

Minutes

Teitl y Cyfarfod: Title of meeting:	Amgueddfa Cymru – Board of Trustees Open Meeting
Dyddiad y Cyfarfod: Date of Meeting:	Thursday 27 June 2024 at 9.30am – 13.15pm
Lleoliad: Venue:	Gwesty Padarn Hotel, Llanberis
Present Board Members:	Kate Eden (Chair) Rhys Evans (Vice - Chair) Hywel John (Treasurer) Jan Williams John Hunt Richard Thomas Cai Wilshaw Freya Stannard Llion Iwan Daniel Richards David Jones Owen Hathway Ameerah Mai
Present Executive Team Members:	Jane Richardson, Chief Executive Peter Holt, Director of Finance and Resources Phil Bushby, Director of Priority Programs Nia Williams, Director of Experience, Learning and Engagement Nia Elias, Director of Relationships and Marketing Kath Davies, Director of Collections and Research
Additional Attendees Present:	Elizabeth Connolly, Head of Human Resources Rhodri Davies, Head of Marketing and Communications Catrin Roberts, Head of Planning & External Affairs Ian Williams, Welsh Government Lowri Gwyn (Translator)
Declarations of Interest:	J Hunt confirmed updated declaration following recent appointment as Trustee of Size of Wales.
Apologies:	Abigail Lawrence, Trustee Emma Yhnell, Trustee Philip Westcott, Shadow Trustee, Welsh Government Scheme
Secretariat:	Anahita Almasian, Governance Administrator

Item 1. Open Meeting

Presenter: Kate Eden, Chair

The Chair welcomed all to the meeting and noted apologies. The Chair also noted that the Board had had a very successful afternoon and evening at the Amgueddfa Lechi in Llanberis the previous day, with a very good development session including a comprehensive site visit and tour of the proposed redevelopment, a trip to the Quarry Hospital and a strategy session at Offis Fawr. She thanked all those involved in pulling together the agenda for the past two days, in particular Elen Roberts, Site Manager at Amgueddfa Lechi, and Helen Goddard, Project Director for the Llanberis redevelopment.

RESOLVED: Noted apologies and declarations of Interest.

Strategol - Strategic

Item 2. Shaping Our Future – Phase Two and What's the Endgame?

Sponsor and Presenter: Jane Richardson, Chief Executive, and Peter Holt, Director of Finance and Resources

JR presented an update against the Shaping our Future programme, including:

- Transition from phase 1 to phase 2 has proven challenging with reduced staff
- Consultations with Front of House staff still ongoing
- Contractual changes will enable us to be more flexible
- Phase 2 has been launched with staff and workstreams set up

3 Workstreams for phase 2 are as follows:

- Collections
- Ways of Working
- Review and Learn

Trustees discussed the learnings from the 2015/16 change program. Feedback from staff suggested the majority felt work continued with little regard to changed capacity. As a result, the team is now completing a spreadsheet (*what we will stop doing, start doing and do differently*) to ensure priorities are identified within a manageable workload. A staff briefing will be held on 24th July to introduce the spreadsheet and discuss what to stop, start, do differently. Staff have also asked to look at reward and recognition – feedback from the staff survey is people wanting an informal pat on the back and a different culture to be developed. We are looking at what can be done such as recognising long service.

Measures of success were discussed, including a formal key measure being staff meetings and surveys. JR confirmed that SET are working with teams to provide safe spaces to resolve any issues.

The Chair invited the directors to outline key changes in each of their directorates:

Nia Williams, Director of Experience, Learning and Engagement –

- The portfolio includes the Heads of each Museum, the Head of Enterprises, Head of Learning, and Head of Engagement. We are bringing together all public facing aspects of the visitor experience. We have created a Head of Museum for National Museum Cardiff and will be focusing the Events Programme from each museum.
- Job descriptions have been adjusted, including making the Heads of Museum JDs more strategic and increasing the focus on the visitor experience with the front of house roles (from Museum Assistants to Visitor Experience Assistants).
- We are working with our Trade Unions and are still in consultation with the Visitor Experience Assistants at NMC, NWMS and St Fagans.
- We also created a Head of Security, Health and Safety to provide a consistent and holistic approach across museums. This role sits with the Director of Priority Programmes and will work alongside the Heads of Museums.
- Museum opening hours will be reduced by 1 hour for four months over the winter, commencing in November.

Kath Davies, Director of Collections and Research –

- Art department – brought in a team responsible for the National Contemporary Art Gallery project and embedded them into the Art department. The Creative Director will move into the Head of Art role.
- Natural Sciences – brought together with Research Team. The science team has been reshaped and refocused the emphasis around challenges presented by climate emergency and loss of biodiversity. Teams are now more public facing around these challenges. There is a new focus on engaging with communities.
- History and Collections Development - this team will have a renewed focus on the delivery of the Collections Development Strategy and developing those collections with a range of communities. There will also be a fresh approach to oral history – both in terms of making the best of our existing collection and developing new and diverse narratives.
- Exhibitions team is now part of Collections and Research Division - this is having an immediate beneficial impact in terms of cross departmental working and creative and rapid problem solving.
- Conservation teams are now integrated within curatorial teams. Again, in some areas, the benefits of this change is being quickly realised and more streamlined working practices are already emerging. There is more work to do in other areas – particularly in relation to responding to specific site requirements.

Peter Holt, Director of Finance and Resources –

- Loss of some staff in finance, which provides opportunities to bring in the appropriate skills and a business partner model.
- A reduced HR department which will be looking at software enablers to drive improvements.
- Skill loss in the digital area which provides us with an opportunity to bring in the appropriate and modern skills needing to take the digital agenda forward.

Phil Bushby, Priority Programs Director –

- Teams have been restructured and the way we manage people is being changed. Specialist skills are now being seen as something to share with a new focus on upskilling.
- The buildings team have transferred over, allowing managing historic and museum buildings together.
- An update was provided on the new Head of Security and Health and Safety, the new Head of Sustainability, and recruitment plans to bolster the Llanberis redevelopment team

Discussion – Q&A

1. Trustees discussed the key changes in each of the directorates including where the greatest risks lie with reorganisation and reduced staffing, and mitigating factors. JR confirmed that this would remain a key part of the Review and Learn workstream.
2. Income generation work was discussed, including the protection of work with Trusts and Foundations in the new structure. Corporate is not regarded as a significant income generator and thus work here needs to be proportionate. However, under the new approach everyone in the department is skilled in regards to relationships and funding.
3. JR closed the discussion by stating that AC is shifting to a more holistic approach, bringing people together for greater collaboration. There is more emphasis on the sites and the expertise directly working in our sites.

RESOLVED: The Phase 2 and Endgame paper was RECEIVED and AGREED.

Item 3. 24/25 Budget and Operational Plan

3a. Budget

Sponsor and Presenter: Peter Holt, Director of Finance and Resources

1. PH set out the proposed 2024/25 budget of £25.5m GIA with £5m capital. Establishment controls are in place to deliver cost reduction post-budget cuts.

Discussion – Q&A

1. It was suggested that an income generation report be developed together with a RAG rating, to be scrutinised by Board together with the financial update.
2. Future clear reporting of reserves to be developed.

JR welcomed the feedback and appreciated the approval for this year and consideration of what would be useful for next year's reporting.

ACTIONS SUMMARY:

1. Financial team to explore development of a dashboard approach for future reporting from April 2025
2. Future data reporting on income generation to consider development of RAG status against targets
3. Development of a reserves position to be delegated to the forthcoming new Resource and Performance Committee
4. EC to investigate potential Board session on cultural change for September
5. EC to look at Board calendar of site visits for forthcoming year
6. Communications to prepare a short briefing note on recent budget cuts and associated impact

RESOLVED: The 24/25 budget was APPROVED.

3b. Operational Plan

JR presented the proposed 2024/25 Operational Plan, reminding Board members that this had previously been to PPRC in draft form.

Discussion – Q&A

1. KPI targets were discussed, and the following points noted:
 - KPIs have been mutually agreed with Welsh Government and are discussed in quarterly monitoring meetings.
 - The KPIs are being reviewed with recognition of the need to measure impact.
 - Suggestion made to use a dashboard approach to KPIs with RAG rating.
 - Could consider development of, for example, six key commitments
 - Need to consider the new sub committees' roles in monitoring KPIs.
 - To consider updating the risk register in light of any changes to KPIs.
2. We must be clear on the role of AC. Suggestion made to develop an action plan with partners and governance and ask future generations commissioner to review this.

ACTIONS SUMMARY:

1. JR to consider development of a dashboard approach to KPIs with a pilot to be brought at an appropriate time
2. EC to consider utilising new committee structures to look at a deep dive into aspects of the operational plan.

RESOLVED: The 24/25 Operational Plan was APPROVED.

Item 4. May Month End Finance Report

Sponsor and Presenter: Peter Holt, Director of Finance and Resources

PH outlined the May month end finance report. It was noted that there were no detrimental movements to report.

RESOLVED: The May month end finance report was RECEIVED and NOTED.

Item 5. People, Income Generation and Finance Strategies – update

Sponsor and Presenter: Elizabeth Connolly, Head of Human Resources, Nia Elias, Director of Fundraising, and Peter Holt, Director of Finance and Resources

Discussion on the PowerPoint presented:

1. The three strategies are currently in development, drafts are expected by December/January, and will be brought to the March Board meeting for approval.
2. There are additional areas yet to be incorporated in future iterations, including:
 - Skills - identifying new skills required for AC and where current skills gaps lie
 - Consideration of the current 'stop doing, start doing, do differently' ask of staff

JR reminded the Board of the importance of both making a strong argument for continued investment in GIA and having greater ability to generate income and the opportunities this could afford AC.

RESOLVED: The future direction of the three strategies was APPROVED.

5b. Amgueddfa Cymru Strategy – addendum

Sponsor and Presenter: Jane Richardson, Chief Executive

JR presented the addendum to the existing AC Strategy. Formal approval was requested.

RESOLVED: The Addendum to the AC Strategy was APPROVED.

Item 6. Update from the Chief Executive

Sponsor and Presenter: Jane Richardson, Chief Executive

JR presented her Chief Executive's report.

RESOLVED: The Chief Executive's update was NOTED.

Item 7. Update from the Chair

Sponsor and Presenter: Kate Eden, Chair

KE presented her Chair's report. She noted the publication of the latest report from the Public Accounts and Public Administration Committee of the Senedd on the settlement entered into by AC and Welsh Government following the departure of the previous Director General and confirmed to board that all recommendations in the report for AC would be responded to in full.

RESOLVED: That the Chair's update was NOTED.

Corfforaethol – Corporate

Item 8. Updated Agreement with Derek Williams Trust

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

1. KD set out the details of the updated agreement noting the importance of the relationship with the Derek Williams Trust (DWT) over many years. The updating of the agreement has been a vehicle to refresh the relationship with this critical partner.
2. The updated agreement is much clearer on the respective objectives for each organisation
3. Key changes in agreement include:
 - DWT curator post has been renewed and the job description refreshed. Negotiated an increase in the percentage supported for this role to 40%, continuing to increase with any baseline changes.
 - Greater clarity on the use of funding with clear metrics within agreement.
 - There is a reference in the agreement to a potential celebratory exhibition in 2029.

RESOLVED: The updated agreement was APPROVED.

Item 9. Delivery Against the Widening Engagement Action Plan and Anti-Racist Wales Action Plan

Sponsor and Presenter: Nia Williams, Director of Experience, Learning and Engagement

1. NW presented the updates on the Widening Engagement Action Plan and the Anti-Racist Wales Action Plan, noting the joint working with other museums and networks in the sector.

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2. Opportunities to recruit greater diversity into the AC workforce were noted.
3. She noted the partnership working with the Arts Council of Wales (ACW) and the forthcoming annual joint meeting of AC and ACW to review progress against the Widening Engagement Action Plan. All Trustees had been invited to attend and were encouraged to do so.
4. NW set out the work to embed anti-racism throughout AC work, and specifically referenced the Perspectives project opening shortly in St Fagans. There is active work ongoing to look at different models of working with diverse communities across Wales.

Discussion – Q&A:

1. Ongoing work with gypsy and traveller communities was noted.
2. To consider working with other groups to encourage equal power equal voice.
3. NW confirmed that AC and ACW are still working with the groups that wrote the initial reports that informed the development of the Widening Engagement report and that a number would be in attendance at the joint meeting with ACW the following week.
4. It was noted that work in ongoing with ACW to develop next steps in relation to the current Widening Engagement action plan.

RESOLVED: The updates were considered and ASSURANCE RECEIVED.

Item 10. Annual Report on Volunteering

Sponsor and Presenter: Nia Williams, Director of Experience, Learning and Engagement

1. NW presented the Annual Report on Volunteering noting the positive progress that has been made over the year, with an increase in volunteer numbers that bucks the trend across the heritage sector in the UK. Broad partnership working across the voluntary sector and the diversity of the age of volunteers were cited as key to this success.
2. NW thanked Trustee Ameerah Mai for taking on the Volunteer Champion role on the Board and was looking forward to working with her in this capacity.

Discussion – Q&A:

1. Discussion was held on the future strategies for success in the volunteering space, in particular, how to build on the progress seen in the past year.

In the context of the Board's visit to Llanberis, it was noted that Helen Goddard, Programme Director for the redevelopment project at Amgueddfa

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Lechi, is currently looking at opportunities to develop further our many partnerships across the Llanberis area and region.

KE reiterated NW's thanks to AM for agreeing to be Volunteer Champion on the Board.

RESOLVED: The Annual Report was considered and ASSURANCE RECEIVED.

Item 11. Quarterly Sustainable Development Update Report

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

1. PB presented the update report noting that Victoria Hillman has recently been appointed as the new Sustainability Lead.
2. Besides revenue and capital GIA money, additional Grant funding is received for specific decarbonisation projects. Last year three projects started in Big Pit, Drefach and Swansea which has helped drive a significant improvement/reduction in the use of natural gas.
3. The museum is receiving a further £300k this year to complete these decarbonisation projects. It is hoped that further funding from Welsh Government and Welsh Government Energy Service will continue to assist these important projects.
4. Compliance with Welsh Government regulations to improve recycling efficiencies has been effective. New bins are now located in all museum sites for the use of both staff and visitors.

Discussion – Q&A:

1. Decarbonisation funding has provided many opportunities across AC, however the use of the funds is very specific.
2. Regular meetings are in place with Welsh Government Energy Service to identify any potential additional grants or loans to enable AC to continue to decarbonise and investigate sustainability initiatives such as transport.

ACTIONS SUMMARY:

1. Victoria Hillman to join Board training at Big Pit.

RESOLVED: This is considered and ASSURANCE RECEIVED.

Item 12. Update from Welsh Government

Presenter: Ian Williams, Welsh Government

IW gave an update on Welsh Government's key priorities, acknowledging how difficult the recent budget cuts had been for all across the arts, heritage and cultural sector. He acknowledged Amgueddfa Cymru's ability to deliver to target, noting that it is building a strong reputation giving Welsh Government confidence to invest.

JR noted that this would be IW's final Board meeting with AC given his move to a new role within Welsh government. She noted the close partnership working great communication that had developed with IW and the sponsored body team, and thanked him for his contributions.

RESOLVED: The update was NOTED.

Safleoedd a Phrojectau Mawr - Sites and Major Projects

Item 13. Business Case for Maintenance Programme at NMC

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

1. PB provided an update on the business case for the maintenance programme at NMC, noting that this followed a recent detailed update provided to PPRC.
2. The initial request for funding has been shared with Welsh Government. A request was received for further information. It was subsequently confirmed that AC will need to go through the five stage business case process, which will take some time. The risk profile assessment is completed however and the process to submit the next stage proposal is now underway.
3. A separate document is being prepared for the emergency funding announced by the Cabinet Secretary recently. This document will be shared with the Board in due course.

Discussion – Q&A:

1. The maintenance backlog and significant capital requirement was discussed in detail.

RESOLVED: The update on the business case was considered and ASSURANCE RECEIVED.

Item 14. Update on Llanberis Redevelopment

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

1. As the Board had spent the previous afternoon considering details of the Llanberis redevelopment project, PB briefly outlined the project progress. He noted that management of cash flow is being closely monitored.

Discussion – Q&A:

1. Discussion on the timing of the lottery funding and commencement of activities.

RESOLVED: The update was considered and ASSURANCE RECEIVED.

Item 15. Update on National Contemporary Art Gallery Wales (NCAGW)

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

1. Several key exhibitions have been delivered via the NCAGW programme. The next one due to open is a Bedwyr Williams exhibition to be held at Plas Glyn-y-Weddw, which will be opened by JR at the end of July 2024.
2. Earlier in the week the Senior Executive Team had met with the 4 partner gallery directors across North Wales. This had been an extremely positive meeting.
3. Discussion was held on the future delivery prospects for the NCAGW work post-funding ending in March 2025.

RESOLVED: The update was considered and ASSURANCE RECEIVED.

Llywodraethu - Governance

Item 16. Review Minutes

Sponsor and Presenter: Kate Eden, Chair

The minutes and matters arising from the open Board meeting held on 21 March 2024 were reviewed and the following points were noted:

1. Head of HR to be changed to Head of Finance (point 33).
2. Confirmation that the additional fees payable to Audit Wales for Public Interest Report were approved at the last Board meeting, subject to JR writing to Audit Wales setting out the Board's concerns on the lack of detail contained within the invoice. The letter had been circulated to Board. No response had been received from Audit Wales, but it was noted that a new Engagement Lead was now in post and JR and KE were hopeful to meet with him in short order.

RESOLVED: The minutes and actions arising from the open meeting held on 21st March 2024 were **APPROVED**, subject to the amendments outlined in point 1 above.

Item 17. Review Open Action Log

Sponsor and Presenter: Kate Eden, Chair

The action log from the Board meeting held on the 21st of March 2024 was reviewed. Two actions were noted as completed with one ongoing, due in Autumn.

RESOLVED: Progress **NOTED** against actions of the previous meeting.

Cofnodion o Bwyllgorau Sefydlog - Minutes from Standing Committees

Item 18. Minutes from Standing Committees

Sponsor and Presenter: Kate Eden, Chair

The following minutes were received and noted:

- 18.1 Joint meeting of the Planning, Performance and Resources and Audit, Risk and Assurance Committee, 24th January 2024.
- 18.2 Audit, Risk and Assurance Committee, 21st February 2024.
- 18.3 PPRC, 22nd February 2024.

ACTIONS:

- 1. EC to consider the scheduling of future meetings and committees.
- 2. EC to ensure minutes are received in a timely manner going forward.

RESOLVED: Received and **NOTED**.

Cofnodion o Bwyllgorau Cyngori - Minutes from Advisory Committees

Item 19. Minutes from Advisory Committees

Sponsor and Presenter: Kate Eden, Chair

The following minutes were received and noted:

- 19.1 Tailored Review Task & Finish Group, 4th March 2024
- 19.2 Research Advisory Group, 13th March 2024.

RT acknowledged the sad loss of Prof Chris Williams, who had been a much valued member of the Research Advisory Group for many years. The Chair has written to his family.

RESOLVED: Received and Noted.

Item 20. Any Other Business

1. The Valleys exhibition is now open until November at NMC – a visit is highly recommended.
 2. Progress against the new Board sub-Committee structure was discussed and it was confirmed that a progress update would be provided at the next Board meeting in September and Terms of Reference will be brought back to the Board in the coming months for approval before the new committees are established in 2025.
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End of Public Board Meeting – Close Meeting.