Board of Trustees (2021-12)

Date 7 December 2021, IWM London
Present Matthew Westerman (Chair)
Commodore Jamal Alam, Desmond Bowen, Hugh Bullock, HE Bede Corry, Julie Heckscher, Lieutenant General Andrew Figgures, Professor Margaret MacMillan, Tim Marlow (Deputy Chair), Suzanne Raine, Brigadier Mahinda Rajapaksha, Air Marshal Edward Stringer, Tamsin Todd, Mark Urban, Rear Admiral Mike Utley and Sir Guy Weston
In attendance Diane Lees, Director-General;
John Brown, Executive Director, Commercial Services & Operations
Jon Card, Executive Director, Collections & Governance
Francoise Harris, Assistant Director Resources (Items 6 and 7)
Gill Webber, Executive Director, Content and Programmes
Katie Allwood, Governance Manager/ Board Secretary (Minutes)

1 Welcome and Apologies for Absence
Apologies were received from the High Commissioners from Australia (represented by Ms Julie Heckscher), Pakistan (represented by Commodore Jamal Alam), Sri Lanka (represented by Brigadier Mahinda Rajapaksha), India, South Africa and Canada.

2 Conflicts of Interest
Trustees were invited to declare any conflict of interest with any item on the agenda. There were none. The Board acknowledged Hugh Bullock’s position as a Non-Executive of Gerald Eve LLP.

3 Trustee Appointments and Committee Membership
3.1 Board membership: The Chair referred Trustees to the terms of office paper circulated prior to the meeting and offered his apologies to those affected by delays to the reappointment process. Mr Westerman highlighted there was potential for eight Trustees’ terms to time out by March 2023. Following the submission of reappointment requests for Mr Bullock, Mr Urban and Lieutenant-General Figgures, the Secretary of State had approved extensions of seven months to their terms which were due to end in January and March 2022 respectively. Mr Westerman would continue to seek approval for their second terms.

Ms Raine’s and Mr Bowen’s terms were due to end in December 2021. The Chair was still awaiting a response from the Foreign, Commonwealth and Development Office (FCDO) regarding approval for their reappointment. Mr Westerman confirmed he would continue to pursue the FCDO on the matter.
Mr Westerman reported that a new Ministry of Defence Trustee should be confirmed by the beginning of the new year.

Interviews for a new Public Engagement and Learning Trustee had taken place and the Chair reported the vacancy had attracted a number of diverse candidates. The appointment process was now with DCMS and Number 10 for a final decision. Mr Westerman notified the Board of a change to the appointment process and that Number 10 had appointed their own additional panel member. *This item has been exempted under Section 36 of the Freedom of Information Act 2000.*

3.2 **IWM Trading Company Ltd:** The Chair of the Trading Company reported that Mr Keith Cameron’s term had come to an end following 13 years of service. The Board acknowledged Mr Cameron’s contribution to the Trading Company and IWM.

3.3 **Art Commissions Committee:** The Chair of the Art Commissions Committee reported that a full update would be provided at the next meeting as the IWM 1418NOW Legacy Fund continued to progress.

3.4 **Estates Advisory Committee:** The Board APPROVED the appointment of Air Marshal Edward Stringer to the Estates Advisory Committee for an initial period of three years.

3.5 The Board confirmed that General Andrew Figgures, in his role as Chair of the Audit Committee, was the Trustee with oversight for Whistleblowing and would report to and advise the Board on matters of anti-fraud, anti-bribery and whistleblowing policies, processes and arrangements for special investigations. The Board also acknowledged that the Audit Committee undertook annual Fraud Risk Reviews and reported on the activity of the Committee at every Board meeting.

4 **Minutes of the Meeting held on 21 September 2021 and Matters Arising**

4.1 Minutes of the meeting held on 21 September were approved for signature.

5 **Remembrance Day Review**

5.1 *This item has been exempted under Section 36 of the Freedom of Information Act 2000.*

6 **People: Structure, Employees and Volunteers**

6.1 The Board welcomed Ms Harris to the meeting. Ms Lees introduced the Human Capital report which was circulated prior to the meeting and welcomed comments and questions from the Board, which would feed into the HR Strategy review. Ms Lees also welcomed the Board’s input on the conversation around workplace culture and market challenges.

**ACTION:** Mr Card to explore possibility of a group session between the HR team and relevant Trustees regarding the HR strategy review.

6.2 Ms Harris explained the purpose of the report was to produce a picture of the IWM workforce including staff, contractors and volunteers, as of August 2021. Ms Harris summarised the report headlines which covered the following key points:

- The makeup of people at IWM consisted of 25% full time employees, 3% fixed term appointments, 15% casual staff, 45% volunteers and 12% contractors.
- In the first quarter of 2021-22, volunteers gave 9,129 hours which was the equivalent to 21 full time employees.
• The average years' service was higher for volunteers than for staff and average age of volunteers was lower than that of staff.
• 10% of IWM employees declared ethnic backgrounds other than white and 2.5% declared a disability.
• 55% of staff were female and IWM’s 2020 Gender Pay Gap was -0.5%.
• 60% of employees were engaged on an IWM museum contract as opposed to a Trading Company contract.

6.3 Ms Harris gave a summary of progress made against the HR strategy throughout 2019 into 2020, some of which was subsequently paused due to the pandemic. Ms Harris explained that ongoing projects for the HR team included the development of a wellbeing platform for staff and the completion of the draft of phase one succession planning before beginning phase two, which would cover the Senior Management Team with a target completion date of March 2022.

6.4 When questioned on the proportion of IWM activity delivered by volunteers, Mr Brown explained that volunteers accounted for the majority of front of house delivery. Mr Brown added that volunteers across the sites were representative of the local communities and that there was a close link between volunteering and membership.

6.5 Trustees asked for more information on the extent to which 360-degree reporting was practiced at IWM. Mr Brown explained that volunteers weren’t included although there was a loose appraisal system for volunteers in place and the team were working to ensure greater integration between volunteers and full-time members of staff. 360-degree reporting was undertaken periodically elsewhere in the organisation. The Board agreed it was beneficial to begin 360-degree reporting at management level.

6.6 The Board questioned whether the volunteering model was sustainable for IWM moving forward in consideration of the average age and average service length of volunteers. Mr Brown explained the volunteering model was sustainable and that volunteers were a dynamic area of the workforce. The team were continuously working to ensure the model was receptive to individual personal needs of volunteers and that IWM offered the right opportunities.

6.7 The Board asked for more information on the smarter working programme. Mr Brown explained that the smarter working programme began before the pandemic took hold, born out of the need to develop a more cross-functional way of working. The current phase of the programme considered how to enable better smarter working, including information sharing and providing the right equipment for staff to work from home. Mr Brown added that the interim working policy was in place to address the balance between at-home and on-site working whilst the final policy was under development.

6.8 Trustees advised it would be important to develop a framework to understand what ‘high performance’ meant at IWM specifically, beyond standard management training, to ensure opportunities for excellence and career progression within the workforce. The Board acknowledged that progression varied across roles throughout the organisation and that should be reflected through means of pay progression and the wider organisational structure.

6.9 The Board questioned whether there was a policy in place for Curators undertaking work externally. Ms Lees explained there was a process of approval in place dependent on the percentage of Curators’ time and which was underpinned by the need to protect intellectual property.

6.10 The Board were encouraged to consider how Trustees could support the organisation to lessen the red-rated risk around culture. Ms Lees explained that the recruitment freeze resulted in increased pressure on staff to deliver and that ELT were working to ensure key workstreams were protected, namely statutory responsibilities, marketable change to the programme and
digital transformation. Ms Harris agreed that the HR Strategy needed to adapt and respond to the changing climate considering Covid.

7 Annual Safeguarding Report

7.1 Ms Harris introduced the report and confirmed that General Figgures, in his role as Trustee with responsibility for Safeguarding, had been consulted throughout its development. General Figgures confirmed the fact and stated his understanding that as Chair of the Health and Safety Board, Mr Card would be his point of escalation for any instances of safeguarding concerns.

The Board ACKNOWLEDGED the report and thanked Ms Harris for her work.

8 IWM Projects Update

8.1 Ms Lees introduced the report which was taken as read. Trustees asked for an overview of visitor response to the new galleries. Ms Lees reported that feedback was overwhelmingly positive and that a full evaluation would be undertaken which would include a look at how visitors engaged with interactives and wayfinding. Trustees agreed they would like to participate in a session of the new Holocaust Learning Programme.

ACTION: Ms Allwood to coordinate a Holocaust Learning Programme session for Trustees.

8.2 Ms Lees reported that the next focus was the new art, film and photography galleries, the lead donor for which was due to be announced in the new year. Ms Lees also reported an increase in visitor numbers onboard HMS Belfast following the airing of the Channel 5 series on IWM.

8.3 The Board congratulated and thanked Ms Lees and the team on the delivery of the new galleries. The Board offered some feedback and suggested that the signage and positioning of the USS Arizona could be more prominent. Ms Lees invited Trustees to offer further feedback.

8.4 Ms Lees invited Trustees to suggest ideas for donor visits and also to thank the Transformation team direct.

8.5 Trustees who had visited the new galleries commented on the visible emotional impact the Holocaust Galleries in particular had on visitors and the Board agreed upon the importance of consideration of safeguarding for visitors after their visit. Ms Lees explained that volunteers were on hand to assist visitors and there was a designated quiet space close to the galleries for visitors to reflect. Ms Lees agreed upon the importance of ensuring welfare support was in place and explained that further training for volunteers or a different approach would be considered as part of the evaluation.

9 Director-General’s Report

9.1 Ms Lees introduced her report and drew Trustees’ attention to the significant amount of activity still underway. Ms Lees invited questions and comments from the Board.

9.2 Trustees asked how much editorial control IWM had over the Channel 5 Series, Secrets of the Imperial War Museum. Ms Webber explained IWM was able to contribute ideas for content of the episodes and checked for factual accuracy but had no editorial control. Trustees acknowledged the effort of the social media team in leveraging content of the show across digital platforms.

9.3 The Board acknowledged the loans report and there were no further comments or questions.

10 Performance and Financial Review

10.1 This item has been exempted under Section 43 of the Freedom of Information Act 2000.
11 Collections Review

11.1 The Board acknowledged the report. There were no further comments or questions.

12 Committee Reports

12.1 Audit Committee: The Terms of Reference (TORs) for the Audit Committee were tabled and presented to the Board for Approval. General Figures confirmed the TORs were agreed by the Committee at their meeting on 30 November without change. The Board APPROVED the Audit Committee TORs.

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

12.2 Estates Advisory Committee: As Chair of the Committee, Mr Bullock presented the latest updates from the meeting on 23 November. The Committee reviewed the latest updates across the sites including the latest figures for the new galleries, progress made in works on the new art, film and photography galleries, *This item has been exempted under Section 43 of the Freedom of Information Act 2000,* and the significant infrastructure requirements at Duxford, and improvements to wayfinding onboard HMS Belfast.

ELT’s ‘washing line’ exercise had raised the question of what on that list was critical to the organisation’s activities and what the associated costs would be. Ms Lees and Mr Bullock were working on filtering the so-called ‘washing line’ list into a digestible format for the Committee, Audit Committee and main Board to review.

Sustainability and decarbonisation of the estate continued to be a key focus for the Committee and there were expectations of renewed pressure for sustainability initiatives into 2022. The team were encouraged to proactively communicate requirements and associated costs on that front.

12.3 IWM Trading Company Ltd: Sir Guy referred Trustees to the committee report paper which was taken as read and reported that the AGM was due to take place on the same date as this meeting. There were no further questions or comments.

12.4 Art Commissions Committee: Mr Marlow reported that the five major partners for the IWM 1418 NOW Legacy Fund Programme had been confirmed. The regional Subject Specialist Network partnerships were under development. The Board agreed that a presentation on the programme would be helpful at the appropriate juncture.

ACTION: Ms Allwood to include IWM 1418 NOW Legacy Fund presentation in 2022 agenda planner.

12.5 Development Committee: Mr Westerman reported that Leonie Schroder had joined the Committee and members would continue to consider expanding membership. Trustees were encouraged to suggest potential candidates. The Committee had reviewed the TORs and appointed Mr Westerman as Chair for another year.

The Board APPROVED the Development Committee TORs.

ACTION: Ms Allwood to circulate the Fundraising Direction of Travel paper.

13 Agendas for 2022

13.1 The Chair invited Trustees to comment on the draft agenda planner circulated prior to the meeting.

ACTION: Ms Allwood to update draft agenda planner according to discussions held in this meeting and any further comments from Trustees.
14  **Date of Next Meeting:** Tuesday 15 March 2022, 11.00 – 13.00, IWM London

15  **Any Other Business**

15.1 The Chair reflected upon IWM’s recent successes and congratulated staff on behalf of the Board for the opening of the new galleries and the refreshed HMS Belfast, the Poppies installation at IWM North and the Duxford masterplan. The Board agreed that whilst it was important to celebrate those successes, the more difficult issues should still be discussed and acknowledged.

15.2 The Board acknowledged the meeting as Mr Brown’s last due to his impending departure from IWM. Trustees thanked Mr Brown for his work and significant contribution to IWM.