

HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held in the Pavilion, on Friday 9 July 2021

Present

Eve Salomon
Caroline Cole
Geoff Crossick
Bunt Ghosh
Simon Hesketh
Nico Iacuzzi

Sarah Kemp
Clare Matterson
Mayowa Ochere
Carole Souter
Helen Williams

Roma Dibua (prospective trustee - observer)

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. Trustee closed session

In light of the fact that the Chair had only a year remaining of her term of office, the board agreed to commission a governance review in accordance with DCMS and Charity Governance Code guidelines in order to ensure a healthy and comprehensive handover to the next chair.

2. Apologies for absence and conflicts of interest

The Chair welcomed everyone to the meeting.

There were no 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 27 May 2021 were agreed as a true record, with the addition that there was full attendance from the board – no apologies were made.

3.2. Management reported that there is plan to trial a small online shop offer in collaboration with a supplier for printed t-shirts. The supplier will host the webshop which will sit on our website and profits will be split. This will be used to explore the demand and whether this should be developed further.

3.3. The Chair noted that there was an action on her to ensure that the restitution sub-committee should hold an initial meeting. However, as she is not on the sub-committee, its own members need to do this.

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

4. Appointment of new trustees

Trustees approved the appointment of Eva Appelbaum and Roma Dibua as trustees and welcomed the latter to the meeting as an observer. Eva sent her apologies. The appointments will be for a four year term commencing from the October AGM and Board meeting. Roma was also appointed as Audit Committee Chair from this date.

5. Management report

The CEO presented the Management report for April to June 2021 and highlighted the following:

- 696, the major project for summer has already begun to attract a wider audience.
- Fundraising has been very successful in the period, with a great success rate against applications submitted.
- The Voluntary Redundancy Scheme has been successfully completed and the minor change process is now underway. Consultations have been extended a few days but so far no major stumbling blocks have been revealed.

Trustees paid tribute to the CEO for his leadership and the efforts of all his staff during the year and congratulated them on the success of the fundraising which reflects the strength of current projects. Communications had also been excellent and remained positive during the period of the pandemic.

The following queries were raised:

- Have there been any problems from not opening on a Wednesday? *There hasn't been any major pushback from the public, just a few individual comments. Our communications are not saying this is permanent. There are some income generating opportunities with the Wednesday closures e.g. filming. This will be reviewed mid-August.*
- What has been the impact of the IT Manager leaving? *The team are being managed by another Head of Section in the interim with technical support from an external consultant. The ongoing requirements and state of the infrastructure are being reviewed with recommendations and priorities. This should be completed by the autumn.*
- ACE and other funders are requiring more and more evaluation, will the ACE Impact and Insight toolkit be sufficient? *Although these have still to be proven they will need to be used more particularly as a management tool and the results brought to trustees. Other forms of evaluation will still be needed particularly for the National Heritage Lottery Fund (NHLF). A new post was created this year to help look at data and help bring it together.*
- In addition to having good projects why has fundraising improved so much this year? *There is a good team which is working well together and the CEO is very engaged with fundraising. In the case of the Kusuma Trust they don't accept applications and we were approached by them after they heard about our environmental work.*
- Now that the museum has reopened what opportunities might there be for marketing? *Future marketing opportunities will be developed once the new Content team and Events delivery team are in place.*
- How are we going to measure how 696 and HAIR contribute to diversity? *This will be done via a post-event questionnaire, initially online but shortly moving to face to face. We also want to develop a 696 legacy and have begun an exercise mapping relationships built by the curator. The Lewisham Borough of Culture will also bring opportunities to build on this.*
- How is staff morale after the VRS and reopening of the museum? *It is mixed depending on the section, with some front of house staff affected by concerns over*

the reopening but most are pleased to return to work. There was a lot of anxiety when the VRS was announced but relief when it was confirmed that there would be no compulsory redundancies.

Management updated trustees on plans for visitors and staff from 19th July when the remaining Covid restrictions are lifted:

- Staff – we are in the process of clarifying our expectations regarding returning to work onsite and are currently proposing that full time staff work a minimum of two days on site. Working arrangements will need to be discussed with line managers especially where office spaces are cramped.
- Visitors – we are following ALVA guidance and plan to keep some restrictions in place.
 - Reduced capacity will be retained but gradually increased.
 - Advance booking will remain in place but more walk-ins allowed.
 - Keeping social distancing but reducing to 1m.
 - Recommend/encourage the continued use of face masks.
 - Further clarity is awaited on the use of Test & Trace.
- Next phase from September:
 - Shop to return to original location.
 - Schools to return to the Education Centre.
 - Retain the one-way system, but via the Main Entrance.
 - Cautiously lifting restrictions.
 - Training for staff and providing Q&As for any public challenge.

Trustees agreed that the proposals sounded sensible.

The Management Accounts for the two months to 31 May 2021 were reviewed by the Board. Results are in line with expectations.

6. ACE – extensions bid 22-23 and Investment Principles

The CEO provided a verbal update on the ACE 22-23 extension bid:

The bid consisting of a draft business plan and budget, is due to be submitted by 15 September 2021. The outcome will be notified in December and final documents will need to be submitted in January.

The expectation is that the draft business plan will just be an extension of our current Corporate Plan but needs to include information on how we plan to embed the ACE Investment Principles (IPs) and more detail on plans to meet the Inclusivity and Relevance Principle. The CEO again summarized the content of the IPs.

As the submission date is before the next Board meeting it was agreed that a draft would be circulated electronically.

These documents can then be refined at the October Away-day where the Board will have an in-depth session on the IPs, as well as looking at the next 3 year bid.

It was noted that the IPs have more emphasis on governance and need to be considered and referenced at Board meetings where relevant.

7. ACE update (relationship manager)

This item was deferred until the December meeting as the ACE relationship manager was unable to attend this meeting.

8. Risk register

Trustees reviewed the new risk register which had been developed by senior management in conjunction with the Head of Internal Audit. It was noted that this is a work in progress and will be further refined before and at the October Away-day when the Head of Internal Audit will be leading a workshop with trustees on risk, thinking particularly about risk appetite. The Audit Committee Chair confirmed that the process of refreshing the risk register had been reviewed by the Audit Committee which had agreed that it was a good and useful piece of work. The Board were reminded that behind the corporate risk register there were separate risk registers for each area of the Horniman's activity which cascaded into it. Trustees made the following suggestions for improvements in the risk register:

- Include an 'If' and 'What' statement in the description of the risk.
- Include a separate risk on Cybersecurity.
- Include an explicit risk on the pension fund.
- Review the consistency and appropriateness of the ratings.

9. Audit Committee

9.1 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 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.

9.2 Minutes of meeting of 8 June 2021

The Chair of the Audit Committee presented the minutes of the last meeting which had included receipt of both the internal and external auditors' annual reports.

9.3 Reserves Policy 2021

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

9.4 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.

9.5 Health & Safety Report

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

The Chair thanked Sarah for her work as Chair of the Audit Committee and for the confidence and assurance provided.

10. Capital Projects Board

10.1 Minutes of the meeting on 16 June 2021

The Chair of the Capital Board presented the minutes of the last meeting and was pleased to report that the work on the Butterfly House was now substantially complete and off the agenda.

The only major project is Nature and Love where there is currently an issue around scope, cost and funding.

The Board noted that the Stage 1 submission to the NHLF is due in mid-August. There is approximately £2m shortfall in the funding and therefore the budget needs to be cut further. Some elements of the building work are being removed and will be included in a Spending Review bid for Capital as essential maintenance. A DCMS loan is unlikely to be a viable solution to the shortfall as it seems unlikely that sufficient additional income would be generated by the Kinder Café and also there is a reluctance to commit future Boards to such repayments so far in the future.

It was suggested that the Kinder Café could be put to DCMS as a 'spend to save' initiative in the forthcoming Spending Review.

The Board agreed that further time needed to be spent discussing the project and the overall vision and ambitions of the Framework Plan and that time should be set aside at the October Away Day.

£500k from the Development Fund was approved as matching funding for the project.

11. Restitution sub-group terms of reference

The terms of reference were approved by the Board subject to review and amendment of some of the wording of the policy by the sub-group.

12. Annual staff monitoring report

The Board received and noted the reports for 2020/21 monitoring workforce data.

It was noted that staff training was significantly reduced due largely to the lack of availability of face to face training during the year. Although staff on furlough had been able to take the opportunity for training these had been mostly much shorter on-line modules.

Staff turnover was understandably low but has now picked up so isn't currently a concern.

It was noted that there are no staff under 20 years old and it was suggested that more ways should be considered to encourage more applications from this age group.

13. Horniman Museum Enterprises

The annual review was presented by Nico, who pointed out that a result of c£14k profit was a good result in the circumstances. During the year a lot of time had been spent by the HME Board in reviewing the relationship with the Café and putting in place new procedures and controls to enable better management and monitoring of this relationship and its performance going forward.

Re-tendering of the venue hire catering contract had been paused due to the pandemic.

14. Disposals

The following disposal was approved:

D2019.8 Transfer of a manilla from the main collection to the handling collection.

15. AOB

Visitor survey

A question was raised about the measures used for ethnicity in the annual survey. Management confirmed that the same breakdown was being used as previously and these are aligned to funders requirements, however they would check what is actually captured.

Trustee retirements

The Chair expressed the gratitude of the Board to Sarah and Geoff for all their contributions over the years.

Minutes ref:	Action	Date due	Who by	Progress
b/f	Internal audit to do workshop on risk appetite	October	PT	Away day agenda
b/f	Restitution sub-committee to meet to agree process	October	CS/CM	Agenda item
6	Send draft ACE business plan and budget to Board before submission.	Early September	NM/PT	Completed
8	Review and update the risk register	October	SMT	Away day agenda