Wales.</p> <p>1.3. Trustees congratulated staff on their achievements working with schools, and the contribution made to the book <i>Wales in 100 Objects</i>. The Museum was also leading the way on pedagogic partnerships. The range of digital learning activities was noted across Wales.</p> <p>1.4. Trustees noted the role that learning plays in accelerating the development of brain cells in young people.</p> <p>1.5. <u>Resolved</u>: Accordingly.</p> <p><b><i>Kay Andrews left the meeting at this point.</i></b></p>	
7	<p><b>ACTIVITY REVIEW</b></p> <p><b>1. QUARTER 1 OPERATIONAL PLAN, FORTHCOMING EVENTS AND ACTIVITIES, FINANCIAL POSITION REPORT</b></p> <p>1.1. <u>Received</u>: A report by the Director General / Head of Policy &amp; Public Affairs</p> <p>1.2. <u>Reported</u>: That very good progress had been achieved for the first quarter with four activities exceeding their targets, and nine being delayed into later quarters.</p> <p>1.3. Trustees noted that the appointment of the Commercial Director was with Welsh Government for approval. Lesley-Anne Kerr noted that it was with the Minister awaiting confirmation on the outstanding matter. Trustees noted the importance of this role to the Museum in terms of delivering on one of the principle recommendations from the Thurley Review – to generate additional income.</p> <p>1.4. In relation to the financial report, the status and protocol of reporting. The Museum was currently using its Reserves to support its activities.</p> <p>1.5. <u>Resolved</u>: Accordingly, and that future reports use the latest financial information available, and notes be included to explain any significant variations.</p> <p><b><i>Hywel Ceri Jones left the meeting at this point.</i></b></p>	Director of Finance & Corporate Resources
8	<p><b>MAJOR PROJECTS</b></p> <p><b>1. STRATEGIC ESSENTIAL MAINTENANCE WORKS PROGRAMME</b></p> <p>1.1. <u>Received</u>: A report by the Director of Gallery Development &amp; Visitor Experience, the Head of Estate and Buildings, and the Capital Programme Manager.</p> <p>1.2. <u>Reported</u>: The Strategic Essential Maintenance Works Programme: £6.4m of urgent works that would be completed within the noted timeframe and the works scoped included and was related to addressing issues of health and safety. Trustees noted the increased costs identified at RBA 2 and that the Museum is in an on-going dialogue with Welsh Government about additional funding to achieve the original scope of works for the EMW. In order to stay within the current budget allocation of £6.4m, the Museum has had to reduce the</p>	

	<p>scope of works and have presented options to Welsh Government for completing the works removed as a result of the increased costs analysis. The EMW programme and budget does not allow for including any reactive or in-year maintenance issues that may arise. The Board also noted that there is a wider backlog of essential maintenance works that was estimate at £64m when reported to Welsh Government in 2016. The Board noted that the longer the works were not addressed, the greater the cost would be to deliver all the backlog maintenance.</p> <p>1.3. <u>Resolved</u>: Accordingly.</p> <p><b>2. ST FAGANS REDEVELOPMENT</b></p> <p>2.1. <u>Received</u>: A report by the Director of Finance &amp; Corporate Resources and Project Co-ordinator.</p> <p>2.2. <u>Reported</u>: That the Board and staff felt privileged that the redevelopment was coming to an end and that it is the beginning of opportunities to create new spaces for learning. The opening event on 18 October would be preceded by a day for staff on 17 October.</p> <p>2.3. Trustees discussed the various architecture, building and museum awards that it was possible the museum might be eligible for.</p> <p>2.4. An infographic was being produced in time for the launch on 18 October.</p> <p>2.5. <u>Resolved</u>: Accordingly, and Trustees noted that this would potentially be the last report being presented to the Board.</p>	
9	<p><b>GOVERNANCE</b></p> <p><b>1. DRAFT MINUTES OF VARIOUS MEETINGS</b></p> <p>1.1. <b>Pension Scheme Trustees</b> – The Trustees of the Scheme needed to appoint Museum Trustee representatives. Members were pleased to note that the scheme was 93% funded. <u>Resolved</u>: Any Trustee wishing to be considered for appointment to the Pension Scheme Trustees to contact the Acting President. The process of appointment to be approved by an electronic meeting in time for the next meeting on 28 November 2018.</p> <p>1.2. <b>Joint meeting of the Performance Review and Audit Committees</b> – The Chair of the Committee reported that the meeting did approve the accounts and they were signed on 12 July 2018 then laid before the Assembly the following week. The Museum was praised for its financial stewardship. The Director General noted that he, the Director of Finance &amp; Corporate Resources and the Director of Learning &amp; Engagement would be appearing before the Public Accounts Committee in the Senedd on 22 October 2018.</p> <p>1.3. <b>Audit Committee</b> – This was Hywel John’s first meeting as Chair. The Committee recommended to the Board that Rheon Tomos be re-appointed to the Committee for a second term of office. <u>Resolved</u>: Accordingly, and the Board approved Rheon Tomos’s re-appointment for a second and final four year term of office, commencing 24 October 2018.</p>	Trustees

	<p>1.4. <b>NMGW Enterprises Ltd</b> – Members noted that the minutes had yet to be formally approved by the Chair, and that the figure of 774% increase in performance at Gwalia was to be confirmed.</p> <p>1.5. <b>Research Advisory Committee</b> – The Director General noted that the Museum had not yet agreed its commitment in relation to working with Cardiff University’s MA Heritage Studies course. He noted that there was a role to play for exploring the social context of heritage studies.</p> <p><b>2. FORMATTING OF PAPERS</b></p> <p>2.1. <u>Received</u>: A report by the Museum Secretary.</p> <p>2.2. <u>Reported</u>: That the report set out a proposed protocol for the formatting of papers coming to the Board and its committees.</p> <p>2.3. Members noted that the chart showed the range of committees and groups that included Trustee members, rather than explaining the lines of reporting.</p>	
10	<p><b>LEGAL &amp; REGULATORY</b></p> <p><b>1. GENERAL DATA PROTECTION REGULATIONS</b></p> <p>1.1. <u>Received</u>: A report by the Information Security Manager.</p> <p>1.2. <u>Reported</u>: That the Director General noted the increase in staff training and that good progress was being made towards compliance.</p> <p>1.3. Members questioned the risk to the Museum should there be a breach, and questioned the ratio of trained staff at 74%. Trustees noted that the risk to the Museum was low.</p> <p>1.4. <u>Resolved</u>: Accordingly and that the timescale of the chart relating to training be included in the next report.</p> <p><b>2. COMPLIANCE WITH THE WELSH LANGUAGE STANDARDS</b></p> <p>2.1. <u>Reported</u>: That the Director of Learning &amp; Engagement updated the Board in relation to a complaint regarding failure to comply with standard 32 and 80. This related to a public activity five months previously at the National Museum Cardiff facilitated by a non-Welsh speaker in the unforeseen absence of a Welsh speaking facilitator. The activity in question falls under standard 32 and 80. The Museum has received the Commissioner’s determination. As requested by the Commissioner the Museum will make the necessary change to its policy.</p> <p><b>3. HEALTH &amp; SAFETY ANNUAL UPDATE</b></p> <p>3.1. <u>Received</u>: A report by the Director of Gallery Development &amp; Visitor Experience and the Head of National Waterfront Museum.</p> <p>3.2. <u>Reported</u>: That the report provides Trustees with an annual update on their roles and responsibilities as they relate to Health &amp; Safety legislation. Trustees noted in particular the ways in which the Museum worked and managed Health &amp; Safety issues, including with staff.</p> <p><b>4. SIGNING A LEASE</b></p> <p>4.1. <u>Received</u>: A report by the Director of Gallery Development &amp; Visitor Experience and the Head of National Waterfront Museum.</p> <p>4.2. <u>Reported</u>: That the lease to provide parking slots for Nextbike had been signed. The Museum was pleased to be able to support this important project.</p> <p>4.3. <u>Resolved</u>: The signing of the lease was noted.</p>	Director of Finance & Corporate Resources

11	<p><b>AOB</b></p> <ol style="list-style-type: none"> <li>1. <b>Lord Holmes Review - opening up public appointments to disabled people.</b> <u>Resolved:</u> The invitation to contribute to the survey be circulated to Trustees.</li> <li>2. <b>Christmas Cards</b> – Museum Christmas cards would be on sale in the shops before the October Half Term.</li> <li>3. <b>The Board’s presence at National Waterfront Museum</b> – The Board extended its thanks to all the staff at the museum for making the Trustees and their guests and partners at the event the previous evening so welcome. The event demonstrated the very important role that the museum plays in the life of the communities in Swansea. The Acting President was delighted to be able to thank Steph Mastoris for the role he plays in the life of the Museum, and in his professional relations with the museum’s partners.</li> <li>4. <b>Kizuna exhibition</b> – The catalogue for the exhibition was now available.</li> </ol>	Museum Secretary
	<p><b>Date and time of next meeting</b></p> <p><u>Resolved:</u> That the next meeting of the Board of Trustees will commence at 9:00am on 13 December 2018 in the National Museum Cardiff.</p>	