



**Minutes of the Board Meeting of the Northern Ireland Museums Council
Via Remote Access – Microsoft Teams
Tuesday 28 Sept 2021**

- Board Members:** Nora Douds (Chair), Yvonne Boyle, Jayne Clarke, Elizabeth Crooke, Neil Hamilton (Vice Chair), Brona Moffett. Julie Andrews, Sean Barden, Helen Perry, Kelly Robinson, Nuala Toman
- Absent:** Cllr Rory Farrell
- Quorum:** Yes
- In attendance:** Siobhan Stevenson, NIMC Director
Karen Magowan, NIMC Business Executive Officer

No Item

1. Welcome and apologies for absence

N Douds (Chair) welcomed everyone.
No apologies were received

2. Chair's Business and Conflicts of Interest

NIMC Membership

The Chair, as delegated by the Board, approved Associate Membership applications from three individuals. Note: it is only when payment has been received that an individual/organisation becomes a Member.

New Members

- David McGivern – individual
- William Kelly – individual
- Andrea Hutton - individual

Cancelled Members

- Ben Spencer – individual
- Daniela Molinari – individual

Retiring Board Members

It is the final meeting for a number of our outgoing Board members.

Helen Perry was thanked as Board member.

Sean Barden was thanked as Chair of the Grants Committee and Board member.

Neil Hamilton was thanked as Vice Chair, as well as for his time on the Grant and ARAC Committees, as well as a Board member.

Elizabeth Crooke was thanked as former Chair, as well as Chair of Business Planning Committee and as a Board member.

Recruitment of Board Members

The following members have been nominated to the Board.

The Northern Ireland Regional Curators Group have now agreed that the officers elected at the AGM will be the nominees to the NIMC Board these are:

Heather McGuicken (NIRCG Chair)
Jayne Clarke (NIRCG Vice chair)
Paul Allison (NIRCG Secretary)

The University nomination has passed to Queen's University Belfast. They have nominated: Dr Leonie Hannan School of History, Anthropology, Philosophy and Politics Queen's University Belfast.

After a call to the Independent Museums, Mark Kennedy (Railway Preservation Society of Ireland, Whitehead Railway Museum) has been nominated.

Recruitment of Committee Members

New committee members have been appointed as follows:

Grant Committee- Simon Hunter as new Co-opted Member
ARAC - Brona Moffett will be taking up full membership of the committee

Following the AGM meeting, the Chair will be contracting Board members to request nominations for vacant posts for Vice-Chair of the Board, Chair to the Grant Committee, Chair to the Business Planning Committee and vacant Committee posts.

Conflict of Interest

The Chair asked the meeting:

- Does any Trustee have any conflicts of interest or related party matters to declare relating to any item on the agenda for this meeting?
- Does any Trustee have any conflicts of interest or related party matters to declare in general that have changed since they last completed a declaration form?

J Clarke declared an interest with regards to the Climate Grants grant and the Esme Mitchell grant for Mid-Antrim Museum.

The Chair reminded members that if any Trustee becomes aware of any new conflict of interest or related party matter since they last completed a declaration form, they should let the Director know immediately.

Action 1. The NIMC Chair to contact Board members regarding Committee vacancies

3. Minutes of Board Meeting of 29 June 2021

No amendments requested.
The Minutes were approved.

Proposed: E Crooke

Seconded: Brona Moffett

4. Matters arising from Minutes

The NIMC Director provided the Board with an update on the following:

LIST OF ACTION POINTS NIMC Board Meeting 29 June 2021			
Action Point	Owner	Action	Status
01	NIMC Director	Accreditation update in Museum Beat	Complete
02	NIMC Director	Update to Articles of Association considered for September AGM.	If required a special meeting will be held
03	NIMC Director	Update time to Board Meeting in the Business Planning Diary.	Complete

There were no other matters arising.

5. NIMC 2020-21 Business Plan

5.1 Business Performance Update – Quarter 2

The Director reminded the Board that the 2021-22 Business Plan was still in draft and had been submitted to DfC in January 2021.

The Key Performance Targets were all on track with some being delivered already. Targets around grants and training for staff have already been met.

The one area where progress has not been possible is Accreditation. ACE are beginning to process new applications from October 2021 at the request of applicants. NI Museums Council is taking forward those in progress and will consider request to progress applications after October.

Museum Trends 2021 Report has not yet been progressed due to time constraints although requirements had been reviewed and survey tools investigated.

Late Shift has been postponed until 2022-23. In consultation with museums, it was felt there were considerable risks for museums given the uncertainty with Covid.

The Director outlined other progress against the Business Plan to date. There has been good progress with a number of areas, completed particular success has been achieved in the areas securing non grant in aid funding. A total of £181,717 and €15,000 which is approximately 65%. Thanks was noted to the funders for their interest in the applications.

The Director reported on the Digital Marketing Strategy and changes to how social media is used, NIMC website, Newsletter and Museum Beat and how this will be brought together into a Strategy.

The Board noted progress to date.

Approved: J Andrews

Seconded: N Hamilton

6. Financial Position

The Director provided an overview of the financial position for the period to 31st August 2021. Variances relate to additional income. Adjustments have been made to grant programme and project funds in line with the uplifted starting position of £232k and underspend due to reduced cost for travel and expenses because of Covid.

The Board noted the Financial Position.

7. Covid Quarters 3 & 4 Working Plan

E Crooke informed the Board of a new full-time appointment to Ulster University, David Farrell-Banks, Research Associate, Museums, Crisis and Covid 19 Research Project. The Board noted that NIMC can avail of David's expertise and use him for research work for the museums sector on risk management, re-assurance and Covid 19 – before and after.

There was some discussion regarding staff returning to the office in some form of hybrid working pattern. It was agreed that there was a need to plan for a return to workspace and to move toward hybrid working. The Board discussed the need to take into account the staff's wellbeing, stress management, to retain flexibility. Liaison with NMNI is required and the following documents would need to be reviewed Working at Home Policy and the Risk Assessment and Plan.

Action 2. The NIMC Director to take forward planning to facilitate a return to the office

8. NIMC Director's Report

The Director presented her report and drew attention to the following:

- Meetings with Partner Organisations
- Access and Inclusion audits – it is proposed that NIMC uses project funding to complete these
- Student placements (8 EoI for UU and 7 for QUB)
- Dementia friendly programme
- RRR National Gallery Tour - nomination for National Lottery Project of the Year
- Museums Now
- Funding achieved from the Climate Change Fund
- Expression of interest to Esme Fairbairn Collections Fund

The ongoing issues were also reported on:

1. MOU/MOTO between NI Museums Council and National Museums NI
Feedback has been received which highlights the potential costs of developing and implementing an agreement for both parties. There seems to be no appetite for this to be carried out.

The Business Planning Committee asked that it is raised with the Board. Approaches have been made to instead secure an undertaking from NMNI that a notice period will be provided. The Board endorsed the approach and emphasised the need to have some written reassurance.

2. Articles of Association

Any change to the Articles requires discussion with DfC and approval at an AGM. The Director to research previous changes that had been suggested and bring them to the Board.

3. Partnership Agreement

A first draft based on a template issued by the Department has been completed. No further progress is reported.

The Board noted the Director's Report.

Action 3 The Director to take forward discussions with NMNI regarding a written assurance on notice period.

Action 4 The Director to research changes to the Articles of Association and bring them to a future meeting of the Board.

9. Risk Register

The Audit & Risk Assurance Committee reviewed and approved the NI Museum Council's Risk Register at its meeting on the 17 Aug 2021. There was very little change.

The following were noted in particular:

- **Risk 2**
- A1 – NIMC has been moving forward to contact those with reviews that were in progress and those Working Towards Accreditation

No new risks have been identified
The Board Approved the Risk Register

Proposed: J Clarke
Seconded: N Hamilton

10. Governance

10.1 Report to Those Charged with Governance

The Director presented the final Report. There are no changes since draft report presented and all recommendations had now been acted upon.

10.2 Bi Annual Assurance Statement

Director drew attention to areas highlighted in yellow in particular the Business Continuity Plan and implementation of Cyber Security Review.

The Board approved the Report and the Bi Annual Assurance Statement.

Proposed: J Clarke
Seconded: J Andrews

11. Fraud and Bribery Prevention Policy

The Director presented the Fraud and Bribery Prevention Policy, there are no major updates.

The Board Approved the Policy.

Proposed: N Hamilton

Seconded: J Andrews

12. Report of the Audit & Risk Assurance Committee

The Board noted the Report of the Audit & Risk Assurance Committee (ARAC) and the draft Minutes of the meeting held on 17 Aug 2021.

The NIMC Board:

- Noted the Report
- Noted the draft Minutes of the 17 Aug 2021

Proposed: Nuala Toman

Seconded: Sean Barden

13. Report of the Grant Committee

The Board noted the Report of the Grant Committee and draft Minutes of the meeting held on 22 June 2021.

Museums Challenge: Climate Change

Eight applications were received. DfC have offered funding so that all those meeting the criteria can be funded. 7 have been recommended for funding as follows:

A summary of the assessments is available in Appendix 2.

Code	Applicant	Total Cost (£)	Grant Requested (£)	Capital contribution (£)	Non-Capital contribution (£)	Score (out of 100)
CC01_21	Tower Museum	23,000	20,000	7,000	13,000	77
CC02_21	Milford House	21,500	20,000	14,500	5,500	35
CC03_21	Florencecourt (NT)	5,050.00	3,750	2500	1250	69
CC04_21	Springhill (NT)	28,450	19,150	14,800	4350	60
CC05_21	North Down Museum	21,000	19,100	11,000	8100	88
CC06_21	Mid Antrim Museum	19,550	17,550	8500	9050	83
CC07_21	Armagh Robinson Library & No. 5 Vicars' Hill	17,946	17,946	17,800	146	72
CC08_21	RPSI	22,000	20,000	20,000	0	68
		158,496	137,496	96,100	41,396	

The Board congratulated the Director on the grants funding.

RECOMMENDATION – Support seven museums at a value of £117,496.00.

The NIMC Board:

1. Noted the Report by the Grant Committee
2. Approved the Museums Challenge: Climate Change recommendations
3. The Board noted the draft Minutes of the 14th Sept 2021
4. The Board approved the Grant Policy

Proposed: J Clarke

Seconded: J Andrews

14. Report of the Business Planning Committee

The Board noted the Report of the Business Planning Committee and draft Minutes of the meeting held on 2021 and in particular the proposals for development of the Corporate Strategy. The Board commended the progress with draft strategy and felt it represented a fresh and impactful direction for NIMC.

The NIMC Board:

- Noted the Report
- Noted the draft Minutes of the 17th Aug 2021
- Noted and approved the outline Draft Corporate Strategy 2022-2025

Proposed: Y Boyle

Seconded: K Robinson

The Business Executive Officer left the meeting.

15. Review of Organisational Structure & Staffing Update

The Director updated the Board on the NIMC Staffing Matters (including Organisational Review recommendations) considered at BPC

- BPC Considered the changes in staffing, budget and grant monies since the Review was undertaken. In the light of the increased work-load it was considered that there was limited scope to reduce staffing levels at present.

The Board discussed the review and it was agreed to pause further consideration of change to structure in the light of the current context which included a period of change due to Covid and change in Board membership, recent fundraising achievements and the direction of travel with the new Corporate Strategy.

The Review was considered helpful in identifying alignment of structure, skills needs and potential outsourcing/shared services.

It was recommended that the review should be revisited in 6 months to a year and that this pause should be communicated to staff.

It was further recommended that the Development Officer post being made permanent should be raised with DfC.

Action 5. Director to communicate with staff on the “pause” to the review

The Director left the meeting.

16. Review of NIMC Director post

The Chair presented the paper from J.McKinstry with an update regarding the Director appointment, outlining that that R. Coulter will not be taking up the position of Director in December 2021. The Chair outlined the next steps and options. The Members were all in agreement at offering the post, on a full-time basis, to the current interim Director and confirmed the Chair should proceed to do so. The Board would be willing to consider a temporary adjustment to that contract (such as 0.8 appt for a limited period), should that be requested, and if the Board considers the arrangement can still meet the needs of NIMC. If the post was not accepted the Chair would update the Board regarding moving to appointment of a new Director.

Proposed: E Crooke

Seconded: J Andrews

17. Any Other Business

Business Planning Diary 2021-22

The updated Business Planning Diary was noted.

LIST OF ACTION POINTS			
NIMC Board Meeting 28 September 2021			
Action Point	Owner	Action	Status
01	NIMC Chair	Circulate email to the Board regarding vacant Committee positions.	
02	NIMC Director	The NIMC Director to take forward planning to facilitate a return to the office.	
03	NIMC Director	To take forward discussions with NMNI regarding a written assurance on notice period.	
04	NIMC Director	Research changes to the Articles of Association.	
05	NIMC Director	Communicate with staff on the "pause" to the review.	