**HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST**

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held on Friday 6 December 2019 at the Horniman Museum and Gardens.

**Present**

Eve Salomon

Bunt Ghosh

Nico Iacuzzi

Sarah Kemp

Clare Matterson

Mayowa Ochere

Carole Souter

Helen Williams

Nick Merriman (Chief Executive)

Paula Thomas (Board Secretary, Finance Director)

Victoria Pinnington (Director, Communications and Income Generation)

Tim Corum (Director, Curatorial and Public Engagement)

Kirsten Walker (Director, Collections Care and Estates)

1. **Closed session**

The Trustees discussed feedback from the annual appraisal round and agreed recommendations to improve the administration and communication in support of the board process.

The executives joined the meeting after this item.

1. **Apologies for absence and conflicts of interest**

The Chair welcomed Mayowa to her first meeting.

Apologies were received from Geoff Crossick, Caroline Cole and Simon Hesketh.

No conflicts of interest were declared.

1. **Minutes of the previous Board meeting and matters arising**
	1. The minutes of the Board meeting of 10 October 2019 were agreed and signed by the Chair.
	2. Matters arising and action points
* All action points are covered elsewhere in the agenda.
* There were no matters arising.
1. **Management Report**

Updates were given and discussions held in the following areas:

* the Chair noted the appropriateness of the change in name of the Natural Worlds project to ‘Nature and Love’
* 2.1 the drop in visitor numbers in September and October is thought to be partly due to the weather, but also that visitor numbers are beginning to tail off in general
* 1.3 profile raising – this was something that was agreed would be done after the CEO’s appointment after a discussion with the Chair. It was noted that the Horniman is doing very good work but this is not often known about more widely. An active campaign began in conjunction with PR specialists Flint.
* anything done in connection with climate change should promote positive action rather than just talking about the negative aspects. This is central to what the Horniman is doing as we seek to build on the hunger for positive action from our family audiences. The CEO is working with NMDC to co-ordinate responses and action.
* 3.2 further information was requested on the number of free family tickets given to disadvantaged local school children and the result. 545 tickets were given to schools and there was about a 20% conversion rate. Research on the results will be available in March.
* The Climate Change Manifesto will be launched at an appropriate time after the general election.
* 7. Fundraising - a grant of £72,800 has recently been awarded from the Designation Development Fund (DDF) to enable further work on the African collections. This will involve recruitment and training black researchers from local communities.
* Fundraising ethical considerations - it was noted that the Horniman has an ethical fundraising policy. It was agreed that the Chair, Bunt and Carole would form a sub group of trustees to which management could refer any issues which arise
* no fund raising bids had been successful for the Meltdown exhibition. This was largely due to the fact that most of the applications were sent out cold and that we were trying to raise funds for an existing exhibition rather than for producing a new one
* management reported that union members had now accepted the pay offer and this will be implemented in December/January. A non-consolidated payment had been agreed for those on London Living Wage (LLW) to compensate for the increase being lower than for other staff

**Annex 1** – trustees accepted the legal advice given that no further action should be taken over the breach of the restrictive covenant on 2a Wood Vale. It was reported that new legal advisers are in the process of being procured. Invitations have been sent out to suitable firms and the Chair, CEO and Company Secretary will interview in February.

**Dashboard** – the drop in spend per visitor number was queried. Management explained that the last quarter was exceptional. It was agreed that it would be useful to look at trends rather than just quarter to quarter comparisons and management agreed to include trends in future reporting.

**Management accounts –** trustees reviewed the accounts and summary. There were no further comments.

**4.1 Repatriation paper**

This progress report on work to date was presented by the CEO and the following areas highlighted:

* Mask – the question of the repatriation of this object was brought to the Board a few years ago but stalled due to concerns about demonstrating its legal status. This will be brought back to the Board for consideration once it has been through the Acquisitions and Disposals Committee.
* Australian collections – Manchester Museum recently returned some of their secret sacred objects. The Horniman has 30-50 objects it is likely to be asked to return. More work needs to be done to make sure all the documentation is in place in anticipation of such a request.
* Human remains – some have already been repatriated. More work needs to be done on the documentation of the remaining material.
* Benin bronzes – this area is moving quickly with Jesus College, Cambridge recently deciding to return their cockerel. The Guardian has started a campaign asking for information on Benin artifacts. The Horniman is proposing to submit a list of objects held. It was agreed that this should be kept short and factual and that it should be made clear that we are working through a process which includes holding discussions with representative local communities before deciding any further response. The process and governance issues need to be stressed. It was suggested that a statement also be put on our website. Management were asked to notify trustees once the list had been sent to the Guardian.

It was agreed that it would be useful for the Board to have a training session on repatriation and decolonization so that they had a better understanding of the breadth of principles and issues involved. The Chair and CEO will discuss how this can be incorporated into the March meeting. It was suggested that after the initial training it might be useful to have some external input to stimulate thinking. This would help the Board be clear about the criteria it would apply when considering individual requests for repatriation, above and beyond the general policy.

1. **Risk Register**

The risk register was reviewed by the Board and the red risks noted. The website remains a red risk but this has reduced since last quarter and is reducing further as the development of the new website progresses. It was agreed that D3 (Brexit-related risks) – remains a red risk due to the current political situation and uncertainty, but is outside the control of the organisation. E3 – in relation to the Zoo licence should be resolved shortly.

1. **Framework update**

Kirsten Walker provided an update on the situation regarding the **Study Collection Centre (SCC):**

A draft letter of intent has been developed between the Horniman and Royal Museums Greenwich (RMG). This provides for a 99 year lease of the proposed new collections storage facility at a peppercorn rent. A meeting had been held with the RMG project manager to start thinking about shared services and a draft programme, should funding be agreed in the next Comprehensive Spending Review (CSR).

The CEO provided an update on the other two elements of the Framework:

**Entrance works** – SEW are doing some sketches to see how phase 1 of this project might be implemented. This would involve infilling the Conservatory terrace area, moving toilets and ticket desk and increasing the size of the café kitchen. If the sketch looks possible further work will be commissioned to develop the plans and get costings.

**Nature and Love** – we are currently working towards a Stage 1 National Lottery Heritage Fund (NLHF) application for submission in March 2020. It was agreed that the Chair and Carole would review the bid before it went out.

**Revenue income and costs** – an estimate of possible additional income and costs from the implementation of the Framework has been put together and an initial calculation shows a positive net income. Many of the costs are rough estimates but it provides some comfort that the developments will contribute towards the financial sustainability of the organisation. It was agreed that consideration also needs to be given to what would happen if nothing was done – this would be required in any options appraisal. The level of increase in shop revenue was queried given problems in growing this source of income in the past. It is based on the planned size of the new shop and benchmarked income figures from similar institutions but will be set out in more detail for HME to consider.

1. **Planning documents**

It was noted that the Chair and Chair of Audit Committee had already reviewed the Corporate Plan and Budget and fed in their comments.

*7.1 Progress report*

The Board agreed that the report showing progress against the current corporate plan was useful.

*7.2 Corporate plan 2020-2023*

The trustees reviewed the draft corporate plan and approved it subject to the following amendments:

* More detail to be given on the Horniman’s environmental stance i.e. how as an organisation it is acting sustainably and plans to improve this.
* Further information on the repatriation project as this will be quite a major focus but is not currently very prominent in the plan.
* 2.3 (d) – amend wording ‘decolonise’ to make more understandable for readers.
* Explain that the targeted number of participation has reduced from 50k to 30k due to a shift in focus to new audiences.

*7.3 Budget 2020-21*

The following comments were made in respect of the draft budget:

* The current political situation means that future funding levels are still uncertain. This was considered when setting the level of Free Reserves as part of the Reserves Policy. These reserves can be used to support the organisation in the short term whilst putting in place appropriate measures should funding be cut.
* The Investment Policy should be reviewed to determine if a better return can be earned on funds not required in the short term. It was noted that the funds need to be reasonably liquid as they will be required to fund cash flows once the Nature and Love project has started. Investments also need to take into account the Horniman’s charitable status and therefore be low risk.

**The budget was approved by the Board.**

1. **Audit Committee**

The Chair of the Audit Committee presented the minutes of the last meeting. The good internal audit reports were noted.

1. **Capital Projects Board**

Bunt Ghosh presented the minutes of the last meeting.

An update was given on the North Hall boilers by management: two quotes have been received for the work but these differ widely and it is therefore necessary to give more detailed specifications to get comparable quotes.

The board considered the risks and agreed that they were being properly managed.

In respect of the Butterfly House path these works have now been agreed and will be carried out in January/February. They should be completed at least a week before February half-term. The Chair advised management to make sure a penalty clause is in the contract in case it’s not finished on time.

1. **Horniman Museum Enterprises**

Nico Iacuzzi, HME Director, presented the minutes of the last meeting. It looks like another good year in terms of results. Suzanne James (SJ) is underperforming but other areas are doing well. The contract with SJ is due for retendering but the timing of this needs to be considered due to likely disruption from building works arising from the Framework. Plonk Golf may not be available next year and other options are being explored. A soft play offer is also being looked at for the temporary spaces.

1. **Strategies and Policies**

*11.1 Research and international strategy*

The board noted comments which had been emailed by Geoff Crossick. Management explained that the strategy outlined work that is already being done and provides principles to measure future proposals against. No additional resources will be required. It was agreed that we need to make sure that researchers acknowledge the Horniman in their research output.

**The board approved the Research and International****strategy**, subject to a few minor amendments.

*11.2 Fundraising strategy*

**The board approved the Fundraising strategy** and made the following suggestions:

* It would be useful to have a conversation with each benefactor to discuss their giving potential.
* The long term aim should be to develop an endowment fund, building this up over a period.
* Trustees and corporate sponsors need to be involved at an early stage.
* All trustees should be connected to the Head of Fundraising via LinkedIn.

*11.3 Counter Fraud strategy*

**The board approved the Counter Fraud strategy as circulated.**

*11.4 Collections Development Policy*

**The board approved the Collections Development Policy.**

1. **Board/Executive relationships**

*(This item was taken after item 7.)*

The meeting discussed if there were any ways in which trustees could better support the executive. Management confirmed that there was a good level of support and that individual trustees were generally available to provide advice as required. In order for trustees to try to attend more events it was agreed that a calendar of future events would be sent as far ahead as possible. Upcoming events will also be added to the end of agendas for future meetings.

1. **AOB**

Feedback was given from the closed session that it would be good for trustees to have the facility to access the meeting remotely. It was noted that this had happened previously when Carole Souter had attended a meeting via skype.

It was agreed that the Chair and Helen Williams would review any ACE or DCMS documents as required.

1. **Dates of future meetings**

1pm 19 March 2020

1pm 1 July 2020

9.30am – 5pm Away day 8 October 2020 (tbc)

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| **Minutes ref:** | **Action** | **Date due** | **Who by** | **Progress** |
| 4 | Include trends in income growth in future reporting | Mar 20 | PT/VP | Inlcuded in dashboard |
| 4.1 | Notify trustees when Benin bronze list sent to Guardian | Dec 19 | NM | Trustees notified |
| 4.1 | Training on repatriation and decolonisation issues to be arranged for trustees | Mar 20 | NM/ES | Deferred to July meeting |
| 6 | Stage 1 NLHF bid to be reviewed by ES and CS | Feb 20 | NM/KW | Bid sent to ES and CS for review |
| 13 | ACE documents to be reviewed by ES and HW | Mar 20 | TC |  |
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