

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 Laing Art Gallery
Wednesday 6 July 2016 at 2:30pm**

Present:		
I Stolliday	(IS)	Chair
N Braithwaite	(NB)	
J Garbutt	(JG)	
C Holland	(CH)	
In Attendance:		
I Watson	(IW)	Director
J Reynolds	(JR)	Company Secretary
M Williams	(MW)	Principal Officer, Development & Trading, TWAM
H Keville	(HK)	Development Officer TWAM
Alice Jones	(AJ)	Development Assistant TWAM
Apologies:		
A Mirza	(AMM)	
A Miller	(AM)	
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 26 April 2016

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

1. Trustee recruitment (Discussion)

- IS stated that he will step down as Chair of the Trust at the AGM. However he has agreed to continue as Chair until a suitable replacement is found.
- The directors discussed various ways in which a new Chair could be recruited. MW suggested paid advertising and NB agreed that this would be a good avenue to pursue e.g. with VONNE (Voluntary Organisations' Network

North East). It was also agreed that using current TWAM and University networks would be useful.

- JR asked directors to give consideration to a vacancy for an independent member of the TWAM Audit Committee and share any thoughts with her.
- Action: Directors to consider potential candidates for Chair and share their ideas with MW by end of August.

2. 'Fundraising and trustee duties' and fundraising regulation (oral report)

- The directors discussed the 'Key Fundraising Principles for Trustees' guidance, which has been published by the Charity Commission, and how it might inform the governance of the Trust going forward.
- NB suggested creating a report which records the ways in which the Trust complies with the key principles of the guidance.
- MW fed back on the Institute of Fundraising event 'The Future of Fundraising Regulation' which he recently attended and possible requirements of the Trust e.g. registering with the Fundraising Regulator to demonstrate a commitment to 'best practice' in fundraising.
- MW updated on the 'Fundraising Preference Service' and suggested a review of the Trusts' current ethics policy. Action: MW to circulate Fundraising Regulator consultation document and explore registration when the criteria is announced in the autumn.
- IW mentioned the links to the Museums Association ethics policy. Action: MW to circulate information about the Knowledge Exchange event 'Code of Ethics - Navigating Ethical Practice' taking place in September, which aims to provide greater awareness and understanding of the Code of Ethics in daily museum practice.

3. Fundraising update, including revenue and capital fundraising priorities 2016/17

- MW reported on donation performance up to the end of May, including how 'donation per visit' figures have increased and noted that the Donation Tickets during the Leonardo Da Vinci exhibition had a positive impact. IW explained that upcoming exhibitions will follow a similar form.
- HK updated on a potential new link-up with Newcastle Building Society supporting the Laing Art Gallery Big Wednesday event programme and upgrade to a Gold membership of the Connect through Culture programme.
- MW reported on the successes of Trusts and Foundations and applications planned for the summer.
- IW updated on the Arts Council England Designation Development Fund grant of £77,000 for TWAM's Waggonways project and MW updated on the recent HLF award of £422,600 for the Charge! Gallery at Discovery Museum.
- Action: HK to circulate a list of prospects to directors for comment.

4. Request to utilise restricted funds

- Request Approved.

5. Directors report (IW)

IW gave an oral report. Topics covered included:

- HEFCE (Higher Education Funding Council for England) museums and galleries funding
- DCMS Museums Review
- TWAM's NPO application (ACE Funding) – to be submitted by early Feb.
- Local government funding
- Great Exhibition of the North - NGI bid submitted. AMM has agreed to be an Ambassador for the bid. Shortlist to be announced at the end of July.
- Action: IW to keep directors informed of progress.

6. Governance Update

- A discussion was had about the Risk Register which was previously circulated. JR stated that this lists the risks perceived by Management and requested input from the Trustees.
- There was a discussion about whether the risks are being managed and if there is anything that would need to be added to the list. NB suggested that this risks comply with new Fundraising Regulator requirements. Action: JR agreed to keep Trustees updated on any amendments.
- Action: MW will review the list against the 'Key Fundraising Principles for Trustees' and feedback on his analysis at the next meeting.
- JR informed the Trustees of the new requirements relating to the Register of People with Significant Control introduced in April 2016, and informed everyone that a copy of the list is required to be completed and uploaded to the Companies House Register by 13 August 2016 at a cost of £13.00. It is compulsory for the form to be submitted, whether or not any People with Significant Control are listed. Her analysis was that a NIL return needed to be submitted. This was agreed by Trustees. Action: JR to submit form.
- JR circulated the Trustees & Trust Fund Indemnity Insurance proposal, which was signed by all directors present. Action: JR to collect remaining signatures, submit form for a quotation and feedback the result.

7. Any other business

- MW highlighted the Museums Matters document. Action: MW to circulate document.
- Dates of upcoming events were circulated.
- MW expressed his view that it would be beneficial to utilise connections with ex-Trustees currently based in London. It was agreed that having a London-

based branch of the Trust would help to extend fundraising networks. Action: Development team and Trustees to suggest potential contacts and consider ideas for events from January 2017. MW to trial this and look at creating a London-based advisory board.

- MW updated everyone on the situation regarding the Development Manager Maternity Cover position.

10. Closure

The Date of the next meeting was confirmed as Monday 21 November: 2:00 to 4:00 South Shields Museum & Art Gallery.