

**NATIONAL MUSEUMS SCOTLAND
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON 17 SEPTEMBER 2014 AT THE NATIONAL
MUSEUM OF SCOTLAND, EDINBURGH**

Present:

Mr Bruce Minto	Chairman
Dr Isabel Bruce	Trustee
Mr Gordon Drummond	Trustee
Mr Christopher Fletcher	Trustee
Dr Anna Gregor	Trustee
Mr Andrew Holmes	Trustee
Dr Brian Lang	Trustee
Ms Lynda Logan	Trustee
Dr Catriona Macdonald	Trustee
Mr Miller McLean	Trustee
Professor Walter Nimmo	Trustee
Mr Jamie Troughton	Trustee
Mr Iain Watt	Trustee
Ms Eilidh Wiseman	Trustee (items 6 to 18)

Dr Gordon Rintoul (GR)	NMS Director
Mr David Spilsbury (DS)	Director of Finance & Planning
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Ms Sheilagh Stewart (SS)	Head of Human Resources (for part of Item 5)
Ms Catherine Holden (CH)	Director of External Relations (for Item 8)
Ms Ruth Gill (RG)	Director of Public Programmes (for Items 9 and 10)
Mr Stephen Allen (SA)	Head of Learning & Programmes (for Items 9 and 10)
Ms Emma Webb (EW)	Learning Manager, Formal and NMoS (for Item 9)
Ms Fiona Stewart (FS)	Director of Estates & Facilities (for Items 11 and 12)

Apologies:

Professor Chris Breward

PRELIMINARIES

The Chairman welcomed formally Lynda Logan, Brian Lang, Catriona MacDonald and Eilidh Wiseman to the Board of Trustees.

The Chairman led the Board in congratulating Walter Nimmo who was awarded a CBE in the 2014 Queen's Birthday Honours for charitable and philanthropic services to Higher Education and the community in Scotland.

ITEM 1 – APOLOGIES

1.1 Apologies were received from Chris Breward.

ACTION

ITEM 2 – MINUTES OF THE MEETING HELD ON 11 JUNE 2014

2.1 The minutes of the meeting held on 11 June 2014 were approved.

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) 38 [ref. item 9 on the agenda].

ITEM 5 – DIRECTOR'S REPORT TO THE TRUSTEES

NMS (2014) 34

5.1 The Director presented his report which had been circulated. The Board welcomed the new National Museums Scotland website which had been launched on 01 August. The Chairman highlighted the excellent reviews received nationally for *Ming: the Golden Empire* and the positive impact they have had on our reputation; he congratulated the Director and all the staff members involved in the exhibition.

5.2 The Board noted the attached update of the National Museums Scotland Board Members' Code of Conduct.

5.3 S Stewart joined the meeting and gave a verbal update on the ongoing industrial dispute regarding weekend working allowances.

ITEM 6 – FINANCIAL REPORT

NMS (2014) 35

6.1 David Spilsbury presented his report which had been circulated. The Board noted that:

- Although at 31 July costs were lower than planned, by the end of the year performance was expected to be close to budget with lower than planned income offset by lower than planned salary costs.
- Spending on major projects had departed from the pattern assumed in setting the budget but again these were expected to converge on plan in the latter part of the year.

ITEM 7 – ANNUAL REPORT & ACCOUNTS 2013/14

NMS (2014) 36

7.1 David Spilsbury presented the Annual Report & Accounts 2013/14 which had been circulated. He explained that accounting policy and presentational changes had been made in the accounts this year. These reflected the regulatory requirement that a public body that is also a charity, such as National Museums Scotland, had to report its accounts as a charity. The Board noted the challenge for our organisation, given that our accounts as a charity and as a government public body must be presented in different ways whilst remaining consistent overall. D Spilsbury gave reassurance that the changes made did not affect the Management Accounts or how the organisation is run.

7.2 The Board noted the changes in accounting policy and approved the Annual Report & Accounts for 2013/14. Miller McLean (Chairman of the Audit & Risk Committee) confirmed that the external auditors had given an unqualified report. DS

ITEM 8 – ANNUAL REVIEW 2014: OUTLINE NMS (2014) 37

8.1 Catherine Holden joined the meeting and introduced the outline paper which had been circulated.

8.2 The Board of Trustees noted the planned approach to the Annual Review 2014 and the date of the annual Open Meeting on 25 November. As in previous years, the final text and design of the Review would be approved by the Director. Looking forward, we would promote the link to the online version of the Review in more of our communications and reports. CH, GR

ITEM 9 – NATIONAL MUSEUM OF SCOTLAND MASTERPLAN PHASE 3: INTERPRETATION PRESENTATION AND UPDATE NMS (2014) 38

9.1 Ruth Gill, Stephen Allen and Emma Webb joined the meeting and gave a presentation on the interpretation plans for the new Art & Design and Science & Technology galleries.

9.2 Ruth Gill then introduced the update report which had been circulated in advance, particularly focussing on the latest programme timeline and the recent tendering process in relation to the base build fit-out works. Following discussion the Board of Trustees approved the appointment of the proposed base build contractors and confirmed authority to proceed with this element of the project. RG

9.3 The Board also approved the recommended course of action set out in the final section of the update report regarding the Chambers Street public realm, and noted that a proposed plan and timetable would be devised and brought to a future Board meeting for approval. GR, FS

ITEM 10 – LEARNING & PROGRAMMES: STRATEGY REVIEW NMS (2014) 39

10.1 Stephen Allen and Ruth Gill introduced the paper which had been circulated. The discussion included topics such as: sites outside Edinburgh; revenue and reputation; and planning more activities that would be suitable for a broader range of visitor groups.

10.2 The Trustees noted progress made to date on the review of Learning & Programmes, and that the new Strategy would be coming to the Board for approval in early 2015. SA, RG

ITEM 11 – NATIONAL MUSEUMS COLLECTIONS CENTRE MASTERPLAN: NEW BUILD PROJECT AND EXTENSION TO BUILDING 1: UPDATE NMS (2014) 40

11.1 Fiona Stewart joined the meeting and presented the update report which had been circulated.

The Board of Trustees:

- Noted the progress made on the National Museums Collection Centre Masterplan (NMCC), New Build Project and Extension to Building 1.
- Approved the proposal to request funding from the Scottish Government for the purchase of the area of land adjoining the current entrance to the NMCC site, subject to agreement on price.
- Ratified their earlier approval to sell Leith Customs House and approved the sale to the City of Edinburgh Council for the amount noted in section 2.3 of the paper with a deferred settlement of April 2015.
- Agreed that the funding package for the Extension to Building 1 project should assume the use of the full amount of the sale price.

FS, GR

FS

ITEM 12 – NATIONAL MUSEUM OF FLIGHT DEVELOPMENT PLAN PHASE 2: UPDATE NMS (2014) 41

12.1 Fiona Stewart informed Trustees that the Heritage Lottery Fund had earlier in the day verbally confirmed our Round 2 application for £1.3 million of funding towards the National Museum of Flight Development Plan Phase 2 had been successful. She added that there would be no public announcement until the confirmation letter had been received. The Board welcomed the good news and congratulated all the staff involved in the project.

12.2 The Board of Trustees noted the update report.

ITEM 13 – COLLECTIONS ACTIVITY REPORT NMS (2014) 42

13.1 The Board of Trustees noted progress on significant acquisitions, capital projects, research projects, national working and staffing. The Chairman highlighted the flourishing links with the University of Edinburgh which had been boosted by the Memorandum of Understanding signed by our two organisations in January.

ITEM 14 – BOARD OF TRUSTEES: MEETING DATES 2015/16 NMS (2014) 43

14.1 The Board noted the meeting dates for 2015/16.

ITEM 15 – REPORTS FROM COMMITTEES

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

15.1 The Chairman noted that the draft minutes of the Estates Committee meeting held on 05 June 2014 had been circulated.

15.2 Jamie Troughton, (Chairman of the Estates Committee) highlighted the good progress being made and congratulated the Estates Department.

(ii) Minutes of the Personnel & Remuneration Committee held on 09 June 2014

15.2 The Chairman noted that the draft minutes of the Personnel & Remuneration Committee meeting held on 09 June 2014 had been circulated.

(iii) Minutes of the Audit & Risk Committee meeting held on 21 August 2014

15.3 The Chairman noted that the draft minutes of the Audit & Risk Committee meeting held on 21 August 2014 had been circulated.

15.4 Miller McLean (Chairman of the Audit & Risk Committee) reported on personnel changes within the internal audit team.

ITEM 16 – FORWARD PROGRAMME OF BUSINESS

NMS (2014) 44

16.1 The Board noted the Forward Programme of Business. The Board emphasised the desire to hold a Trustees' meeting at the National Museum of Rural Life during 2015, hopefully in the summer.

ITEM 17 – ANY OTHER BUSINESS

17.1 The Board extended their sincere thanks to all the staff and volunteers who had been able to attend the informal Trustees' reception earlier in the day.

ITEM 18 – DATE OF NEXT MEETING

18.1 The next meeting will be held Wednesday, 26 November 2014.