

## **HORNIMAN PUBLIC MUSEUM AND PUBLIC PARK TRUST**

The Minutes of the Board meeting of the Horniman Public Museum and Public Park Trust held at the Horniman Museum 8 February 2024.

### **Present**

Michael Salter-Church (Chair)  
Eva Appelbaum  
Caroline Cole  
Roma Dibua  
Bunt Gosh  
Simon Hesketh

Nico Iacuzzi  
Diana Maine  
Carole Souter  
Somi Umolu  
Nicholas Wyver

Brian O-Sullivan (Board Apprentice)

Nick Merriman (Chief Executive)  
Paula Thomas (Board Secretary, Director, Finance and Corporate Services)  
Victoria Pinnington (Director, Communications and Income Generation)  
Kirsten Walker (Director, Collections Care and Estates)

### **1. Closed session**

*Content to be provided by Chair*

### **2. Formal appointment and welcome of new trustees**

The Chair welcomed the new trustees Diana Maine, Nick Wyver and Somi Umolu and they were formally appointed by the rest of the Board.

Brian O'Sullivan was also welcomed as the Board Apprentice.

### **3. Apologies for absence and conflicts of interest**

Apologies were received from Mayowa Ochere.

No new conflicts of interest were declared.

### **4. Nature + Love presentation**

The Director, Collections Care and Estates gave a presentation of the Stage 4 designs for Nature + Love highlighting changes from Stage 3. The current challenges and risks were also outlined.

The CEO then summarised the updated costs, budget and fundraising position. The successful fundraising to date means it will no longer be necessary to draw down any reserves for the project and a legacy previously designated for the project may also be undesignated (see item 6) although these funds will still be available if required. The remaining fundraising target set is now c£900k.

The Board thanked Kirsten and the rest of the project team for getting to this position and signed off the Stage 4 designs.

## 5. Minutes of the previous Board meeting and matters arising

5.1. The minutes of the Board meeting of 19 October 2023 were agreed as a true record.

The Secretary reported that staff turnover for the nine months to 31 December 2023 was now 20% which, although still relatively high, is improving and was reduced from the 32% level for 2022/23. There are no particular concerns and no trends have been identified.

All other action points had been completed or are not yet due.

5.2. There were no matters arising.

## 6. Management report

The CEO presented the Management report for October - December 2023 and provided some updates:

*The café retender is reported under item 10.*

### *Staff grievance*

The full external investigation report has now been received and the CEO has put together his conclusions and recommendations. 21 allegations were made of which 18 were not upheld, 1 not determined, 1 upheld and 1 partly upheld. The recommendations include mediation, management and leadership training, team bonding and review of HR policies. The Head of HR has been tasked with developing and implementing an action plan. This will be overseen by the interim CEO, the Director Finance and Corporate Services and union reps. A preliminary meeting has been held with the union reps to inform them of the findings. The results are being delivered to the those who have brought the grievance next week. They will have a right of appeal. One of them has also made a claim to Acas. This is being dealt with by our employment lawyers who are hopeful that it won't go any further.

### *Restitution*

- (i) The order from the Charity Commission allowing the return of the Warumungu objects has now been received.
- (ii) A request has now been received from Chief Councillor of the We Wai Kai nation for the return of Chief John Dick's Dzunuk'wa mask. A paper was tabled providing background to the request which was originally made in 2012. The restitution policy requires any requests to be brought firstly to the Restitution subcommittee to judge the merits of the request against the tests set out in the policy. After discussion with the Chair of the subcommittee in this instance because the request was originally made over ten years ago, and because of the imminence of the trustee meeting, it was decided to bring the request directly to trustees.

The Chair of the subcommittee confirmed that she was happy that it falls entirely within our policy but would be happy to convene a meeting or be consulted if anything arises during the legal process.

**Trustees agreed to the return of the mask on the grounds that it was taken by force, and in circumstances where owners were compelled to give them. If agreed, and endorsed by the Charity Commission, it will be returned to the Nuyambalees Cultural Centre of the We Wai Kai Nation, ideally in time for the reopening of their Cultural Centre in June.**

**It was agreed that as a next step our lawyers Bates Wells should draw up an application to the Charity Commission**

*Aquarium incident*

The Principal Curator Aquarium and Living Collection Manager is looking at whether there are any systems or procedures that can be put in place to protect corals and other livestock in the future.

Trustees agreed that these kind of risks need to be kept on the risk register and that the future strategy around the Aquarium and in particular coral research needs to be considered. This is something it would be useful for the new CEO to look at before bringing it back to the Board.

*Nature Trail licenses*

The Secretary reported that valuations for the pieces of land/garden had now been received and that some of these were significant. Our lawyers have now been asked for their advice on next steps. This will be brought back to the Board in May.

The Board reviewed the Management summary accounts for the nine months ended 31 December 2023 and noted the increased in the forecast deficit due to factors outside the Trust's control. They also reviewed the Dashboard.

## **7. Risk register**

The Board reviewed the risk register and noted the movement in some risks, in particular the increased risk in relation to staff pay (see item 11 below).

## **8. Audit Committee**

8.1 The Chair of the Audit Committee presented a summary of the minutes of the meeting on 21 November.

8.2 As recommended by the Audit Committee the Board approved the following policies:

- Anti-tax evasion (new)
- Anti-fraud (updated)
- Anti-bribery (updated)
- Whistleblowing (updated)
- Fraud Response Plan (updated)

## **9. Capital Projects Board (CPB)**

Trustees noted the minutes of the meeting on 21 September 2023.

In response to the significant increase in cost of the CUE roof the Chair of the CPB reported that the meeting had discussed the adequacy of contingencies in capital project budgets. The Head of Estates had been asked to look back at past projects and compare the level of contingency against the actual costs to make sure that they were sufficient and whether this might lead to lessons going forward.

The Chair of the CPB clarified that the Estates team had confirmed that day to day maintenance is ongoing, which might not be clear from the CPB minutes.

## **10. Horniman Museum Enterprises**

Nico Iacuzzi provided a verbal report of the meeting on 1 February.

- (i) The trading report is very positive with forecast profits for the year c£383k. It has been a good year with a new activity Soft Play performing particularly well.
- (ii) HME is still in the process of dispute resolution in relation to the current café contract. This is being dealt with through our lawyers. We are sticking to advice given by them that under the terms of the contract we had right to terminate the contract with six months' notice. At present c£90k revenue is at risk representing a c£47k invoice for commission for Q3 which is currently unpaid and c£43k forecast for Q4. Payment of the current outstanding invoice is being pursued.
- (iii) After a thorough tender process the HME Board approved the appointment of Colicci for the visitor catering contract. They have been very professional and very responsive. Heads of Terms are now being agreed and a contract will be drawn up by our lawyers.
- (iv) It has been decided to appoint an approved list of preferred event caterers from amongst those who tendered rather than have a sole event caterer as at present.

**The Board confirmed their agreement to the appointment of Colicci as the new visitor caterers.**

#### **11. Corporate Plan 2024-27 and budget 2024-25**

The CEO presented the Corporate Plan for 2024-27 which, in addition to Nature + Love and details of activities for 2024-25, is largely business as usual and it will be for the new CEO to add other things. The new values are included but some work is still needed on staff engagement with these and the behaviours. The Reset Agenda has been removed and replaced by four priorities.

**The Board approved the Corporate Plan subject to some minor amendments discussed.**

The Director, Finance and Corporate Services presented the draft budget for the year which although balanced is very tight. Trustees discussed the assumptions made and in particular those around pay increases. Management were asked to prepare different scenarios on pay and to find out what other organisations are planning in the sector.

**The Board approved the Budget subject to further considerations on pay at the next meeting.**

#### **12. Staff presentation – Audience Champions Group**

Nick Budden gave a presentation on the work of the Audience Champions Group outlining strategies being used to help diversify our audiences.

An Audience Status paper was tabled, providing further information and reassurance about all the work going on to try meet targets set.

### 13. AOB

The Board noted that this was the CEO's last Board meeting and thanked him for all his tremendous work at the Horniman.

There was no other business.

Minutes ref:	Action	Date due	Who by	Progress
b/f	Add local population data to visitor reports for comparison	July 24	VP	
6	Instruct lawyers to prepare s106 case for CC to return mask	Feb 24	PT	
6	Obtain legal advice on next steps re licenses and bring back recommendation to the Board	May 24	PT	
11	CP amendments around Digital training to be discussed with EA	May 24	VP	
	Different pay scenarios to be modelled for budget and sector benchmarking carried out	May 24	PT	