

Agenda

Teitl y Cyfarfod: Amgueddfa Cymru – Board of Trustees Open Meeting
Title of meeting:

Dyddiad y Cyfarfod: Thursday 14th December 2023 at 9:00 – 12:00
Date of Meeting:

Lleoliad:
Venue: Committee Room St Fagans, and via Teams

Present Board Members: Kate Eden, Chair
Rhys Evans
Hywel John
Professor John Hunt
Ameerah Mai
Owen Hathway, Trustee
Catherine Duigan, Trustee
Richard Thomas, Trustee
Rachel Hughes
Abigail Lawrence
Michael Prior
Cai Wilshaw
Freya Stannard

Present Executive Team Members: Jane Richardson, Chief Executive
Peter Holt, Interim Chief Operating Officer
Phil Bushby, Director of Corporate Resources
Nia Williams, Director of Learning and Public Programmes
Nia Elias, Director of Business Development
Kath Davies, Director of Collections and Research
Janice Lane, Director of Visitor Experience.

Additional Attendees Present: Elizabeth Connolly (Head of Human Resources)
Rhodri Davies, Head of Marketing and Communications
Ian Williams, Deputy Director of Culture, Welsh Government
Phillip Roberts, Welsh Government Sponsorship Team
Ioan Davies (Translator)
Sian Jones (Zoom Translator)

Declarations of Interest: No declarations of Interest were received.

Apologies: None recieved.

Item 1. Open Meeting

1. The Chair welcomed all to the meeting.
2. The Chair highlighted that there was a new look to the agenda that was now split into sections that covered, Corporate, Strategic, Sites and Major Projects and Governance. In addition, a new report template had also been produced and any reflections on these were welcomed after the meeting.
3. To observers online, the Chair highlighted that the Board had met yesterday and had full and positive discussions around the 2024/2025 financial forecast, looked at options for income generation, and received a presentation on research across Amgueddfa Cymru.
4. The Chair confirmed that there were a number of farewells today and acknowledged that this would be Trustees, Catherine Duigan, Rachel Hughes and Michael Priors last meeting as they would be stepping down in their role as a trustee from the Museum on the 31st of December 2023. Further confirming that she would be saying more to acknowledge this at the end of the meeting.

Item 2. Verbal update from the Chief Executive

5. The Chief Executive reflected that it had been a quite extraordinary year, a year of highs and lows across so many different areas.
6. At a recent interview with the BBC the Chief Executive commented that the BBC wanted to talk about some of the challenges that the museum had faced during the past year. The Chief Executive shared with them that it was very frustrating when so many column inches both digitally and in print focused on some of the challenges of the last year and that this overshadowed a lot of what had been achieved.
7. Reflecting on what had been achieved across museum sites the Chief Executive provided some of the following highlights.
 - The open day at the National Collections Centre
 - Roman Legion Museum - driving the first-person interpretation and leading to a significant increase in donations.
 - National Museum Cardiff – The completion of the accessibility ramp at the front of the building, and the BBC Exhibition.
 - Big Pit – new apprentices engaged with the work of the Museum.
 - Wool Museum – renewed commercial focus.
 - St Fagans – Well supported events throughout the year
 - Llanberis – development of this exciting project.

- Awards – Big Pit and St Fagans named as top UK attraction in 2 different award categories.
 - The Wool Museum also achieved a special wool award.
 - Museum attendance at major events including the Royal Welsh and Eisteddfod.
8. Looking at Key Performance Indicators, the Chief Executive highlighted that the Museum had achieved significant uplifts this year in learning and in volunteering and in the number of items that the Museum was sharing from its collection digitally.
 9. Investments in technology such as the iRecruit system helped the Museum to deliver against Equality, Diversity and Inclusion objectives by removing unconscious bias when recruiting. In addition, the implementation of a Central Resource Management system helped the Museum to understand its visitors.
 10. The Chief Executive confirmed that it had been a more challenging year overall with regards to commercial and corporate hire since COVID, and the writers' strike had meant that there had not been a throughput of new commissions. However, there were uplifts with the food and beverage operations.
 11. It was a positive year on donations and fundraising including legacy and patron's events and a further commitment for the people's postcode lottery as a result of the relationships that have been built by the Museum team.
 12. Looking forward to 2024, there were lots of positives such as the Museum attending a panel discussion as part of Wales week in London on the art of activism and the opening of the Vulcan at St Fagans in May.
 13. The Chair thanked the Chief Executive for her reflections on her first 3 months in post.

RESOLVED: T H A T Chief Executives update be noted.

Item 3. October Month End Finance Report

Sponsor and Presenter: Peter Holt, Interim Chief Financial Officer

14. The Interim Chief Financial Officer provided Trustees with the October finance update.
15. At the end of October, the museum was performing in accordance with the reforecast figures overall, however, it was essential that tight financial control was maintained over costs as the forthcoming pay increase would have a significant impact on the bottom-line.
16. The Interim Chief Financial Officer commented that the museum had planned for an end of year deficit of £518k.

17. All Welsh Government Sponsored Bodies (WGSBs) were asked to make a fixed £1500 cost of living payment to staff, aggregating to £1.3m, but directors were able to make adjustments to fund this without additional funding. However, Welsh Government had only recently stated that all WGSBs were to make a 5% pay award, when the museum had only budgeted for 2%. This created an additional pressure of c£700k, which would be partly funded by savings and partly by reserves.
18. Enterprises Ltd had recently reforecast its net profit downwards to £362k.
19. This meant that the end of year position for the Museum had increased to c£1.7m.
20. In terms of capital programmes, the spend to date was lower than expected.
21. Income Revenue Grant-in-Aid (GIA) of £16.8m had been drawn down up to the end of October, with the funding for £1,500 cost of living salary payments being drawn down in September. Contributions from City and Council of Swansea of £333k had been received towards the running costs of the National Waterfront Museum (NWMS) and £176k had been received for the People's Collection grant.
22. Departmental self-generated income for the year to date had exceeded budget by £353k and each division had exceeded its expected target.
23. The trading subsidiary net profits had exceeded the reforecast year to date target by £27k.
24. All areas of the business had exceeded the reforecast targets with the exception of retail and the car park which were £6k and £14k below reforecast net profit respectively.
25. Actual staff costs for the year to date were £15.1m, over budget by £354k.
26. The operating costs for the year to date were £4.7m, £14k over budget. A breakdown by division was provided within the report.
27. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the contents of the report be noted.

Item 4. 2024/25 Budget Preparations – Verbal Update

Update from Ian Williams Deputy Director of Culture, Welsh Government and Peter Holt Interim Chief Financial Officer.

28. IW had provided his apologies that he was unable to attend the meeting. The Interim Chief Financial Officer commented that work on the 2024/2025 budgets was being planned on the existing process and confirmed that a

significant amount of work would take place once the budget picture was provided by Welsh Government within the next week.

29. Trustees, having considered the update.

RESOLVED: T H A T the verbal update be noted.

Item 5. Amgueddfa Cymru Quarterly Highlights – Verbal Presentation

Sponsor and Presenter: Senior Executive Team

30. The Senior Executive team presented Trustees with their quarterly highlights that covered the following areas.

- Operational Plan
- Tailored Review
- Brand Roll out
- Finance and Accounts
- Visitor Numbers
- Supporters and Stakeholder Engagement
- Public Events
- Exhibitions
- Learning and adult learners week
- Collections and Research

31. A copy of the presentation and highlights would be circulated with the minutes.

32. The Chair thanked the Senior Executive Team, on behalf of the Board, for a very comprehensive, informative presentation, that highlighted all the positive work that had been undertaken during the last quarter.

33. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the Quarterly Highlights presentation be noted.

Item 6. Collections Development Strategy

Sponsor and Presenter: Kath Davies, Director of Collections & Research, Sioned Hughes, Head of Public History and Archaeology

34. The Director of Collections of Research introduced the paper and handed over to Head of Public History and Archaeology who provided a full and comprehensive presentation to trustees.

35. A review and revision of the Amgueddfa Cymru Collections Development Strategy was long overdue. The existing Policy had been in place since 2016 and no longer reflected the aims and aspirations of the organisation.

36. The current review had two principal drivers – namely the need to align with the Museum Strategy 2030 and the requirement to update the policy within

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the context of the Museums application for the renewal of Museum Accreditation in 2024. The Tailored Review report also recommended a wholesale revision of all collections related policies and procedures.

37. In May 2023, following the approval of the draft strategy by Senior Executive Team, the document was circulated to a wide range of partners and stakeholders across Wales. Detailed comments were received from:
 - Cardiff University
 - Cyngor Gwynedd
 - Glamorgan Gwent Archaeological Trust
 - Dyfed Archaeological trust
 - Panel for Archaeological Archives in Wales
 - Association of Local Government Archaeological Officers
 - Museums, Archives and libraries Division, Welsh Government.
38. Responses were generally supportive and specific comments had been taken on board and incorporated within the document where it was considered appropriate and practicable.
39. A workshop was also held with the Welsh Museums Federation on Friday 3rd of November. This was well attended, and geographic representation was strong as was the variety of museums represented. The discussion was very constructive, and areas of shared interest emerged around Oral History, rehoming objects, development of standard terminology and rapid response collecting. The theme throughout the workshop was how we can work better together and pool knowledge.
40. Following today's discussion, relevant amendments would be incorporated within the document for recirculation among partners and stakeholders. The museum would then move forward with the development of the underpinning Collection Action Plans which would reflect specific areas of work across the different museum departments. These would be shared with stakeholders and partners to ensure that competition and conflict was avoided in collecting.
41. Trustees commented around the proactive approach to cultural democracy, and its alignment to the strategy, which was positive to see.
42. Trustee FS asked about the Museums approach to star objects that attracted visitors, and also conveyed a pride of place and that this was an important ambition for the museum to have.
43. The Head of Public History and Archaeology commented that it would be possible to look at strengthening the message linked to making more of the collections. The Museum was already working in partnership with others through Community Action research, through participatory work to really amplify the message.

44. Trustees discussed the importance of digital as a significant part of the approach and the recording of Artwork, and the importance of maintaining technological ability.
45. Within the context of the current financial climate, a discussion around the sale of items from the collection took place and the Director for Collections and Research provided the following points from the Museum's Association Code of Ethics.
 - Items should not be disposed of with the principle aim of generating funds for financial gain.
 - Items should not be disposed of to cover the budgetary shortfall.
46. The Director further noted that to generate funds of any significance, this would likely mean selling an item from the Davies Collection. This was a foundational collection for Amgueddfa Cymru and any sale of work would undermine the museum's ethos and cause a loss of confidence both in funders and our audiences.
47. The Director also confirmed that the Museum was taking a strategic approach with a programme of rehoming items from the collection for the public benefit.
48. The Chief Executive asked that an amendment was made to the document to include the points made around Items of significant importance and the way the Museum viewed these as this would help to inform decision making in the future.
49. The Chair agreed and asked Trustees to approve the document subject to the amendment and inclusion of nationally significant items.
50. Trustees, having considered the presentation and all the issues and implications contained therein.

RESOLVED: T H A T subject to the amendment and inclusion of nationally significant items the Collections Development Strategy be approved.

Item 7. Items for De-accessioning - Marine Invertebrate Samples

Sponsor and Presenter: Kath Davies, Director of Collections & Research.

51. The report sought Trustees' approval for the deaccessioning of marine invertebrate samples.
52. A series of marine invertebrate samples were sent to researchers under four loan numbers, for identification for the Museum or for their personal research, prior to registration. None of the specimens involved had individual registration numbers.

- I.1987.010 8 lots/13 specimens of Genetyllis castanea (Annelida: Polychaeta)
 - I.1992.012 2 lots/2 specimens of Podarkeopsis capensis (Annelida: Polychaeta)
 - I.1994.014 2 lots/2 specimens of unidentified mite & pycnogonid (Arthropoda)
 - I.2010.003 61 lots unidentified Tanaidacea & Cumacea (Arthropoda)
53. The samples were issued on loans between 1987 and 2010, and for various reasons had not been returned.
54. Where possible the original borrowers, or other contacts who may have information on the location of the loan material had been contacted, but this had not resulted in the missing specimens being located and returned. The specimens in these loans were therefore considered missing.
55. All specimens outlined within the report were collected as part of the Museums formal research collecting programmes, some with external grant funding (e.g. Seychelles, Irish Sea).
56. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the Marine Invertebrate Samples as outlined within the report for De-accessioning be approved.

Item 8. Half Yearly Report to Board – Delivery Against the Widening Engagement Action Plan and Anti-Racist Wales Action Plan.

Sponsor and Presenter: Nia Williams, Director of Learning and Public Programmes

57. Trustees were updated on progress made against the Widening Engagement Action Plan, 2022-25 and Amgueddfa Cymru's work in support of the delivery of Welsh Government's Anti-racist Wales Action Plan.

Widening Engagement Action Plan highlights;

58. **Leadership and Accountability** – The Task Force, established with Arts Council of Wales and funded by the Paul Hamlyn Foundation continued to have oversight of the plan. The focus for Quarter 4 would be on developing better ways of communicating the work.
59. **Cultural Democracy** – The Museum invested in the Amgueddfa Cymru Producers, a network of young people between the ages of 18-24 from diverse backgrounds, who co-produce events, exhibitions and policies. The Producers were currently working on the LGBTQ+ collection and exhibition.
60. **Accessible Services** – Following an audit of each museum by Direct Access the recommendations made had been incorporated into the infrastructure

plans at each museum. The Museum was in the process of joining Hynt, the national access scheme that worked with theatres and arts centres in Wales.

61. **Workforce Development and Staff Training** - The Human Resources recruitment policies and process had been revised. The equality monitoring data had been updated to inform the recruitment support packages, policies, and processes. The Dignity at Work and Microaggressions policies had also been revised and are currently with the trade unions for consideration. The Wales Public Bodies Equality Partnership was developing new objectives for 2024-2028, which would include one on workforce diversity. A HR Diversity Network had been established with other WGSBs to exchange good practice and identify areas of collaboration.
62. A joint progress meeting with Arts Council of Wales's Council members was scheduled for the spring. This would provide an opportunity for the Board and Council to review a RAG (Red/Amber/Green) progress report and to consider the areas which needed further attention with members of the Task Force. To date eight actions had been completed, with 25 actions ongoing to be completed by 2025.

The Anti Racist Wales Action Plan Highlights

63. Amgueddfa Cymru had received additional funding from Welsh Government to deliver against the Anti-racist Wales Action Plan. The funding included the delivery of Safbwyntiau / Perspectives, a joint initiative with Arts Council of Wales focusing on Celebrating Cultural Diversity and the Historical Narrative goals. The initiative is being delivered in partnership with a network of creative professionals, arts venues and communities. The work included celebrating cultural diversity with community events such as:
 - Diwali Mela with the Hindu Cultural Association Wales India Centre (4th of November) at St Fagans;
 - a New Heights: Caribbean Contributions (6th of October) as a platform for up and coming talent
 - a Welsh Somali Heritage Day with Somali Elders, Grangetown Youth Pavilion and Kayd - Somali Art & Culture (26th of November) at National Museum Cardiff (NMC).
64. Approximately 10,000 people had participated in global majority community events this year to date.
65. Work continued on developing a balanced, authentic and decolonised historical narrative with creative practitioners who visited each Amgueddfa Cymru museum to review and research collections with curators and exhibition project managers. For example, Jasime Violet visited National Slate Museum and explored the links between the slate industry and the slave trade; and Nasia Sarwar focused on the objects associated with the colonisation of India at St Fagans. Creative professionals have undertaken research including at the Black Cultural Archives. There are plans to form

community group workshops and hold conversations with external researchers.

66. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the contents of the report be noted.

Item 9. Quarterly Sustainable Development Update Report

Sponsor and Presenter: Janice Lane, Director of Visitor Experience

67. The Director of Visitor Experience provided Trustees with an update on progress made across the following areas:

Decarbonisation and renewable generation

68. Good progress was being made in respect of the £750,000 decarbonisation grant and the following points were noted:

- Big Pit Canteen Phase 1 awarded and works commenced and would be completed before Christmas.
- Big Pit Canteen Phase 2 costs and programme awarded, and work would start in January 2024 through to the end of March 2024 which would include air source heat pump (ASHP) to some buildings.
- Dre-fach Project (weaving shed) Programme to start January the 24th through to the end of April 2024.
- Metering – finalising scope and would be implemented this Financial year
- The Museum was awaiting a fee proposal from Hoare Lea to investigate all sites for the suitability of rainwater harvesting.

69. The carbon management plan was ongoing and would be completed by the end of February 2024.

70. Energy: Feasibility PV projects would be completed during December.

71. Net Zero Reporting: The Welsh Government Net Zero reporting team had indicated they would present the overall public sector 2022/23 carbon footprint findings on the 12th of December, but this meeting was cancelled. A new date would be set in the new year.

Land and Nature Recovery - focus on Biodiversity Audits AC, 2023/24.

72. The report highlighted that work of the Natural Sciences department during 2023/24 had focussed on four areas of biodiversity assessment work on Museum sites. St. Fagan's National History Museum, National Museum Cardiff, National Slate Museum, Llanberis, Drefach, National Wool Museum.

Staff and Volunteer Engagement –

73. Carbon literacy training had taken place during October and November, and currently over 420 members of staff had undergone training.

Ways of Working

74. Considerable efforts continued to focus on reviewing policy and practices in the following areas;
- Pension Scheme Fund
 - Sustainable Business Travel
 - Procurement and Circular Economy
 - Waste Management Review and programme
 - Collaboration and Research
 - Digital decarbonisation
 - Recruitment
75. The report also outlined the focus of activity in Quarters 3 - 4 2023/2024.
76. Trustees, having considered the report and all the issues and implications contained therein.

RESOLVED: T H A T the contents of the report be noted.

Item 10. Annual Big Pit Owner Operators Report

Sponsor and Presenter: Janice Lane, Director of Visitor Experience

77. Trustees as the Mine Owners and Operators of Big Pit were presented with the Owners Operators Report. The full Health and Safety Report was attached at Appendix A to the report.
78. Big Pit National Coal Museum was classified as a working mine and therefore subject to Mining Regulations. Under these regulations, the Trustees of Amgueddfa Cymru were recognised as the owners and operators of the mine. The regulations also required regular interventions (inspections) by the Mining Inspectors. Part of the good practice identified by these interventions was that there was regular and transparent communication between Big Pit's managers and the Board of Trustees as the mine owners and operators.
79. This provided the Mine Owners and Operators the assurance that the operation of the mine was being carried out to the expected Health & Safety standards as outlined within the annual Big Pit Health & Safety Report.
80. The annual report attached at Appendix A to the report was prepared by the Mine Manager and was a summary of the actions carried out over the year, proposed works for the future and confirmation that Big Pit was compliant with the Mining Regulations.
81. In summary there were no major issues to report, and Big Pit was fully compliant with the Mining Regulations.

82. Trustee HJ commented on importance of new Trustees meeting with the Mine Manager and competent staff.
83. The Director of Visitor Experience noted that all Trustees were required to have owners & operators training session on site annually. The Corporate Governance Manager would identify a suitable date before end of March 2024 to ensure that new trustee appointees had the required training when they join.
84. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED:

- (1) T H A T the contents of the report be noted.**
- (2) T H A T an Owners and Operators Training session be organised on site during March 2024.**

Item 10.1 Annual Big Pit Owner Operators Report - Governance Role Statement
Sponsor and Presenter: Janice Lane, Director of Visitor Experience

85. The Director of Visitor Experience commented that the purpose of the updated Big Pit Owners & Operators Governance Role Statement was to clarify the owner's role from the Operators role to better reflect the position within Amgueddfa Cymru.
86. In the updated position the Board of Trustees remained the Owners, whilst the Senior Executive Team were identified as the Operators.
87. The updated statement identified the separation of responsibilities between the Board of Trustees and the Senior Executive Team.
88. Under the requirement of the Mines Regulations 2014 the Amgueddfa Cymru – National Museum Wales Board of Trustees are deemed to be the Owners of the mine located at Big Pit National Coal Museum.
89. The Senior Executive Team are the Operators of the mine. Under the Mines Regulations 2014, the operator of every mine must ensure that Statutory Appointments were in place. Big Pit was required to have an appointed Competent Person, deemed the Mine Manager, suitably qualified to manage the mine. The Owners & Operators Representative at Site level and the Owners & Operators Representative at Board level were appointed to ensure that all general duties were fulfilled, as set out in Regulation 7 of the Mines Regulations 2014, General duties of the mine operator.
90. The Annual report of Owners and Operators of Big Pit was presented by the Owners & Operators Representative at Board level to the Owners at a Board of Trustees Meeting. The annual report covered aspects of health & safety as

well as a general update on Big Pit's working mine to satisfy the duties of the mine operator.

91. The duties of the mine operator included, but were not limited to, ensuring an effective management command and staffing structure, a Scheme of Maintenance for the Mine was in place and operating rules were in effect. These were detailed in 'The Health and Safety Document for Big Pit National Coal Museum' which was reviewed annually.
92. The Health and Safety Executive (HSE) Mines Inspectors used an intervention inspection regime to oversee the risk management systems used by duty holders under the Mines Regulations 2014.
93. As a result of the new Senior Executive Team structure, from 1st January 2024 the Owner Operator's representative would be the Director of Learning, Experience and Engagement. This change was noted and approved by the Board.
94. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the updated Big Pit Owners & Operators Governance Role Statement be approved.

Item 11. Quarterly Report to Board on the National Slate Museum Redevelopment.

Sponsor and Presenter: Phil Bushby, Director of Corporate Resources

95. The Director of Corporate Resources provided Trustees with an update on the National Slate Museum Redevelopment Project.
96. The Project was currently progressing through RIBA 2 and the Museum was working closely with the Project Design Team to develop the requirements, masterplan as well as risk, costs and programme.
97. The proposed strategic changes would be developed to improve the visitor experience, interpretation, access and conservation work to the existing building fabric and spaces.
98. The scope and plans for the Masterplan had been developed by ROA architects following at length discussions with the Senior Executive Team, departmental staff and site staff and form the basis of costings submitted in RIBA Stage 1 Report and was signed off on 14/09/23 by the Project Board.
99. RIBA Stage 2 designs for the project were currently being designed and a series of workshops with staff and the Senior Executive Team members were currently being programmed that would inform design development.

Project Costs

- Original estimated project costs were £12,383,000 million.
 - Time frame: LUF to be spent by March 2025, LUF match funding to be expended by March 2026.
 - Just over 50% of funding for this phase (£6.2m) had been secured through Levelling Up Funding.
100. Faithful and Gould had issued a Stage 1 Report to the Museum on the 08/09/23 with updated costs which totalled £15,700,664. These were currently being reconciled. While increased costs were to be expected as the Masterplan included increased scope when compared to that during the initial feasibility. The team had asked for greater narrative to the costs to support this reconciliation work. The Stage 1 costs also included inflation.
101. A Project Budget had been prepared and coded, with the support of Finance officers from the Finance Team. This would ensure that expenditure could be clearly identified and reported.
102. The revenue elements totalled an additional estimated £1.8 million. This approach would ensure that co-production and engagement with people was at the heart of the exhibitions, interpretation and programme, and following the Museums principles as outlined within Strategy 2030 and the Widening Engagement Action Plan. These revenue costs were included in the bid being prepared to the National Lottery Heritage Fund's Development Stage application. A detailed project cashflow which reflected the programme had been requested from Faithful & Gould.
103. To secure Welsh Government match funding for the project, a Business Case which followed UK Treasury's Green Book methodology had been prepared. A Strategic Outline Case (SOC) was submitted to Welsh Government on the 7th of June 2023 with a funding request of £2.1m, over two years. The Museum had received feedback on this SOC from Welsh Government colleagues and had responded to these comments and reissued an amended SOC on the 05/09/23. Support for developing the Outline Business Case was currently being procured.
104. The Gateway review was held on the 2nd - 4th of October 2023 with stakeholders interviewed on the 2nd – 3rd of October. The Review had concluded that the project was considered to merit a Red/Amber status. A total of six recommendations had been made and the team was currently completing the required action plan to address these. The plan would then be submitted to Welsh Government for consideration and a further review would be scheduled early in the new year to consider progress made.
105. A project programme had been developed with Faithful and Gould to show the overall milestones and timeframe for delivery of the discrete project phases. The current programme showed completion September 2026 and therefore the team would work over the next few months to reduce this period. A Project Milestones Document had also been developed, which followed the programme dated August 23.

106. A Fundraising Report had been carried out by The Funding Centre which would support Amgueddfa Cymru's Development team.
107. An Expression of Interest to the National Lottery Heritage Fund had been successful and therefore an application for development funding was submitted on the 16/11/23. A decision was expected in January 2024. The National Lottery Heritage Fund visited the National Slate Museum, Llanberis on Monday 12/09/23. A number of briefs and Job descriptions were being prepared as supporting documents to this bid.
108. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the contents of the report be noted.

Item 12. Update on Contemporary Art Gallery

Sponsor and Presenter: Kath Davies, Director of Collections & Research

109. The Director of Collections & Research provided an update to the board on the National Contemporary Art Gallery for Wales.
110. Delivery partners, Amgueddfa Cymru, Arts Council of Wales and National Library of Wales, had recently updated and agreed the Operational Business Case (OBC). The agreement comprised the arrangements and conditions for co-managing and delivering the NCAGW initiative through until the end of March 2025
111. An assurance review of the project took place on 6th of December 2023, which followed an amber/red rating from the Gateway review held earlier in the Autumn. A minimum amber rating must be achieved from the Assurance Review for the initiative to progress. The Director noted that she had recently received confirmation from Welsh Government that a Green/Amber status had now been achieved. The team could now move forward with the Full Business Case (FBC), which was being developed concurrently, and would be finalised and submitted to Welsh Government before the end of January 2024.
112. The Full Business Case would include outline plans for managing the NCAGW initiative beyond March 2025, this must include baseline financial modelling. There was currently no appetite from lead partners LIGC and ACW to take NCAGW in-house beyond March 2025. Alternative options included the potential for setting up a separate entity, for one or a consortium of the partner galleries to be established as lead, or for the Museum to incorporate the management of NCAGW into its strategic planning.
113. A Terms of Reference for the four sub-groups, that would report to the Board, had been drafted and approved. The Galleries Sub-group and Communications Sub-group were underway.

114. The nine partner galleries had all accepted funding offers, from Arts Council Wales, for varying levels of capital investment in security and environmental elements for the venues. The Project Director continued to work with the galleries toward design briefs and procurement aims. There was a substantial risk that not all the galleries would be able to undertake full spend of capital allocations before year end. Any unspent award would not be carried over into next year and would be lost.
115. Despite gallery partners having fixed exhibition schedules for the next couple of years, several of them were working to include NCAGW activity into current and ongoing programming.
116. An open call was currently being finalised that would go out from the 9 x partner galleries, AC and LIGC, inviting artists to submit proposals for 11 x commissions. These commissioning opportunities would differ according to the local interests of each delivery partner but would be framed as a cohesive set of commissions to mark the soft launch of NCAGW in Spring 2024.
117. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T the Update on Contemporary Art Gallery be noted.

Item 13 Tailored Review

Sponsor and Presenter: Peter Holt, Interim Chief Financial Officer

118. The Interim Financial Officer provided an update to Trustees on the tailored review process.
119. The independent Tailored Review panel – chaired by David Allen – shared their interim report with Amgueddfa Cymru and Welsh Government in December 2022 before publishing the official report on 13 July 2023.
120. The report made a total of 77 recommendations focusing predominantly on Amgueddfa Cymru's,
 - Governance.
 - Equality.
 - Diversity and inclusion.
 - Partnerships and relationships.
 - Contribution to economy and society and opportunities for investment, growth and shared services
121. Following the report's publication, the 77 recommendations were categorised to consider whether they had been completed, were on-going, were scheduled or required further consideration.
122. The outstanding recommendations were assigned to a member of the Senior Executive Team, the Board of Trustees or to Welsh Government to consider and oversee their implementation.

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123. As part of this process, the Directorate leads met with their divisional heads to assign a Project lead to produce a Project Initiation Document (PID) form to detail the requirements and timescale needed to deliver their allocated recommendation(s).
124. Of the 77 recommendations, 20 were noted as completed, were considered ongoing or required no further action by their assigned leads.
125. Of the remaining 57 recommendations, assigned project leads were tasked to produce a Project Initiation Document (PID) form
126. Using the information provided in the PID forms, the vast majority of recommendations were scheduled to be completed by March 2025. Any changes to the expected delivery date of the recommendations would be captured using section 2 of the PID form and would be shared with the Task and Finish group as part of monthly progress updates.
127. Recommendation 77, of the report proposed that a Task and Finish Group of Trustees, Senior Executives and Welsh Government officials be established to provide oversight of the Museum's response and progress against the recommendations.
128. Since its establishment, the Task and Finish group had met twice and approved the Terms of Reference for the committee and had reviewed and approved all completed PIDs produced by the project leads. The Task and Finish group would continue to meet monthly to consider future PIDs and review the progress made against the recommendations.
129. The report highlighted that additional funding would be required to deliver the recommendations.
130. The Chief Executive thanked both the Interim Chief Financial Officer and the Senior Administrative Officer for the comprehensive work that they had done in establishing the governance process.
131. The Chief Executive commented that she had been asked at both the Public Accounts and Public Administration Committee and the Culture Committee if the Museum accepted the terms of the tailored review report.
132. The Chief Executive commented that overwhelmingly it did, however, it was important to highlight at this public meeting that she absolutely did not accept the statement and description made in the report that the Museum's industrial sites as needing palliative care. This statement had caused hurt and concern amongst the wider Amgueddfa Cymru team. She wanted to state on the record that she and the Senior Executive Team did not agree with the statement outlined in the Tailored Review Report and more importantly did not view its sites like this.

133. The Chief Executive further commented that the Museums Industrial sites were fundamental to the story of Wales, and they had an exciting future within the Museums Portfolio. A new generation of staff employed at these sites were committed to their roles and would play a key role in how future generations would help to protect this part of our heritage.

134. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED:

(1) T H A T The contents of the report be noted.

Item 14. Scheme of Delegation

Sponsor and Presenter: Peter Holt, Interim Chief Financial Officer

135. The Board of Trustees was asked to consider and approve amendments to sections 3 of the Scheme of Delegation as outlined within the report:

136. Trustees, having considered the presentations and all the issues and implications contained therein.

RESOLVED: T H A T Scheme of Delegation be approved

Item 15. Appointments to Board Committees and Representative Boards – Verbal Update and Tabled

Sponsor and Presenter: Mark Petherick, Corporate Governance Manager

137. The purpose of the report was to discuss and formally approve appointments to Board Committees and Representative Boards.

138. During consideration of this item the following Trustees left the room and took no part in any discussions that took place, Kate Eden, Rhys Evans, Richard Thomas, and Ameerah Mai.

139. Trustees, having considered the proposed appointments.

RESOLVED: T H A T the following appointments be approved.

140. That Llion Iwan be appointed to the Board of Trustees starting the 1 January 2024.

141. That Richard Houdmont and Spencer John be appointed as external members to the Audit Risk & Assurance Committee (ARAC) starting the 1 January 2024.

142. That Kate Eden be appointed as the Interim Chair and Trustees Ameerah Mai and Llion Iwan to become members of the Llanberis Re Development Internal Steering Group starting the 1 January 2024.

143. That Kate Eden be appointed as an interim member to the Llanberis Re Development External Steering Group starting the 1 January 2024.

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144. That Rhys Evans be appointed as the Interim Chair of the Planning Performance and Resources Committee starting the 1 January 2024.

145. That Richard Thomas be appointed as the Interim Chair of the Research Advisory Committee starting the 1 January 2024

Item 16. Review Minutes

Sponsor and Presenter: Kate Eden, Chair

146. The minutes from the public meeting held on the 28th of September 2023 were reviewed and confirmed as a correct record.

147. No further actions were raised.

RESOLVED: T H A T the minutes from the public meeting held on the 28th of September 2023, be approved.

Item 17. Review Open Action Log

Sponsor and Presenter: Mark Petherick, Corporate Governance Manager

148. The Corporate Governance Manager confirmed that work was in progress against the below action.

- **Item 6. Quarterly Report to Board – Delivery Against the Widening Engagement Action Plan and Anti-Racist Wales Action Plan – To organise a meeting between the Board and Arts Council of Wales's Council members.**

149. The Corporate Governance Manager confirmed that all other actions from the meeting were completed.

RESOLVED – T H A T the update from the open action log be noted.

Item 18. Minutes from other Committees

41. The following minutes were submitted

Item 18.1 Research Advisory Committee - 16 November 2023 – Minutes

150. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes be noted.

Item 18.2 Planning, Performance & Resources Committee (PPRC) - 20th July 2023 – Minutes

151. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes be noted.

Item 18.3 Audit Risk & Assurance Committee (ARAC) - 20th July 2023 – Minutes

152. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes be noted.

Item 18.4 Joint Audit Risk & Assurance Committee (ARAC) and Planning, Performance & Resources Committee (PPRC) - 21 September 2023 – Minutes

153. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes be noted.

Item 18.4 Appointments & Remuneration (ARC) Minutes – 14th of September 2023 – Minutes

154. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes be noted.

Item 18.5 Tailored Review Task and Finish Committee Minutes – 24th October 2023 – Minutes

155. Trustees, having considered the minutes.

RESOLVED: T H A T the minutes of be noted.

Item 19. Any Other Business

156. No other business was reported.

157. The Chair thanked the Board and the Senior Executive Team for a very productive two days of meetings.

End of Public Board Meeting