

Board of Trustee Public Session - Minutes

Wednesday 11 August 2026 at 16:00 – 17:00

Microsoft Teams

Apologies:

John Hunt, Trustee

Justin Morris, Trustee

Cai Wilshaw, Trustee

Emma Yhnell, Trustee

Jane Richardson, Chief Executive

Nia Elias, Director of Relationships & Funding

Present Board Members:

Kate Eden

Rhys Evans

Hywel John

David Aled Jones

Huw George

Owen Hathway

Clare Pillman

Dan Richards

Freya Stannard

Richard Thomas

Jan Williams

Present Executive Team Members:

Phil Bushby, Director of Priority Programmes

Peter Holt, Interim COO

Peter Wakelin, Interim Director of Collections & Research

Nia Williams, Director of Experience, Learning & Engagement

Additional Attendees Present:

Max Looker, Head of Governance

Yvonne Ruelle, Head of Finance

Chris Pyrah, Governance Officer

Phil Roberts, Welsh Government (joined 4.45pm)

1. Open Meeting

Sponsor and Presenter: Kate Eden, Chair

- I. The Chair welcomed attendees to the meeting.
- II. No additional declarations of interest were made known to the Chair.
- III. The Chair then noted that:
 - i. The budget reforecast was a critical point of assurance for the Board of Trustees, that the Board were looking for confidence that Amgueddfa Cymru had a firm and credible grip on its financial position for the remainder of 2025/2026. The reforecast needed to be robust and under active management.
 - ii. The Board of Trustees needed to see and be assured that:
 - The assumptions underpinning the reforecast were grounded, evidence-based and appropriate.
 - There was demonstrable evidence that the budget position was being actively managed in a disciplined way.
 - That there was accountability for all areas of the budget, with any gaps in accountability assigned clear ownership and any risks provided with credible plans to address them.
 - iii. The budget reforecast had highlighted the need for a Recovery Plan for 2027/28, to bring Amgueddfa Cymru back to a long-term sustainable financial position, mindful that a flat cash position should be expected from Welsh Government for the coming years.

2. In Year Budget Reset and Reserves Impact

Sponsor and Presenter: Peter Holt, Interim COO

- I. Peter Holt, Interim COO introduced the item, and reported that:
 - i. Amgueddfa Cymru staff were requesting that the Board of Trustees:
 - Approve the revised budget and the use of restricted and unrestricted reserves noted within.
 - Note the production of a Recovery Plan for Amgueddfa Cymru.
 - Note the development of a 3-year Financial Plan which would be presented to the September 2026 Board of Trustees meeting.
 - Take assurance from the introduction of new monthly up-reporting of key financial details to the Chair of the Board of Trustees, Chair of ARAC and Chair of FPCC.

- ii. The Board of Trustees previously approved a budget for 2026/2027 at it's March 2026 meeting, but this budget had been found to exclude pre-existing commitments.
 - iii. Adjustments to accommodate the budget reset and other financial pressures, including reallocation of capital spends as revenue spends, meant that Amgueddfa Cymru had an overall excess run-rate of c.£3,200,000.
 - iv. There were significant pressures on Amgueddfa Cymru's reserves, which were not sustainable beyond 2026/2027.
 - v. Staff costs now represented 91% of revenue GIA spend, an uptick from the Shaping our Future programme, when staff costs had been reduced to 81% of revenue GIA.
 - vi. Welsh Government had been informed of concerns around Amgueddfa Cymru's financial position by the Chief Executive.
 - vii. A 3-year Financial Plan was being drafted for presentation to the September 2026 Board of Trustees meeting, and a Recovery Plan was being developed.
- II. Nia Williams, Director of Experience, Learning & Engagement noted that:
- i. The Senior Executive Team (SET) recognised that this budget hadn't been prepared and scrutinised as was normally appropriate.
 - ii. In May 2026, SET had conducted a detailed review of the budget with the Head of Finance to identify cost saving areas. This review encompassed all Amgueddfa Cymru activity and focused on areas of lowest organisational risk. As a result, the visitor experience, exhibitions and marketing budgets were all reduced and new staff roles, not appointed were re-reviewed and deprioritised. A recruitment freeze, was being considered for all roles not deemed to be vital for organisational security.
 - iii. Historic restricted reserves were being applied to spending areas, if such use was deemed to be appropriate.
- III. Yvonne Ruelle, Head of Finance provided assurance on the use of reserves and noted that:
- i. Use of restricted reserves was being thoroughly scrutinised ahead of deployment. Use of restricted funds required at least two members of SET to sign off on proposed spends.
 - ii. Funds contained in restricted reserves were invested and on the whole, only the general investment element of restricted reserves was being used.
 - iii. There had been no inappropriate use of restricted funds in the 2026/2027 budget reset, or the original budget for the year.
- IV. Kate Eden, Chair noted that, in addition to the two recommendations outlined in the paper provided ahead of the meeting, the Board of Trustees required:
- i. A medium-term financial plan, based on a flat-cash assumption to be presented at the September 2026 Board of Trustees meeting
 - ii. An analysis of Amgueddfa Cymru's workforce to be presented at the September 2026 Board of Trustees meeting

- iii. A Recovery Plan for 2027/2028 to be presented at the September 2026 Board of Trustees meeting.
 - iv. A change to the management of restricted reserves and a clearer reserves policy.
 - v. Monthly budget reporting from the Chief Executive to the Chair of the Board of Trustees and the Chairs of ARAC and FPCC.
- V. Discussion followed during which it was highlighted that:
- i. The advert for the Director of Finance & Governance was live, and a highly experienced interim Director of Finance & Governance had been appointed on a temporary contract until the permanent appointment had been recruited.
 - ii. The Interim Director of Finance & Governance would be asked to review Amgueddfa Cymru's financial practices and implement any required changes to organisational budget management and forecasting. Implement an organisation wide, programme of budget management training.

ACTION: Interim Director of Finance & Governance to review financial practices and implement any required changes to organisational budget management and forecasting. (Interim Director of Finance & Governance).

ACTION: Interim Director of Finance & Governance to implement an organisation wide programme of budget management training for all budget holders. (Interim Director of Finance & Governance).

- iii. Amgueddfa Cymru's Internal Auditors would be asked to undertake an audit of financial governance to be presented to ARAC and following that the Board of Trustees.

ACTION: Internal Auditors to undertake an audit of Amgueddfa Cymru's financial governance during Quarter 3 2025/2026. (TIAA)

- iv. A line-by-line scrutiny of the 2025/2026 budget had been undertaken in May 2026 by SET with the Head of Finance, with a focus on what could be reduced or deferred. SET recognised that this exercise would need to go further for the 2026/2027 budget, which was why the Recovery Plan was also being formulated. This work would include a detailed assessment of activity to be avoided, delayed or minimised.

ACTION: Paper on review of 26/27 budget process with list of items avoided/delayed/minimised with reflective learning points and risks identified as part of items left out/minimised to go to next meeting of FPCC. (SET)

- v. There were still a number of questions on the use of reserves and Amgueddfa Cymru's policy on use of reserves. The Board of Trustees

requested additional information and assurance on the use of reserves within the organisation.

ACTION: Paper on reserves to be presented to ARAC together with the note produced by the Head of Finance on the use of the specific restricted reserves used for 26/27. (Head of Finance)

- vi. The need for a budget reset showed that financial control and governance within the organisation required a reset and that, as many of the pressures on the budget might have been predicted, more controls could have been put in place than were originally present.
- vii. It was queried what learning had been gained from this experience and how the Recovery Plan was being framed and constructed to ensure that multi-year sustainability was achieved, not just sustainability for 2026/2027.
- viii. The Recovery Plan would be focused bringing back expenditure to Grant in Aid levels, assuming a flat cash position going forwards. The plan would consider all activity across all sites and what activity could potentially be stopped.
- ix. The approach to the recovery plan should consider if just £3,200,000 should be taken out of the budget, or if more headroom should be created at the same time to allow for Amgueddfa Cymru's strategic objectives to be achieved.
- x. It was noted that SET would have to work collectively as an executive on the Recovery Plan and further assurance on the development of the plan was requested. The Recovery Plan should be cross organisational in its approach.

ACTION: SET to provide a note to the Board of Trustees outlining the approach being taken to the formulation of the Recovery Plan. (SET)

- xi. Trustees were reminded that any redundancy schemes require approval from Welsh Government. SET would look at freezing vacant positions and using fixed-term contracts where appropriate. It was noted that the increase in headcount did not automatically relate to an increase in revenue GIA use, as some staff increases had been accounted for in different areas previously, i.e. through the use of agency staff now brought in-house.
- xii. It was acknowledged that stopping or pausing activity might be frustrating for staff, but work was already underway to mitigate the impacts of delays to activity caused by the need to switch previously allocated Capital funding to revenue funding.
- xiii. The Chair noted a meeting with the Director General of the Learning, Communities & Culture Group at Welsh Government that meeting during which the current and future financial situation had been discussed. She noted that the DG was aware of the current Board meeting and the actions contained in the paper.

- xiv. It was important that the Recovery Plan included contingency headroom going forwards, to allow Amgueddfa Cymru to adapt to an uncertain financial landscape going forwards.
- xv. As much more was now known about existing issues within the estate and supporting infrastructure, SET felt that they had a stronger grasp of historical issues, which were being mitigated by the budget reset. In tandem with this, clarity received on capital versus revenue meant that items could be allocated in compliance with Welsh Government accounting standards going forwards.
- xvi. In order to support SET in what they need to do, the Board of Trustees should discuss budgeting principles with SET to give them strategic guidance.
- xvii. In order for the Board of Trustees and SET to fully appreciate the financial position of Amgueddfa Cymru, there needed to be more appraisal of discreet projects, along with clear presentation of the revenue budget alongside capital budget. This would allow for the better assessment of associated risks.

ACTION: Fuller presentation of the capital versus revenue budget, along with National Slate Museum and NMC100 project costs to be developed for next meeting of FPCC and the December 2026 Board of Trustees meeting. (SET)

- xviii. A more detailed look needed to be taken on the Amgueddfa Cymru Forward Maintenance Register, so that financial pressures in that area could be assessed and built into forwards plans.

ACTION: Review of Forward Maintenance Register to be included on the agenda of the next PRCC meeting. (Corporate Governance Team)

- xix. Following the discussion, there was a need to update the risk register with the current financial situation and the financial outlook for 2027/2028.

ACTION: Risk Register to be updated with a strategic risk on the current financial situation and a strategic risk on the financial outlook for 2027/2028. (Corporate Governance Team)

RESOLVED: The Trustees APPROVED the Reset Budget

The Board of Trustees APPROVED the use of reserves to make a balanced Budget

The Board of Trustees RESOLVED that it REQUIRED the following documentation for the September 2026 meeting of the Board of Trustees:

- A Medium-Term financial plan based on a flat-cash assumption

- **An analysis of Amgueddfa Cymru's workforce**
- **A Recovery Plan for 2026/2027, based on a flat-cash assumption, producing a sustainable operating model for the future.**

The Board of Trustees RESOLVED that it REQUIRED:

- **A change to the management of restricted reserves and a clearer reserves policy.**
- **Monthly budget reporting from the Chief Executive to the Chair of the Board of Trustees and the Chairs of ARAC and FPCC.**

The Chair concluded by thanking everyone present for their contribution today and for the work undertaken by the SET. She noted that the Board should now have a clearer line of sight on the current and future position, and that the Board's expectation now is that this level of clarity and active financial management is maintained and visible as we move through the remainder of the year.

3. Any other Business (AoB)

Sponsor & Presenter: Kate Eden, Chair

- No items of Any Other Business were raised in the meeting.**

End of Board of Trustees – Public Session

