



MEETING TITLE	Public Minutes of the English Heritage Trust Board Meeting	
DATE	19 June 2024	
LOCATION	100 Wood Street, London EC2V 7AN	
PRESENT	Gerard Lemos - Chair Kay Boycott Liz Bromley* Tony Cates Tanvi Gokhale (private sessions only)*	Seb James Peter Liney Sir Jonathan Marsden Dr. Chris Michaels – Deputy Chair Prof. William Whyte Sue Wilkinson
ATTENDING	Observer: Duncan Wilson – Chief Executive of Historic England (HE) (other than for the private sessions)  Senior Management Team: Nick Merriman – Chief Executive Louise Dando – Marketing Director Addison Devlin – joint interim CFO Sue Fisher – Development Director	Kate Logan – Historic Properties Director Matt Thompson – interim Curatorial Director Rob Woodside – Estates Director Nick Wright – joint interim CFO  Nicola Duncan-Finn, Head of Heritage Skills (item 5 only) Judeth Neville – Head of Governance (minutes)
APOLOGIES	Kunle Olulode Tonya Nelson – Arts Council of England observer	

\*by Teams

ARC in the Minutes denotes an item which has previously been scrutinised by the Audit and Risk Committee.

The meeting was preceded by two private sessions, one for the Board and Chief Executive only, the other for the Board and SMT members only.

## 1. Announcements and Declarations of Interest

- 1.1. The Chair welcomed Addison Devlin and Nick Wright, joint interim CFOs, to their first Board meeting.
- 1.2. There were no new declarations of interest.

## 2. Chief Executive's Strategic Report, including Corporate Risk Register<sup>ARC</sup> (Nick Merriman)

- 2.1. The report highlighted issues of strategic importance, and major operational matters, arising over the past quarter. These included continued progress in discussions with Historic England on the new Property Licence and Shared Services Agreement and on the London Blue Plaques scheme....

- 2.2. Key achievements included restarting work on the Stonehenge Learning Centre and Neolithic Classroom project, after planning permission was granted. A grant of £500,000 was awarded by the Wolfson Foundation, bringing total pledged to over £2.5m. A pledge for £245,990 was made by NLHF for Community Grants in the North which will support two new engagement roles and provide community grants.
- 2.3. The Grime's Graves: Digging Deeper project was launched on 26 April.
- 2.4. The Dover Castle interpretation and play project will complete on budget and ahead of schedule, with launch planned for 24 July.
- 2.5. The new Project Management Framework is being implemented, with a review of Project Governance being undertaken in the next three months.
- 2.6. Key challenges are that poor weather means that we have not achieved budget projections in the first six months of the financial year. ...
- 2.7. The Board noted grave concern at the activism today at Stonehenge when some of the stones were sprayed with an orange substance. The monument was temporarily closed and our experts are reviewing whether there has been any long term damage to the stones.
- 2.8. **The Board NOTED the report.**
- 2.9. **Action: Stonehenge action: circulate media holding statement to Trustees [complete – JN email 19 June]**

### 3. Interim CFO Report (Addison Devlin, Nick Wright)

#### 2023/24 Year End <sup>ARC</sup>

- 3.1. The report presented the proposed 2023/24 Annual Report and Accounts (ARA). It confirmed that we exceeded our principal financial metrics set out in the Strategic Plan and met or exceeded the target for six out of eleven of our KPIs in the Strategic Plan. The financial statements have been prepared on the going concern basis and the National Audit Office (NAO) proposes to issue an unqualified audit opinion.
- 3.2. The ARC Annual Report to the Board provides Trustees with assurance that the ARC has discharged its responsibilities under its terms of reference.
- 3.3. The ARC Chair confirmed that ARC had held a private meeting with the NAO who had confirmed satisfaction with the 2023/24 audit process. ARC had scrutinised the ARA and the going concern basis and recommend both to the Board. He noted that ARC had requested that we review the current reserves policy in November 2024 or February 2025, with a recommendation to the Board thereafter.

#### 2024/25 financial performance year to date

- 3.4. It has been a challenging start to the year due to poor weather. The first, full forecast for 2024/25 will be prepared following the June month end, setting out expected full year performance to 31 March 2025 against budget. ... See also the Chief Executive's presentation to the Board.

#### 3.5. **The Board:**

- 3.7.1. **APPROVED the Annual Report and Accounts for 2023/24, subject to the ARC Chair, Chief Executive, and joint interim Chief Financial Officer being comfortable that the remaining audit points have been satisfactorily addressed**
- 3.7.2. **APPROVED the Going Concern basis of preparing the financial statements**
- 3.7.3. **APPROVED the continuation of the reserves policy, being to achieve 1/12th of annual revenue expenditure, which is calculated based on free reserves and the liquidity impact of the CRF loan**
- 3.7.4. **NOTED the ARC Annual Report to the Board**
- 3.7.5. **NOTED the P1 and P2 financial results.**

#### **4. National Heritage Collection: annual conservation report (Rob Woodside, Matt Thompson)**

4.1. The paper gave an oversight of actions taken to enhance the condition of the National Heritage Collection in 2023/4, guided by our 2023 Sustainable Conservation Principles and against agreed KPI. The Board received a presentation focussing on how we measure success and how we will shape the emerging strategy to continue to protect, sustain and enhance the Collection. The presentation noted in particular that:

4.1.1. The Collection comprises over 400 historic buildings, monuments and sites; 5500 “heritage assets” (including 2000 works of art, comprising some of the most important in the UK); and over one million objects.

4.1.2. Our measures of success (KPIs) are the % of the built historic estate in a “sustainable condition” and % progress against Collections Conservation Plans.

4.1.3. ...

4.2. Key priorities for future years include addressing issues around roofed structures with presented interiors and collections, and dealing with climate change and rainwater mechanisms which were not designed for current rain levels. We will work to understand different approaches to dealing with large deficit values and restricted budgets, through opportunities such as engagement, partnerships, research of nature-based solutions, use of technology and improved heritage skills.

Trustee Feedback

4.3. ...

4.4. **The Board NOTED the work undertaken to conserve the Collection in 2023/24 and the proposal that a similar paper becomes an annual Board report.**

#### **5. Heritage Skills Strategy (Nicola Duncan-Finn, Head of Heritage Skills)**

5.1. The paper outlined the context for a draft strategy with four key objectives:

- Lead the heritage sector, developing partnerships and collaboration to shape and deliver shared ambitions for skills development
- Inspire young audiences to value heritage through engagement at primary and secondary education levels
- Promote accessible Heritage Skills Training Programmes and Initiatives for Further Education students, career changers and lifelong learner audiences
- Grow our capacity and capability to better support the conservation of the National Heritage Collection through the creation of pilot craft teams and wider training programmes

5.2. The Board received a presentation on the proposed strategy, focusing on delivery, funding and ask of future government.

Trustee Feedback

5.3. ...

5.4. **The Board NOTED:**

5.4.1. **The alignment of the Heritage Skills Agenda with our core charitable mission and its potential to broaden and showcase our charitable impact;**

5.4.2. **Progress made to date towards the development of a new Heritage Skills Strategy;**

5.4.3. **The critical importance of cross-sector collaboration;**

5.4.4. **That a proposed Strategy will come to the Board for approval by the end of 2024/25. [Post-meeting update: Strategy on forward planner for Board’s March 2025 meeting.]**

## 6. Site Investment Programme (SIP): commercial opportunities longlist (Kate Logan)

6.1. The paper responded to a Board request for visibility of the longlist of site-based commercial investment opportunities. It set out how each of the SIP categories (major projects, commercial, infrastructure, interpretation and workplace enhancements) has a prioritisation process to identify the greatest need or opportunity utilising a balanced scorecard, commercial analysis and auditing process. Trustees approved the 'above the line' (affordable) commercial projects for 2024/25 as part of the overall SIP. However,.. further investment opportunities have been identified which, with the necessary investment, would enable us to grow our existing commercial business further.

### Trustee Feedback

6.2. ..

6.3. **The Board NOTED the paper and requested a wider framework around commercial activities be adopted when developing the strategic plan for the next three years.**

## 7. Electronic Point of Sale (EPOS) Replacement Programme <sup>ARC</sup> (Nick Wright)

7.1. This paper set out a request, which the ARC Chair confirmed had been endorsed by ARC following scrutiny in its meeting last week, for the Board to approve the EPOS programme (comprising four interdependent projects) at a total forecast cost of xxx. The primary objectives of the programme are focused on cost avoidance, security and innovation. It will replace three business critical but dated legacy solutions (product stock and sales, EPOS and ticketing).

7.2. The programme has incorporated learnings from the CRM programme, including around the timeline for implementation and the need for a fully costed risk register and costed contingency.

7.3. Trustee feedback focussed on:

7.3.1. ...

7.4. **The Board APPROVED the programme for progression into the delivery stage of the programme life cycle, noting the need for further clarity for the Board around programme governance and an “early warning” mechanism.**

7.5. **Action: circulate to the Board a note of programme governance and KPIs and confirmation of “early warning” mechanism: Nick Wright**

## 8. Matters Agreed Since the March Board Meeting

8.1. ...

## 9. Any Other Business

9.1. There was no other business.

The meeting finished at 5:00pm.

## Consent Papers

By consent, the Board APPROVED:

- The draft Minutes of the March Board meeting
- Insurance cover for 2024/25 <sup>ARC</sup>
- Revised Philanthropic and Sponsorship Gift Acceptance Policy
- Rathbones Investment: change of signatories

**Information Papers**

- Action tracker
- Monthly Performance Report (April)
- ARC annual report to the Board
- Health and Safety Full Year Report <sup>ARC</sup>
- Realising the Benefits of CRM
- Brand implementation tracking
- Climate Action Plan annual report
- ARC Minutes February 2024
- Remuneration Committee Minutes February 2024 and email decision April 2024

**Next meeting**

The next scheduled Board meeting is on 10 October.

Signed as a complete and accurate record of the meeting

..... Chair, 10 October 2024  
Minutes: Judeth Neville, 19 June 2024