Board of Trustees (2021-03)

Date 16 March 2021, via Teams
Present Matthew Westerman (Chair)
Desmond Bowen, HE George Brandis, Hugh Bullock, HE Bede Corry, Brigadier General Paul Doyle, Lt Gen Andrew Figgures, Commodore Anil Jaggi, Angus Lapsley, Professor Margaret MacMillan, Tim Marlow (Deputy Chair), Suzanne Raine, Air Marshal Edward Stringer, Tamsin Todd, Mark Urban, Rear Admiral Mike Utley, Sir Guy Weston and a representative from the High Commission of Pakistan.

In attendance Diane Lees, Director-General;
John Brown, Executive Director, Commercial Services & Operations
Jon Card, Executive Director, Collections & Governance
Gill Webber, Executive Director, Content and Public Programmes
Gill Smith, Board Secretary, retiring (minutes)
Katie Allwood, Board Secretary wef 1 May 2021
Nick Hodder, Assistant Director for Digital Transformation; Ian Crawford, Chief Information Officer; Gael Dundas, Assistant Director for Collections Management & Pete Austin, – for item 8
Kate Clements, Second World War galleries curator – for item 10

1 Welcome and Apologies for Absence
Opening the meeting, the Chair welcomed Katie Allwood who would succeed Gill Smith as Board Secretary and was attending her first meeting.

Apologies were received from the High Commissioners for Canada (represented by BGen Paul Doyle, Canadian Defence Staff), India (represented by Commodore Anil Jaggi), Pakistan (represented by the Air Adviser), South Africa and Sri Lanka.

2 Conflicts of Interest
Trustees were invited to declare any conflict of interest with any item on the agenda. There were none.

3 Constitution and Membership
3.1 Main Board Appointments
The Chair reported that HE Janice Charette had been recalled to Canada and expressed his thanks to her, in her absence, for her contribution to IWM’s Board over a period of four years.

Action: gift of IWM book to be sent on to Mme Charette

Mr Westerman drew attention to the person specification for a new Trustee to succeed Liz Cleaver which had been circulated. This was with DCMS who were preparing the timetable for the
campaign. He encouraged Trustees to send him any ideas for candidates.

The Chair added that he and Ms Lees would be meeting with representatives of DCMS at the end of the month to discuss Trustee succession planning.

3.2 Audit Committee

The Board APPROVED the reappointment of Brigid Sutcliffe to be a member of the Audit Committee for a further three years with effect from 1 June 2021.

3.3 IWM Trading Company Ltd

Trustees APPROVED the reappointment of Tamsin Todd to be a Director of IWM Trading Company Ltd for a further three years with effect from 1 July 2021.

3.4 Art Commissions Committee

Chair of the Art Commissions Committee, Tim Marlow, reported the resolution of the committee to expand and diversify their membership in context of their work with the 14-18 NOW Legacy Fund. He referred to short biographies of two potential candidates with whom he and the IWM Head of Art were currently in discussion. Trustees APPROVED, in principle, the appointment of Information has been exempted under Section 40 of the Freedom of Information Act 2000, each for initial terms of two years with immediate effect, subject to their willingness to serve.

3.5 Trustee with Oversight for Safeguarding

Following the retirement from the Board of Liz Cleaver, Lt General Andrew Figures had agreed to take the role of Trustee with oversight for Safeguarding on a temporary basis until a successor had been appointed. Trustees APPROVED this appointment.

4 Minutes of the Meeting held on 8 December 2020 and Matters Arising

4.1 Minutes of the meeting held in December were approved for signature.

4.2 As a matter arising Trustees noted that in order to address actions arising from the Effectiveness Review the Board’s Induction pack was being updated and would be circulated as a refresher in due course to all Trustees and external Committee members.

5 Director-General’s Report

5.1 Trustees noted with approval the content of the Director-General’s Report. In presenting the highlights, Ms Lees was pleased to report that Information has been exempted under Section 36 of the Freedom of Information Act 2000, had been allocated from the DCMS Capital fund towards infrastructure works. There was, however, no further news on the award of additional Covid support funding.

5.2 Information has been exempted under Section 36 of the Freedom of Information Act 2000.

5.3 Additionally, the Board noted DCMS’ proposals concerning the evaluation of the Chair. They congratulated Management on the IWM Institute’s first annual lecture earlier in March, and noted the actions in place to ensure the welfare of staff on furlough. In particular Trustees recognised the careful balance between producing a varied programme of activity and maintaining sufficient staff resource when the Coronavirus Job Retention Scheme (CJRS) was so critical to financial sustainability.

6 Performance and Financial Review

6.1 At the Chair’s invitation Mr Card presented the financial tables appended to the report. Although these covered the period only up to the end of Quarter 3, Trustees were assured that financial targets would be achieved by year end, thanks to the availability of CJRS
funding. Mr Card added that DCMS were aware of how low reserve funds were and that the need for additional Covid support funding was critical to provide similar assurances in the coming financial year. The Chair reported that it was clear from his conversations with DCMS that the department had confidence in IWM’s financial function and standards, and this was a credit to Mr Card and his Finance team.

6.2 In response to a question on sponsorship, Trustees established that a contractual agreement was in place for the partnership with Rebellion in connection with the War Games exhibition and that this complied with Appropriate Use guidelines for Collections. The original request had come via the Head of Video Games at DCMS.

6.3 Trustees APPROVED a grant of up to £1.3 million to the IWM Trading Company for Learning Activities.

6.4 Trustees APPROVED the adjustment to the Bank Mandate for the IWM Group accounts: Museum, IWM Trading Company Ltd and IWM Film Production Company as set out in the Resolution appended to these minutes.

7 Corporate Plan 2021

7.1 Ms Lees introduced the Corporate Plan which had been circulated and was taken as read. She explained that it took account of the mitigations in place and lessons learned during the Pandemic year 2020.

7.2 Discussion focussed on the definitions of global citizenship and the role of IWM as a Commonwealth rather than purely a British organisation, as well as the extent of reference to sustainability.

The Board APPROVED the Plan, subject to the following additions:

- Clarity of the Commonwealth mission, including activity within each of the strategic objectives and not solely fund-raising;
- Inclusion of more references to the sustainability agenda.

Trustees noted that further discussion of the Commonwealth strands would be picked up during discussions at the Board’s Away Day in May.

7.3 It was further AGREED that a watching brief be maintained on actions around EU Exit and the Government’s Security Review.

8 IWM Digital

8.1 The Chairman welcomed to the meeting Nick Hodder, Assistant Director for Digital Transformation; Ian Crawford, Chief Information Officer; Gael Dundas, Assistant Director for Collections Management and Pete Austin, Assistant Director for Marketing and Communications. They introduced the Digital transformation strategy document, which was taken as read, each referring to their specific contribution to the wider digital roadmap for IWM. Their presentation covered the overall vision and priorities of the plan for the next two years, the scope of the work and how momentum would be maintained and progress measured; the infrastructure challenges the programme raised and how these would be met, mitigated and supported, while maintaining cybersecurity compliance throughout; the necessary requirements for and expense of digital processing of the Collection, the impact that this had on the storage strategy, and the wider opportunities for monetising the Collection; and the way in which high quality content can be used as a medium for digital campaigns and programming.

8.2 Trustees congratulated the team on their clear presentation of the programme and priorities
as well as the joined-up approach. They noted that the programme was focussed on audience need, which would be informed by a refresh of the Audience Growth Strategy and fully harnessed through the use of the Customer Relationship Management System.

8.3 In the course of discussion the Board acknowledged that the roadmap represented a huge amount of work and that funding for the programme was prioritised in the Corporate Plan. They sought a better understanding of: the cost of some of the additional big ticket items highlighted within the presentation, and how these would be funded in the future; the extent of audience demand; and the environmental impact of the programme.

The Chair explained that the digital programme would be one of the items for discussion at the Board’s Away Day in May and looked forward to picking up these questions then.

9 Collections Development

9.1 Information has been exempted under Section 40 of the Freedom of Information Act 2000.

**Action:** Information has been exempted under Section 40 of the Freedom of Information Act 2000.

9.2 In accordance with the Collections Development Policy, Trustees APPROVED the disposal of:

Information has been exempted under Section 36 of the Freedom of Information Act 2000.

10 IWM Masterplanning Update

10.1 The Board noted progress on the various projects as reported in the paper, particularly in respect of the Transforming IWM London programme, the completion of the Parkside staff accommodation and the continuing works in HMS Belfast.

10.2 Trustees welcomed to the meeting Information has been exempted under Section 40 of the Freedom of Information Act 2000, Curator with the Second World War galleries team, who introduced a pair of items which she had acquired for display in the final section of the new galleries - the suitcase and Stetson hat that Allan Wilmot brought with him when he moved from Jamaica to Britain after the war. The Board was pleased to note how these items contributed to the global narrative and personal stories which the displays aimed to recount.

11 Committee Reports

11.1 Trustees noted the reports from the Board’s Committees and the Trading Company Directors.

11.2 General Figgures, Chair of Audit, added that the new Internal Auditors had devised a rigorous programme for the coming year, which would include a review of cash flow forecasting.

11.3 Mr Bullock, Chair of the Estates Advisory Committee reported that Information has been exempted under Section 43 of the Freedom of Information Act 2000. He looked forward to the Board’s visit to IWM Duxford in July where a huge amount of work was planned and Trustees noted the ongoing discussions around the proposed Joint Venture with Gonville and Caius College.

11.4 Mr Marlow briefed Trustees on the 14-18 NOW Legacy Fund programme being overseen by the Art Commissions Committee and the five major partnership commissions which were expected to launch during the summer of 2021. Trustees applauded the initiative which was made possible through the Legacy Fund and questioned whether this would offer Commonwealth opportunities. Ms Lees explained that 14-18 NOW’s founding principles were based on the four UK nations and so the remit was national. However, this would not rule out partnerships with artists from the Commonwealth diaspora within the UK.
12 Future Agendas and Board Away Day

12.1 The Chair drew attention to the proposed agenda for the Board’s Away Day on 27 May, which he hoped would take place face to face. Trustees welcomed the new approach to this meeting which included advance workshops on three particular topics. There was some discussion around the extent of the theme covering IWM’s collecting relationship with the Armed Services and Ministry of Defence and it was agreed that this might be picked up at a later thematic conference.

12.2 Mr Westerman referred Trustees to the forward Board agenda plan, including the presentation of the Duxford Masterplan and Collections Storage strategy at IWM Duxford in July.

13 Date of Next Meeting: Tuesday 6 July 2021 at IWM Duxford. Trustees were asked to allow a full day for travel, site tour, presentations and meeting.

14 Any Other Business

14.1 Information has been exempted under Section 43 of the Freedom of Information Act 2000.

14.2 On behalf of the Board the Chair expressed thanks to Gill Smith who was retiring from the role of Board Secretary after some 20 years.
Imperial War Museum

Information has been exempted under Section 31 of the Freedom of Information Act 2000.