

**NATIONAL MUSEUMS SCOTLAND
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON WEDNESDAY, 03 JUNE 2020 ON MICROSOFT
TEAMS (VIRTUAL)**

Present:

Mr Bruce Minto	Chairman
Ms Ann Allen	Trustee
Prof Mary Bownes	Trustee
Mr Adam Bruce	Trustee (from item 6.2)
Mr Gordon Drummond	Trustee
Mr Christopher Fletcher	Trustee
Dr Brian Lang	Trustee
Ms Lynda Logan	Trustee
Dr Catriona Macdonald	Trustee
Mr Ian Russell	Trustee
Ms Jandy Stevenson	Trustee
Ms Eilidh Wiseman	Trustee
Dr Laura Young	Trustee

In Attendance:

Prof Chris Breward (CB)	NMS Director
Mr Keith Pentland (KP)	Director of Finance & Planning
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Ms Helen Ireland (HI)	Director of External Relations (for items 6 & 7)
Ms Lynn Smith (LS)	Interim Head of Human Resources (for items 6 & 9)
Mr Clive Richardson (CR)	Interim Director of Estates & Facilities (for item 8)
Ms Ruth Gill (RG)	Director of Public Programmes (for items 10 & 11)

Apologies:

None

PRELIMINARIES

The Chairman welcomed Chris Breward to his first Board meeting as the new NMS Director and congratulated Ian Russell on his appointment as the new Board Chairman from 01 August.

It was noted that this was the first completely virtual NMS Board meeting.

ITEM 1 – APOLOGIES

1.1 There were no apologies.

ITEM 2 – MINUTES OF THE MEETING HELD ON 05 FEBRUARY 2020

2.1 The minutes of the meeting held on 05 February 2020 were approved.

ACTION

2.2 It was noted that the Board meeting scheduled to take place on 25 March had been cancelled, following the Covid-19 lockdown across the UK which commenced on 23 March.

ITEM 3 – MATTERS ARISING

3.1 Matters arising from the last meeting were taken under the main agenda items.

ITEM 4 – DECLARATION OF INTERESTS

4.1 It was noted that there were no declarations of interests from Board members in relation to the substantive items on the agenda.

ITEM 5 – APPROVAL OF MARCH AGENDA ITEMS

(i) Budget 2020/21 and Financial Plan

NMS (2020) 13

5.1 The Board ratified its approval of the Budget 2020/21 and Financial Plan over email on 25 March, subject to it being adjusted over the coming months to reflect the impact of Covid-19.

CB, KP

(ii) Strategic Plan Update 2020-22

NMS (2020) 14

5.2 The Board ratified its approval of the Strategic Plan update 2020-22 over email on 25 March, subject to our planned actions being reviewed over the coming months in light of Covid-19.

CB, Exec Team

(iii) National Museum of Flight Masterplan Phase 3 and Ready for Take Off Project: options

NMS (2020) 15

5.3 The Board ratified its approval to progress an appeal to the Scottish Government Reported Unit regarding the planning decision taken by East Lothian Council on 04 February.

CB, CR

ITEM 6 – Covid-19

(i) General Impact on the Organisation

6.1 Helen Ireland joined the meeting and the Director gave a general overview of the impact of Covid-19. He highlighted many examples of the hard work and collaboration demonstrated by staff (NMS and NMSE Ltd) and the excellent communications, both internally and also externally with our audiences, stakeholders and other organisations. The Director also confirmed that our statutory obligation to care for the collections was being maintained during the closure period.

6.2 Trustees commended the whole NMS team's responsiveness and resilience in the face of the challenges presented by the coronavirus pandemic. They thanked everyone for doing a fantastic job and adapting quickly and well under such totally new circumstances.

(ii) Budget 2020/21 and Financial Report**NMS (2020) 20**

6.3 Keith Pentland presented his report which had been circulated. The Board discussed the financial and organisational challenges which had arisen due to Covid-19 including the funding gap, the impact on our commercial income, the furloughing of staff, and the initial forecasts based on the information available to date. Trustees also noted that K Pentland was in frequent communication with the Scottish Government and the other culture bodies.

6.4 The Board noted the report and undertook to keep a watching brief on financial matters, particularly the members of the Finance Committee.

(iii) Human Resources Report**NMS (2020) 21**

6.5 Lynn Smith joined the meeting and introduced the report which had been circulated. It was recognised that staff well-being and morale were of paramount importance, whether it was colleagues working on-site or at home or currently on furlough. Trustees were pleased to note that the organisation was keeping in regular touch with all staff and with the trade unions.

6.6 The Board noted the report, approved the approach with Scottish Government and undertook to keep a watching brief on people matters, particularly the members of the Personnel & Remuneration Committee.

(iv) Plan for Reopening**NMS (2020) 22**

6.7 Keith Pentland presented the paper which had been circulated. The Board of Trustees noted that it was a working document and that a reopening date had not been set yet as there were still many unknowns at this time. Some of the key considerations were:

- Receiving definitive Scottish Government guidance and timings for the phased lifting of restrictions.
- Managing an organised return in partnership with fellow cultural bodies.
- The phasing of the visitor offer at our sites while adhering to the distancing and safety measures.
- Learning lessons from the European and UK national institutions that have/are reopening ahead of Scotland.
- The number of people likely to come to visitor attractions in Scotland over the next few months and balancing this with staff capacity.
- The availability of public transport (for staff and visitors).
- Schools opening and childcare (for staff and visitors).
- The working and spatial arrangements back-of-house, e.g. offices.

6.8 The Board noted the paper and welcomed the careful and gradual approach being taken. Trustees also noted that NMS was feeding into a Scottish group devising a reopening plan for culture in Scotland and that the membership included other key Scottish cultural bodies, the Scottish Government and representatives from the trade unions.

ITEM 7 – DIRECTOR’S REPORTS TO THE TRUSTEES**NMS (2020) 11****NMS (2020) 23**

7.1 The Board noted the March Director’s Report to the Trustees.

7.2 The Director presented the June Report which had been circulated. He confirmed that, together with the budget and Strategic Plan update, the Operational Plan 2020-22 and the KPI targets for 2020/21 would be reviewed over the coming months to reflect the impact of Covid-19. In addition, Trustees would be kept informed regarding the revised programmes for the refurbishment of the Scotland Galleries and the Galloway Hoard exhibition (and indeed other programmed exhibitions). There followed discussion regarding Membership and the importance of keeping close to our valued supporters.

ITEM 8 – NATIONAL MUSEUM OF FLIGHT MASTERPLAN**NMS (2020) 24****PHASE 3 AND READY FOR TAKE OFF PROJECT: UPDATE**

8.1 The Board of Trustees noted the update report on the National Museum of Flight Phase 3 and *Ready for Take Off* Project.

ITEM 9 – HEALTH & SAFETY: ANNUAL REPORT**NMS (2020) 25**

9.1 The Board of Trustees noted with approval the contents of the annual report on Health & Safety 2019/20.

ITEM 10 – EQUALITY & DIVERSITY: ANNUAL REPORT**NMS (2020) 26**

10.1 Ruth Gill joined the meeting and introduced the annual report on Equality & Diversity 2019/20 which had been circulated

10.2 The Board of Trustees noted with approval the progress made by the Equality & Diversity Steering Group, their ongoing work towards the conclusion of our four-year reporting period, and the development of updated Equality Outcomes and Actions for 2021 onwards.

ITEM 11 – NATIONAL MUSEUM OF SCOTLAND**NMS (2020) 16****MASTERPLAN PHASE 4: FINAL REPORT**

11.1 Ruth Gill introduced the paper which had been circulated in March.

11.2 The Board of Trustees:

- Noted the final report of the National Museum of Scotland Masterplan Phase 4 Project.
- Agreed that no further MP4 update reports were required for the Board of Trustees as this final phase of the Masterplan was now closed.

11.3 The Chairman led the Board of Trustees in congratulating R Gill and all the NMS colleagues who had worked on and supported the successful completion of the final phase of the National Museum of Scotland’s 15-year Masterplan, on time and under budget.

ITEM 12 – COLLECTIONS & RESEARCH REPORT

NMS (2020) 18

12.1 The Board of Trustees:

- Noted the Collections & Research Report up to March 2020; and
- Noted the Collections & Research section included in the June Director's Report to the Trustees [Ref. NMS (2020) 23].

**ITEM 13 – APPOINTMENTS TO BOARD COMMITTEES
AND RELATED GROUPS**

NMS (2020) 27

13.1 The Board of Trustees:

- Endorsed the recommendations in the paper.
- Noted the appendix which detailed the associated, updated Trustee membership (from 01 August) of: the Board Committees; the subsidiary of the NMS Board (NMSE Ltd); the NMS Charitable Trust Board; the American Friends of National Museums Scotland; and the Research Strategy Group.

13.2 The Chairman thanked Trustees for all their invaluable work on the Board Committees and related groups.

ITEM 14 – REPORTS FROM COMMITTEES

(i) Minutes of the Acquisitions Committee meeting held on 24 February 2020

14.1 The Chairman noted that the draft minutes of the Acquisitions Committee meeting held on 24 February 2020 had been circulated.

(ii) Minutes of the Finance Committee meeting held on 04 March 2020

14.2 The Chairman noted that the draft minutes of Finance Committee meeting held on 04 March 2020 had been circulated.

(ii) Minutes of the Audit & Risk Committee held on 16 March 2020

14.3 The Chairman noted that the draft minutes of the Audit & Risk Committee meeting held on 16 March 2020 had been circulated.

(iv) Minutes of the Personnel & Remuneration Committee held on 04 February and 17 April 2020

14.4 The Chairman noted that the minutes of the Personnel & Remuneration Committee meeting held on 04 February (approved) and 17 April 2020 (draft) had been circulated.

(v) Minutes of the National Museums Scotland Enterprises Ltd Board held on 06 March 2020

14.5 The Chairman noted that the draft minutes of the NMS Enterprises Ltd Board meeting held on 06 March had been circulated.

14.6 Gordon Drummond (Chairman of the NMS Enterprises Ltd Board) reported on the key issues arising since the meeting. It was recognised that 2019/20 had been a good year for NMSE Ltd until the outbreak of Covid-19 in the UK, and that the NMSE Ltd team were keeping in regular contact with customers and clients and focussed on planning ahead.

(vi) Minutes of the Nominations & Governance Committee Meeting held on 13 May 2020

14.7 The Chairman noted that the minutes of the Nominations & Governance Committee meeting held on 06 March had been circulated.

14.8 Bruce Minto (Chairman of the Nominations & Governance Committee) reported on the key issues arising from the meeting. The Board noted that, despite the current Scottish Government moratorium on public appointments due to Covid-19, our Sponsor Team and the Public Appointments Team had been reminded of the need for an NMS Trustee recruitment round to be completed by March (2021).

(vii) Verbal Report from the Estates Committee

14.9 Ann Allen (Chairman of the Estates Committee) gave a verbal report from the Estates Committee. She confirmed that, since its last formal meeting on 20 January, the Committee had held an extraordinary session 04 March to consider the next steps for the National Museum of Flight Phase 3 Project [ref. Paper NMS (2020) 15].

ITEM 15 – FORWARD PROGRAMME OF BUSINESS

NMS (2020) 28

15.1 The Board noted the Forward Programme of Business.

ITEM 16 – ANY OTHER BUSINESS

16.1 It was noted that this was the Chairman's last Board meeting as his term of appointment was due to end on 31 July. B Lang led Trustees in thanking the Chairman for his leadership and guidance over the last eight years, and highlighted the acquisition of a number key objects including the Galloway Hoard and the successful completion of the reopening of the transformed National Museum of Scotland. The Chairman stated that National Museums Scotland was all about the people and the collections, and that the organisation had achieved a great deal to be proud of. He stressed his appreciation of the talent, expertise and commitment of staff and volunteers, and wished the institution well going forward. He added that it had also been a pleasure to work with Trustees and he was grateful for their collegiate approach, support, and good company during his tenure.

ITEM 17 – DATE OF NEXT MEETING

17.1 The next meeting will be held on Wednesday, 16 September 2020.