

Board of Trustee Public Session - Minutes

Thursday 18 September 2025 at 12:35 – 17:00

St Cadoc's Church, High Street, Caerleon, Newport, NP18 1AZ

Apologies:

John Hunt, Trustee

Abigail Lawrence, Trustee

Richard Thomas, Trustee

Emma Yhnell, Trustee

Present Board Members:

Kate Eden

Rhys Evans

Hywel John

Owen Hathway

Llion Iwan

David Aled Jones

Dan Richards

Freya Stannard

Jan Williams

Cai Wilshaw

Present Executive Team Members:

Jane Richardson, Chief Executive

Phil Bushby, Director of Priority Programmes

Kath Davies, Director of Collections & Research

Nia Elias, Director of Relationships & Funding

Steve Hudson, Director of Finance & Resources

Nia Williams, Director of Experience, Learning & Engagement

Additional Attendees Present:

Paul Kindred, Welsh Government

Chris Pyrah, Governance Officer

Ioan Davies (Translator)

1. Open Meeting

Sponsor and Presenter: Kate Eden, Chair

- I. The Chair welcomed attendees to the meeting.
- II. Dan Richards, Trustee and David Jones, Trustee declared an interest in Agendum 3. No additional declarations of interest were made known to the Chair.
- III. The Chair expressed thanks to Dai Price, Head of Site and Dr Mark Lewis, Senior Curator: Roman Archaeology for that morning's tour of the National Roman Legion Museum and for the accompanying discussion of the partnership project with CADW and Newport City Council.

2. Update from the Chief Executive

Sponsor and Presenter: Jane Richardson, Chief Executive

- I. Jane Richardson, Chief Executive introduced the item, and reported that:
 - i. The physical lease of the National Slate Museum site would be extended to include the open area in front of the museum and a smaller piece of land which would house a new electrical substation for the site. This would enable the practical delivery of the project and enable additional interpretation opportunities.
 - ii. The NMC 100 project had undergone its first Gateway Review and received an Amber rating.
 - iii. Filming for the dedicated BBC documentary that would accompany the Gwen John exhibition has commenced. Art works loaned from other institutions for the exhibition had begun arriving at National Museum Cardiff.
- II. Discussion followed during which it was highlighted that:
 - i. An artwork by Giorgio Morandi, whose acquisition into the collection had been finalised, had been on display at National Museum Cardiff (NMC) on long-term loan, and the offer to purchase the work had been extended by the owners.
 - ii. The age of the infrastructure at NMC meant that another, unforeseeable period of closure was not unlikely in the future. However, a more robust framework of communications had been prepared, along with stress testing of potential scenarios.
 - iii. On call arrangements to be adjusted to make more staff on call contractually. This would make a more robust on call system, that did not rely on a small number of individuals.

RESOLVED: The item was NOTED by the Board of Trustees.

3. Update from the Chair

Sponsor and Presenter: Kate Eden, Chair

- I. As they had declared an interest in this agenda item, Daniel Richards, Trustee and David Jones, Trustee left the meeting for the duration of the item.
- II. Kate Eden, Chair introduced the item, and reported that:
 - i. Ameerah Mai, had stepped down as a member of the Board of Trustees at the end of August, though she had agreed to act as a Future Generations Mentor for Amgueddfa Cymru going forwards, for which the Chair was very grateful. Llion Iwan had given notice of his intention to step down at the end of September, with the Board of Trustees' September 2025 meeting being his last.
 - ii. Approval was sought for the appointment of Dan Richards, Trustee and David Jones, Trustee to the National Slate Museum Internal Oversight and Scrutiny Committee (NSM IOSC), to fill the vacancies left by Ameerah Mai and Llion Iwan stepping down.
- III. Discussion followed during which it was highlighted that:
 - i. Concern was noted regarding the notification in the report that the Chair's remuneration for three days a week had now ended, with time remunerated reverting to two days a week. A business case to retain three remunerated days a week had been submitted to Welsh Government and Welsh Government noted that this would be formally referred to the Commissioner for Public Appointments for their advice, as they felt that this could be seen as a substantive change in appointment. At present the Minister for Culture, Skills & Social Partnership had not yet written to the Commissioner for Public Appointments as additional information had been requested from colleagues within Amgueddfa Cymru. Updates would follow in due course.
 - ii. It was requested that information on the review process for Public Appointments be circulated to Trustees so that it was clear how Welsh Government approached the review of terms of appointment including the evaluation of the time requirement, the number of days remunerated and any proposed changes to time commitment.

ACTION: Paul Kindred, Welsh Government to approach Public Bodies Unit and request information on the process used to determine time commitment and changes to this.
(PK)

- iii. The time commitment of the Chair and the potential associated impact on governance should be added to the Amgueddfa Cymru Risk Register.

ACTION: Time commitment of the Chair to be added to the Amgueddfa Cymru Risk Register (SH)

- iv. It would be beneficial for Trustees to receive briefs ahead of major events, so that they were aware of Amgueddfa Cymru's communications strategy and copy on issues of high importance.
- v. Whilst it was noted that attendance at all external events had been cut as part of Shaping Our Future, it was highlighted that the absence of an Amgueddfa Cymru stand at the Eisteddfod had been noted. However, it was highlighted that the cost of attending the Eisteddfod, including purchase of a stand, staff time and additional on costs would have been substantial, around £50,000.
- vi. It was queried if taking a stand to the Eisteddfod might be reconsidered, whether as Amgueddfa Cymru individually, or as part of a wider combined heritage sector offer.
- vii. It was highlighted in response that Amgueddfa Cymru had made a commitment to develop more meaningful engagement with the Eisteddfod and that the External Relations team had been engaging with colleagues in the Eisteddfod and had been involved in information sharing meetings which had involved discussion of themes for future events.
- viii. It was noted that it would be beneficial for Trustees to submit suggestions of what could be de-prioritised, alongside Senior Leadership Team discussions.

RESOLVED: Appointment of Dan Richards, Trustee and David Jones to the NSM IOSC was **APPROVED**.

The item was NOTED by the Board of Trustees.

4. Collections Management Review - Update

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

- I. Kath Davies, Director of Collections & Research introduced the item, and reported that:
 - i. Following FPCC only being able to take partial assurance on the Collections Management Review presented at its 04 September 2025 meeting, the item had been returned to the Board of Trustees with additional information provided for assurance.
 - ii. Work led by the Chief Conservator had been transformative in tackling the issues at the National Collections Centre, Nantgarw (NCC) and reorganising the collections there. Ventilation work has also improved environmental conditions at the site, and work was ongoing on the roof.
- II. Discussion followed during which it was highlighted that:
 - i. In assessing the long-term suitability of the NCC site, the first step would be the examination of the conditions survey, along with an assessment of the water ingress into the site's concrete footprint. As this would fall within

the remit of the Collections Planning Manager, a vacant position, only essential improvements would be undertaken until that individual was in post, ensuring a consistent, strategic and holistic assessment of the situation.

- ii. Sufficient resources were already in place to action the immediate recommendations of the Collections Management Review.
- iii. It was requested that the Director of Collections & Research circulate a note, following her scheduled visit to the V&A's East Storehouse facility, to give extra information to Trustees and inform them of what lessons learned and best practice, Amgueddfa Cymru should keep in mind when planning its own collections storage for the future.

ACTION: Note to be circulated after the V&A visit to give additional information to Board. (KD)

- iv. Items related to the Collections Management Review would continue to be overseen by FPCC and would be brought back to the Board of Trustees in the event of a significant milestone to be shared, risk to be raised, or when FPCC needed to have activity approved at Board level.

RESOLVED: The item was **CONSIDERED** and **ASSURANCE** was received by the Board of Trustees.

5. Health & Safety Update

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

- I. Phil Bushby, Director of Priority Programmes introduced the item, and reported that:
 - i. Subsequent actions taken since discovery of the Health & Safety Risks at the NMC laboratories had been implemented and received well. A complete inventory of chemicals required on site had been completed, training had been carried out for all impacted staff and necessary Health & Safety equipment, such as spill kits, had been purchased.
 - ii. Phil Bushby was leading the response and meeting regularly with teams impacted, as well as with the Task and Finish group established to address the issue. The Task and Finish Group would likely be wound up in the coming month as its objectives had been achieved.
 - iii. Regular communication had taken place with staff more widely on the issue and the trade unions had been involved in discussions and the Task and Finish group. A lessons learned exercise was also being prepared.
- II. Discussion followed during which it was highlighted that:
 - i. A quarterly meeting of the Health & Safety Policy Group would monitor changes to legislation that may impact areas of the business in the future.
 - ii. Trustees noted that they could take assurance on the work undertaken, but wanted further assurance on Directors' level of confidence that staff really

understand the importance of health and safety as a key cultural change issue. Directors reported that staff understanding of Health & Safety issues linked to the laboratories was now much stronger, and care was taken to include staff members who initially challenged changes in practice in the Task & Finish Group.

- iii. Health & Safety resource was being considered alongside additional resources required for collections care, corporate archives, governance, NMC100 and the corporate systems upgrade project.
- iv. Historic issues within Amgueddfa Cymru's practices were being highlighted through the undertaking of accreditations in certain areas and audit activity. The biggest revealer of sub-par practice was when staff stepped into leadership roles in areas that had seen weaker leadership in the past, or no leadership at all. It was likely that more historic poor practice would be discovered over the coming months and years, but each identified issue provided lessons learned that strengthened the organisation as a whole.
- v. Changing the organisational structure to make Heads of Site accountable for all activity undertaken at their specific sites had greatly improved the deployment time and effectiveness of actions undertaken to respond to issues when they were discovered.
- vi. The openness of culture to highlight issues to the Board was praised and it was noted that the proactive way in which SET dealt with identified issues provided substantial assurance to the Board of Trustees.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

6. Financial Update

6.1 Month End Financial Report

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & Resources introduced the item, and reported that:
 - i. More in-depth reviews of Amgueddfa Cymru's in-year financial position would take place in September and October 2025.
 - ii. Slight underspend was seen within the in-year position at present, but the Finance Team were confident that all GIA would be spent by the end of the Financial Year.
 - iii. Confirmation had been received from Welsh Government as to how much additional GIA would be received to cover the uplift in National Insurance. This funding is being used to fund recruitment into priority posts.
- II. Discussion followed during which it was highlighted that:
 - i. It would be good for Trustees to have sight of the specimen budget, so that assurance could be taken that there was sufficient money available to grow the collections.

ACTION: Specimen Budget and Benchmarking against other Institutions to be added to the agenda of the next FPCC meeting (CJP)

- ii. It was clarified that the capital request of £3,700,000 for NMC 100 had yet to be submitted to Welsh Government and that the £2,500,000 capital request that had been lodged with Welsh Government was for projects at St Fagans and the National Waterfront Museum. Additionally, clarified that the additional £500,000 capital funding potentially available from Welsh Government would be separate to capital GIA.
- iii. Release of funds for capital projects up to a value of £2,000,000 could be approved with Welsh Government via the submission of a Business Justification Case. As it was larger, the £3,700,000 for NMC100 was awaiting additional sign off, following the submission of the Strategic Outline Case (SOC) and the recent Gateway Review.
- iv. Approximately £15 – 16,000,000 of additional capital budget had been received or was expected for 2025/2026, and careful management was needed to ensure that all of this additional money was spent in year.

RESOLVED: The item was **CONSIDERED** and **ASSURANCE** was received by the Board of Trustees.

6.2 Approval of Audit Wales Additional Fee

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & resources introduced the item, and reported that:
 - i. Having been discussed in their 24 July 2025 meeting, this item was recommended for approval by ARAC.
 - ii. Following the approval of ARAC's updated Terms of Reference, approval of future additional fees for Audit Wales would be remitted to ARAC.

RESOLVED: The additional fee for Audit Wales was **APPROVED** by the Board of Trustees.

6.3 Enterprises Growth Opportunity

Sponsor and Presenter: Nia Elias, Director of Relationships & Funding

- I. Nia Elias, Director of Relationships & Funding introduced the item, and reported that:
 - i. This item had been discussed at FPCC's 04 September 2025 meeting and that the Committee recommended that the Board of Trustees approve the proposal.
 - ii. The Enterprises Team had assessed the viability of the opportunity and potential risks and FPCC were assured that there would be no additional risks to Amgueddfa Cymru through undertaking this new work.

- II. Discussion followed during which it was highlighted that:
 - i. The cultural sector had traditionally struggled with collaborative activity and the opportunity for Amgueddfa Cymru's Enterprises team to deliver catering at CADW sites was an excellent opportunity for impactful collaboration with cultural partners.

RESOLVED: The Enterprises Growth Opportunity with CADW was APPROVED by the Board of Trustees.

7. Update on Decolonisation within Amgueddfa Cymru Collections & Buildings

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

- I. Kath Davies, Director of Collections & Research introduced the item, and reported that:
 - i. Activity outlined in the paper showed how embedded and long-standing decolonisation work was in Amgueddfa Cymru.
 - ii. As part of this work, the Perspectives Project had recently been completed.
- II. Discussion followed during which it was highlighted that:
 - i. The work showed a balanced and proportional approach to an area that was often over simplified. It was felt by Trustees that this more nuanced approach would stand Amgueddfa Cymru in good stead.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

8. Brand Licensing Update on Amgueddfa Cymru Picture Library

Sponsor and Presenter: Kath Davies, Director of Collections & Research, Becky Brumbill, Image Management Officer and Maeve Cosovic, Brand Licensing Development Officer

- I. Due to the absence of presenting staff, the decision was taken to take this item to a future Board meeting or briefing.

ACTION: Brand Licensing Update, Including Amgueddfa Cymru Picture Library items to be added to a future Board meeting or briefing (CJP).

RESOLVED: The item was NOTED by the Board of Trustees.

9. Items for De-Accessioning

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

- I. Kath Davies, Director of Collections & Research presented the items for de-accessioning, which were noted as follows:
 - i. Department of Industry

- a. Accession no. 78.74i Rhymney Railway passenger brake/parcels carriage body
 - b. Accession no. 86.117i Cambrian Railways 3rd/brake carriage body
 - c. Accession no. 78.21l/2 Taff Vale Railway 1st/3rd composite carriage no.51
 - d. Accession no. 1997.208 Cambrian Railways composite semi corridor 1st/3rd carriage no. 238
 - e. Accession no. 1999.7 British Railways six-wheel passenger underframe, no. E70670
 - f. Accession no. 73.6l Rushton & Hornsby 3ft 0in gauge, 11/13hp diesel locomotive
 - g. Accession no. 69.297 five-ton four-wheel steam loco crane built by Thomas Smith & Sons (Rodley) Ltd, Leeds, 1925, builders no.10,373
 - h. Accession no.78.116i Great Western Railway shunter's truck (number unknown, date and builder unknown)
 - i. Accession no. 90.57i 0-4-0 fireless locomotive, unnamed, used by Newport Chemical Works, built by Andrew Barclay, Sons & Co Ltd, Kilmarnock, 1929, builder's no.1,966
 - j. Accession no. 88.38i 0-4-0 fireless locomotive "No.1", used at Barry Chemical Works, built by Andrew Barclay, Sons & Co Ltd, Kilmarnock, 1948, builder's no.2,238
 - k. Accession no. 1997.98/1 and /2 Great Western Railway six-ton capacity hand crane (/1) and match truck (/2)
 - l. Accession no. 88.37i National Coal Board cylindrical tar tank wagon no. 7,328 built 1940 by Cambrian Wagon Works Ltd, Cardiff
 - m. Accession no. 2016.95/1 Four-wheel 2ft 0in gauge battery mine locomotive from Llanharry Haematite Mine, Glamorgan, running number 4; built 1962/63 by Greenwood & Batley Ltd, Leeds, maker's number unknown.
- ii. History & Collection Development
 - a. Accession no. F10.45.5 – White lightweight disposable supermarket plastic bag. Green and red lettering and banding
 - b. Accession no. F10.45.8 – White lightweight disposable supermarket plastic bag with blue and red lettering and banding.
 - c. Accession no. F10.45.10 – Yellow lightweight disposable off0license plastic bag with blue lettering.
 - iii. Natural Sciences
 - a. Accession no. 48.264.GR.93 Barytes specimen from Llantrisant (1 specimen, 2 parts)
 - b. Accession no. 98.3G.M.94 Sphalerite specimen, Nantyreiau Mine

RESOLVED: The de-accessioning of items outlined in the paper was APPROVED.

10. NMC 100 Update

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

- I. Phil Busby, Director of Priority Programmes introduced the item, and reported that:
 - i. The NMC 100 project's first Gateway Review had taken place in the week commencing 15 September 2025, resulting in an Amber rating.
 - ii. An Amber rating is defined as *Successful delivery appears feasible but significant issues already exist requiring management attention. These appear resolvable at this stage and, if addressed promptly, should not present a cost/schedule overrun.*
 - iii. The £3,700,000, additional capital grant, once received from Welsh Government, would be spent on upgrading the fire alarm system at NMC, as well as lift and roof repairs.

ACTION: Once Gateway Review report was finalised it would be shared with Trustees for information. (PB)

- II. Discussion followed during which it was highlighted that:
 - i. Due to the upcoming Senedd Cymru elections in 2026, the timelines involved meant that none of the options presented in the SOC would be signed-off by the current administration.
 - ii. It was hoped that internal work on the Outline Business Case would be completed by May 2026, which would allow for Amgueddfa Cymru to discuss the project in greater depth with the new administration.
 - iii. Communications around the project with staff and the public did reference potential closure of NMC, but communications were heavily caveated as nothing was agreed at this point. If site closure was necessary, the practical experience from the National Slate Museum closure would provide an excellent case study to work from.

ACTION: Communications bullet points to be put together for Trustees so that all Trustees could answer questions appropriately around potential closure of the NMC site and the NMC 100 project as a whole. (NE)

ACTION: Next steps for the project following the initial Gateway Review to be outlined and circulated for the information of Trustees (PB)

RESOLVED: The item was **CONSIDERED** and **ASSURANCE** was received by the Board of Trustees.

11. Essential Buildings Works Progress

Sponsor and Presenter: Phil Bushby, Director of Priority Programmes

- I. Phil Bushby, Director of Priority Programmes introduced the item, and reported that:
 - i. The presented paper was requested to provide an update and additional context to information shared with the Board of Trustees in 2024.
 - ii. The last iteration of the Buildings Strategy had identified a maintenance backlog of £68,000,000 and had agreed a commitment to spend £3,000,000 on priority projects.
 - iii. A profiled spend of £8,000,000 had been considered in the strategy but was not deemed to be feasible as Welsh Government did not provide the £8,000,000 of capital funding that was required. This therefore led to a prioritisation of capital spending. Had the £8,000,000 spend profile been available, the remedial works at NCC would have been actioned sooner. The works prioritised ahead of remedial maintenance at NCC were deemed to be more critical.
 - iv. The team has achieved far more across the estate than was initially set out in the last iteration of the Buildings Strategy. A new Buildings Strategy was being drafted, which would reassess the profile of works and what was deemed to be realistically achievable.
- II. Discussion followed during which it was highlighted that:
 - i. The £68,000,000 backlog figure was generated from the estate condition survey complete at the time the last Buildings Strategy was written. However, additional, unforeseen work required at NMC indicates that this original condition survey was under costed. New condition surveys were due to take place over the coming year, which would provide an updated maintenance backlog figure.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

12. CELF Update

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

- I. Kath Davies, Director of Collections & Research introduced the item, and reported that:
 - i. CELF Advisory panel met on 15 September 2025 and formally transitioned CELF into Amgueddfa Cymru.
 - ii. Terms of Reference for the new CELF Advisory Group were being drafted.
 - iii. The Civil Service elements of the CELF Project Team had been nominated for an internal Civil Service award, with final judging of this award taking place in October 2025. Whilst this nomination only applied to the Civil Service elements of the project, it was a testament to the overall work on this from all involved.
- II. Discussion followed during which it was highlighted that:
 - i. Concern had been expressed at the FPCC meeting on 04 September 2025 that from March 2027, CELF was intended by Welsh Government to be self-

sustaining. This would create difficult decisions for Amgueddfa Cymru if no additional funding was forthcoming as elements of core activities may have to be scaled down or stopped to accommodate CELF, or CELF may have to be discontinued.

ACTION: Discussion on CELF finances and the future of the initiative to be tabled for the Board of Trustees June 2026 meeting. (CJP)

- ii. As it was now considered business-as-usual, it was proposed that oversight of CELF be remitted to FPCC.

RESOLVED: The Board of Trustees APPROVED the remitting of oversight of CELF to the Finance, Performance & Collections Committee

13. Update on Risk and the Risk Register

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & Resources introduced the item, and reported that:
 - i. Staff were exploring commissioning external advisors to assist in the assessment of governance-based risks and practices.
 - ii. The Risk Management Group would be holding their next meeting on 15 October 2025.
- II. Discussion followed during which it was highlighted that:
 - i. A session on Risk Appetite was being scheduled for the Board Development Day taking place on the 10 December 2025, so that the Board of Trustees could give a steer to Amgueddfa Cymru staff.
 - ii. Following the recent issues at the NMC laboratories, Health & Safety items had been updated on the risk register.
 - iii. The implementation of Amgueddfa Cymru's new dashboards should improve the quality of recorded data and improve the insights gained from that data, therefore providing greater assurance to staff and Trustees.
 - iv. As national power outage had been added to the UK Government's risk register, it was suggested that this be considered for inclusion on the Amgueddfa Cymru risk register.

ACTION: SET to see who is best placed to investigate National Power Outage Risk and bring back to a future meeting. (SET)

- v. It was queried if the decision to keep the residual scores of some risks on the risk register the same, despite controls in place, was in line with best practice and that, even if risks were deemed to be too random in nature to be effectively mitigated by any control put in place, a well-documented

track record of an incident not occurring could provide assurance to reduce the residual likelihood of a given risk.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

14. Overview of Amgueddfa Cymru Safeguarding

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

- I. Nia Williams, Director of Experience, Learning & Engagement introduced the item, and reported that:
 - i. An initial review of the Safeguarding policy undertaken by an external consultant had concluded that policy was appropriate and compliant, but with some minor changes needed to terminology and context.
 - ii. Further work was needed to look at how some of the Safeguarding procedures were implemented. The current Safeguarding Procedures were compliant but could be made more accessible.
 - iii. HR were investigating training to upskill staff in relevant safeguarding areas.
 - iv. Review of the policy and procedures would be concluded in October 2025.
- II. Discussion followed during which it was highlighted that:
 - i. The updated Safeguarding Policy would be presented to LEC first for approval before being tabled for a meeting of the Board of Trustees for assurance.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

15. Memorandums of Understanding

15.1 Himeji City Museum of Art

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

- I. Kath Davies, Director of Collections & Research introduced the item, and reported that:
 - i. The Memorandum of Understanding (MoU) was the result of a visit undertaken earlier in the year with Welsh Government. A number of synergies were noted with the practices of Himeji and Amgueddfa Cymru.
 - ii. Himeji City Museum of Art also shared collections and work frequently with OPAM, with whom Amgueddfa Cymru already has an MoU.
 - iii. There were other connections within Himeji to Wales, as Himeji Castle was twinned with Castell Conwy.
- II. Discussion followed during which it was highlighted that:

- i. Some of the proposals in the MoU were very ambitious. Himeji City was trying to broaden its cultural offer to extend the stay of visitors, and this was reflected in the wording of the MoU.
- ii. Amgueddfa Cymru had an International Roadmap to guide strategy on interaction with international partners and organisations, which would be in effect until after the 2026 Senedd Cymru elections. Countries being focused upon were Japan, Ireland, France and the United States of America.
- iii. Exceptions to the loans moratorium were not being made for international organisations with which Amgueddfa Cymru had a MoU in place. Care had been taken to ensure that MoUs were not just about getting access to collections, but were meaningful partnerships.

RESOLVED: The Board of Trustees APPROVED the MoU with Himeji City Museum of Art

16. Annual Policies Report

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & Resources introduced the item, and reported that:
 - i. The Heads of Department met in August 2025 to review the policies and prioritise which should be reviewed first.
 - ii. This work was taking longer than anticipated and would be led by the Head of Governance once that individual had been appointed. Further updates on this work would be brought in due course.
- II. Discussion followed during which it was highlighted that:
 - i. The overall work package of assessing Amgueddfa Cymru's policies would be remitted (pending approval) to ARAC, who would then cascade individual policies to relevant committees for oversight going forwards.

RESOLVED: Remitting the Annual Policies Review Work to ARAC was APPROVED by the Board of Trustees.

17. Schedule of Matters Reserved for the Board

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & Resources introduced the item, and reported that:
 - i. The item had been brought to ensure that the matters reserved to the Board of Trustees were appropriate and that out-of-date language in the document was updated.
 - ii. No major changes were proposed, and no changes had been made to the items remitted to Welsh Government as this would require a change to the Framework Agreement with Welsh Government.
- II. Discussion followed during which it was highlighted that:

- i. It was noted that there was a typo in Section 2: *Conflicts of Interest*, where *...annual Register of Interest which should be revised by...* should be corrected to *...annual Register of Interest which should be reviewed by...*

ACTION: Annual Review of the Schedule of Matters Reserved for the Board to be added on the Board Forward Look. (CJP)

RESOLVED: Amendments to the Schedule of Matters Reserved for the Board were **APPROVED** subject to the correction of typos.

18. Schedule of Delegated Financial Authority

Sponsor and Presenter: Steve Hudson, Director of Finance & Resources

- I. Steve Hudson, Director of Finance & Resources introduced the item, and reported that:
 - i. There was a need to increase delegated financial authority for individual Directors to better reflect the operational status quo for Amgueddfa Cymru.
 - ii. It was proposed that a separate approval process be introduced for capital projects as the size of projects requires larger sign offs.
 - iii. Changes to delegations given from Welsh Government could not be changed, as this required a change to the Welsh Government Framework Agreement.
- II. Discussion followed during which it was highlighted that:
 - i. The schedule had not been benchmarked against peer organisations but had instead been benchmarked against internal practice and spend at Amgueddfa Cymru.

ACTION: An annual review of the Schedule of Delegated Financial Authority to be added to the forward look of FPCC. (CJP)

RESOLVED: The amendments to the Schedule of Delegated Financial Authority were **APPROVED**.

19. Updated Terms of Reference for Audit, Risk & Assurance Committee

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. Chris Pyrah, Governance Officer introduced the item, and reported that:
 - i. The update Terms of Reference for ARAC had been considered at ARAC's 15 May 2025 meeting and 24 July 2025 meeting and that the committee recommended to the Board of Trustees that the updated Terms of Reference be approved.

RESOLVED: The Updated Terms of Reference for the Audit, Risk & Assurance Committee were **APPROVED**.

20. Reports of the Chairs of the Permanent Committees

20.1 Audit, Risk & Assurance Committee

Sponsor and Presenter: Jan Williams OBE, ARAC Chair

- I. Jan Williams OBE, ARAC Chair introduced the item, and reported that:
 - i. ARAC had focused on risk at its last meeting and its future work would major on good risk governance across the organisation.
 - ii. A recent paper from Internal Audit had raised concerns around response times on queries raised by IA by the organisation.

ACTION: SET to assess response times on questions received from Internal Audit. (SET)

20.2 Finance, Performance & Collections Committee

Sponsor and Presenter: Rhys Evans, FPCC Chair

- I. Rhys Evans, FPCC Chair introduced the item, and reported that:
 - i. Additional information had been requested for a future FPCC meeting on lost and unlocated items along with what the anticipated run rate was likely to be on comprehensive cataloguing of the collections.
 - ii. A detailed forward work plan on Corporate Archives and records had been requested for FPCC's November 2025 meeting.
 - iii. Partial assurance had been taken on the Collections Review, hence it being brought back to Board for additional information and oversight at this meeting.

20.3 Learning & Engagement Committee

Sponsor and Presenter: Richard Thomas, LEC Chair

- I. Nia Williams, Director of Experience, Learning & Engagement introduced the item, on behalf of Richard Thomas, LEC Chair and reported that:
 - i. A rhythm of deep dive sessions was being established so that LEC could effectively scrutinise all elements within its broad remit.

20.4 People, Resource & Culture Committee

Sponsor and Presenter: Freya Stannard, PRCC Chair

- I. Freya Stannard, PRCC Chair introduced the item, and reported that:
 - i. Pending approval at PRCC, an updated Code of Conduct for Staff, Probation Policy and Digital, Data & Technology Strategy would be circulated to the Board of Trustees for information.
 - ii. A lack of HR information at the last PRCC meeting was noted as problematic and may lead to the committee being unable to take assurance in the future.

ACTION: It was requested that an item be added to the agenda of the next ARAC meeting, assessing the risk of lack of access to critical data at Board and Committee level. (CJP)

RESOLVED: The item was **CONSIDERED** and **ASSURANCE** was received by the Board of Trustees.

21. Future Meeting Dates

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. Chris Pyrah, Governance Officer introduced the item.

ACTION: Dates to be double checked against scheduled school holidays for 2026/2027 and 2027/2028. (CJP)

RESOLVED: Pending the double checking of dates against school holidays, the future meeting dates for 2026/2027 and 2027/2028 were **APPROVED**.

22. Board Governance Matters

22.1 Minutes of the Last Meeting

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. The minutes from the Board of Trustees, Public Sessions on 19 June 2025 and 24 July 2025 were reviewed.

RESOLVED: Minutes from the 19 June 2025 meeting and the 24 July 2025 meeting were **APPROVED**.

22.2 Action Log

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. The actions noted on the Action Log from the Board of Trustees, Public Session which took place on the 19 June 2025 were reviewed.
- II. Discussion followed during which the following **ACTIONS** were noted:
 - i. *19/06/25 – 03. – Trustee Tour of NMC to be Arranged* to be marked as complete as tour to take place on the 10 December 2025
 - ii. *19/06/25 – 03. Ameerah Mai, Trustee to share information on and make introductions to key contacts at the Future Thinking Club* to be removed from the Action Log, following Ameerah Mai's stepping down as a Trustee.
 - iii. *19/06/25 – 04. – Briefing Session on CELF arrangements to be arranged before September 2025 meeting for Trustees* to be marked as completed.

- iv. *26/09/24 – 02. – Discussion to be held on the most appropriate platform to share positive experiences of the changes brought about by Shaping Our Future* to be marked as complete.
- v. *12/12/24 – 21. – Marketing and Communications Teams to discuss X usage with other Arm's Length Bodies* to be marked as complete, following closure of Amgueddfa Cymru's X account.
- vi. *27/06/24 – 3 (a) and (b) Introduction of Dashboard and RAG report for future Board and Committee* meetings to have its due date updated to June 2026.

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

22.3 Forward Look for Board & Committees

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. The attention of the Committee was drawn to the forward look of business tabled for future Board of Trustee meetings and Permanent Committee meetings for the remainder of 2025/2026 as it stood at the end of Quarter 2.

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

23.Minutes from Permanent Committees

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. The minutes of the following Permanent Committees of the Board of Trustees were reviewed:
 - i. People, Resource & Culture Committee – Meeting held 24 April 2025
 - ii. Learning & Engagement Committee – Meeting held 30 April 2025
 - iii. Audit, Risk & Assurance Committee – Meeting held 15 May 2025
 - iv. Finance, Performance & Collections Committee – Meeting held 22 May 2025

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

24.Minutes from Advisory Committees

Sponsor and Presenter: Chris Pyrah, Governance Officer

- I. The minutes of the following Advisory Committees of the Board of Trustees were reviewed:
 - i. Trustees of the National Museum Wales Pension Scheme – Meeting held 03 March 2025

- ii. National Slate Museum Internal Oversight and Scrutiny Committee – Meeting held 18 March 2025
- iii. National Slate Museum Internal Oversight and Scrutiny Committee – Meeting held 14 May 2025
- iv. Research Advisory Group – Meeting held 17 June 2025
- v. National Museum Wales Group Enterprises Ltd Board – Meeting held 15 July 2025

RESOLVED: The item was CONSIDERED and ASSURANCE was received by the Board of Trustees.

25. Any other Business (AoB)

Sponsor & Presenter: Kate Eden, Chair

- I. Congratulations were noted to Dr Kath Davies, Director of Collections & Research, who had been given a special recognition by the Royal Society of Architects in Wales.
- II. Special thanks were given to Chris Pyrah, Governance Officer for the excellent work he has done during his first year in establishing the Committee Structure and strengthening the processes around the Board.
- III. Trustees were welcome to attend the Museum Association's 2025 Conference, being hosted by Amgueddfa Cymru at St Fagans.
- IV. Finally, thanks were given to Llion Iwan, who was stepping down from his position as Trustee at the end of the month, for all his service. The Chair noted that they would be keeping in touch with Llion and wished him all the best for his new role at S4C.

End of Board of Trustees – Public Session

