

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held in person at the Horniman Museum.
on 11 July 2024 at 1.30pm

PRESENT	
Michael Salter-Church (MSC) - Chair	Roma Dibua (RD)
Diana Maine (DM)	Simon Hesketh (SH)
Mayowa Ochere (MO)	Somi Umolu (SU)
Nico Iacuzzi (NI)	

IN ATTENDANCE	
Gorden Seabright (GS) - Chief Executive Officer	
Michelle Edward (MED) - Board Secretary, Director of Finance & Corporate Services	
Kirsten Walker (KW) - Director of Collections Care and Estates	
Peronel Craddock (PC) - Director of Content	

APOLOGIES	
Eva Appelbaum (EA)	Nicholas Wyver (NW)

Agenda #:	GOVERNANCE
1.1	Closed session Content provided by Chair.
1.2	Apologies Apologies received from Eva Appelbaum and Nicholas Wyver.
1.3	Declaration of Conflicts of Interest One declaration of interest relating to Michael Salter-Church, as he is an elected member of the Council of the National Trust
1.4	New Board and Company Secretary appointments The Board welcomed two new members: Gordon Seabright as new CEO and Director of the trading subsidiary; Horniman Museum Enterprise Ltd, and Michelle Edward as Director of Finance & Corporate Services, Secretary to the Trust and Company Secretary to the trading subsidiary; Horniman Museum Enterprise Ltd.
1.5.1	Minutes of the previous meeting held on 16 May 2024 The minutes of this meeting were circulated, and the contents noted. The minutes were approved as a true record of that meeting.
1.5.2	Matters arising from the Minutes The Action Planner has been circulated and the contents noted.

Agenda #:	FOR DISCUSSION
2.1	Management Report
2.1.1	GS presented his report. He gave an update on the comprehensive spending review that is likely to be carried out by DCMS. Some productivity ideas have been pulled together for funding that could be requested by the museum and submitted to the Department.
2.1.2	<p>As an update on HR issues, an indication has been received that the pay offer that was put to the union may be rejected. This is because members are currently voting, and the recommendation by the Union Rep is not to accept the pay offer. As it stands the offer is 4% for most levels of staff and 3% for more senior staff and directors. The ballot closes on the 22nd July 2024.</p> <p>If the offer is rejected it will potentially put a further strain on reserves, as more funding will be required from reserves for an increased pay settlement.</p>
2.1.3	redacted
2.1.4	<p>GS explained two areas of considerable interest to the organisation for the future are to become net zero and to explore the potential of art. The organisation does not have a path to net zero yet, but has a path to significant energy reductions.</p> <p>As a starting point GS and PC have met with the Royal College of Art and will be looking into whether there is some sort of partnership that they could start forging.</p>
2.1.5	<p>MSC wanted to minute the Trustees' thanks to the Head of Horticulture Errol and his team for the fantastic tour of the gardens. A positive comment was also received about the signage in formal learning.</p> <p>KS made the Board aware that the organisation no longer needs to complete and provide RIDDOR forms to the Health & Safety Executive, unless the accidents are work related. Previously, RIDDOR forms were provided for public accidents.</p>
2.1.6	<p>Awards: Congratulations on winning the London Muddy Stiletto Award</p> <p>Digital stats: MSC noted that it would be good to see how the organisation could leverage social media more, as the digital stats had declined. He suggested that the organisation should have some type of follow up arrangements in place for people who are recognized as having a public profile.</p>
2.2	Programming Presentation
2.2.1	<p>PC presented the exhibitions, festivals and performances that are coming up and planned for future years.</p> <p>PC explained the strategic drivers for the programme, notably audience engagement and development, social practice and decolonization. Income generation through ticket purchases and what is spent in the museum whilst onsite is also reviewed.</p>
2.2.2	The programme is very much about partnership and collaboration. Both digital and onsite events are planned. Themes are reviewed each year and matched to the planned activities. A balance is sought between income generation and audience activity.

2.2.3	The free exhibition offer is more about diversifying the audience and diversifying within the target segments. The aim is to target underrepresented communities and try to build longer-term opportunities for visitors from those communities.
2.2.4	Recent exhibitions with partners have been focusing around the African and Caribbean collections. In the last year, focus has also been on South Asian, East Asian audiences with the Tea exhibition and others like the Australian collections. The free offer is consistently tracking above visitation to the museum as a whole. The free offer is also pulling a high number of first-time visitors.

Agenda #:	FOR DECISION
3.1	Nature + Love Capital Project
3.1.1	KW introduced the Project Managers involved in the Nature + Love project, who provided content for the paper on the increased cost requirement for Nature + Love.
3.1.2	The Nature + Love Project Managers joined the meeting and explained the project requirements. The project is currently forecast to be £3million over budget. Some of the reasons for this include there being a limited number of tenders for the landscape contract with a number of tenders dropping out, some areas of work are more complicated than originally anticipated, and some areas within the quotes were for higher specifications that requested.
3.1.3	The contractors anticipate that they will be on site longer than originally anticipated. The longer that they are on site the more expensive it would be. The contingency has been kept at 7.5%, so the more the costs go up the higher the contingency amount.
3.1.4	National Lottery Heritage Fund have indicated that the museum could request an uplift of up to £1m towards the shortfall. The conditions to this offer would be for the museum to match fund the amount provided by NLHF. This means that £800k would need to be taken from reserves and the rest possibly from additional fund raising.
3.1.5	KW explained that the key elements of the project will still remain with Option C, which is why this option was recommended by SMT. Option C would bring the adverse budget forecast down to £1.8m. If £1m additional funding is received from NLHF, the museum will need to match fund from using £800k from reserves and receiving additional funds from elsewhere. It had been agreed at the beginning of the project during a previous Trustees' meeting that up to £800k could be taken from the business development reserves to fund the project if necessary.
3.1.6	The Board of Trustees agreed to the following: 1) That the project should go ahead. 2) That they are happy to go with Option C. 3) A fund request for just under £1m should be submitted to the National Lottery Heritage Fund (NLHF).
3.1.7	As a further update to the Board KW explained that PT will be helping her to submit the full business case to DCMS. The first draft of the full business case needs to be submitted to DCMS by 19 th August 2024 and the final business case needs to be submitted by 2 nd September 2024. The Committee meeting will follow at the end of September 2024 and the project will commence in October 2024.

3.2	HMG Annual Report and Consolidated Financial Statements to 31 March 2024
3.2.1	MED presented the HMG Consolidated Financial Statements, the Reserve Policy which remains unchanged and Letter of Representation. Also presented was the Management letter from External Auditors, which did not flag any major concerns.
3.2.3	MSC stated that so much has been done with lots of imagery, so wondered if more could be done to the annual document to bring it more alive. It was also noted that there was nothing mentioned about Safeguarding and that some information appeared several times in the document. As the document was prepared by MED's predecessor and had already been reviewed and agreed by the external auditors and Audit Committee, it was agreed that any suggested changes will be made to next year's annual document.
3.2.3	<p>MED suggested that a new annual report could be developed in the future for the Horniman Museum website. This report could include more glossy information about what the organisation does. This report could also be used by the fundraising team when seeking new and additional funding.</p> <p>The Annual Report and Consolidated Financial Statements to 31 March 2024 was approved by the Board of Trustees.</p>
3.3	<p>Changes to the Bank Mandate</p> <p>ME explained that due to changes in personnel resulting from leavers and starter, the Board are asked to approve the recommended changes to the bank mandate. The Board confirmed their approval of the recommended changes.</p>
3.4	<p>Licences for Land Adjoining Nature Trail</p> <p>GS explained that there are 2 things that were requested during the previous Board meeting. The first one was a plan of the land. A small plan was included in the Board papers, which displays land at the end of the residents' gardens.</p> <p>The estimated total value of the land is circa £132k if the land was to be sold. A Surveyor will be instructed to provide license valuations. Although this will not be not a huge amount GS proposes that licences are agreed to regularize the position.</p> <p>The Trustees agreed to GS's recommendation, to agree licences with the residential property owners.</p>
3.5	Designated fund in Reserves for Restitution costs
3.5.1	PC gave a verbal update to the Board in the previous meeting, and they had requested a paper setting out the costs and position to be presented in this meeting. PC explained that an average of circa £30k per year with a small contingency is estimated.
3.5.2	Costs can vary widely between years, so what is being requested is £100k as a designated fund in reserves for restitution, for an initial period of 3 years, and costs will continue to be monitored.

3.5.3	<p>PC explained that seeking external support would always be the first option, and that funding from reserves would only be sought if external support couldn't be obtained. As this would need to be displayed in the financial accounts, to mitigate the risk of receiving a flood of restitution requests, the text in the accounts would need to be carefully considered.</p> <p>The Trustees confirmed their approval to the restitution cost strategy.</p>
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Agenda #:	FOR INFORMATION
4.1	Audit Committee
4.1.1	The Chair of the Audit Committee RD presented the Audit Committee Annual Report from the internal auditors. The internal auditors provide their final report for the year, which summarizes the work that they carried out during the year.
4.1.2	Redacted
4.1.3	The Committee recommend that the HMG Report and Financial Statements for the year that ended on 31 st March 2024 be adopted by the Board. RD also presented a summary of the minutes of the meeting held on 13 th June 2024.
4.2	<p>Capital Projects Board Minutes</p> <p>SH presented a summary of the minutes of the meeting held on 5th June 2024. SH also stated that the new Head of Estates joined the Capital Projects Board meeting for the first time in June, and thought she was a good hire.</p> <p>MSC asked about the leak in the CUE building roof. KW confirmed that there was a leak and it is covered by guarantee, as the roof was recently completed.</p>
4.3	Annual Staff Monitoring report
4.3.1	ME presented the annual staff monitoring report, which includes the number of days sickness per person and various other year-on-year statistical movements. MSC suggested that more statistical information on diversity should be added to the report, as this would also be helpful.
4.3.2	MED commented on the museum's sickness policy, where an additional month's full pay is given for each year that an employee works for the organisation, which is capped at 6 months full pay after 6 years. ME also stated that comparisons will be made against the policies of other museums when updating the HR policies.
4.3.3	It was also noted that staff turnover had increased over the last 18 months, which mainly appears to be due to staff moving to jobs on higher salaries in similar roles. ME made the Board aware that a benchmarking exercise on staff salaries is planned later in the year, where roles and responsibilities will be benchmarked against other museums and similar organisations in the industry. The last benchmarking exercise was completed three years ago.
4.4	<p>Annual Visitor Report</p> <p>GS presented the annual visitors report, which was noted as being received and read by the Trustees. MSC stated that the museum is not hitting its strategic target, which is an area to revisit.</p>

4.5	<p>Health & Safety Report</p> <p>KW presented the Health & Safety report, which was noted as being received and read by the Trustees. KW stated that the amount of H&S training that staff completed last year was very impressive. KW confirmed that staff are required to complete Health and Safety training every 3 years.</p> <p>MSC stated that the Trustee training should also be acknowledged. KW will be going through the fire safety strategy recommendations with the Head of Estates.</p>
4.6	<p>Corporate Risk Register Report</p> <p>MED presented the Corporate Risk Register report, which was noted as being received and read by the Trustees. MED explained that during the Audit Committee meeting, the Committee confirmed that they were happy to look at the risks in more detail during those meetings.</p> <p>As only the top-level risks and significant movements would be shared with the Board of Trustees, RD asked if the Board would be happy with this arrangement.</p> <p>The Board agreed that reviewing the risks in greater detail during the Audit Committee meetings would help to manage risk a lot more effectively.</p>
4.7	<p>Horniman Museum Enterprises</p> <p>NI presented the Horniman Museum Enterprises Annual review, and spoke in more detail about the results. He started that it was a very positive year.</p> <p>The organisation is now waiting for the new Director of Audiences and Income to join in August 2024, and for the Head of Commercial who recently left, to be replaced sometime in the near future. GS stated that interviews were held for the Head of Commercial, but none of the candidates so far interviewed were a good fit for the position. The Head of Commercial job has now been placed on hold until after the new Director of A&I joins.</p> <p>NI also presented a summary of the minutes of the HME Board meeting that was held on 2nd May 2024.</p>
5.0	<p>Any other business</p> <p>Board meeting scheduling – MSC suggested that Board of Trustees meetings for the next 12 months are arranged in advance around related deadlines.</p>

MEETING CLOSED

ACTION PLANNER

Action planner brought Forward from 11/07/2024 Trustees Meeting

Ref:	Agreed Action	Target date	Date closed	Update	Owner
AP3.4	Obtain license valuations and progress update in advance of next Board meeting	Oct-2024			GS / MED
AP3.2.1	Update Reserves policy presentation to clearly layout what each area of reserves represents	Oct-2024			MED
AP5.0	Agree meeting dates with Chair for the next 12 months	Aug-2024			MED