

MINUTES OF THE BOARD OF TRUSTEES HELD ON 25 JUNE 2020

VIRTUAL MEETING

Agenda no	Notes	Action by
	<p>PRESENT: 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; Madeleine Havard; Michael Prior; Rachel Hughes; Rob Humphreys; Robert Pickard; David Anderson, Director General; Neil Wicks, Director of Finance & Corporate Resources; Nia Williams, Director of Learning & Engagement; Janice Lane, Director of Gallery Development & Visitor Experience; Kath Davies, Director Collections & Research; Heledd Fychan, Head of Policy & Public Affairs and Elaine Cabuts, Museum Secretary.</p> <p>IN ATTENDANCE: Richard Nicholls, Development Director; Catrin Taylor, Head of Marketing and Communications, Paul Twamley, Chair of the Development Board; Gwen Williams, Chair of the Friends; Rheon Tomos, external member of the Audit, Risk & Assurance Committee; Paul Kindred, Divisional Deputy and Head of Strategy and Governance, Culture & Sport, Welsh Government.</p>	
	<p>DECLARATIONS OF INTEREST</p> <ul style="list-style-type: none"> • None were received. 	
	<p>In the Closed Session of the meeting the Board discussed: The Director General's Report, Finance Matters, <i>Amgueddfa Cymru 2030</i>; The National Contemporary Art Gallery; the Sport Museum; International Loans, the Board Self-evaluation survey report.</p> <p>At this point the meeting was opened to the public. No members of the public were in attendance.</p>	
1	<p>WELCOME AND APOLOGIES</p> <p>Roger Lewis welcomed everyone to the meeting. Sian Wiblin PCS Union Representative was welcomed as Observer. The absence of Maria Battle was noted.</p>	
2	<p>MINUTES</p> <p><u>Resolved:</u> That the Minutes of the meeting held on 12 March 2020 be approved.</p>	
3	<p>MATTERS ARISING</p> <p>AOB – The meeting to take forward the Cultural Priorities Programme with Welsh Government and partners had been deferred from June to July.</p>	
4	<p>ACTIVITY REVIEW</p> <p>1. DIRECTOR GENERAL'S REPORT</p> <p>1.1. <u>Received:</u> A report by the Director General.</p> <p>1.2. <u>Reported:</u> The Director General thanked Sian Wiblin for the support received from the Unions in respect of the furloughing of staff. Sian noted this was a very good example of the Unions and the Museum working positively in partnership. The first furlough payment had been received and the Board was thanked for the support it had given to the Senior Executive Team and staff. Trustees Rob Humphreys and Glenda Jones were thanked for their commitment to working with the Unions. The Board noted the statement issued by the Museum in response to the Black Lives Matter (BLM) movement.</p>	

	<p>1.3. <u>Resolved</u>: Accordingly, and that a briefing paper be drafted setting out the Museum's position in relation to its statement on the BLM movement. That a meeting be set up with the Unions, Trustees Rob Humphreys and Glenda Jones, and relevant Directors.</p> <p>2. QUARTER 4 OPERATIONAL PLAN PERFORMANCE REPORT</p> <p>2.1. <u>Received</u>: A report by the Director General.</p> <p>2.2. <u>Reported</u>: The Director of Finance & Corporate Resources noted the achievements of the Museum at the year end, despite the Museum having gone into lockdown in the final weeks of the financial year.</p> <p>2.3. The Board thanked the staff for the excellent performance for the year.</p> <p>2.4. <u>Resolved</u>: Accordingly, and that the report was approved.</p> <p>3. DASHBOARD</p> <p>3.1. <u>Received</u>: A report by the Director of Finance & Corporate Resources.</p> <p>3.2. <u>Reported</u>: The Director noted the achievements and that the commercial income was close to achieving its target before lockdown. The Board noted the areas that would be taken forward into the next financial year, and that progress on these would need to be monitored in the usual way and revised accordingly. All the Key Performance Indicators had been achieved for the year. The Museum's social media performance was being monitored against other organisations.</p> <p>3.3. <u>Resolved</u>: Accordingly, and that the report was approved.</p>	DA NW
5	<p>FINANCE DIRECTOR'S REPORT</p> <p>1. <u>Received</u>: A report by the Director of Finance & Corporate Resources.</p> <p>2. <u>Reported</u>: There was good performance to date, with strong financial management across all areas. The report represented an interim analysis noting the impact of furloughing staff. The Museum had been advised of a 2% in-year cut to the Grant In Aid from Welsh Government, which would result in the Museum running out of reserves in the next financial year. The Museum was operating a structural deficit and reforecasts would be presented to the July meeting of the Planning, Performance & Resources Committee (PPRC).</p> <p>3. The Director General noted that there were discussions at the UK government level on ways to support the arts and cultural sector during the pandemic. The Treasurer reminded the meeting that the Museum was a charity as well as a Welsh Government Sponsored Body and that reserves arise from philanthropic donations. With decreasing Grant In Aid over the years the Museum was reliant on these reserves. The Director of Finance & Corporate Resources noted that the majority of the Museum's reserves were allocated, meaning the small amount of unrestricted reserves was the area most impacted. With the Museum's sites being closed no income was being generated. The President noted the work with the Development Board.</p> <p>4. <u>Resolved</u>: Accordingly, and the report was approved.</p>	
6	<p>COVID-19 UPDATE</p> <p>1. <u>Received</u>: A report by the Director of Gallery Development & Visitor Experience.</p> <p>2. <u>Reported</u>: That the Board noted the update and that outdoor areas of St Fagans National Museum of History would be the first area to open in August. Staff and public safety were the priority, and there had been extensive engagement and liaison with the local community. The Museum was currently procuring the necessary PPE, signage and other equipment. The Museum</p>	

	was working to the 2 metre social distancing rule. There had been no announcement on the reopening of other museum sites.	
7	<p>GOVERNANCE</p> <p>1. MATTERS RESERVED FOR THE BOARD & REVIEW OF COMMITTEES</p> <p>1.1. <u>Received</u>: A report by the Director of Finance & Corporate Resources.</p> <p>1.2. <u>Reported</u>: The matters had been discussed at length at PPRC in May, and the paper presented included contributions from Trustees. Progress to review the Advisory Committees would include a consideration of the range and number of committees the Museum needed, and what their membership and terms of reference should be.</p> <p>1.3. Trustees noted that further fine-tuning was required to provide certainty in some areas.</p> <p>1.4. <u>Resolved</u>: Accordingly, and that the Board agreed in principle the Matters Reserved for the Board, the Terms of Reference for the three Standing Committees, the actions to complete the review and the review of the remaining Advisory Committees.</p> <p>2. DIVERSITY AND INCLUSION STRATEGY FOR PUBLIC APPOINTMENTS IN WALES (2020-2023)</p> <p>2.1. <u>Received</u>: A strategy document by Welsh Government.</p> <p>2.2. <u>Reported</u>: That the President noted that diversity around the Board was at the front of his mind when he was appointed, and that it would be carefully considered as part of the recruitment process for two new Trustees.</p> <p>2.3. Trustees noted the community engagement work undertaken at St Fagans, and the diverse range of voices that contributed to the redevelopment. Trustee support was available to help encourage those that might be interested in developing their engagement with the Museum to take it further.</p> <p>2.4. <u>Resolved</u>: Accordingly and the strategy was noted.</p>	HJ NW EC
8	<p>CONTEXT FOR AMGUEDDFA CYMRU 2030 STRATEGY</p> <p>1. RESPONDING TO COVID-19 FRAMEWORK</p> <p>1.1. <u>Received</u>: A report by the Director General</p> <p>1.2. <u>Reported</u>: The Director General noted the draft discussion paper would be further developed in line with the Strategy.</p> <p>1.3. <u>Resolved</u>: Accordingly, and Trustees to submit comments by email to the President and Director General.</p> <p>2. OVERVIEW OF WELL-BEING OF FUTURE GENERATIONS REPORT 2020</p> <p>2.1. <u>Received</u>: A report by the Director of Learning & Engagement.</p> <p>2.2. <u>Reported</u>: That the report was published in May 2020, and it was the Commissioner's assessment of the implementation of the Act by all public bodies in Wales. The wide-ranging report covers many policy areas and contains around 500 recommendations, over 290 of which are directed at public bodies. The Museum has until the autumn to respond. The report by the Director summarised the key points, and those relevant to the Museum. The Board was pleased to see case studies of those areas of the Museum's work that had been celebrated as best practice. It was both a disappointment and an opportunity that so few organisations had developed work around culture within their plans. The Director looked forward to seeing how the Commissioner would summarise and prioritise the findings.</p>	All

	<p>2.3. The President noted how aligned the Museum and its values were with this strategy. The organisation was in a position of influence due to the way this work was embedded within the organisation's practice.</p> <p>2.4. Paul Kindred thanked and congratulated the Director of Learning & Engagement for producing the helpful summary. He noted how much the Museum's work was appreciated by Welsh Government because of the way it touched on all areas of society. It was unfortunate he said that the work to develop the cultural strategy for Wales had been paused because of the pandemic.</p>	
9	<p>STRATEGY, POLICY & PLANNING</p> <p>1. COMMUNICATIONS, MARKETING AND ADVOCACY INTERM STRATEGY</p> <p>1.1. <u>Reported</u>: The Head of Policy & Public Affairs and Head of Marketing & Communications presented an update to the Board on current internal and external communications and advocacy.</p> <p>1.2. The Board noted there had been around 800 responses to the Collecting Covid survey and that the Museum was aiming for 1000.</p> <p>1.3. <u>Resolved</u>: Accordingly, and that a report on the results of the Collecting Covid survey be presented to the Board.</p> <p>2. FEASIBILITY STUDIES – FOOTBALL MUSEUM; NATIONAL CONTEMPORARY ART GALLERY</p> <p>2.1. <u>Reported</u>: The Director of Collections & Research reported that the brief for the second stage of the feasibility study had been completed and tender submissions would be sought. Paul Kindred noted that Welsh Government was aware this project would need revenue funding support, and that Amgueddfa Cymru should not be asked to contribute to this.</p> <p>2.2. In respect of the National Contemporary Art Gallery, the focus had changed in response to Covid-19 and the project was now called Celf ar y Cyd – Art Together. The Welsh Government, the Arts Council of Wales (ACW) and the Museum were working closely together on the four strands of the project.</p> <p>2.3. Paul Kindred reported that the Deputy Minister and officials were very grateful for the suggestions made by both the Museum and ACW in response to Covid1-19, and to consider what additional activity could be developed in terms of digital and other provision to create meaningful engagement at this time. The aim was to make a real and relevant difference this year to people's lives. The Deputy Minister was very enthusiastic about all the four programmes, and was pleased to provide funding to achieve this. The National Contemporary Art Gallery initiative was now on hold, although the steering group would meet to consider the capital and revenue challenges involved for the galleries potentially identified to take the project forward.</p> <p>2.4. <u>Resolved</u>: Accordingly, and that a presentation on the Football Museum, National Contemporary Art Gallery and Celf ar y Cyd be made to the Museum at the appropriate time.</p>	<p>KD</p> <p>KD</p>
10	<p>1. MAJOR PROJECTS</p> <p>1.1. ESSENTIAL MAINTENANCE WORKS PROGRAMME</p> <p>1.2. <u>Received</u>: A report by the Head of Buildings, the Capital Programmes Manager and the Director of Finance & Corporate Resources.</p> <p>1.3. <u>Reported</u>: The works were progressing on site at National Museum Cardiff and the external contractors remained solvent.</p>	

	1.4. <u>Resolved</u> : Accordingly, and the report was noted.	
11	<p>Appendix 1 Minutes of the various Committees and Groups. Planning, Performance & Resources Committee Noted. Audit Committee Noted. Pension Scheme Trustees Noted. Appointments & Remunerations Committee Noted.</p>	
13	<p>AOB Sian Wiblin – PCS Union The President invited the PCS representative to comment on relations with the Museum. Sian noted that meetings were being held once a week to consider Covid-19-related matters. Relations with both the Museum and Welsh Government were good with all sides working well together. Gwen Williams The President invited the Chair of the Friends to comment. Communication with the Friends was working well thanks to the support from staff who were keeping the Committee informed of relevant events and activities. Gwen was very grateful to the staff for their support. Rheon Tomos The President invited the External member of ARAC to comment. He thanked the President for the invitation to attend and noted that it was very useful for him to be present from the perspective of his position as an independent member of the Audit, Risk & Assurance Committee. He particularly noted the papers in relation to Governance, Matters Reserved for the Board and the Strategy. In respect of the change of name to the Audit Committee, He further noted that the Welsh word for ‘assurance’ was <i>sicrwydd</i> and that <i>sicrwydd</i> could come in many different ways. In terms of the financial position, he noted that Audit Wales would be taking a keen interest, and that he was pleased to see that the Museum was dealing with this at the strategic level. This was critical from the perspective of the organisation as a charity. Paul Kindred The President invited the Divisional Deputy and Head of Strategy and Governance, Culture & Sport to comment. He thanked the President for the invitation to attend. He welcomed the very positive input from staff and the Board in the way the organisation had responded in recent times to a range of matters including Covid-19, the supplementary budget, projects and cultural priorities. He welcomed the very positive discussion today. Paul felt that the Museum was a fundamental partner with Welsh Government, and that they would do everything they could to support the organisation. Director General statement The Director General noted that he could not think of a more challenging time than that which we had all experienced over recent months. It had been tough for the organisation and staff and it was important that the Executive and Board worked together for the benefit of Wales. This is the only way the Museum would come through the crisis successfully. In response the President thanked the Board and Executive for their support and noted the need for kindness, sensitivity and respect during these challenging times.</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 10 August 2020.</p>	