# HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held on Thursday 19 March 2020 at the Horniman Museum and Gardens.

*This meeting was held virtually via Zoom conferencing.*

## **Present**

Eve Salomon

Caroline Cole

Geoff Crossick

Bunt Ghosh

Simon Hesketh

Nico Iacuzzi

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 and approved the recommendation from the Remuneration Committee regarding the CEO’s bonus and pay increase for the year. They also discussed trustee appointments – see agenda item 4.

The executives joined the meeting after this item.

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

The Chair welcomed everyone to the meeting.

Apologies were received from Sarah Kemp.

Mayowa declared her involvement in business rates at HM Treasury. No other conflicts of interest were declared.

1. **Minutes of the previous Board meeting and matters arising**
	1. The minutes of the Board meeting of 6 December 2019 were agreed.
	2. Matters arising and action points
* Deferral of the training on repatriation and decolonization to the July meeting was noted.
* All other action points have been completed or are covered elsewhere in the agenda.
* There were no matters arising.
1. **Trustees appointments**

The trustees appointed Mayowa Ochere to the Remuneration committee and Helen Williams as Vice Chair. The role of the Vice Chair is to step in if the Chair is not available and to deal with any complaints in relation to the Chair.

1. **Management Report**

The CEO gave an update on the latest situation and contingency plans in relation to the corona virus:

* The museum closed from Wednesday morning (18th March) but the gardens remain open for the time being and the café is open for takeaway food. At the moment the farmers market is still planned to go ahead on Sunday.
* VPN instructions have been issued to staff to enable them to work remotely on their own devices, but there are several issues at the moment and IT are assisting staff to resolve these. Several staff have Macs and IT are still working towards a solution to enable them to access remotely. There is a limited supply of laptops which have been issued to staff on a priority basis. All staff should be able to access emails as a minimum.
* All Heads of Section have been asked to put together workplans for their teams by the end of the week and these will be reviewed on a two weekly basis.
* Some teams are keen to develop new online resources and content which can be loaded onto the new website once it is up and running.
* Regular updates are being given to staff - at least weekly – to ensure that they are kept up to date with any contingency plans and to provide them with the latest health advice.
* Contingency plans are being prepared to identify key workers in case of lockdown which is expected in the next few days. At the moment this includes Security, Aquarium and Animal Walk - staff are currently carrying out a managed decline of the Butterfly House. Finance and IT staff will come in only as needed.
* Freelance staff and casual staff are being paid where they have already been contracted to work. There is only one agency staff who we have committed to pay if sick as they are a member of the Security team.
* A risk register is being put together to capture all the risks in relation to the corona virus and will be shared with trustees in due course.

The Finance Director gave an update on the possible financial implications:

* On the assumption that we receive no self-generated income other than any restricted funding already committed and 50% of membership income then there would be a loss of around £150k per month on average. This would mean that general reserves would last to the end of September. This assumes no reduction in expenditure which still needs to be assessed.
* Cash flow could be an issue as grant in aid barely covers staffing costs, so this will be closely monitored. However it is anticipated that DCMS will make some arrangements to advance GIA if required. ACE have also offered to be flexible and not impose stringent grant conditions at this time.
* It was noted that in addition to the general reserves of c £990k there is also the Strategic Development Fund of £1m which could be undesignated if necessary.

Trustees asked about the situation regarding membership. Management reported that a communication had been prepared highlighting the impact of the crisis on the Horniman and asking members to consider their membership as being philanthropic. The same approach is being taken for any people who have bought advance tickets for anything. If people insist on a refund then these will of course be actioned.

It was suggested that scenario planning needs to be carried out including what happens if the situation goes on beyond September and also if there is a resurgence of the virus later in the year.

*Other areas of the management report:*

* Cats and Dogs – management reported that two of them had seen the exhibition in Lisbon and thought it would be very suitable for our target audience. It has very good interactives, is very family orientated and although it is unlikely to be as popular as Brick Wonders, it will sustain repeat visits. Trustees approved the exhibition but suggested that the contract be checked to ensure there was a break clause or a force majeure clause. It was noted that there should be good sponsorship opportunities for this subject matter.
* Staff survey – the trustees noted the results and the planned actions for SMT. The CEO reported that he had subsequently done some analysis and comparison with the 2015 survey results and this showed that the 2017 survey seems to be an exception, possibly due to the successful CPS project giving staff a feel good factor. The Chair noted the comments but warned against complacency especially as in the current circumstances it would be important for staff to feel valued and happy.
* Website – the launch has been delayed due to sickness amongst the developers’ staff. The deadline is now 23 March. There will be no formal launch but a period of testing. This will be something useful for staff to do whilst at home. It was agreed that the trustees would be notified when it went live.

*(Helen Williams signed off at this point)*

* Trustees recommended that management think further ahead about how the Horniman could help if things get much worse due to the corona virus. Management reported that they had already offered the Pavilion and the Education as spaces which would be made available to the NHS if required.
* Succession planning also needs to be considered.

*(Carole Souter left this meeting at this point)*

**Dashboard** – trustees reviewed the dashboard. It was noted that the shop results seem to yo-yo somewhat from year to year. Management explained that there were several reasons for this e.g. the impact of increases in the London Living Wage, changes in allocation of staff costs, new products such as the Kids Handbook, the strong Lego sales with lower margins.

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

1. **Risk Register**

The risk register was reviewed by the Board and the red risks noted.

Trustees recommended that the risk in relation to the pension fund be increased due to the impact of the current crisis on stockmarkets.

It was noted that the risk in relation to IT had changed significantly given the challenges of getting as many staff as possible to work remotely. The risks around security were raised and management confirmed that these had been considered and that they were happy that these are not significantly increased.

The Chair explained the new risk E4 relating to external whistleblowing to the Charity Commission. This came out of the interviews held for the new lawyers as both firms had mentioned that this is becoming an increasing issue for charities and should be put on every risk register. The Charity Commission are being very active in pursuing any complaints received and this can become very resource intensive for the charity concerned.

*(Carole rejoined the meeting at this point)*

1. **Framework update**

The CEO provided an update on the framework progress:

* A bid has been submitted to the NLHF for Nature and Love and the application has been acknowledged. It is assumed that the process is proceeding as previously expected but it could all be set back by the current crisis.
* SEW have approached the Horniman in relation to a bid they have put in to Lewisham for the shopping centre development. They are proposing a cultural hub which would include other local cultural organisations. This would provide an alternative option for the re-siting of the Study Collections Centre. However it would involve granting more public access which would have resourcing implications. A meeting has been held with the developers but no commitment made at this stage as the DCMS grant and shared storage facility at Kidbrooke remains the preferred option.
* SEW have now designed a phase 1 for the entrance area which would resolve some of the immediate issues in that space e.g. moving the ticketing desk, providing a buggy park, larger café kitchen. This has been costed at around £1m. This could have been affordable using a loan from DCMS and a proportion of the Strategic Development Fund but now needs to be put on hold until after the current crisis and when we know we are financially secure.
1. **Audit Committee**

Geoff Crossick presented the minutes of the last meeting.

The internal audit report on Fraud Risk had not produced any key adverse findings. Several useful recommendations had been made and accepted by management. The Follow-up report also reported good progress towards the implementation of previous recommendations. The draft strategy for 2020-21 had been reviewed and accepted. The Committee asked that in future they would like to see the longer list of areas for review that had been considered by senior management and the reasons for choosing some areas over others.

The Investment Policy was reviewed as a follow up from the last Board meeting when it was suggested that the Horniman could get better returns on its cash. Research had shown that accounts giving higher returns required funds to be tied up for around five years and that the additional interest earned was minimal compared to the loss of liquidity which is required in the light of proposed capital projects and even more so now with the current crisis. Therefore it was agreed not to recommend a significant change in the current policy. It was noted that some cash needs to be redistributed into other bank accounts to ensure some diversity which would increase security as currently most of the cash is deposited with the Clydesdale Bank.

1. **Capital Projects Board**

Caroline Cole presented the minutes of the last meeting.

The main items of concern for the Board are the Framework progress and SCC both of which are covered in agenda item 7.

The Board is pleased to report that new Butterfly House path has now been completed as have the North Hall boiler flue works.

Management reported that the estate is in a good position and that closure has enabled key fixed electrical testing to be carried out and the opportunity to carry out other essential maintenance work is being considered.

Consultants are carrying on work in relation to the design of the new energy centre and there is no indication at this stage that it will be delayed due to the corona virus crisis. The CEO reported that in a recent engagement meeting with DCMS they were supportive of the request for consideration for a further £100k funding towards the energy centre. They will consider this as part of their allocation of the £27m recently allocated for essential infrastructure works in the Budget.

1. **Horniman Museum Enterprises**

Nico Iacuzzi, HME Director, presented the minutes of the last meeting.

The main discussion had been around the Suzanne James contract which it is planned to retender shortly with the intention of providing additional competition and choice for the hirers.

It was noted that at present the need to bring in a temporary kitchen for catering and this adds considerable cost to any catering arrangement. This is one of the reasons why an enlarged kitchen is needed. However as this is currently part of the contract with the café there would need to be a renegotiation of their contract to allow other caterers to use it.

In relation to the effect of the corona virus on weddings, management reported that where bookings have been made for the next three months we are working with Suzanne James and asking hirers to postpone/reschedule for later in the year where possible.

1. **Acquisition for approval**

The acquisition of the Dolmetsch instruments was approved by the Board.

1. **New website**

See comments under agenda item 5. Management report

1. **ACE documents**

The Board approved the following ACE documents:

* Corporate Plan 2020-2023 and Budget 2020-21
* Digital Plan and Policy
* Audience Development Plan
* Equalities and Diversity Plan
* Activity Plan
* Climate and Ecology Action Plan
1. **AOB**

It was agreed that there would be weekly video Board meetings during the current crisis.

1. **Dates of future meetings**

1pm 1 July 2020

9.30am – 5pm Away day 14 October 2020 (tbc)

1pm 10 December 2020

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| **Minutes ref:** | **Action** | **Date due** | **Who by** | **Progress** |
| b/f | Training on repatriation and decolonisation issues to be arranged for trustees | July 20 | NM |  |
| 6 | Increase the risk in relation to the pension fund | July 20 | PT |  |
| 5 | Notify trustees when website is live | March 20 | VP |  |
| 8 | Diversify cash holdings | asap | PT |  |