

## **HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST**

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held at the Horniman Museum and via zoom on Thursday 7 July 2022

### **Present**

Roma Dibua  
Bunt Ghosh  
Simon Hesketh  
Clare Matterson  
Carole Souter  
Helen Williams

*Via zoom*  
Eve Salomon  
Eva Appelbaum  
Nico Iacuzzi  
Mayowa Ochere

Nick Merriman (Chief Executive)  
Paula Thomas (Board Secretary, Director, Finance and Corporate Services)  
Victoria Pinnington (Director, Communications and Income Generation)  
Kirsten Walker (Director, Collections Care and Estates)

### **1. Closed session**

### **2. Apologies for absence and conflicts of interest**

Caroline Cole sent her apologies.

No new conflicts of interest were declared.

### **3. Minutes of the previous Board meeting and matters arising**

3.1. The minutes of the Board meeting of 17 March 2022 were agreed as a true record.

3.2. Management reported that although DCMS had not yet issued their three year settlement for the Horniman confirming the amount of funding to replace the ACE NPO grant, email confirmation had been received from DCMS Finance that 'it would be at around the same level with a possible 5% reduction'.

3.3. There were no other matters arising or action points not covered by the agenda.

### **4. Chair recruitment**

It was reported that interviews have now been held and that two names are to go to the Secretary of State. Once the preferred candidate has been made known trustees will be informed and the relevant CV circulated with a note recommending their approval as a Board. Eve's appointment has been extended to 13 August 2022 to allow time for this process to be completed. The CEO and Secretary will arrange an induction programme for the incoming Chair.

### **5. Management report**

The CEO presented the Management report for April – June 2022.

There is nothing further to update. The outcome of the Museum of the Year award is keenly awaited. It was acknowledged that the shortlisting nomination itself is a wonderful statement of achievement and acknowledgment of the amount of work put in over the last year across the whole organisation.

### **Trustees approved a pay offer of up to the amount included in the budget.**

Management accounts for the two months to 31 May were reviewed by the Board and it was noted that results to date were better than expected, although it is still early in the year.

Trustees also reviewed the new KPI sheet for 2021-22 which is in place of a dashboard for this quarter. They noted that the information was useful and could become more so over time as trends are established. Management are looking at how to use this as a proactive rather than reactive planning tool.

## **6. Risk management**

The Board reviewed the updated risk register and agreed the recommended risks to be dropped but it was noted that the Internal Audit plan for 2022-23 would need to be amended to remove reference to risk A2.

The two new red risks in relation to the likely impact of inflation on finances, agreeing a pay increase and on staff wellbeing were discussed. Management also reported that the competitiveness of salaries and shortages in the labour market was also impacting recruitment in some areas. Trustees recognised the situation but acknowledged that there was little that could practically be done.

## **7. Audit Committee**

### *7.1. Audit Committee Annual Report*

The Audit Committee's Annual Report was commended to the meeting. This summarised the Committee's work for the year and recommended acceptance of the financial statements to the Board, based on its own consideration of the financial statements, internal audit findings, the audit report issued by the external auditors, which indicates an unqualified audit opinion, and other sources of assurance.

The internal audit plan for 22-23 was agreed subject to the amendment notes above. The internal and external auditors' reports were noted.

The Board considered the procedures in place to give trustees confidence that they have fulfilled their statutory duty of disclosure to the Auditors and agreed that the letter of representation to the Auditors should be signed on behalf of the Board by the Chair and Accounting Officer.

### *7.2. Minutes of meeting of 7 June 2022*

The Chair of the Audit Committee presented the minutes of the last meeting.

**The Board confirmed their approval of the increase in level at which the CEO's expenses require approval by the Chair from £100 to £250.**

### *7.3. Reserves Policy 2022*

**The Board reviewed and approved the Reserves Policy**, which had been considered and recommended by the Audit Committee.

### *7.4. Annual Report and Consolidated Financial Statements*

## **The Board approved the Annual Report and Consolidated Financial Statements and authorised them to be signed on their behalf.**

Staff were congratulated on such an impressive performance and it was agreed that it would be good to share the report more widely. Management reported that a condensed public version is being designed.

### *7.5. Health & Safety Report*

The Health and Safety Annual Report was noted by the Board.

## **8. Capital Project Board (CPB)**

### *8.1. Draft minutes of meeting of 25 May.22*

Trustees noted the minutes of the meeting. Management reported that the costs outlined in the feasibility study undertaken on CUE are such that the CPB agreed that the plans should be put on one side for the time being and considered in the Framework plan going forward. SMT are planning to discuss this at their next Away Day before the next Board meeting. The SCC ceiling works have now been completed and the CPB have now tasked the Head of Estates with getting a condition survey done of SCC so that this can be taken into account in future plans for storage of the collection. Meanwhile we are talking to Tate about their plans for a storage site and considering other options but this is progressing slowly.

### *8.2. Draft budget 2022-23*

Management presented the draft budget for 2022-23 which was delayed due to the late notification of the Estates Maintenance funding from DCMS. Other than the DCMS infrastructure projects there is only £200k for other capital works and this has all been earmarked for vital projects. There is currently a shortfall in funding of c£40k required to carry out the gas pipe repair works. As this is urgent the Board agreed that in the first instance DCMS should be approached for additional contingency funding and reserves only used if this was unsuccessful.

The Board noted the low level of contingency in the budget and queried the effect of inflation on estimates. Management commented that the projects were in early stages so it was difficult say at the moment but that a de-scoping approach would be taken if necessary in the first instance.

**The Board approved the indicative budget.**

## **9. Horniman Museum Enterprises**

### *9.1. Annual review*

The annual review was presented by Nico who thanked management for recovering the commercial functions to pre-pandemic levels so quickly, with some areas now performing better. Special thanks to the Head of Commercial for the remarkable results. The relationship with the Café had been stretched during the pandemic and some of the issues were still being worked through but the Café itself is performing better than ever. The HME Board is now discussing the next phases of the Commercial Strategy.

### *9.2. Draft minutes of the meeting on 27 May 2022*

The Board noted the minutes of the last meeting.

## **10. Staff Presentation – Sarah Cook, Head of Fundraising**

Sarah gave an overview and context as to the current strategy for Fundraising.

Trustees confirmed that in their closed session they had unanimously agreed to support the Nature+Love fundraising campaign and asked for information on how to donate to be circulated.

Trustees congratulated the Fundraising team on their performance and agreed that their future plans looked comprehensive and clear. They requested any relevant material to be sent to them to help them in their cultivation of possible donors.

## **11. Restitution sub-group**

The Chair of the sub-group thanked sub-group colleagues and Johanna Zetterstrom-Sharp, Senior Curator of Anthropology, for all their work on this matter. Johanna had carried out an impressive and thorough piece of work and produced a clear referenced authoritative document which had also been reviewed by external experts and provided clear evidence that the Benin material was taken by force and therefore fits the criteria for consideration for restitution under our policy. The sub-committee were clear that they should recommend to the Board that we should be prepared to return the material and we have now received a request for a transfer of title from the country of origin.

In order to do this an application needs to be made to the Charity Commission (CC) and our lawyers, Bates Wells are advising on this. They have produced a draft application but this needs strengthening.

The CEO reported that there had been a meeting on site with the head of the NCMM who had confirmed that the intention was that initially they were just looking for a transfer of title and a loan back agreement as they don't currently have capacity to receive a large amount of material.

Trustees asked about the insurance position if the items are loaned back to us i.e. would it be covered under the GIS or some alternative? It was agreed that this needed to be investigated.

It was noted that consultations with the Nigerian diaspora and members all added to the picture and there was a strong consensus on a transfer of title and loan back.

**Trustees confirmed that they were satisfied that the correct procedures had been followed under our policy and accepted the recommendation of the sub-committee:**

*The subcommittee is clear, on the evidence presented, that the items listed (with provisos relating to further research on some items) were acquired inappropriately and through force. In the light of this it would be appropriate to return legal title to the National Commission for Museums and Monuments in Nigeria as the designated body.*

**and to therefore apply to the Charity Commission for permission for the transfer of title of all relevant material from the 1897 raid on Benin City (72 objects).**

The Chair commented that a risk should be added to the risk register i.e. if title is transferred and cost of return. The CEO explained that there was a separate risk register in relation to this and which would be amalgamated into the main register.

### *Communications*

The Chair reported that DCMS had informed her that once the CC get the application they will consult with DCMS who will consider our processes. It was agreed that once the application had been agreed with BW the Chair should have a conversation with Lord

Parkinson to inform him of our decision. It was also agreed that if possible, communication of our decision should be done before the new Chair is in post.

The CEO advised that the Nigerians should be informed of our decision after the Chair had informed DCMS.

It was agreed that it was preferable for there not to be a public communication on this until after the application had been submitted and agreed by the CC, but that this was not totally within our control and therefore we are planning for several scenarios. Comms plans and FAQs would be shared with the Board.

The Chair thanked the sub-committee for their work.

## **12. Policies**

The Board considered and approved the following policies:

### *12.1 Sustainability and Environmental Action Policy*

Trustees asked about the sustainability of temporary exhibitions. Management reported that a lot was reused but agreed to include this in the action plan going forward.

### *12.2 EDI Equality Policy*

### *12.3 Data Protection Policy*

## **13. Annual staff monitoring report**

Trustees queried the high levels of staff turnover and sickness. Management explained that staff turnover had been suppressed during the pandemic and the high turnover now was largely natural progression and not a cause for concern at the moment. There have been a number of long term sicknesses which have distorted the sickness statistics. These are being actively managed by HR and relevant managers.

## **14. Annual visitor report**

The Director, Communications and Income Generation, gave the highlights from the report:

- There was a rise in ethnic minority visits. This had previously been difficult to shift.
- The rating for safety - 99% responded that they felt safe on site.
- We had the highest likelihood to definitely recommend across the group in the consortium.

There are some concerns over the NSEC 5-8 measurements and the questions being asked are being reviewed.

Trustees noted that this report is not generally relatable to the last couple of years due to the pandemic but noted the stark contrast between first time visits and families.

## **15. ACE annual report**

Trustees confirmed their approval of the ACE annual report.

## **16. Loan**

The following loan was approved:

L2019.8 three Horniman objects to the *Comparative Hell: Arts of Asian Underworlds* exhibition at:

- The Asia Society in New York, from 7<sup>th</sup> February 2023 until 7<sup>th</sup> May 2023
- The Asian Art Museum in San Francisco, from 16<sup>th</sup> June 2023 to 18<sup>th</sup> September 2023.

#### 17. AOB

The Chair expressed huge thanks to Clare for her service and contribution as a trustee over the last seven years. Helen, as Vice-chair, expressed the Trustees' thanks to the Chair for her service over two terms.

There was no other business.

Minutes ref:	Action	Date due	Who by	Progress
b/f	Make suggested amendments to committee TORS in CGC	Oct	PT	
b/f	Reintroduce dashboard with targets where possible	Oct	PT	
b/f	Develop 'impact' framework	Oct	NM	
4.	Circulate CV of new Chair and seek Board approval of appointment.	Asap	HW	
	Set up induction programme	August/Sept	NM/PT	
8.2	Approach DCMS for additional capital funding for gas leak repair	July	PT	
10.	Circulate details on how to donate to N+L	July	SC	
11.	Investigate insurance position re loan back of Benin material	July	NM	
	Add Benin risks to risk register	Oct	NM	
	Submit application to CC.	July	NM/BW	
	Meeting with Lord Parkinson	July	ES	
	Inform NCMM	July	NM	
	Share Comms plans and FAQs with Board	July	NM/VP	