

Board of the National Museum of Ireland

Minutes of Meeting of the Board on Thursday 16th November at 9.30am,
Natural History Museum, Merrion Street.

Present:	Ms. Catherine Heaney (Chair) Mr. John Bowen Ms. Mary Crotty Professor Ingrid Hook Professor Kathleen James-Chakraborty Mr. Ambrose Loughlin Ms. Judith McCarthy	Ms. Denise Moroney Mr. Declan Nelson Professor Mary O'Dowd Professor Gearóid Ó Tuathaigh Dr. Andrew Power Ms. Virginia Teehan
Apologies:	Ms. Lynn Scarff	Mr. Aidan Walsh
In attendance:	Mr Ragnall Ó Floinn (Director, NMI) Ms Jennifer Keane (Secretary to Board, NMI) Mr Seamus Lynam (Head of Operations, NMI) Heather Humphreys, T.D. (Minister for Culture, Heritage and the Gaeltacht) (Item 3 only) Ms Katherine Licken (Secretary General, Department of Culture Heritage and the Gaeltacht)(Item 3 only)	Mr Feargal Ó Cóighligh (Assistant Secretary, Department of Culture, Heritage and the Gaeltacht) (Item 3 only) Ms Lucy Moylan (Press Advisor to Minister Humphreys) (Item 3 only) [REDACTED] (Item 5e only) [REDACTED] (Item 5e only)

1. Opening of the meeting, apologies, if any, adoption of the agenda

The Chair opened the meeting and conveyed apologies from Ms Lynn Scarff and Mr Aidan Walsh.

The Chair proposed the adoption of the agenda with no changes. The Board adopted the agenda.

2. Minutes of the meeting of 14th September and matters arising

The adoption of the minutes of the meeting of 14 September 2017 was proposed by Dr Andrew Power and seconded by Ms Mary Crotty.

Matters Arising

The Chair reported that she received a request from Ms Lynn Scarff for a leave of absence until the end of December 2017. The Board noted that the Chair had granted this request.

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The Board noted that the Oversight Agreement and the Performance Delivery Agreement have been signed by the Chair and the Director respectively and submitted to the Department.

The Board noted that biographies of Board members have been published on the Museum's website.

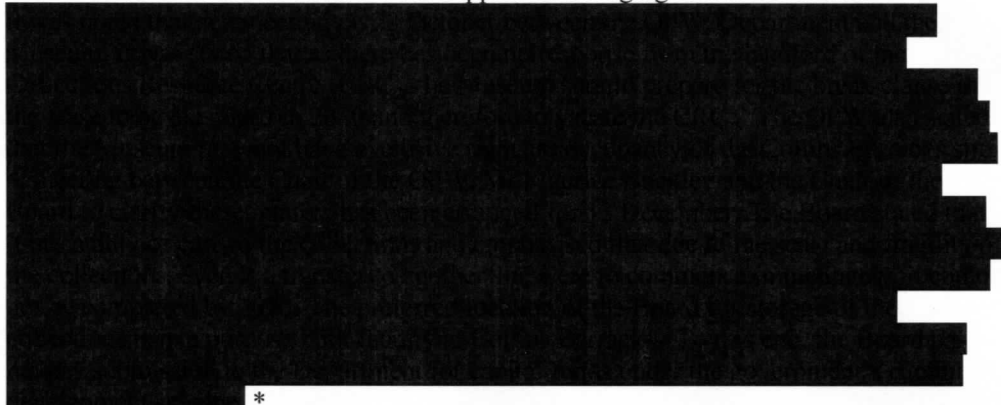
The Board resolved to suspend the Board meeting during the Minister's visit.

3. Heather Humphreys, T.D., Minister for Culture, Heritage and the Gaeltacht met the Board

Minister Humphreys, the Secretary General and the Assistant Secretary met with the Board.

The Chair raised the following points:

- The importance of maintaining open lines of communication with the Department. The Board is committed to liaising with the Department on positive developments and also challenges that face the organisation. The Board looks forward to meeting with the Minister on an annual basis. Biannually, a high level meeting will be arranged between the Minister, senior officials at the Department, the Chair and the Director.
- The Chair thanked the Minister for her support in managing recent HR issues.
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- The Chair reported that the Board has completed training in corporate governance and undertaken garda-vetting. The Board welcomed the introduction of the proposed corporate governance training for all bodies under the Department remit but was of the view that it should be modular to accommodate voluntary Boards.
- The Chair confirmed to the Minister that the Board has not yet undertaken an internal Board review as the self-assessment questionnaire provided in the Code of Practice for Corporate Governance is not felt suitable. The Chair stated that she had already raised this matter with the Secretary General and looks forward liaising around the implementation of a more appropriate review mechanism.

The Minister addressed the Board:

- The Minister thanked the Board and the Chair for their service and acknowledged that the workload has been heavy and involved a significant time commitment.
- The Minister referred to legacy HR issues which had been mentioned in the public forum over the last few days and that she and the Department will support the Board in any way possible including a provision for HR resources.

* redacted due to commercial sensitivity/data protection

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- The Minister stated that the Museum's Masterplan is very exciting and commended the Museum on visitor numbers across its sites.
- The Minister thanked the Board for their assistance in the use of the Ceramics Room as the Temporary Seanad chamber.
- The Minister complimented the Museum on the special exhibition to commemorate 1916 and stated that she hopes that the same spirit of inclusivity and respect will continue as the Decade of Commemorations proceeds.

The Minister extended her thanks to the Board for all of their hard work.

The Minister, Secretary General and Assistant Secretary left the room and the Board meeting resumed.

4. Executive Report from the Chair and the Director

The Board noted the executive report from the Chair and the Director.

Eileen Gray Collection

The Director requested the Board's approval to purchase the collection for the Museum, having received an independent report on valuation. **The Board agreed that the Eileen Gray collection should be purchased for €400,000.** The work of Dr Jennifer Goff in acquiring the collection was acknowledged.

Vacancies

The Director reported that Mr Lar Joye, Assistant Keeper I has taken a career break to take up the a post at Dublin Port Museum.

Mr Lynam stated that he will retire at the end of December 2017, after 40 years in the public sector. The Board and the Director conveyed their thanks to Mr Lynam for the hard work and dedication shown to the Museum over the past 16 years and wished him well in his retirement.

The Board requested that upcoming vacancies should be noted in the executive report to the Board in future. The Executive agreed to this.

The Board noted that there will be significant changes in staffing over the coming months and the Board will work closely with the Executive, when required, so that posts are sanctioned in a timely manner by the Department and to ensure smooth transitions over this period.

5. Report from Board Committees

a) Development and Strategy Committee

Dr Power presented an update from the Development and Strategy Committee.

The Board noted the report from the Committee which had been circulated in advance.

The Chair agreed to write to the Minister on the CRC, the Collins Barracks site and the Masterplan launch.

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As Ms Scarff has taken a temporary leave of absence, the Board gave the committee leave to appoint an interim Chair.

b) *Audit and Risk Committee*

Mr Ambrose Loughlin presented an update to the Board from the Audit and Risk Committee.

Financial Statements 2016: Mr Loughlin reported that the Museum has been liaising with the C&AG around the wording of the Financial Statements and has reached agreement.

The Board approved the Accounts for 2016 and gave the Chair and Mr Loughlin leave to sign the accounts on behalf of the Board.

State Claims Agency (SCA): Mr Loughlin reported to the Board on the SCA issue.

The Board agreed:

- **That the current full State Claims Agency liability of €411,833 be paid in full.**
- **That the Museum proposes to make a provision of €104,000 in its 2018 operational budgets for future liabilities in respect of ongoing claims being managed by the State Claims Agency on the Museum's behalf and that this figure be reviewed and revised as appropriate on a quarterly basis and that additional provisions be made in future years until an appropriate claims reserve is created.**
- **The payment of all outstanding monies to the SCA, including outstanding interest, will be paid by the Museum out of its own reserves by the end of November 2017.**

Finance Pack: The Board noted the finance report that had been prepared by the Executive up to end of October 2017.

c) *Ceramics Room Committee*

Mr Bowen reported that the Committee and the Executive will meet with the OPW on Friday 17 November to discuss the OPW's plan for vertical access to the Kildare Street building.

The Board suggested that the next meeting of the Board, due to be held at Kildare Street could be held in the Ceramics Room. The Executive will establish if the Ceramics Room would be available to the Museum on that date.

d) *GPAC*

The Board noted the report from the GPAC Committee.

e) *HR Committee*

The Chair invited [REDACTED] * to join the meeting.

[REDACTED] *

[REDACTED] and [REDACTED] * left the meeting.

The Executive left the meeting.

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HR committee change: In light of growing demands on time at the Museum, Ms Heaney has decided to step down as role of Chair of HR Committee.

The Board agreed that Ms Teehan will now chair this committee.

The Board agreed on the following resolutions:

- **Following a discussion on HR issues, the board resolved to continue to strive towards achieving HR excellence, accepting that the achievement of this goal may take time and resources.**
- **As an immediate change in organisational structure, the HR function will, from hereon, report into the office of the Director. (In any leave of absence of the Director, the function will report into the Board's HR committee).**
- **The Board agreed that only those complaints that come through the Museum's formal complaints' mechanism, can be investigated by the Museum.**
- **In light of upcoming retirements of senior officials at the Museum, the Board gave leave to the HR Committee to commence examination of transitional arrangements to ensure that Museum continues to operate effectively.**
- **Finally, the Board agreed that the Chair, where possible and until transitional arrangements are in place, will work from the Museum each Friday to increase intelligence and understanding of Museum operations ahead of a period of transition.**

HR Committee minutes: The Board discussed issue of inappropriate media briefing, and agreed to conduct a review of policy through Mazars. A comprehensive investigation will not be proceeded with at this point.

f) Director Review and Transition Committee

The Board discussed the recruitment of the incoming Director, and gave the Committee leave to decide whether there is a sufficiently strong field of candidates, ahead of going to interview phase. It was agreed that a strong field was required to ensure that the Museum sources the best available candidate for the position.

The Board agreed that any transitional arrangements for the position of the Director will fall to the HR Committee.

The Board agreed that a further meeting may need to be scheduled in December, pending the outcome of the Director recruitment process.

6. Date and venue of next meeting

The next meeting of the Board will take place on **Thursday 18 January 2017 at 10am at the National Museum of Ireland – Archaeology, Kildare Street.**