

**NATIONAL MUSEUMS SCOTLAND
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON 25 MARCH 2011 AT THE NATIONAL MUSEUM OF
SCOTLAND, EDINBURGH**

Present:

Sir Angus Grossart	Chairman
Dr Isabel Bruce	Trustee
Dr Anna Gregor	Trustee
Mrs Lesley Hart	Trustee
Mr Andrew Holmes	Trustee
Mr Michael Kirwan	Trustee
Mr Miller McLean	Trustee
Professor Malcolm McLeod	Trustee
Mr Bruce Minto	Trustee
Professor Stuart Monro	Trustee
Mr Jamie Troughton	Trustee
Sir John Ward	Trustee
Mr Iain Watt	Trustee

Dr Gordon Rintoul (GR)	NMS Director
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Mr Jim Ramage (JR)	Head of Finance (for Item 7)
Ms Fiona Bell (FB)	Director of Estates & Facilities Management and Project Director RMP (for Item 9)
Ms Catherine Holden (CH)	Director of Marketing & Development (for Item 10)
Ms Sally Manuireva (SM)	Director of Public Programme (for Item 3 and 13)
Mr Stephen Allen (SA)	Head of Learning & Programmes (for Item 13)
Ms Sheilagh Stewart (SS)	Head of Human Resources (for Item 14)
Ms Jane Carmichael (JC)	Director of Collections (for Item 15)

Apologies:

Mr Andrew Patience	Director of Finance & Resources
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ITEM 1 – APOLOGIES

1.1 Apologies had been received from Andrew Patience.

ITEM 2 – MINUTES OF THE MEETING HELD ON 28 JANUARY 2011

2.1 The minutes of the meeting held on 28 January 2011 were approved subject to the following amendment:

Minute Item 8ii (ref. Verbal Report from the Personnel & Remuneration
Committee meeting held on 20 January 2011)

In the first sentence, the word “additional” would be replaced with “rescheduled”.

ACTION

ITEM 3 – MATTERS ARISING

3.1 With regard to minute item 12, Sally Manuireva introduced the 'Exhibitions and Displays' update paper which had been circulated. The Board of Trustees approved the Exhibitions and Displays Strategy.

3.2 With regard to minute item 13, the Chairman reported on the progress made since the last meeting on filling Trustees vacancies on Board committees and other related groups. The Board endorsed the Chairman's recommendation that Jamie Troughton be appointed the Chair of the Estates & Facilities Management Committee. The Chairman undertook to keep the Board updated on further appointments.

Chair

ITEM 4 – DECLARATION OF INTERESTS

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

ITEM 5 – CHAIRMAN'S REPORT TO THE TRUSTEES

5.1 The Chairman presented his verbal report. He updated the Board on communications since the last meeting with the Director, Ministers, Edinburgh International Festival and other key contacts including several related to the development of the collections.

5.2 The Chairman discussed the need to recruit two new Trustees later in 2011 which would be actioned. He also confirmed that the revised Code of Practice for Ministerial Appointments to Public Bodies in Scotland would come into force on 1 September 2011.

Chair,
GR, JB

ITEM 6 – DIRECTOR'S REPORT TO THE TRUSTEES

NMS (2011) 10

6.1 The Director presented his report. He added that, since the Board papers had been circulated, the Government had announced that the National Fund for Acquisitions would now be cut by 25% in 2011/12 (£200k to £150k), rather than 50% as originally indicated.

ITEM 7 – FINANCIAL REPORT

NMS (2011) 11

7.1 Jim Ramage presented the report. For the period to 28 February 2011, the National Museums Scotland budget for 2010/11 showed a deficit. This reflected the organisation's baseline budget at break-even and a timed saving on Royal Museum Project (RMP) initiatives. These were offset by RMP NMS Enterprises costs, deferred project expenditure from 2009/10 and additional project expenditure in the year. The budget forecast for the year was currently showing a favourable variance.

7.2 The proposal set out in Appendix 1 to loan £350k to National Museums Scotland Enterprises Ltd for additional stock development was approved. This would be repaid in full by 31 March 2013.

ITEM 8 – REPORTS FROM COMMITTEES

(i) Draft Minutes of the Personnel and Remuneration Committee meeting held on 20 January 2011

8.1 The Chairman noted that the draft minutes of the Personnel and Remuneration Committee meeting held on 20 January 2011 had been circulated to the Board. The Director then gave a verbal update on current human resources matters. The Board acknowledged the particular responsibilities falling on Sheilagh Stewart and their confidence in her.

(ii) Draft Minutes of the National Museums Scotland Enterprises Limited Board Meeting held on 28 January 2011

8.2 The Chairman noted that the draft minutes of the National Museums Scotland Enterprises Limited Board Meeting held on 28 January 2011 had been circulated to the Board.

(iii) Verbal Report from the National Museums Scotland Enterprises Limited Board meeting held on 24 March 2011

8.3 Michael Kirwan (Chair of the NMSE Limited Board) reported on the National Museums Scotland Enterprises Limited Board meeting held on 24 March 2011. It was noted that the implementation of plans to enhance commercial operations alongside the completion of the Royal Museum Project would result in a significant increase in income. Michael Kirwan stressed that all targets going forward were dependent on footfall and the spending power of visitors in the current economic climate. The Chairman, who had attended the Committee meeting, praised the strong progress being planned.

8.4 It was agreed that Peter Williamson (Managing Director, NMSE) should be invited to give a presentation to Trustees on NMSE's plans going forward.

GR

(iv) Verbal Report from the Audit Committee

8.5 Sir John Ward (Chair of the Audit Committee) reported that the Audit Committee meeting to be held on 25 March had been rescheduled to take place on 26 April.

8.6 Sir John Ward discussed the internal guidance for Board members on their roles and responsibilities which had recently been updated and circulated. He highlighted the issue of Trustee liability, particularly in relation to the condition of our estate and the lack of reinvestment by government. It was agreed that Bruce Minto and Miller McLean would meet with the Director and the Head of Corporate Policy & Performance to assess whether all the necessary reporting lines were in place.

BM,
MiMcL,
GR, JB

ITEM 9 – ROYAL MUSEUM PROJECT: PROGRESS REPORT NMS (2011) 12

9.1 Fiona Bell introduced the progress report and gave a further verbal update. The Board of Trustees noted:

- The delay in handover of some galleries by the exhibition fit-out contractors due to the late delivery of showcase fixtures.
- Some risk to the programme although it was expected that this could be managed.
- It was felt that the 29 July opening date would still be possible despite contractor delays.

The Chairman thanked Fiona Bell for her continuing vigilance.

ITEM 10 – ROYAL MUSEUM PROJECT: OPENING EVENTS AND PROMOTIONAL PLANS NMS (2011) 13

- 10.1 The Board noted that paper which had been circulated. It was agreed that:
- Catherine Holden would ensure that Trustees received regular updates on the opening events and promotional plans from April onwards.
 - Trustees would protect 26-29 July in their diaries for the various events.

CH
Trustees

ITEM 11 – STRATEGIC PLAN 2011-2015: FINAL APPROVAL NMS (2011) 14

11.1 The Board approved the new Strategic Plan 2011-15, subject to the agreed final amendments. It was noted that approval of the Plan by the Minister would not be received until after the Scottish Government elections in May, and that it could not be published until then.

GR, JB

ITEM 12 – BUDGET FOR 2011/12: FINAL APPROVAL NMS (2011) 15

12.1 The Board of Trustees approved the budget for the year 2011/12.

ITEM 13 – LEARNING & PROGRAMMES STRATEGY NMS (2011) 16

13.1 The Board approved the new Learning & Programmes Strategy.

ITEM 14 – HEALTH & SAFETY: ANNUAL REPORT 2010 NMS (2011) 17

14.1 The Board of Trustees noted the Health and Safety Annual Report for calendar year 2010. Sheilagh Stewart confirmed that the organisation had a strong Health and Safety system in place, but also that a great deal had been done to further encourage a Health and Safety culture across the organisation.

ITEM 15 – REVIEW OF COLLECTIONS ACTIVITY NMS (2011) 18

15.1 Jane Carmichael presented her report which has been circulated. The Board noted progress on significant acquisitions, loans, national working, collections care and staff. J Carmichael also gave an update on two successful research awards from the Royal Society of Edinburgh.

15.2 Trustees welcomed the news that Fiona Hyslop (the Minister for Culture & External Affairs) had formally presented the Iron Age Gold torcs after National Museums Scotland had successfully raised funds from the Art Fund, the National Heritage Memorial Fund and the Scottish Government to help meet the cost. The torcs were now on display in the National Museum of Scotland and it was suggested that a more prominent location should be found.

15.3 The Chairman asked that there should be a discussion at the next Board meeting on the initiative proposed by Sir Jackie Stewart.

GR

ITEM 16 – FORWARD PROGRAMME OF BUSINESS

NMS (2011) 19

16.1 The Board noted the Forward Programme of Business.

ITEM 17 ANY OTHER BUSINESS

17.1 There was nothing to report.

ITEM 18 DATE OF NEXT MEETING

18.1 The next Board of Trustees meeting will be held on Friday, 10 June 2011.