

MINUTES OF THE BOARD OF TRUSTEES HELD ON 14 MARCH 2019
WESTON LEARNING CENTRE, ST FAGANS NATIONAL HISTORY MUSEUM

Key to initials:

DG – Director General

DD – Development Director

DGDVE – Director of Gallery Development & Visitor Experience

Ts – Trustees

Agenda no	Notes	Action by
	<p>PRESENT: Carol Bell (in the Chair), Laurie Pavelin (Treasurer); Carys Howell, Catherine Duigan, Glenda Jones; Hywel Ceri Jones; Hywel John; Jessica Seaton; Michael Prior; Rachel Hughes; Robert Pickard; Victoria Provis; David Anderson, Director General; Neil Wicks, Director of Finance & Corporate Resources; Janice Lane, Director of Gallery Development and Visitor Experience; Heledd Fychan, Head of Policy & Public Affairs and Elaine Cabuts, Museum Secretary.</p> <p>IN ATTENDANCE: Richard Nicholls, Development Director; Phil Evans, Strategic Planning Manager; Gwendolyn Williams, Chair of the Friends of Amgueddfa Cymru.</p>	
	<p>DECLARATIONS OF INTEREST</p> <p>No declarations of interest were received.</p>	
	<p>In the Closed Session of the meeting the Board discussed: President and Trustee recruitment; Feasibility studies for a Sport Museum for Wales and a National Contemporary Art Gallery; Horizon Scanning; Turner House; Approval of international loans.</p> <p>At this point the meeting was opened to the public. Two members of the public were in attendance.</p>	
1	<p>WELCOME AND APOLOGIES</p> <p>Trustees, attendees and observers were welcomed to the meeting.</p> <p>Apologies were received from Kay Andrews, Nia Williams, Director of Learning & Engagement, Peter Owen and Lesley-Anne Kerr.</p>	
2	<p>MINUTES</p> <p><u>Resolved:</u> That subject to the inclusion of Richard Nicholls, Development Director and Paul Twamley, Chair of the Development Board being noted as in attendance, the Minutes of the meeting held on 13 December 2018 were approved.</p>	
3	<p>MATTERS ARISING</p>	

	<p>5.1.7 Collections & Research – Roundtable discussion event with universities for a public presentation of the Research Strategy – Welsh Government had been kept informed of proposals and timescales (July / September). The public-facing summary strategy and advocacy document would include work with the Museum’s partners. Trustees noted the First Minister’s interest in this work. <u>Resolved</u>: That the Research Advisory Committee members be advised of the proposed timescale and sectoral partners for the event to enable them to propose other partners.</p> <p>4.5.5.7 Ethical Fundraising Policy – <u>Resolved</u>: Inform Trustees when the Ethical Fundraising Policy is published on the Museum’s website.</p> <p>6.1.5 Principles that underpin the way decisions around programming are reached – <u>Resolved</u>: That the principles that underpin the way decisions around programming are reached be presented to the next Board meeting.</p> <p>8.1.1.4 Strategic Essential Maintenance Works Programme – The Performance Review Committee monitored this work closely. A paper presented to the Board in 2016 regarding the backlog of works noted the Museum’s priorities and costings at that time. Trustees noted the need to focus on any public Health & Safety priorities as part of a ten-year strategic projection and funding analysis. <u>Resolved</u>: Accordingly and that the Performance Review Committee to receive an update on the SEMWP projections made in the 2016 report, noting any Health & Safety issues that are unfunded by Welsh Government.</p> <p>9.1.6 Research Advisory Committee – <u>Resolved</u>: That the ethics section of the Research Strategy be sent to the Development Director for the Development Board’s consideration.</p>	<p>DG</p> <p>DD</p> <p>DGDVE</p> <p>DGDVE</p> <p>DG</p>
4	<p>STRATEGY, POLICY & PLANNING</p> <p>1. THURLEY REVIEW</p> <p>1.1. <u>Reported</u>: The Director General reported that the Museum had not received any further communication from Welsh Government regarding funding for the various recommendations. This would be raised at the next Quarterly Review meeting on 21 March 2019. Trustees noted that the Museum was within the portfolio of Eluned Morgan AM, Minister for International Relations and the Welsh Language. This would have implications for the amount of capital and other funding that could be available to the Museum. The Museum will continue to progress matters as far as possible so as to be best placed to take forward any recommendations from the results of the Feasibility Studies, when Welsh Government has made its decision.</p> <p>1.2. Trustees noted progress in moving towards signing a Memorandum of Understanding with Bangor University.</p> <p>1.3. Trustees noted that there had been three meetings between the Unions and the Museum, with Glenda Jones as the Trustee representative. The fourth meeting was scheduled for 20 March 2019.</p> <p>1.4. Trustees noted the work to develop apprenticeships as part of the Skills Strategy created between the Museum, Cadw, the National Library of Wales, the Royal Commission and the trade unions. The Director General noted his position as a member of the Board of Creative and Cultural Skills, and that it was his ambition to bring their</p>	

conference to Wales. They had an important role in helping to develop apprenticeship opportunities in the sector.

- 1.5. The Director of Finance & Corporate Resources updated Trustees on progress for plans at the National Slate Museum, including negotiations to create a Memorandum of Understanding with Gwynedd County Council to formalise the strong relationship that existed there. Trustees noted that as the Council were the land owners, the Museum needed to secure agreement with them first before developing partnership agreements with other partners.
- 1.6. Trustees noted progress in relation to the National Roman Legion Museum and that a meeting was to be scheduled with the new Chief Executive of Cadw.
- 1.7. Richard Nicholls reported that he had met with Richard Nash, a member of the NMGW Enterprises Ltd Board, to discuss the Customer Relationship Management System.
- 1.8. The advert for the Commercial Director had now been placed.
Resolved: Accordingly, and Trustees to promote the Commercial Director vacancy.

2. HISTORIC WALES STRATEGIC PARTNERSHIP

- 2.1. Reported: The Director General reported that the partnership continued to work well together, and that the Commercial Group and the Visitor Experience Group work was developing.

3. SPORT / FOOTBALL MUSEUM AND NATIONAL GALLERY OF CONTEMPORARY ART

- 3.1. **Sport / Football Museum** Reported: That in sending her apologies for this meeting Lesley-Anne Kerr had stated that an update from the Minister was expected at the end of the month. This would be followed up at the Quarterly Review Meeting.
- 3.2. **National Gallery of Contemporary Art** – Again, the Minister is expected to make an announcement on this at the end of the month. The Museum hopes to be able to make a considerable contribution to this development.
- 3.3. **Skills report** – The Museum had requested an update from Welsh Government on the report submitted and was hopeful that funding would be made available to support the ambitious plans of all the partners.

4. OPERATIONAL PLAN 2019/20

- 4.1. Received: A report by the Senior Leadership Team and the Head of Policy & Public Affairs.
- 4.2. Reported: The Director General reported that the Plan was year-three of a longer-term plan. It had been shared with Welsh Government already, and the Board was asked to discuss and approve the version presented, before a final copy would be submitted to Welsh Government. The draft Remit Letter had already been received, and this had informed the content of the Plan.
- 4.3. A new planning process was being designed, which would include the introduction of a software programme to manage the process of performance monitoring. Other national museums were similarly

Ts

	<p>considering ways of creating more effective performance monitoring systems.</p> <p>4.4. The Welsh Government had indicated it would wish to see the sections relating to the Museum's international work strengthened. The Museum welcomed this addition, as it is an area of strength.</p> <p>4.5. Trustees noted the quantitative nature of the Key Performance Indicators and that the Museum, and others, would be looking at developing indicators that responded positively and collectively to the goals within the Wellbeing of Future Generations Act. Trustees noted that the Performance Review Committee considered other areas in detail such as visitor experience metrics. The case studies provided qualitative information and a narrative that supported and elaborated on the statistical information provided.</p> <p>4.6. <u>Resolved</u>: Accordingly, and the Board approved the Operational Plan 2019/20, subject to any necessary amendments being made following comments received by Welsh Government, the receipt of the final Remit Letter, and comments made by the Board at this meeting.</p>	
5	<p>DIRECTOR GENERAL'S REPORT</p> <p>1. QUARTER 3 OPERATIONAL PLAN PERFORMANCE REPORT</p> <p>1.1. <u>Received</u>: A report by the Head of Policy & Public Affairs.</p> <p>1.2. <u>Reported</u>: The Director General noted that it had been an exceptional three months for the Senior Leadership Team in terms of managing activity due to capacity constraints.</p> <p>1.3. The Senior Leadership Team was reviewing the impact of the departure of the Director of Collections & Research and would be looking at increasing capacity amongst the Team.</p> <p>1.4. The report referenced cultural tourism. Trustees noted that cultural tourism coming in to Wales, and into the Museum, supported the work the Museum was doing with its international partners and through its loans programme.</p> <p>1.5. Trustees noted progress with the Membership Scheme, and that the Development Department was currently working with an external agency to test the proposals with visitors before launching the scheme to the public.</p> <p>1.6. Trustees noted the very positive visitor figures for February, with all museums being over their target for the month. This was explained by the exceptionally warm weather, and the Tim Peake and Leonardo da Vinci exhibitions at National Museum Cardiff. The overall trend in visitor figures is very positive.</p> <p>1.7. Trustees were pleased to note that the Deputy Minister was writing the foreword to the exhibition catalogue for David Nash's forthcoming exhibition, and that the Museum was planning an event to mark the signing of a new Service Level Agreement with the Pembrokeshire Coast National Park Authority in relation to Oriel y Parc.</p> <p>1.8. Trustees were updated on the various levels of involvement in national events such as the Urdd, and the National Eisteddfod, and that a review of all such engagements would include a review of the benefits of having a presence at, for example, the Royal Welsh Show, and the Royal Horticultural Society. Trustees noted the value for the Museum</p>	

	<p>and Wales in its scientists being present at these events to support farming communities and those agencies working to protect the environment in the face of climate change.</p> <p>1.9. The Director of Finance & Corporate Resources noted that the Museum was on target to achieve the forecast reserves for the year, thanks to strong financial management and stewardship. The Museum had received confirmation from Welsh Government that £730,000 would be included within the Grant In Aid for 2019/20. The Museum would continue to request that this amount be a permanent addition to the annual GIA.</p> <p>1.10. Welsh Government had further confirmed that they would support the Museum with £6.4m for the Essential Maintenance Works Programme.</p> <p>1.11. The Museum was ahead of target for income generation for the year, with a projected profit from NMGW Enterprises Ltd of £750,000. Further advertising of the high-ropes activity at St Fagans would aim to secure increased revenue. Tenders for refreshing the virtual reality experiences at National Museum Cardiff were under way. Works to develop the Chip Shop at St Fagans had been delayed due to structural problems with the building. It was hoped the shop would be open in late summer.</p> <p>1.12. The Treasurer reported that the Performance Review Committee had discussed the level of the Museum’s Reserves, with projections that included and excluded the £730,000 from Welsh Government, which currently is not recurring and ends in 2019-20. The Museum needed to produce a balanced budget, and to receive assurances that any pay increases would be funded. The Chair of the Audit Committee also commented that the various scenarios had been reported to Welsh Government over the years, both at the Quarterly Review Meetings with officials, and at the Six Monthly meetings with the Minister at which the President / Acting President had been present. The Chair of the Audit Committee noted that, as charity Trustees, the Museum’s governing body needed to have time to plan.</p> <p>1.13. <u>Resolved</u>: Accordingly, and that the final Membership Scheme be submitted to the next Board meeting for discussion and approval.</p> <p><i>Heledd Fychan left the meeting at this point</i></p>	DD
6	<p>MAJOR PROJECTS</p> <p>1. STRATEGIC ESSENTIAL MAINTENANCE WORKS PROGRAMME</p> <p>1.1. <u>Received</u>: A report by the Director of Gallery Development & Visitor Experience.</p> <p>1.2. <u>Reported</u>: The team was now reviewing the impact of securing the £6.4m funding from Welsh Government.</p> <p>1.3. Trustees noted the distinction between this works programme and the masterplanning programme for the National Museum Cardiff. The masterplanning would enable the Museum to create an outline concept that would inform plans for the short term as well as informing wider priorities.</p>	

7	<p>GOVERNANCE</p> <p>1. DRAFT MINUTES OF VARIOUS MEETINGS</p> <p>1.1. Pension Scheme Trustees – The Trustees were pleased to note that the scheme was 92% funded. Trustees noted Michael Prior’s position in relation to the changes in policy made by the Regulator. The only change was a slight, but manageable, increase in risk. Trustees noted the nature of the Museum’s stock investments. The nearer the scheme reached 100% funded, the greater the level of protection required.</p> <p>1.2. Performance Review Committee – The Chair of the Committee introduced the minutes that were tabled, noting the issues discussed at the meeting had already been raised here at this Board meeting. There were two recent meetings where the Committee had not been quorate, and it was noted that the interview panel for new Trustees had been very conscious of this when making its deliberations.</p> <p>1.3. Audit Committee – Hywel John, Chair of the Committee noted that minutes of the meeting would be circulated shortly. There were no matters that needed to be brought to the attention of the Board. Matters raised at the meeting included the level of fees charged by the Wales Audit Office, particularly in relation to the work to audit the Museum’s compliance with the Wellbeing of Future Generations Act (free this financial year, to be charged for in subsequent years at an amount yet to be determined). There was currently one independent member, and the Chair was considering co-opting members on to the Committee to supplement the Trustee members.</p> <p>1.4. NMGW Enterprises Ltd – The Company was on target to achieve its budget and profit of £750,000 for the year. The Deputy Enterprises Manager had been appointed as the new Head of Enterprises. Sylvia Smith was commended for her work in doubling the profit of the company in twelve months, and in working positively with her colleagues to deliver this transformational change. Her maternity leave was being covered by Liz Jones, the former Project Manager for St Fagans. The Board of NMGW Enterprises Ltd looked forward to steady and sustained growth.</p>	
10	<p>LEGAL & REGULATORY</p> <p>1. COMPLIANCE WITH THE WELSH LANGUAGE STANDARDS</p> <p>1.1. <u>Reported</u>: The Director of Finance & Corporate Resources reported on behalf of the Director of Learning & Engagement that there were two reported incidents, and that one had been resolved.</p> <p>2. GDPR</p> <p>2.1. <u>Received</u>: A report by the Director of Finance & Corporate Resources.</p> <p>2.2. <u>Reported</u>: That the very short timescales given for making necessary security updates to software packages were proving difficult to achieve. No actions were requested by the Commissioner in relation to the reported breaches. The training of staff was at 100% at National Roman Legion Museum, 82% at Big Pit National Coal Museum and 93% at National Museum Cardiff for those involved in handling data. Significant resources were being deployed to respond to two subject</p>	

	<p>access requests. Trustees noted that the Development Department were uniquely challenged by GDPR, and that they had undertaken a first sweep of data held.</p> <p>3. WELLBEING OF FUTURE GENERATIONS ACT</p> <p>3.1. <u>Reported</u>: The Museum was making good progress in responding to the seven goals, and was sharing successes and ways of working with the other named bodies. Creative learning opportunities had been possible through the Commissioner’s partnering programme which brought together organisations from different sectors. The Museum was cautious in reporting its achievements within the self-reflection report, believing that progress across many areas was still required.</p>	
	<p>AOB</p> <p>Amgueddfa Cymru’s support for regional museums – The Director General and Head of Policy & Public Affairs had met recently with the President and Director of the Museums Association and the Minister for Culture, Sport and Tourism to consider ways in which local museums across Wales could be better supported. The Minister was reminded of the <i>Expert Review of Local Museums Provision in Wales 2015</i>, commissioned by Welsh Government and authored by Amgueddfa Cymru’s former Vice President Haydn Edwards. A new strategy was being developed by the museums sector in Wales, for the museums sector.</p> <p>Thanks to the Trustees – Carol Bell thanked the Trustees for their support during her tenure as Acting President, and especially to Laurie Pavelin for agreeing to stay on to ensure the Museum had two Officers in post during the recruitment phase for a new President.</p> <p>Trustee retirements Laurie Pavelin and Victoria Provis – The Acting President reiterated her thanks to Laurie and Victoria for their work and commitment to the Museum during their terms of office as Trustees, and in their other professional engagements with the Museum over many years. This was endorsed by the Director General, who also thanked Carol Bell for her work and support as Acting President.</p>	
	<p>Date and time of next meeting</p> <p><u>Resolved</u>: That the next meeting of the Board of Trustees will commence at 9:00am on 27 June 2019 in St Fagans National History Museum.</p>	