

HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held on Thursday 19 October 2017 at the Horniman.

Present

Eve Salomon

Caroline Cole

Hilary Carty

Bunt Ghosh

Geoffrey Crossick

Nico Iacuzzi

Janet Vitmayer (Chief Executive)

Paula Thomas (Board Secretary, Finance Director)

Victoria Pinnington (Director Communications and Income Generation)

Kirsten Walker (Director Collections Management and Special Projects)

1. Apologies for absence and conflicts of interest

Apologies were received from Sarah Kemp, Carole Souter and Clare Matterson

No conflicts of interest were declared.

2. Chief Executive's remuneration and appointment (Trustees only)

The Board approved the recommendation of the Remuneration Committee for the bonus of the Chief Executive in respect of 2016/17 and her pay increase effective from 1 April 2017.

The Nominations Committee reported on the recent interviews for the new Chief Executive. The Board approved their recommendation and noted that no announcement can be made until the successful candidate has notified their current Board.

3. Minutes of the previous Board meeting and matters arising

3.1 The minutes of the Board meeting of 6 July 2017 were agreed.

3.2 Matters arising and action points

- The lawyers had recently provided an update of the transfer of the Nature Trail to the Horniman from Lewisham Borough Council. There are a few minor issues which need to be finalised in respect of some related licenses but this is expected to be sorted out and the transfer completed shortly.

The trustees discussed the part of the Nature Trail which it is understood was sold off by the Council and which is the subject of a restrictive covenant. It was agreed that legal advice should be taken to ensure that the Trust doesn't inherit any obligations or liabilities. It should also be made clear that the Trust was reserving its right to take

action in respect of any improper transfer. The Secretary was asked to report on the follow up of this item.

4. Trustee recruitment

The trustees agreed the appointment of Simon Hesketh as a new trustee. He has good, relevant experience in property development and was the only candidate following a recruitment exercise which included an interview by the Chair and Caroline Cole.

5. Management report July-September 2017

It was noted that the intangible heritage evaluation outlined on page 3 was based on 300 self-completed feedback forms and is not statistically sound because it does not use sampling. However it was recognised that it provided useful feedback, which was examined further by the relevant teams at a wash up meeting after the events. There are no plans to introduce any other method of analysis at the moment as the Arts Council are planning to introduce qualitative metrics from 2019.

The Management accounts for the six months to 30 September 2017 were reviewed by the Board. Although there is a deficit against budget this is largely due to the early payment of the salary increases and is therefore only a cash flow issue. A reforecasting exercise was carried out as at end of July and although showing some unders and overs against budget, still results in an overall balanced position.

The Board reviewed the dashboard and noted that the figures overall were impressive given all the circumstances.

6. Strategic discussion

6.1 ACE draft documents

The Board noted that the documents presented were draft documents recently submitted to ACE as per their requirements. The requirements of ACE from a National Portfolio Organisation (NPO) differ slightly from those required from a Major Partner Museum and they now looked at the whole organisation not just the ACE funded activities. The timing of the documents was not the same as our corporate timetable. ACE will review the draft documents and give comments in December. The final documents need to be submitted to ACE by the end of January prior to the February Board meeting. Trustees agreed to delegate approval of the final ACE documents to the Chair and Hilary Carty.

The following comments were made on individual documents:

- *Audience Development Plan*
No amendments were considered necessary.
- *Equality and Diversity Plan*

It was noted that the Chair had reviewed an earlier draft and had removed the requirement for the Board to consider diversity in terms of race, disability and age only, as this was considered too limiting.

- *Digital Plan*

The trustees asked 'what success would look like' as meeting the targets themselves wouldn't necessarily show this. It was suggested that the Horniman approach a digital company to form a digital partnership to help it move forward and that in the future consideration should be given to appointing a trustee with digital skills/experience.

6.2 Corporate Plan 2018-22

It was explained that the draft corporate plan sent to ACE was the 2017-20 Corporate Plan, updated mainly for key ACE activities e.g. Music Matters. This will now be amended in the light of any ACE and further Board comments.

7. Risk Register

7.1 Risk refresh

The Board considered the current risks under the following headings:

a) Project risks

The trustees suggested that there should be a high level general risk about capital projects not running to budget or on time. Another possible risk was about trying to do too much. It was agreed that long term and short term risks should be separated out.

b) Operational risks

It was noted that there was currently no specific risk relating to programming e.g. 'failure to provide a high quality public programme'. It was explained that details of the public programme are set out in the corporate plan which is approved by trustees annually and that there are monthly internal programme meetings to review during the year. It was suggested that these actions should be included in 'steps to control/mitigate' in A1.

c) Strategic risks

There was a question as to how the 10 year vision is being translated into delivery. It was noted that it is translated down into the corporate plan.

d) Internal risks

The trustees agreed that there should be a general risk relating to Safeguarding and Health and Safety as these are specific responsibilities of the Board.

e) Funding risks

It was noted that a new risk relating to Commercial and Charitable income had been included in the current register.

A query was raised as to whether there had been a plan in place if we hadn't got the ACE funding for 2018-22. The CEO explained that, whilst there had been no specific plan, the types of decisions that would be required had been identified and it had been agreed that there would be sufficient time to work out a detailed plan. It was agreed that other funding risks were already covered.

f) External risks

The key external risk was considered to be terrorist threats. These are covered by risks B2 (Business Continuity) and D1 (Security threats) on the current register.

g) Other risks

The Board discussed the risk of DCMS not reappointing the current Chair for a second term, given the appointment of a new CEO and the need for some continuity. Discussions are being held with DCMS at a senior level to mitigate against this.

The skills of the Board were also discussed and it was agreed that this would be reconsidered once the vacancy for the trustee with commercial experience had been filled.

7.2 Risk register review

The risk register was reviewed by the Board and the new risks noted. It was agreed that B4 (not being able to demonstrate public benefit) should now be removed but that C5 (increased cost to Butterfly House) should remain.

8. Horniman Museum Enterprises

The following highlights were noted from the minutes of the last meeting:

- The main concern is that the net profit for 2017-18 has been over budgeted, despite the results currently being above the position for the same period last year. There is a need to be more cautious/realistic about what can be achieved. However there continues to be a steady growth which is encouraging.
- The HME directors had discussed turning their thoughts to new commercial ideas to bring to the main Board. This was welcomed by the trustees.

The Board was informed that the performance of the various areas of HME was regularly benchmarked across the sector although it was difficult to find a direct comparison. The shop and café are performing well but venue hire is currently underperforming.

9. Capital Projects Board (CPB)

9.1 Minutes of 27 September meeting

The following highlights were noted from the minutes of the last meeting:

- *Butterfly House* – There have been additional costs and the total cost hasn't yet been finalised. The CPB was happy that the money is not being spent badly and all the additional costs can be identified and justified. The issue seems to be that capital funding was received and

had to be spent with insufficient time for as much preparation and planning as usual for large scale capital projects. The initial impression was that the Butterfly House was basically a greenhouse, but it has turned out to be considerably more. There are a number of lessons to be learnt to ensure that future capital projects don't end up the same. There are plans to document these once the dust settles. Some of the additional £500k capital funding from DCMS will be used to cover the additional costs.

- *Anthropology redisplay (CPS)*
The CPS project is moving into the next phase. Showcases and other installations are now being put in. There has been an issue with the cost of mounts which has turned out to be greater than initially budgeted. This was partly due to the inability to do as much in house as originally planned and partly because this element was not market tested.
- *Additional Capital grant in aid*
The CPB had discussed the suggested use of the additional £500k capital funding recently allocated by DCMS. The agreed priorities were: the North Hall office ceilings, the additional Butterfly House costs, the Aquarium chillers. Approval had been obtained from DCMS to do a tender waiver and use the same contractor for the North Hall ceilings as had been used last year for the South Hall ceilings.

9.2 Contract approvals

The Board reviewed the tender reports and approved the following contracts:

- Mount Making Services (Anthropology Redisplay) – Supplier: Plowden and Smith
- Boiler replacement (South Hall) – Supplier: BSW

10. Fundraising update

The fundraising update paper shows progress against targets in the October document together, an update on staffing and details of next steps. A critical point is the report from Graham Pelton which is expected shortly. The executive will reflect on the recommendations and bring these to the Board in February.

Trustees welcomed the current Crowdfunding campaign. Although it looks unlikely that the target will be reached, it is proving to be an effective publicity tool, providing massive exposure for the organisation and the project.

11. Online banking administrator

The Board approved the addition of Kirsten Walker as an administrator for the online banking facility with Clydesdale and the addition of the new Assistant Accountant as a bank signatory and online banking user.

12. Any other business

There was no other business.

13. Dates of next meetings:

It was agreed that the Away Day would be moved to the October 2018 meeting.

- 1pm 8 Feb 2018 (tbc)
- 1pm 17 May 2018

| Minutes ref: | Action | Date due | Who by | Progress |
|---------------------|-------------------------------------|-----------------|---------------|-----------------|
| b/f | Review of Butterfly Garden | Feb 18 | PT/VP | |
| b/f | Review Pension Fund annually | Feb 18 | PT/JV | |
| 3.2 | Update re Nature Trail transfer | Feb 18 | PT | |
| 10 | Outline Fundraising recommendations | Feb 18 | VP/JV | |