

**National Museums Scotland
Board Of Trustees**

**MINUTES OF THE MEETING HELD ON WEDNESDAY 2 OCTOBER 2024
AT THE NATIONAL MUSEUM OF SCOTLAND, EDINBURGH**

Present:

Mr Ian Russell	Chair
Prof Mary Bownes	Trustee
Mr Adam Bruce	Trustee
Dr Hermione Cockburn	Trustee
Ms Judith Cruickshank	Trustee
Prof Manuel Fernández-Götz	Trustee
Dr Bridget McConnell	Trustee
Ms Sally Mackay	Trustee
Prof Ian Wall	Trustee
Dr Laura Young	Trustee

In Attendance:

Dr Chris Breward (CB)	NMS Director
Mr Keith Pentland (KP)	Director of Finance & Resources
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Dr Sam Alberti (SA)	Director of Collections
Ms Ruth Gill (RG)	Director of Public Programmes
Michelle Hausrath (MH)	Head of People (for Item 11)

Apologies:

Ms Ann Allen	Trustee
Ms Mimi Brophy	Trustee
Mr Stephen Dando	Trustee
Mr Graeme Gibson	Trustee
Ms Beth McKillop	Trustee
Prof Richard Oram	Trustee
Ms Jandy Stevenson	Trustee

PRELIMINARIES

The Chair welcomed new Trustees Hermione Cockburn, Judith Cruickshank and Sally Mackay to their first Board meeting.

It was noted that Mary Bownes' and Adam Bruce's second terms of appointment had come to an end and that this was their final Board meeting. The Chair thanked Adam and Mary for their significant contribution as Trustees of National Museums Scotland since 2017. Throughout their tenure they had been involved in a wide range of matters, providing support to the organisation, and championing the Museum externally. The Chair presented Mary and Adam with the National Museums of Scotland medal in recognition and appreciation of their service.

PRE-MEETING SESSION

Nick Fraser (Keeper of Natural Sciences) gave an overview of the Natural Science Department's work, current opportunities and challenges, and invited questions from the Board. Martin Stervander (Senior Curator of Birds) gave a presentation on new insights into our bird collection.

Trustees extended their thanks for the presentations.

ACTION

ITEM 1 – APOLOGIES

1.1 Apologies were received from Ann Allen, Mimi Brophy, Steven Dando, Graeme Gibson, Beth McKillop, Richard Oram and Jandy Stevenson.

ITEM 2 – MINUTES OF THE MEETING HELD ON 5 JUNE 2024 **NMS (2024) 3rd Mtg**

2.1 The minutes of the meeting held on 5 June 2024 were approved.

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 – DIRECTOR'S REPORT TO TRUSTEES **NMS (2024) 18**

5.1 The Director presented his report which had been circulated. Highlights included:

- The *Game On* exhibition was 36% ahead of the phased target for ticket sales and 20% ahead on ticket income.
- The organisation's redeveloped website went live on 12 August.
- The media coverage of the 10th anniversary of the discovery of the Galloway Hoard and its loan to the British Museum's *Silk Roads* exhibition.
- The international tour of *The Galloway Hoard: Viking-age Treasure* was taking shape with three confirmed venues so far.
- A new event '360 Fest' sold out at the end August with 1,700 visitors at the National Museum of Flight.

5.2 The Director gave a verbal update on recent meetings with Scottish Government, UK politicians and visiting diplomats and reflected on the history of NMS as recorded in recently digitised archival records.

ITEM 6 – FINANCIAL REPORT **NMS (2024) 19**

6.1 Keith Pentland presented the report which had been circulated and confirmed it represented the overall position for the period to 31 August 2024.

6.2 The Board noted:

- Current information forecasted a loss but there was confidence we would break even by the end of the financial year.
- Income from donations at the National War Museum has been lower than anticipated and therefore annual income had been forecast downwards.
- Commercial trading performance had been better than budgeted.
- The 35 Hour week had been implemented and took effect from 1 August.
- The outcome of the Voluntary Exit Scheme would take effect from 31 October.

ITEM 7 – ANNUAL REPORT & ACCOUNTS 2023/24

NMS (2024) 20

7.1 Keith Pentland presented the Annual Report & Accounts 2023/24 which had been circulated. He confirmed that the draft Report & Accounts had been reviewed by the Finance Committee and Audit & Risk Committee, with detailed presentational changes arising from their deliberations now incorporated into the final draft, together with the final audit certificate.

7.2 The Board approved the Annual Report & Accounts for 2023/24 and the sending of an appropriate letter of representation from the Accountable Officer (the Director) and the Chair to the auditors. It was confirmed that the names of the three new Trustees would be added to the Report given they had commenced on 01 October.

7.3 The Chair congratulated Keith Pentland and the Finance team on all their hard work throughout the process, and thanked Jandy Stevenson and the Audit & Risk Committee for their support.

ITEM 8 – CORPORATE RISK REGISTER

NMS (2024) 21

8.1 Keith Pentland presented the paper and explained that:

- The Corporate Risk Register was reviewed formally by the Audit & Risk Committee at every meeting and was reviewed by the Executive Team twice a year.
- During 2022/23, the Internal Auditors had conducted a Risk Management audit and had recommended that the Board of Trustees reviewed the Register once a year.

8.2 The Board noted:

- The Corporate Risk Register and the general risk assessment.
- Keith Pentland would add the three Board Committees relevant to Risk 10.
- Trustees would be included in the next round of cyber security training for NMS staff.

ITEM 9 – COLLECTIONS & RESEARCH REPORT

NMS (2024) 22

KP

KP

9.1 Trustees noted the Collections & Research Report and congratulated the Collections team on the quality and diversity of the publications.

ITEM 10 – SUSTAINABILITY: ANNUAL REPORT 2023/24 **NMS (2024) 23**

10.1 Ruth Gill presented the annual report on Sustainable Development 2023/24 which had been circulated. She explained our action planning was going well but the major challenge for NMS and other organisations was emissions. There followed a wide-ranging discussion covering matters such as: heating systems and networks; partnerships with other public bodies; staff buy-in; and the high quality of NMS data collection/measurement.

10.2 The Board noted the progress made over the last year, and the planned actions for 2024/25 to strengthen our organisational approach to sustainable development.

ITEM 11 – EQUALITY, DIVERSITY & INCLUSION: ANNUAL REPORT 2023/24 **NMS (2024) 24**

11.1 Michelle Hausrath presented the annual report on Equality & Diversity 2023/24 which had been circulated.

11.2 The Board noted with approval the progress made by National Museums Scotland in the third year of the current four-year reporting period (2021-25).

ITEM 12 – BOARD STRATEGY SESSION: OUTLINE **NMS (2024) 25**

12.1 The Chair and the NMS Director introduced the draft outline programme for the Board strategy session on 27 November and noted the subsequent feedback from Trustees.

**Chair, CB,
KP**

ITEM 13 – REPORTS FROM COMMITTEES

(i) Collections Development Committee

13.1 The Chair noted that the draft minutes of the Collections Development Committee meeting held on 22 May had been circulated.

(ii) National Museums Scotland Enterprises Ltd Board

13.2 The Chair noted that the draft minutes of the National Museums Scotland Enterprises Ltd Board meeting held on 31 May had been circulated.

13.3 Keith Pentland reported that the retail sales relating to the *Game On* exhibition had been excellent thus far, and that the shop at the Tower Entrance at the National Museum of Scotland was now a book shop.

(iii) Nominations & Governance Committee

13.4 The Chair noted that the draft minutes of the Nominations & Governance Committee meeting held on 5 June had been circulated.

(iv) Audit & Risk Committee

13.5 The Chair noted that the approved minutes of the Audit & Risk Committee meetings held on 17 June and the draft minutes of its next meeting held on 19 August had both been circulated.

(v) People & Remuneration Committee

13.6 The Chair noted that the draft minutes of the People & Remuneration Committee meeting held on 24 July had been circulated.

(vi) Estates Committee

13.7 The Chair noted that the draft minutes of the Estates Committee meeting held on 22 August had been circulated.

(vii) Finance Committee

13.8 The Chair noted that the draft minutes of the Finance Committee meeting held on 11 September had been circulated.

ITEM 14 – APPOINTMENTS TO THE BOARD COMMITTEES & RELATED GROUPS **NMS (2024) 26**

14.1 The Board of Trustees:

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

ITEM 15 – BOARD OF TRUSTEES MEETING DATES: 2024-2027 **NMS (2024) 27**

15.1 Trustees noted the Board meeting dates for 2024-27.

ITEM 16 – FORWARD PROGRAMME OF BUSINESS **NMS (2024) 28**

16.1 The Board noted the forward programme of business.

ITEM 17 – ANY OTHER BUSINESS

17.1 The Board of Trustees conveyed their sincere thanks and best wishes to retiring Trustees Adam Bruce and Mary Bownes, and to Julie Brown who was departing after 17 years in her role as Board Secretary.

ITEM 18 – DATE OF NEXT MEETING

18.1 The next meeting will be held on Wednesday 27 November 2024 at the National Museum of Scotland and will include a strategy session.