

**NATIONAL MUSEUMS SCOTLAND
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON WEDNESDAY, 16 SEPTEMBER 2020 ON
MICROSOFT TEAMS (VIRTUAL)**

Present:

Mr Ian Russell	Chairman
Ms Ann Allen	Trustee
Prof Mary Bownes	Trustee
Mr Adam Bruce	Trustee (for items 1-6 and from item 10)
Mr Gordon Drummond	Trustee
Mr Christopher Fletcher	Trustee
Dr Brian Lang	Trustee
Ms Lynda Logan	Trustee
Dr Catriona Macdonald	Trustee
Ms Jandy Stevenson	Trustee
Ms Eilidh Wiseman	Trustee (from item 9)
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 5, 6 and 11)
Mr Clive Richardson (CR)	Interim Director of Estates & Facilities (for items 8 and 9)
Ms Patsy Convery (PC)	Head of Marketing & Communications (for item 11)
Mr Xerxes Mazda (XM)	Director of Collections (for item 12)

Apologies:

None

PRELIMINARIES

Trustees congratulated Ian Russell formally on his appointment as the new Chairman from 01 August and noted this was his first Board meeting in his new role.

ITEM 1 – APOLOGIES

1.1 There were no apologies.

ITEM 2 – MINUTES OF THE MEETING HELD ON 03 JUNE 2020

2.1 The minutes of the meeting held on 03 June 2020 were approved.

ITEM 3 – MATTERS ARISING

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

ACTION

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 – DIRECTOR’S REPORT TO THE TRUSTEES

NMS (2020) 29

5.1 The Director gave an overview of his reflections on his first five months in post and thanked Trustees for all their support.

5.2 The Director presented his report which had been circulated. Trustees highlighted matters including: our role as a national institution; the plans for the Scotland Galleries; staff accommodation; the online statistics; digital outreach and schools; and membership and patrons. Regarding the latter, H Ireland undertook to review the presentation of the development statistics for future reports.

HI

ITEM 6 – COVID-19: UPDATE ON REOPENING AND PLANNING FOR RECOVERY

NMS (2020) 30

6.1 Keith Pentland presented the report which had been circulated. It provided an update on the re-opening of our museums and offices, set out the plans for recovery over the next 18 months, and included a revised Operational Plan 2020-22 which would be kept under review.

6.2 The Board noted the paper and the approach. There followed a discussion on key matters including: Covid-19 protocols; ongoing communications with staff (on-site and working from home); and external communications.

6.3 Trustees expressed their appreciation to the Director and all NMS staff for their hard work and commitment, and for getting our museums ready and open again to visitors in such challenging circumstances.

ITEM 7 – FINANCIAL REPORT

NMS (2020) 31

7.1 Keith Pentland presented his report which had been circulated.

7.2 The Board noted that:

- The budget agreed by Trustees on 25 March 2020 had been revised because of the Covid-19 lockdown and resultant museum closures.
- NMS was currently forecasting a small surplus.
- NMSE Ltd was forecasting a loss as a result of the lockdown and limited reopening, and that NMS had agreed a Facility Loan.

7.3 The Director reported that our finances and future funding were on the agenda for the forthcoming quarterly meeting with our Sponsor Team in Scottish Government.

ITEM 8 – NATIONAL MUSEUM OF FLIGHT MASTERPLAN PHASE 3 AND READY FOR TAKE OFF PROJECT: UPDATE

NMS (2020) 32

8.1 The Board noted the update report which had been circulated.

ITEM 9 – SUSTAINABLE DEVELOPMENT: ANNUAL REPORT NMS (2020) 33

9.1 Clive Richardson presented the 2019/20 annual report on Sustainable Development which had been circulated.

9.2 The Board of Trustees welcomed the progress made and the proposed way forward. Suggestions included the tracking of our statistics against those of Scottish Government and the rest of the sector, and regarding the areas of sustainability work other than reducing our energy consumption. It was agreed that the Board's feedback would be passed to the revamped Sustainability Development Group.

CR

ITEM 10 – STRATEGIC PLANNING: UPDATE NMS (2020) 34

10.1 Trustees commented on the intended way forward for our strategic planning and noted that the Board Strategy Day on 23 April 2021 would mark the commencement of the development of the new Strategic Plan for 2022 onwards.

ITEM 11 – ANNUAL REVIEW 2020: OUTLINE NMS (2020) 35

11.1 Helen Ireland and Patsy Convery joined the meeting and presented the outline paper which had been circulated.

11.2 The Board of Trustees noted and commented on the overall approach to the Annual Review 2020 which would be published in November.

ITEM 12 – COLLECTIONS & RESEARCH REPORT NMS (2020) 36

12.1 The Board of Trustees welcomed the Collections & Research Report, and congratulated Xerxes Mazda and his team on their recent successes and ongoing good work.

ITEM 13 – APPOINTMENTS TO BOARD COMMITTEES AND RELATED GROUPS NMS (2020) 37

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 and conveyed his appreciation to those chairing the Committees.

13.3 The Chairman gave a verbal report on the planned Trustee recruitment round and added that he would be in contact soon with Board members to discuss further.

Chair

ITEM 14 – REPORTS FROM COMMITTEES

(i) Minutes of the Estates Committee meeting held on 07 July 2020

14.1 The Chairman noted that the draft minutes of the Estates Committee meeting held on 07 July 2020 had been circulated.

(ii) Minutes of the Finance Committee meeting held on 19 August 2020

14.2 The Chairman noted that the draft minutes of Finance Committee meeting held on 19 August 2020 had been circulated. K Pentland confirmed that the rates appeal was still ongoing.

(iii) Minutes of the Audit & Risk Committee meeting held on 20 August 2020

14.3 The Chairman noted that the draft minutes of the Audit & Risk Committee meeting held on 20 August 2020 had been circulated. J Stevenson confirmed this had been KPMG's final meeting, and that the new internal auditors (Henderson Loggie) had been in attendance and were working on their audit plan.

(iv) Minutes of the Personnel & Remuneration Committee meetings held on 17 July and 26 August 2020

14.4 The Chairman noted that the draft minutes of the Personnel & Remuneration Committee meetings held on 17 July and 26 August 2020 had been circulated.

14.5 Eilidh Wiseman (Chair of the Committee) congratulated the organisation on its handling of furloughing, particularly the HR and Finance Teams.

14.6 Eilidh Wiseman and the Director confirmed that a verbal update would be given on the approved senior team structure changes in a private Board session following the Board meeting.

(v) Verbal Report from the Acquisitions Committee

14.7 It was noted that a meeting of the Acquisitions Committee would be held on 18 September 2020 and that B Lang (Chair of the Committee) would report back at the next Board meeting.

(vi) Verbal Report from the National Museums Scotland Enterprises Ltd Board

14.8 The Chairman noted that the next meeting of the NMS Enterprises Ltd Board had been deferred and it was now anticipated it would be taking place in October 2020.

14.9 Gordon Drummond (Chair of the NMS Enterprises Ltd Board) gave a verbal update on the work of NMSE Ltd staff during lockdown, hospitality & events bookings, and the recent retail sales.

ITEM 15 – BOARD OF TRUSTEES MEETING DATES 2020-23 **NMS (2020) 38**

15.1 The Board noted the 2020-23 meeting dates.

ITEM 16 – FORWARD PROGRAMME OF BUSINESS **NMS (2020) 39**

15.1 The Board reviewed the Forward Programme of Business and agreed that an update on the planned Scotland Galleries project would be brought to the February meeting.

**CB, XM,
CR**

ITEM 17 – ANY OTHER BUSINESS

17.1 There was nothing to report.

ITEM 18 – DATE OF NEXT MEETING

18.1 The next meeting will be held on Wednesday 11 November 2020.