

**NATIONAL MUSEUMS SCOTLAND  
BOARD OF TRUSTEES**

**MINUTES OF THE MEETING HELD ON WEDNESDAY, 18 SEPTEMBER 2019 AT THE  
NATIONAL MUSEUM OF SCOTLAND, EDINBURGH**

**Present:**

Mr Bruce Minto	Chairman
Ms Ann Allen	Trustee (for Items 1-7)
Prof Mary Bownes	Trustee
Mr Adam Bruce	Trustee
Mr Gordon Drummond	Trustee
Mr Christopher Fletcher	Trustee
Dr Brian Lang	Trustee (for Items 1-12)
Ms Lynda Logan	Trustee
Dr Catriona Macdonald	Trustee
Prof Walter Nimmo	Trustee
Mr Ian Russell	Trustee
Ms Jandy Stevenson	Trustee
Ms Eilidh Wiseman	Trustee

**In Attendance:**

Dr Gordon Rintoul (GR)	NMS Director
Mr Keith Pentland (KP)	Director of Finance & Planning
Ms Julie Brown (JB)	Head of Corporate Policy & Performance
Ms Margaret Clift (MC)	Head of Development (for Item 10)
Ms Helen Ireland (HI)	Director of External Relations (for Items 10 & 13)
Mr Colin Watson (CW)	Head of ICT (for Item 11)
Ms Fiona Stewart (FS)	Director of Estates & Facilities (for Items 11 & 12)
Ms Jilly Burns (JBU)	Head of National & International Partnerships (for Item 13)
Mr Xerxes Mazda (XM)	Director of Collections (for Item 14)

**Apologies:**

Dr Laura Young	Trustee
----------------	---------

**PRELIMINARIES**

It was noted that Trustee Walter Nimmo was retiring from the Board and that this was his final Board meeting. The Chairman thanked Walter for his significant contribution as a Trustee of National Museums Scotland since 2013. Throughout his tenure he had been involved in a wide range of matters, providing support to the organisation and championing the Museum externally. The Chairman presented Walter with the National Museums of Scotland medal in appreciation of his service.

The Chairman highlighted that his second term of appointment was coming to an end on 31 July 2020 and gave an outline of the Scottish Government's intended timetable for the recruitment of his replacement.

**ITEM 1 – APOLOGIES**

1.1 Apologies were received from Laura Young.

**ITEM 2 – MINUTES OF THE MEETING HELD ON 05 JUNE 2019**

2.1 The minutes of the meeting held on 05 June 2019 were approved.

**ITEM 3 – MATTERS ARISING**

3.1 Matters arising from the last meeting were taken under the main agenda items.

3.2 With reference to Minute Item 8, it was reported that the draft policy on object transfer requests would now be coming to the November Board meeting.

**XM**

**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 – POTENTIAL IMPLICATIONS OF DEPARTURE OF DIRECTOR: AREAS FOR CONSIDERATION** **NMS (2019) 32**

5.1 The Board noted the paper which had also been considered at a prior, private session of Trustees. The proposals were agreed.

**ITEM 6 – DIRECTOR’S REPORT TO THE TRUSTEES** **NMS (2019) 33**

6.1 The Director presented his report which had been circulated and gave a verbal update on the latest visitor numbers and also communications with the National Trust for Scotland regarding the National Museum of Rural Life. With regard to the latter, the Director reconfirmed that National Museums Scotland had clear fire safety strategies and procedures in place. There followed a short discussion regarding current and future exhibitions, and the proposals for an update to the Patrons programme.

**ITEM 7 – FINANCIAL REPORT** **NMS (2019) 34**

7.1 Keith Pentland presented his report which had been circulated. The Board of Trustees noted that:

- It was expected the accounts would show a balanced position for 2019/20.
- NMS was currently showing a surplus which was largely timing-related, and NMSE was performing well and slightly ahead of budget.
- Overall, we were forecasting a shortfall in one area but this would be offset by additional income in other areas and reductions in operational expenditure.

**ITEM 8 – BUDGET 2019/20 AND FINANCIAL PLAN**

**NMS (2019) 35**

8.1 Keith Pentland presented the final draft of the budget which had been circulated.

8.2 Notwithstanding the concerns regarding the growing backlog maintenance, the Board of Trustees:

- Approved the 2019/20 Budget.
- Noted the Financial Plan for 2020/21 and 2021/22.
- Noted the risks identified in the Financial Plan.

8.3 Keith Pentland and Eilidh Wiseman gave a verbal report on the Personnel & Remuneration Committee meeting held earlier in the day. Following a detailed discussion regarding pay, the Board approved the recommended way forward and that it would now be put to the trade unions. Eilidh Wiseman added that the annual meeting of the Committee and union representatives would be taking place in late October.

**SS, KP**

**ITEM 9 – ANNUAL REPORT & ACCOUNTS 2018/19**

**NMS (2019) 36**

9.1 Keith Pentland presented the Annual Report & Accounts 2018/19 which had been circulated, along with the final audit certificate. He confirmed that earlier versions of the Report & Accounts had been reviewed by the Finance Committee and then the Audit & Risk Committee, with presentational changes arising from both meetings now incorporated into the final draft.

9.2 Ian Russell (Chairman of the Audit & Risk Committee) reported that the internal and external auditors had both given a satisfactory report with only modest recommendations. He went on to thank K Pentland and the Finance team for all their hard work on the accounts.

9.3 The Chairman sought and obtained confirmation and agreement from fellow Trustees on four specific points in the Annual Report:

- The 'risk and uncertainty' section on page 8.
- The final paragraph of page 11.
- The last three paragraphs of the 'governance statement' on page 15.
- Note 25 on page 36.

9.4 The Board of Trustees approved the Annual Report & Accounts for 2018/19 and the sending of an appropriate letter of representation from the Accountable Officer to the auditors.

**Chair,  
GR, KP**

**ITEM 10 – GIFT ACCEPTANCE POLICY**

**NMS (2019) 37**

10.1 Helen Ireland and Margaret Clift joined the meeting to present the paper which had been circulated.

10.2 The Board of Trustees welcomed and approved the updated Gift Acceptance Policy, and agreed a watching brief should be kept on this matter going forward.

**HI, MC**

**ITEM 11 – DIGITAL STRATEGY 2019-24**

**NMS (2019) 38**

11.1 Fiona Stewart and Colin Watson joined the meeting to present the paper which had been circulated. They highlighted that the purpose of the new Digital Strategy was to describe how the organisation would evolve to thrive in an increasingly digital world, and to provide a framework for the future focus of digital investment.

11.2 Trustees welcomed the Strategy, and their comments and suggestions touched on digitisation, commercial opportunities, support for research, and examples of how it could improve the visitor experience.

11.3 The Board of Trustees approved the Digital Strategy 2019-24.

**ITEM 12 – NATIONAL MUSEUM OF FLIGHT *READY FOR TAKE-OFF* PROJECT: UPDATE AND NEXT STEPS**

**NMS (2019) 39**

12.1 The Board of Trustees noted the progress outlined in the update report.

**ITEM 13 – NATIONAL STRATEGY 2016-20: PROGRESS UPDATE**

**NMS (2019) 40**

13.1 Helen Ireland and Jilly Burns joined the meeting to present the paper which had been circulated.

13.2 Trustees welcomed the significant progress made during the third year of the National Strategy 2016-2020, and recognised how much had been achieved through raising non-government funding. It was noted that the future direction would be discussed by the Board in a year's time when they considered the new, draft National Strategy for 2020 onwards.

**ITEM 14 – COLLECTIONS & RESEARCH REPORT**

**NMS (2019) 41**

14.1 Xerxes Mazda joined the meeting. Trustees extended their thanks and appreciation for the presentations earlier in the day on:

- New bird eggs acquisitions (with Bob McGowan, Senior Curator, Birds); and
- An Iranian silver tea set acquired from the family of former Museum Director Sir Robert Murdoch Smith (with Friederike Voigt, Principal Curator, Middle East & South Asia).

14.2 The Board of Trustees noted the Collections & Research Report.

**ITEM 15 – REPORTS FROM COMMITTEES**

**(i) Draft Minutes from the National Museums Scotland Enterprises Ltd Board meeting held on 31 May 2019**

15.1 The Chairman noted that the draft minutes of the NMSE Ltd Board meeting held of 31 May had been circulated.

15.2 Gordon Drummond (Chairman of the NMS Enterprises Ltd Board) gave a verbal report on performance since the meeting.

**(ii) Acquisitions Committee meetings held on 10 July and 17 September 2019**

15.3 The Chairman noted that the draft minutes of Acquisitions Committee meeting held on 10 July 2019 had been circulated.

15.4 Brian Lang (Chairman of the Acquisitions Committee) and the Director gave a brief update on the meeting held on 17 September 2019.

**(iii) Draft Minutes of the Finance Committee meeting held on 27 August 2019**

15.5 The Chairman noted that the draft minutes of the Finance Committee meeting held on 27 August 2019 had been circulated.

**(iv) Draft Minutes of the Audit & Risk Committee meeting held on 02 September 2019**

15.6 The Chairman noted that the draft minutes of the Audit & Risk Committee meeting held on 02 September 2019 had been circulated.

**(v) Verbal Report from the Personnel & Remuneration Committee meeting held on 18 September 2019**

15.7 It was agreed that this had been covered under Agenda Item 8.

**ITEM 16 – BOARD OF TRUSTEES MEETING  
DATES 2020/21** **NMS (2019) 42**

16.1 The Board noted the 2020/21 meeting dates.

**ITEM 17 – FORWARD PROGRAMME OF BUSINESS** **NMS (2019) 43**

17.1 The Board noted the Forward Programme of Business.

**ITEM 18 – ANY OTHER BUSINESS**

18.1 The Board conveyed their sincere thanks and best wishes to Walter Nimmo.

**ITEM 19 – DATE OF NEXT MEETING**

19.1 The next Board of Trustees meeting will be held on Wednesday, 20 November 2019.