

TYNE & WEAR ARCHIVES & MUSEUMS DEVELOPMENT TRUST

Company no.7334262

Registered Charity no. 1137867

**Minutes of a meeting of the board of directors of the Company
Held at Great North Museum: Hancock
Wednesday 10 May 2017 at 2:00pm**

Present:		
J Garbutt	(JG)	Acting Chair
I Stolliday	(IS)	
N Braithwaite	(NB)	
A Miller	(AM)	
C Holland	(CH)	
In Attendance:		
I Watson	(IW)	Director
J Reynolds	(JR)	Company Secretary
M Williams	(MW)	Principal Officer, Development & Trading, TWAM
J Bussey	(HK)	Fundraising Development Manager TWAM
Apologies:		
A Mirza	(AMM)	
J McElroy.	(JM)	

Notice and Quorum

The Chair reported to the meeting that due notice of the meeting had been given to each director and that a quorum was present. Accordingly the chair declared the meeting duly convened and constituted.

Minutes of meeting held on 12 December 2016

- The minutes were accepted as an accurate record and signed by the chair.

Matter Arising from Strategy Meeting Held 5 April 2017

- It was noted that the notes from the Strategy Meeting were not yet available due to the time elapsed between meetings. The Acting Chair JG wished it to be placed on record that IS had formally stepped down as Chair at the strategy meeting and that JG had agreed to act as Chair pending the recruitment of a new Chair.

Declaration of Interest

- IW highlighted that Ammar Mirza has recently bid for work under Culture Bridge and has been successful. AMM will discuss any potential conflict of interest at the next meeting. AMM is also the Business Community Ambassador for the GEOTN.
- JG highlighted the need for further meetings on strategy and also GEOTN needed.

Great Exhibition of the North Presentation by IW

Outline of GEOTN given by IW. Funded by DCMS. Chaired by Sir Gary Verity. Creative vision agreed by NGI partners. 3m audience target. Design, Art and Innovation trails outlined.

JG asked what TWAM's plan was for GEON. IW highlighted that Hub Exhibition will be at GNM:H and Stephenson's Rocket at either GNM:H or Discovery; there would be a need to modify entrance at Discovery. Designers are visiting tomorrow to assess options. Laing have a Glenn Brown exhibition and rehang. Shipley programme TBC. Hatton in project delivery phase. AM asked what if anything will be permanent at the end of GEON. IW highlighted that legacy funding will be needed for infrastructure – further announcement awaited.

JG asked if there is a fundraising angle for the development trust. IW confirmed NGI leading on fundraising. MW said HLF bid will be submitted by TWAM for exhibition project at Great North Museum as part of GEOTN. MW highlighted the sponsorship challenge as NGI will seek to secure major sponsorship but there may be opportunities for TWAM at a lower level. CH asked how other museums/cultural organisations can get involved – IW highlighted the cultural commissioning opportunities on NGI's website. AM asked if TWAM would be highlighted via hoardings/advertising. IW discussed opportunities will link to walking trails..

IS asked: what is the fundraising gap and what is the Development Trust's role? IW highlighted that the fundraising elements will be led by NGI. MW confirmed if the HLF funding application is successful then no additional funding will be needed by TWAM.

NB discussed that the legacy of the project could also be volunteers or new sign-ups to TWAM's mailing list. IW discussed 'The Insider' joint NGI communications will be used to encourage new sign-ups, volunteers and visitors.

CH asked who are NGI approaching as funders/sponsors. IW is involved in confidential discussions with NGI.

IS asked if other Trusts and Foundations are being approached by TWAM or are they on hold? IW confirmed he would seek to ensure no conflict between TWAM and NGI.

AM asked if other infrastructure improvements can be made as part of GEOTN e.g. the Blue Carpet. IW highlighted that it would be focused more on display showcases etc. paid for by the DCMS grant.

JG thanked Iain for his update.

1. Fundraising Report

MW highlighted the minutes of the strategy meeting will be circulated next week.

Update given on fundraising as detailed in the fundraising report.

NB asked if Trustees can help fundraise. IW mentioned Reece Foundation and Science Maze update.

JG highlighted the need for commitment and ownership of fundraising from Trustees and that Trustees need to focus on fundraising and provide support where they can. MW congratulated the recent successes of the Development Team, which JG repeated as congratulations from Trustees.

2. Appointment of a Trustee

Paper proposed a new Trustee appointment. NB/IS suggested appointing. JG discussed taking a strategic approach. MW highlighted the proposed trustee's lack of fundraising experience. JG discussed the need for a Trustee skills audit to ensure any appropriate skills gaps are filled. AM highlighted art knowledge/background as a skills gap? JG suggested meeting with her to gauge suitability/discuss the role further. CH also to attend the meeting.

ACTION: JR to set-up meeting with proposed new trustee and JG/CH prior to next Development Trust meeting. JG then to make recommendation to Trustees on appointment or bring recommendation to next meeting.

3. Governance and Board Development

MW confirmed the Development Trust is now signed up with the fundraising regulator and then led discussions on the new GDPR. NB discussed the need to ascertain what we are doing now and what we are needing to do going forward. AM also highlighted in terms of the new data regulations for any new data we need to be clear what we can and can't do with it. MW highlighted current inconsistencies in data gathering. JG suggested further advice is needed on what needs to be implemented. MW invited a Trustee to attend the GDPR seminar with him in July. IW discussed that the TWAM/Development Trust data handling needs clarifying. MW highlighted that the proposed new Data/Research Officer role in the Development Team restructure will help clarify these data needs. IW discussed that TWAM data control is regulated by Newcastle City Council. JR to seek further advice from legal colleagues at NCC then update Trustees.

ACTION: MW to circulate details of the GDPR seminar to Trustees. Trustees to respond if they wish to attend. JR to seek advice from NCC regarding data protection and feedback to Trustees.

4. Risk Register

JR highlighted that three new risks had been added, including Data Protection. JR asked the trustees to discuss and agree the target level for each risk.

IS discussed fundraising risk of GEOTN e.g. organisational reputational risk, trustee reputational risk and competition for funding? AM raised issues of current data protection compliance? JG suggested risk register be updated more frequently and listed higher on the Development Trust agenda going forward.

AGREED: The target risks: Data Protection: Low/High; Donor Consent: Low/High; Complaints: Low/Medium

The Risk Register will be brought to all future meetings

5. Request to utilise restricted funds

IW discussed the Hatton Pavilion project and confirmed that the Hatton Pavilion is an art installation. IW requested to utilise unrestricted donations from the Hatton Gallery reserve towards project overspend on transport and installation. IW explained that the reserve would be fully utilised but funds would be available from other sources as required.

AGREED: Approved as allocated

6. Director's Report

IW agreed that due to time constraints the report will be circulated via email.

ACTION: JR to circulate Director's report to Trustees.

7. Any other business

22nd May Chair of Strategic Board interviews

First meeting of Strategic Board will be held in late June 2017. Links, decision making and member representation on the Development Trust can then be discussed further including the potential for conflict between individuals on the Strategic Board and Development Trust.

Trading company discussed. It will make a profit then gift that profit to the Development Trust. Trading company will have a specific board set up including IW, JR, representatives from the Strategic Board and others.

JR has requested quotes from accountancy firms to produce 2 year accounts.

ACTION: JR to circulate accounts quotes to Trustees

8. Closure

The Date of the next meeting was confirmed as 20 September 2017: 2:00 to 4:00 Discovery Museum.