

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 Discovery Museum
Wednesday 20th September 2017 at 2:00pm**

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

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 10 May 2017

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

Declaration of Interest

- AMM confirmed that his Culture Bridge and GEOTN involvements constituted no potential conflict of interest for TWAM.
- IW confirmed that TWAM had received funding for the Great Exhibition of the North (GEOTN) and that there was no requirement for the Trustees to undertake additional fundraising .
- NB declared his interests as a member of Newcastle University Council and as a Senior Counsel for Bond Dickinson.

1. Directors Report

IW confirmed that the TWAM's Strategic Board has been established under a new chairperson, Rt Hon. Baroness Joyce Quin. The first meeting will be held 28th September 2017.

TWAM has advertised for three independent members of the Strategic Board. There has been a good response to date. Closing date for applications is 22nd September.

GEOTN update: - Since the last Trust meeting TWAM has secured a HLF grant of £813,100 to deliver the heritage strand of the GEOTN. Work is currently taking place to finalise the object list for the Hub exhibition at the GNM: Hancock and IW confirmed that Stephenson's Rocket will be displayed at Discovery Museum. The GEOTN will run from 22 June to mid-September 2018.

The new Hatton Gallery will be launched on Friday 6th October. Parliamentary Under Secretary of State for Arts, Heritage and Tourism John Glen MP has recorded a message of support which will be shown as part of the opening speeches.

Trading Company update: – All four Local authority and Newcastle University shareholders have agreed to establish an independent Trading Company. The draft business plan will be reviewed by the Strategic Board at its meeting on 28th September.

It is envisaged that Trading Company profits will be gifted to TWAMDT there by limiting tax liability for the new Trading Company. The Trust will then distribute them to TWAM. A report will be brought to the next Trust meeting

IW stated that he hopes the new Trading Company will be fully operational before end of financial year.

Action (IW) – distribute the draft business plan if it is approved by the Strategic Board.

2. Governance Update

Updated Risk Register and Customer Comments and Complaints Procedure to go before Strategic Board on 28th September.

MW confirmed that the Trust's governance met the requirements of the Fundraising Regulator.

GDPR update: – TWAM are working with the Data Protection Officer at NCC in relation to TWAM, Trust and Trading Company. MW talked through the 12 steps for GDPR and updated Trustees on what TWAM is doing to ensure compliance by the deadline of 25th May 2018. JR reported that Bond Dickinson has offered to organise Data Protection courses for NGCV looking at specific issues for cultural organisations.

Charity Governance Code update: – JR has attended a briefing on the new code and is confident it can be adapted for the benefit of the Trust and Strategic Board. This is considered good practice but there is no legal requirement.

MW outlined the new Fundraising Preference Service registration and confirmed the Trust had received no suppression requests to date.

3. Discussion on Skills Audit and Trustee Recruitment Process

Number of required Trustees – Max 11 of with two are nominated by the Strategic Board. Three vacancies at present with a potential for five new members.

Councillor J McElroy has formally resigned and the Strategic Board will be asked to formally nominate a replacement..

JG formally nominated Charlotte Windebank as a new Trustee. This was unanimously agreed by the board of Trustees.

Review of skills audit highlighted that the Trustee board was missing skills in education, training and diversity.

Chair/Trustee recruitment process agreed. Deadline for applications 27th October with interviews taking place on Monday 20th November.

AMM felt that recruitment advertising should emphasise “what’s in it for me?” and the Trust webpage updated with testimonials from existing Trustees.

4. Fundraising Update

MW outlined the key deliverables of the HLF funded ‘Resilient Heritage’ (RH) project including:

- Strengthening TWAM’s development team to bring in new skills particularly in major gifts, individual development, database management and prospect research
- Implement a ‘whole organisation’ approach to philanthropy led by the Strategic Board, Trustees, TWAM’s Director and including building managers, front of house staff and volunteers
- Develop a compelling Case for Support for TWAM which creates a more comfortable and well-defined relationship between TWAM’s governance and charitable aims.
- Treble philanthropic donations by 2021/22

MW highlighted the key role of the Development Trust and confirmed that funding was available to train Trustees in key fundraising and governance skills. The RH project also includes a commitment to launch a new annual board appraisal process.

At this point, MW and RS left the room to allow the Trustees to discuss the Development Team restructure proposals.

5. AOB

6. Closure

The Date of the next meeting (AGM) was confirmed as 29th November 2017:
2:00 to 4:00 @ Hatton Gallery.