

**NATIONAL MUSEUMS SCOTLAND
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON 11 JUNE 2014 AT THE NATIONAL MUSEUMS
COLLECTION CENTRE AND THE NATIONAL MUSEUM OF SCOTLAND, EDINBURGH**

Present:

Mr Bruce Minto	Chairman
Professor Chris Breward	Trustee
Dr Isabel Bruce	Trustee
Mr Gordon Drummond	Trustee
Mr Christopher Fletcher	Trustee
Dr Anna Gregor	Trustee
Mr Andrew Holmes	Trustee
Mr Miller McLean	Trustee
Professor Walter Nimmo	Trustee (for Items 1 to 7)
Mr Jamie Troughton	Trustee
Mr Iain Watt	Trustee
Dr Gordon Rintoul (GR)	NMS Director
Mr David Spilsbury (DS)	Director of Finance & Planning
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Ms Catherine Holden (CH)	Director of External Relations (for Item 7)
Ms Nicola Pickavance (NP)	Head of Development (for Item 7)
Ms Ruth Gill (RG)	Director of Public Programmes (for Items 8 & 9)
Ms Sheilagh Stewart (SS)	Head of Human Resources (for Item 10)
Ms Fiona Stewart (FS)	Director of Estates & Facilities (for Items 11 & 12)

PRELIMINARIES

The Chairman announced that Miller McLean and Jamie Troughton had been appointed by the Cabinet Secretary to serve a second term on the Board of Trustees from 01 October 2014 to 30 September 2018.

The Chairman gave a verbal update on the progress of the Trustees' recruitment round. The Board noted that appointments were in the process of being offered and accepted, and the names of the new members would be shared in due course. As planned, the new Trustees would commence formally on 01 September.

The Board members welcomed the visit to the National Museums Collection Centre earlier in the day, and conveyed their thanks to all the staff members involved.

ITEM 1 – APOLOGIES

1.1 There were no apologies.

ITEM 2 – MINUTES OF THE MEETING HELD ON 26 MARCH 2014

2.1 The minutes of the meeting held on 26 March 2014 were approved.

ACTION

ITEM 3 – MATTERS ARISING

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

ITEM 4 – DECLARATION OF INTERESTS

4.1 The Chairman and Walter Nimmo declared an interest in the Chambers Street public realm project referred to in the last section of Paper NMS (2014) 27 [ref. item 8 on the agenda].

ITEM 5 – DIRECTOR’S REPORT TO THE TRUSTEES

NMS (2014) 24

5.1 The Director presented his report which had been circulated.

5.2 The Director gave a verbal update on the ongoing industrial dispute regarding weekend allowances. I Watt confirmed that the Personnel & Remuneration Committee had also received an update and discussed the matter at their meeting on 09 June.

5.3 With regard to the serious fire at Glasgow School of Art in May, the Director confirmed that a Fire Safety Audit was carried out by the Scottish Fire and Rescue Service at NMoS in March. This had covered all of our organisation’s fire safety procedures, systems and documentation. Following the fire, the Directors of Collections and Estates & Facilities would be re-evaluating our plans for handling significant incidents involving the collections to ensure that no issues had been overlooked.

5.4 The Board of Trustees received the following attached documents:

- The Operational Plan 2011-16 outturn report for 2013/14.
- The Operational Plan 2011-16 targets and deadlines for 2014/15.
- The KPI targets for 2014/15 and 2015/16.

ITEM 6 – FINANCIAL REPORT

NMS (2014) 25

6.1 David Spilsbury presented his report which had been circulated.

6.2 The Board’s subsequent discussion focused on the work with the Scottish Government thus far towards a Framework Document (i.e. our new Management Statement/Financial Memorandum). Trustees stressed the importance of our governance being clear and agreed in any final version of the document with regard to: our status as both an NDPB and as a charity; and our relationship with NMS Enterprises Ltd.

6.3 The Board of Trustees noted and commented on the report, and delegated to the Finance Committee approval of any finalised Framework Document.

ITEM 7 – FUNDRAISING IN THE USA: NEW APPROACH

NMS (2014) 26

7.1 Nicola Pickavance and Catherine Holden joined the meeting and presented the paper which had been circulated.

**IW, BM,
WN, GR,
DS**

7.2 The Board of Trustees:

- Considered the recommendations in Appendix 1 and approved the short, medium and long term aspirations for fundraising in the US detailed in Appendix 2.
- Noted that the success of this initiative was subject to resource planning longer term and to other plans, such as touring exhibitions, gaining momentum.

7.3 It was confirmed that other international fundraising relationships were being explored which would relate to the NMoS Masterplan phase 4 project.

**ITEM 8 – NATIONAL MUSEUM OF SCOTLAND MASTERPLAN NMS (2014) 27
PHASE 3: UPDATE**

8.1 Ruth Gill joined the meeting to present the report which had been circulated.

8.2 It was noted that the Heritage Lottery Fund had confirmed £4.85 million funding for our Masterplan Phase 3 project, and that the news had been publicly announced on 03 June. The grant goes towards our £14.1m project to create ten new galleries displaying our Art & Design and Science & Technology collections, opening in May 2016. The Board of Trustees conveyed their congratulations and thanks to everyone who has been involved in the project to date.

8.3 The Board of Trustees proceeded to approve the further implementation of the Project and noted:

- The adjusted Project Budget (as set out in section 4 of the paper).
- The tender process for the base build fit-out works would commence on 25 June, and that the tender recommendations on the appointment of contractors would be brought to the Board on 17 September.

RG

8.4 The Board also noted the proposed course of action noted in the final section of the paper in relation to the Chambers Street public realm.

GR, FS

ITEM 9 – EQUALITY & DIVERSITY: ANNUAL REPORT NMS (2014) 28

9.1 The Board of Trustees received the Equality & Diversity Annual Report for the financial year 2013/14, and noted the progress made by the Equality & Diversity Steering Group and the work to be achieved in this coming year.

ITEM 10 – HEALTH & SAFETY: ANNUAL REPORT NMS (2014) 29

10.1 The Board of Trustees received the Health & Safety Annual Report for the financial year 2013/14.

**ITEM 11 – NATIONAL MUSEUM OF FLIGHT DEVELOPMENT NMS (2014) 30
PLAN PHASE 2: UPDATE**

11.1 The Board of Trustees noted the update report.

ITEM 12 – NATIONAL MUSEUMS COLLECTIONS CENTRE: AND NEW BUILD PROJECT: UPDATE **NMS (2014) 31**

12.1 The Board of Trustees noted the progress made on the National Museums Collection Centre Masterplan, New Build Project and Extension to Building 1. The Chairman extended the Board's thanks to F Stewart and the Head of Collections Services for their presentations earlier in the day.

12.2 The Board considered a confidential paper which had been tabled regarding the planned sale of Leith Customs House. Following discussion, the Board confirmed that the sale process should now proceed with a view to concluding a sale within the timetable envisaged in the NMCC Masterplan. The Director undertook to convey the Board's decision to our sponsor team in the Scottish Government at the next quarterly liaison meeting on 13 June.

GR, FS

GR

ITEM 13 – COLLECTIONS ACTIVITY REPORT **NMS (2014) 32**

13.1 The Board of Trustees noted progress on acquisitions, capital projects, national working and staffing.

ITEM 14 – REPORTS FROM COMMITTEES

(i) Minutes of the Finance Committee meetings held on 12 March 2014 and 28 May 2014

14.1 The Chairman noted that the approved minutes of the Finance Committee meeting held on 12 March 2014 and the draft minutes of the Finance Committee meeting held on 28 May 2014 had been circulated.

14.2 Iain Watt (Chairman of the Finance Committee) gave a short verbal update on the UK-wide plans to increase employer pension contributions, which the UK Cabinet office had advised were likely to be implemented from 01 April 2015. The proposals involved significant increases in costs which were at present unfunded. The Director confirmed that this matter would be raised with our sponsor team at the liaison meeting on 13 June.

GR, DS

(ii) Minutes of the Nominations & Governance Committee meeting held on 15 May 2014

14.3 The Board noted that the draft minutes of the Nominations and Governance Committee meeting held on 15 May 2014 had been circulated.

14.4 The Board Chairman (as Chairman of the Nominations & Governance Committee) reported on the key points arising from the meeting, including the forthcoming annual Trustee appraisals and the Committee's positive review of the Board's effectiveness.

14.5 J Brown asked the Committee Chairs to refer to minute item 4 regarding 'Board Committees and Associated Groups', and to discuss the relevant actions with the Board Chairman. She also highlighted one small amendment to one of the terms of reference in the Estates Committee remit and one also in the Nominations & Governance Committee remit.

Chair,
IW, JT,
CB,

14.6 The Board of Trustees received the following attached documents:

- The summary of the organisation's key corporate governance activities in 2013/14 (ref. minute item 7.1).
- The updated Corporate Governance Framework (ref. minute item 7.2).

(iii) Minutes of the National Museums Scotland Enterprises Ltd Board meeting held on 30 May 2014

14.7 The Chairman noted that the draft minutes of the NMSE Ltd Board meeting held on 30 May 2014 had been circulated.

14.8 Gordon Drummond (Chairman of the NMSE Ltd Board) highlighted minute item 4 which confirmed the appointment of Julie Wilson as a new external Director of the NMSE Ltd Board.

(iv) Minutes of the Estates Committee meeting held on 05 June 2014

14.9 Jamie Troughton, (Chairman of the Estates Committee) gave a verbal report on the key points arising from the Estates Committee meeting held on 05 June 2014. He and Andrew Holmes commended the Estates team on the good progress now being made on minor works.

(v) Verbal Report from the Personnel & Remuneration Committee held on 09 June 2014

14.10 Iain Watt (Chairman of the Personnel & Remuneration Committee) confirmed that most of the key issues arising from the Personnel & Remuneration Committee meeting held on 09 June 2014 had been covered under the preceding agenda items. He gave a brief verbal update on HR team management resources and the current plans for a new HR & Payroll system.

ITEM 15 – FORWARD PROGRAMME OF BUSINESS

NMS (2014) 33

15.1 The Board noted the Forward Programme of Business.

ITEM 16 – ANY OTHER BUSINESS

16.1 There was nothing to report.

ITEM 17 – DATE OF NEXT MEETING

17.1 The next meeting will be held Wednesday, 17 September 2014.