

**MINUTES OF THE BOARD OF TRUSTEES HELD ON 27 JUNE 2019**  
**COMMITTEE ROOM, ST FAGANS NATIONAL HISTORY MUSEUM**

**Key to initials:**

DG – Director General

DFCR – Director of Finance & Corporate Resources

DLE – Director of Learning & Engagement

HPPA – Head of Policy & Public Affairs

DGVE – Director of Gallery Development & Visitor Experience

MS – Museum Secretary

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	<p><b>PRESENT:</b> Roger Lewis (in the Chair), Carol Bell (Vice President), Hywel John (Treasurer), Carys Howell, Catherine Duigan, Glenda Jones, Gwyneth Hayward, Hywel Ceri Jones, Kay Andrews, Maria Battle, Michael Prior, Rachel Hughes, Rob Humphreys, Robert Pickard, David Anderson, Director General; Neil Wicks, Director of Finance &amp; Corporate Resources; 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> Richard Nicholls, Development Director; Paul Twamley, Chair Development Board; Lesley-Anne Kerr, Head of Museums Development MALD.</p>	
	<p><b>DECLARATIONS OF INTEREST</b></p> <ul style="list-style-type: none"> <li>• Catherine Duigan – seconded as a member of the Joint Nature Conservation Committee.</li> <li>• Carol Bell – appointed Trustee of the Football Association of Wales.</li> <li>• Rob Humphreys – appointed Trustee of the British Council.</li> <li>• Hywel Ceri Jones – on the Welsh Government’s European Advisory Group.</li> <li>• Hywel John – appointed Trustee of the Dyfed Archaeological Trust.</li> </ul>	
	<p><b>In the Closed Session of the meeting the Board discussed:</b> The President’s welcome and introduction; Feasibility studies for a Sport Museum for Wales and a National Contemporary Art Gallery; Horizon Scanning; Turner House; Approval of international loans.</p> <p><b>At this point the meeting was opened to the public.</b> No members of the public were in attendance.</p>	
1	<p><b>WELCOME AND APOLOGIES</b></p> <p>Roger Lewis, the new President, welcomed everyone to the meeting. New Trustees present were Maria Battle, Gwyneth Hayward, and Rob Humphreys. Those in attendance as observers were welcomed to the meeting. Apologies were received from Jessica Seaton and Madeleine Havard.</p>	
2	<p><b>MINUTES</b></p> <p><u>Resolved:</u> That the Minutes of the meeting held on 14 March 2019 were approved.</p>	
3	<p><b>MATTERS ARISING</b></p> <p><b>3 5.1.7 Collections &amp; Research</b> Ministerial colloquium 24 October 2019 with universities and stakeholders for a public presentation of the Research Strategy –</p>	

	<p>The Board noted that, as in other areas, alignment of research to the Museum’s Vision was key. The Museum had a Research Ethics code and that it was important the research strategy was aligned to this ahead of the strategy’s publication.</p> <p><b>3 6.1.5 Principles that underpin the way decisions around programming are reached</b> That a cross-divisional group was working across all areas and programming activities to establish the principles.</p> <p><b>3 9.1.6 Research Advisory Committee</b> The Code of ethical principles and policy for research undertaken by researchers in Amgueddfa Cymru was on the Museum’s website.</p>	
4	<p><b>STRATEGY, POLICY &amp; PLANNING</b></p> <p><b>1. THURLEY REVIEW</b></p> <p>1.1. <u>Reported:</u> The Director General and Director of Learning &amp; Engagement reported that the <b>Skills Strategy</b> had been approved by Welsh Government. The Museum is supporting Welsh Government to develop a Specification for the Historic Wales Partnership – Skills research and audit. Glenda Jones updated the Board on the fourth meeting between the Museum and the Unions. The last meeting in March focused on the Commercial Director post, the appointment of new Trustees, and the Museum’s financial position. Glenda reported the Unions had expressed their thanks to the Director General for his support for staff. The Director General recorded his thanks to the Director of Finance &amp; Corporate Resources, and the Director of Learning &amp; Engagement for their own contributions.</p> <p>1.2. <b>Commercial Director</b> The Museum was disappointed not to have been able to appoint following the recent interviews. It was essential the Museum secured the right candidate for the role.</p> <p>1.3. <b>National Slate Museum</b> The Director of Finance &amp; Corporate Resources had been leading on developing a concepts and ideas for the redevelopment for the museum. The Museum did not yet have funding to support a full design report, but it was important that plans and costs were developed. The Board noted the Museum was in regular contact with the National Lottery Heritage Fund. The President noted that he had chosen to visit the National Slate Museum as his first official site visit. The Museum was working with Gwynedd Council in the first instance as they owned the land on which the museum was situated.</p> <p>1.4. <u>Resolved:</u> Accordingly, and that key advocacy messages about the National Slate Museum be sent to Trustees. That the Board considers the Thurley Review (progress, challenges, next steps and the position of the recommendations within the Museum’s overall Vision priorities) at its September meeting. The search for a Commercial Director to continue.</p> <p><b>2. HISTORIC WALES STRATEGIC PARTNERSHIP</b></p> <p>2.1. <u>Reported:</u> The Director General reported that the Development Director gave a presentation on fundraising in Wales at the recent partnership meeting. The Development Director and the Head of Marketing and Communications will offer fundraising workshops to the heritage sector in Wales.</p> <p><b>3. SPORT / FOOTBALL MUSEUM AND NATIONAL GALLERY OF CONTEMPORARY ART</b></p>	<p>HPPA</p> <p>DG</p> <p>DG</p>

	<p>3.1. <b>Sport / Football Museum</b> <u>Reported</u>: That Lesley-Anne Kerr noted discussion were ongoing.</p> <p>3.2. <b>National Gallery of Contemporary Art</b> – <u>Reported</u>: There would be a further meeting in the coming week to progress matters. The Museum was currently lending work to Maggie’s Centre, Cardiff.</p> <p><b>4. UKRI RESEARCH INFRASTRUCTURE BID</b></p> <p>4.1. <u>Received</u>: A report by the Director General.</p> <p>4.2. <u>Reported</u>: The submitted bid looked at what infrastructure Wales needs to support international level research, and in particular community engagement and activist research. The bid was not driven by the maximum amount of the award (which has not been defined) but rather by the prospect of creating an ideal infrastructure for cultural heritage in Wales. The Board noted the role that universities could play in such bids.</p> <p><b>5. TEN YEAR STRATEGY</b></p> <p>5.1. <u>Reported</u>: That the Museum was embarking on the development of a ten year strategy, led by the Senior Leadership Team. The President noted that it was in his terms of appointment to take this forward.</p> <p>5.2. <u>Resolved</u>: The Board would consider the programme towards the creation of a ten year strategy at its meeting in September.</p> <p><b>6. MASTERPLAN NATIONAL MUSEUM CARDIFF</b></p> <p>6.1. <u>Received</u>: A report by the Director of Gallery Development &amp; Visitor Experience.</p> <p>6.2. <u>Reported</u>: That developing a brief for the feasibility study for a Masterplan would be funded by the Museum. The feasibility study itself would require external funding.</p> <p>6.3. <u>Resolved</u>: Accordingly and that representation be made to Welsh Government for funding for a feasibility study in respect of creating a Masterplan for National Museum Cardiff.</p> <p><i>Maria Battle left the meeting at this point</i></p>	<p>DG</p> <p>DG</p>
5	<p><b>DIRECTOR GENERAL’S REPORT</b></p> <p><b>1. QUARTER 4 OPERATIONAL PLAN PERFORMANCE REPORT</b></p> <p>1.1. <u>Received</u>: A report by the Head of Policy &amp; Public Affairs.</p> <p>1.2. <u>Reported</u>: The quarter and year overall had been a success. All Key Performance Indicators had been met including achieving the highest visitor figures on record of 1,887,376; a 147% increase on numbers following the introduction of free entry. The Museum remains the leading provider of learning outside of the classroom, welcoming 208,388 pupils and students and 489,185 informal learners throughout the year.</p> <p>1.3. <u>Resolved</u>: Accordingly, and that the KPIs for Q4 be circulated to Trustees.</p> <p><b>2. FINANCIAL POSITION</b></p> <p>2.1. <u>Received</u>: A report by the Director of Finance &amp; Corporate Resources.</p> <p>2.2. <u>Reported</u>: That the Development Director reported positive non-grant in aid income results over the last two years. The Director of Finance &amp; Corporate Resources noted that the Museum had received a profit of £948,000 from NMGW Enterprises Ltd, a record year, and three times the amount the Museum received three years ago from the commercial activity.</p>	<p>MS</p>

	<p>2.3. The Treasurer noted the use and status of the Museum’s reserves and the levels to which they would cover operating costs in the coming years. The President noted the Museum’s dependency on Welsh Government’s support through its Grant In Aid.</p> <p>2.4. A stakeholder newsletter would be distributed to politicians before the summer recess.</p> <p>2.5. <u>Resolved</u>: Accordingly, and that the next report includes dates covering 2020 within the Diary of Stakeholder Events table.</p> <p><b><i>Lesley-Anne Kerr left the meeting at this point</i></b></p>	HPPA
6	<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 Head of Estates &amp; Buildings, and the Director of Gallery Development &amp; Visitor Experience.</p> <p>1.2. <u>Reported</u>: Progress to deliver the programme within the £6.4m secured from Welsh Government was ongoing and on target. The challenge had been limiting disruption to public programming.</p> <p>1.3. The Performance Review Committee would consider a detailed programme of costings and activity, and also an update on the backlog maintenance programme. These were being led by the DGDVE. The Board noted the costs and available funding associated with Health &amp; Safety-critical works that needed to be completed within the next five years. The limited funding currently from Welsh Government to support the work meant that a piecemeal approach was adopted for the critical repairs needed to the Museum’s public estate.</p> <p>1.4. A Conservation Plan will be included within the Masterplanning for National Museum Cardiff, again led by the DGDVE. The Well-being of Future Generations Act urged people to take long term decisions, and the Board noted the Museum had a duty of care to protect, preserve and maintain its estate. The Board noted that Cadw and Welsh Government had a role to play in embracing the liability of the estate, and in supporting the Museum in finding solutions. Welsh Government were updated at every quarterly review meeting, via the six monthly meetings with the Minister, and via the Director General’s annual appearance before the Public Accounts Committee. The Museum had professional liability insurance in place to protect Trustees.</p> <p>1.5. The Director General noted that to date there has been no fixed capital budget for heritage, and that the Museum contributed in the order of £100m GVA to the Welsh economy. The Museum continued to make an active and positive contribution in supporting Welsh Government’s statutory responsibilities around health and education.</p> <p><b><i>Rob Humphreys left the meeting at this point</i></b></p>	
7	<p><b>COLLECTIONS &amp; RESEARCH</b></p> <p><b>1. SIX MONTHLY REPORT</b></p> <p>1.1. <u>Received</u>: A report by the Director General.</p> <p>1.2. <u>Reported</u>: The Board was pleased to note the breadth of activity, and the recent acquisitions and donations. The Director General noted the</p>	

	<p>importance of acquiring into the collection the portrait of former President Elisabeth Elias.</p> <p>1.3. <u>Resolved</u>: Accordingly, and that the Executive consider how future reports could identify what is significant and what is not in terms of acquisitions and donations.</p>	DG
8	<p><b>GOVERNANCE</b></p> <p><b>1. RELATIONSHIP BETWEEN NMGW ENTERPRISES LTD AND AMGUEDDFA CYMRU</b></p> <p>1.1. <u>Received</u>: A report by the Director General.</p> <p>1.2. <u>Reported</u>: The President attended the recent meeting of the Enterprises Company. The Vice President noted that the points raised within the paper needed to be considered as part of the wider picture of income generation and the Museum’s activities as a whole, through the strategic plan scheduled for presentation to the Museum’s Performance Review Committee in May 2020.</p> <p><b>2. DRAFT MINUTES OF VARIOUS MEETINGS</b></p> <p>2.1. <b>Audit Committee</b> – There were no comments on the minutes.</p> <p>2.2. <b>Pension Scheme Trustees</b> – <u>Resolved</u>: That the minutes for the meeting of 10 June to be presented to the September meeting of the Board. That Carol Bell be appointed as Trustee of the Pension Scheme Trustees.</p> <p>2.3. <b>Art Advisory Committee</b> – There were no comments on the minutes.</p> <p>2.4. <b>Performance Review Committee</b> – There were no comments on the minutes.</p>	MS DFCR
9	<p><b>LEGAL &amp; REGULATORY</b></p> <p><b>1. COMPLIANCE WITH THE WELSH LANGUAGE STANDARDS</b></p> <p>1.1. <u>Reported</u>: The Director of Learning &amp; Engagement noted that the statutory annual report would be presented to the Performance Review Committee on 11 July 2019. A key success included within that report showed that 53% of staff had some level of fluency in Welsh.</p> <p><b>2. GDPR</b></p> <p>2.1. <u>Received</u>: A report by the Director of Finance &amp; Corporate Resources.</p> <p>2.2. <u>Reported</u>: That the Museum was compliant in respect of the broad Principles of the Regulations. The Museum was unable to meet the requirements for applying security software patches within the fourteen day time limit due to reasons outside the Museum’s control. Ninety percent of key staff and eighty percent of all staff had received training. There had been no reportable incidents in the last quarter.</p> <p>2.3. <u>Resolved</u>: Accordingly, and that the Board is updated in respect of GDPR at its meeting in September. That all Trustees be given Microsoft Outlook email accounts, and new business cards be produced for all Trustees.</p> <p><b>3. WELLBEING OF FUTURE GENERATIONS ACT</b></p> <p>3.1. <u>Received</u>: A report by the Director of Learning &amp; Engagement.</p> <p>3.2. <u>Reported</u>: That the Small Changes report outlined the Museum’s progress, as one of the forty four named bodies within the Act. It was submitted to the Commissioner’s office in March 2019. The Journey Checkers would be launched on 9 August 2019 at the National Eisteddfod. Case studies supplied by the Museum would be used in the launch.</p> <p>3.3. <u>Resolved</u>: The Board to consider in September the latest correspondence received from the Well-being of Future Generations Commissioner.</p>	DFCR MS  DLE

