

The Minutes of the **Board of Trustees Meeting** of the Horniman Public Museum and Public Park Trust, held in the Museum Meeting room, Horniman Museum and Gardens, 100 London Road, SE23 3PQ, on 6th February 2025.

| PRESENT | |
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| Michael Salter-Church (MSC) - Chair | Somi Umolu (SU) – Vice-Chair |
| Diana Maine (DM) | Rod Taylor (RT) |
| Mayowa Ochere (MO) | Roma Dibua (RD) |
| Nicholas Wyver (NW) | Simon Hesketh (SH) |
| Nico Iacuzzi (NI) | Michelle Edward (MED) – Secretary |

| IN ATTENDANCE | |
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| Gordon Seabright (GS) - Chief Executive | |
| Michelle Edward (MED) – Director of Finance & Corporate Services | |
| Annie Duffield (AD) – Director of Audiences & Income | |
| Kirsten Walker (KW) – Director of Collections Care and Estates | |
| Peronel Craddock (PC) – Director of Content | |
| Nicola Mclean (NM) – Board Apprentice | |

| APOLOGIES | |
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| Eva Appelbaum (EA) | |

| Agenda #: | GOVERNANCE |
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| 1.1.1 | <p>Welcome the new Board Apprentice The Chair welcomed the new 2025 Board Apprentice Nicola Mclean who joined the Board meeting for the first time. Around the table, each Trustee and Senior Management Team member introduced themselves to the new Board Apprentice, who also introduced and provided background about herself.</p> |
| 1.1.2 | <p>Apologies and declaration of conflicts of interest Apologies received from Eva Appelbaum. No new conflicts of interest were declared</p> |
| 1.2 | <p>Draft Minutes of the meeting held on 17 October 2024 The minutes of this meeting were circulated, and the contents noted. The Chair commented on section: 3.6.6 relating to the policies. He asked for the note to add that the policies were agreed as well as being approved. The minutes were approved as a true record of that meeting with the recommended changes mentioned.</p> |
| 1.3 | <p>Matters arising from the Minutes The Action Planner has been circulated and the contents noted. The following update was given: <ul style="list-style-type: none"> A copy of the Reserves policy and breakdown of the items in Reserves were provided. All other action points have been completed or are due for completion by the next board meeting. </p> |

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| 1.4 | Recruitment of New Trustees |
| 1.4.1 | The Chair: MSC made the Trustees aware that the Secretary of State has agreed to the appointment of three new Trustees. The recommended candidates will receive a formal letter from the Secretary of State, asking them to accept their appointments, followed by normal DBS security checks before officially being appointed. As a Trustee dinner was arranged after the meeting, MSC extended the invitation to the new Trustees, and one was available to join. |
| 1.4.2 | MSC shared background details of the candidates being proposed for appointment. Expertise in Finance, Capital Projects and Legal is being sought in this round of appointments. There was a range of excellent candidates deemed appointable by the DCMS process and the final appointment will take into account the Horniman's commitment to issues such as ecology. MSC made clear that the new Trustees are appointed by DCMS and the focus is on what each person could contribute as a Trustee, rather than the organisation they worked for. |
| 1.4.3 | MSC gave insight of the application process. There were 38 applications, and 14 shortlisted for interview. 45% were women, 13% from an ethnic minority background, 5% declared a disability, and 8% were from outside London. These statistics were relevant because the Secretary of State encourages more people with those backgrounds to apply from across the UK. The new Trustees will increase the total number of Trustee members to 12. |

| Agenda #: | FOR DISCUSSION |
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| 2.1 | Management Report Oct – Dec 2024 |
| 2.1.1 | Redacted |
| 2.1.2 | GS made the Board aware that he would soon be traveling with the Music Curators to meet with Dame Evelyn Glennie's in Huntingdon. GS had written to Ambassadors when he joined the museum and she was one of the few that came back to positively engagement and was open to further discussions. |
| 2.1.3 | GS will be travelling to Kyiv, Ukraine to support the Khanenko Museum. They will be putting on Ukraine's first exhibition of African art. The plan is to help them have an African heritage voice there. GS will also discuss with DCMS what could be done with Khanenko on a longer-term basis, to aid the partnership of UK cultural Institutions with Ukrainian cultural institutions. The hope is for this to be part of the Government's 100-year friendship deal with Ukraine. |
| 2.1.4 | GS will also be traveling to San Francisco as the Aquarium team felt that the best comparator for the Horniman was the Steinhart Aquarium there. GS will arrange to meet with the Steinhart Aquarium team with the intention to return with ideas as to how the aquarium and activity in the Horniman can be improved. |
| 2.1.5 | DM acknowledged that the Head of Fundraising, Sarah Cook, will be retiring and wanted to pass on thanks and wish her well from all the Trustees. DM commented on how great it was to see that the recent grievances amongst Security staff had been resolved. She received positive feedback directly from a member of the team. |

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| 2.1.6 | NW asked about the Horniman's relationship with DCMS regarding restitution and government funding. PC confirmed that DCMS remain very supportive. The Charities Act could potentially be amended to allow institutions more freedom to act on restitution. More clarity will be received in April 2025. That would allow the Board of Trustees in museums to make decisions on returns up to the value of £20,000 without going through Charity's Commission. |
| 2.1.7 | MO asked for more details around the café customer services. AD explained that there have been some improvements in Customer Services, but the speed of service needs to improve. The owner of the new café operator also recognized the issues and plans to address them through staff training. Whilst the average value of transactions is ok there is a need to grow the number of transactions. |
| 2.1.8 | RD queried the number of memberships either being cancelled or not being renewed. The higher number could be attributable to reduced offers on site and fewer visits being taken. AD confirmed this was the case and historical trends also showed a higher level of cancellations / non-renewals. |
| 2.1.9 | MSC spoke of the importance of engaging with people and building relationships that would lead to donations. He would like Trustees to think more about this and plans to do one or two informal dinners with a working-title of "the Chair's Circle". They will be designed to raise funds and/or pro-bono support e.g. in areas such as digital, communications and marketing. |
| 2.1.10 | MSC shared insight from the Association of Leading Visitor Attractions (ALVA). He spoke about the concerns around funding and the impact of the employer's National Insurance increase. Most organisations in the culture sector have been struggling with memberships and visitor numbers, it's a tough time across the sector. |
| 2.1.11 | RT acknowledged new and dynamic improvements being made in the corporate services area and the progress being made with Cyber Essentials by the IT team. He asked if the IT team had been approached by DCMS regarding Secure-by-design (SBD), which is the next big thing to roll out after Cyber Essentials. MED explained that the IT team were aware of SBD, but are currently working towards achieving the Cyber Essentials Accreditation by upgrading systems and software. The IT team are still on track towards achieving this within the next couple of months. |
| 2.2 | Nature + Love Project Status update |
| 2.2.1 | The Director of Collections Care and Estates: KW presented the report and confirmed that planning permission was finally approved by Lewisham Council. Two contractors are now on site; Blakedown, the landscape contractor and Rooff. |
| 2.2.2 | Blakedown was hoping to start work on the new café near the boating pond, but discovered that there's a tree in the way. An addendum has therefore been submitted to Planning for the tree to be removed. There are currently issues with the architect due to staff changes and fee increases. The architect who would normally work with the museum leaves before their successor joins and the lead architect has been on extended holiday. |
| 2.2.3 | KS explained that there have been project cost increases for a range of reasons. As Trustees had previously agreed to use up to £400k from capital reserves, there's an increased possibility that this may be required. KS asked for Board approval of the software tender. MED agreed to add an approval ballot to the Onboard platform for Trustees to formally vote electronically. |
| 2.2.4 | The Board of Trustees approved the software tender via electronic ballot on 10th February 2025. |

| Agenda #: | FOR DECISION |
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| 3.1 | 2025/26 Group Budgets |
| 3.1.1 | The Director of Finance and Corporate Services: MED presented the consolidated group budget for 2025/26. Whilst the funding from DCMS was confirmed with an uplift in GIA and Capital funding to prior year, assumptions had to be made in other areas. Overall, a small surplus for the group is forecasted. |
| 3.1.2 | MED explained there be an impact on budgets from the salary benchmarking exercise which will conclude before July, when salary increases are due to start. There will be more clarity to present Trustees in future Board meetings. |
| 3.1.3 | MSC wanted to check Trustees were comfortable with the uplift in budgeted income, given it's a challenging market at the moment and the museum could be faced with cost increases during the year. AD explained that the income incorporates the new income streams planned. HME Board members confirmed they were comfortable with the budgeted income. |
| 3.1.4 | The Board of Trustees approved the 2025/26 Group budgets. |
| 3.2 | Corporate Plan 2025-2028 |
| 3.2.1 | The CEO presented the draft Corporate Plan 2025-2028. GS confirmed that the corporate plan has been revised since the last Board meeting, which considered the comments of the Board and Section Leads, the next tier below SMT. |
| 3.2.2 | AD confirmed that a glossier less detailed version will be produced for the website. The current more detailed version of the corporate plan will be available to all staff. There is a chart at the end of the Plan what will be useful to help staff understand the link between the Plan and their performance planning and review (PPR). PC added that behind this document is a detailed workplan for each team. Further discussions continued about the corporate plan in more detail, which covered decolonization, the new Climate Change role, corporate values, and the 125-year plan. |
| 3.2.3 | MSC stated that this has been shared with DCMS with submissions, but no formal feedback has been received. He therefore suggested that the Board approve the corporate plan subject DCMS confirming that there's nothing else that needs to be captured in the corporate plan. MSC would then agree the Plan on behalf of Trustees. |
| 3.2.4 | The Board of Trustees approved the 2025-28 Corporate Plan on that basis. |

| Agenda #: | FOR INFORMATION |
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| 4.1 | Knowledge Information Management Jonathan Whitson-Cloud (JWC); Head of Knowledge Information Management joined the meeting to give a presentation on how information can be digitally managed and stored in cloud-based software like Microsoft 365. The Board thanked him for his excellent presentation and work in this area. |
| 4.2 | December 2024 Financial Results & Forecast |

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| 4.2.1 | The Director of Finance and Corporate Services: MED presented the December 2024 Financial Results and full year forecast. MED explained that each SMT member met with their teams to identify what potential cost savings could be found in the remaining months. On the income side, the additional £357k Public Bodies Infrastructure Fund from DCMS was gratefully received and added to the latest forecast. Some of the funding was provided for projects that the Horniman had already committed to and spent money on. |
| 4.2.2 | Whilst SMT were able to find potential cost savings within their business areas, an exceptional additional cost of £146k had to be added to staff costs, relating to pension liabilities for some staff made redundant in 2021. These staff had company pensions, and whilst the previous Director of Finance had been notified of the liability and kept a provision in the accounts for 3 years it was at the end of the 2023/24 financial year that the provision was written off. |
| 4.2.3 | The forecasted end of year deficit is marginally favorable to the original budgeted deficit. |
| 4.3 | Horniman Museum Enterprise (HME) Minutes and Trading Report for the HME Board Meeting held on 20 Jan 2025 |
| 4.3.1 | The CEO, as chair of HME, presented the Horniman Museum Enterprise (HME) Trading report. The full year net profit forecast is below the original budget, primarily due to fewer visitors and disruption to the museum of having the main gallery closed. |
| 4.3.2 | A clear out of the shop and selling older stock at a discount has contributed to the reduced profit margin. Whilst the café has also underperformed there's been strong performance on venue hire. The good news is that the new Head of Commercial will be joining in March. |
| 4.3.3 | The HME budget was approved by the HME Board with an increased profit margin to the current year. The main reasons for the increase are due to the anticipated improvements in the café and retail, with more non-wedding events planned and the introduction of summer concerts. |
| 4.3.4 | The HME Board discussed the old café debt. Several attempts have been made to recover the money, and one last attempt is being made to record the Horniman's interest with the café company's liquidator, as the company has now gone into administration. The Board agreed that it's unlikely that the money will be recovered. |
| 4.3.5 | RT was asked to share some insight on venue hire during the HME Board meeting. RT also gave the Trustees insight into the events business, and the potential opportunities that could be considered by the Horniman Museum. |
| 4.4 | Audit & Risk Committee update and Minutes for meeting held on 21 Nov 2024 |
| 4.4.1 | The Chair of the Audit Committee: RD presented the minutes of the last meeting. RD explained that the internal auditors attended the meeting and presented the following: <ul style="list-style-type: none"> • Estates Management Audit Report • Internal Audit Progress Report and changes on IA standards. |
| 4.4.2 | There were no significant issues or red risks raised as a concern. There were 4 amber findings of medium priority and 2 low priority findings, but overall they were satisfied and made a number of recommendations - all of which were accepted by management. |

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| 4.4.3 | The Committee discussed the retendering of the external audit contract, as its due for retendering in November 2025. However, the Committee agreed that due to the recent changes in personnel, in both the museum with a new Director of Finance and in MKS a new Audit Partner, the retender will be deferred for at least another year until 2026. |
| 4.5 | Corporate Risk Register highlights |
| 4.5.1 | The Director of Finance and Corporate Services: MED presented the updated corporate risk register and highlighted the key changes. The risk relating to the current year PBIF funding pledge by DCMS was increased. This is as a result of delays in the Nature + Love project creating a risk that funds will not be spent by the agreed 31 st March 2025 deadline. |
| 4.5.2 | The risk relating to the legal dispute with the previous café contractors has now been reduced, as no further legal action is planned to recover the debt and the café company is now in administration. |
| 4.5.3 | Some out-of-date risks were removed from the corporate risk register, which includes post covid risks around Brexit. More updated economic and environmental risks were instead added. RT advised further considerations around the residual risk scores, as some of the inherent risks have mitigations and actions that could potentially reduce the residual risk. |
| 4.6 | Capital Projects Board Minutes for the meeting held on 4 Dec 24 |
| 4.6.1 | The Director of Collections Care and Estates: KW presented the minutes of the last meeting on behalf of the Chair of the Capital Projects Board. There were a number of key projects brought opt the Trustees attention, which include development work on the building management system, Collection Centre drainage, replacing fire doors in line with fire strategy recommendations, staff accommodation refurbishments, security infrastructure upgrades and compose heap repair to the base unit. |
| 4.6.2 | 40% of the projects are completed, and the aim is to complete the remainder by the end of March 2025. |

| Agenda #: | ANY OTHER BUSINESS |
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| 5. | <p>Nomination for 2025 Metro Pride Awards</p> <p>The Vice-Chair: SU acknowledged MSC's nomination for the 2025 Metro Pride Awards, for his business ally work at Openreach. The Trustees all wished him the best of luck.</p> |

| Agenda #: | CLOSED SESSION |
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| 6. | The Board of Trustees had a closed session. |

MEETING CLOSED