



ENGLISH
HERITAGE

MINUTES

MEETING TITLE	Public Minutes of the English Heritage Trust Board Meeting	
DATE	15 March 2023	
LOCATION	Hybrid: 100 Wood Street, London EC2V 7AN and by Zoom	
PRESENT	Gerard Lemos - Chair Victoria Barnsley Liz Bromley ¹ Tony Cates Tanvi Gokhale ² Seb James Peter Liney	Sir Jonathan Marsden Dr. Chris Michaels Kunle Olulode Sarah Staniforth – Deputy Chair Prof. William Whyte Sue Wilkinson
ATTENDING	Sir Laurie Magnus – Chair of Historic England Kate Mavor – Chief Executive Louise Dando – Marketing Director Anna Eavis – Curatorial Director Sue Fisher – Development Director	Kate Logan – Historic Properties Director Mark Stuart-Smith – Chief Financial Officer Rob Woodside – Estates Director Judeth Neville – Head of Governance (minutes)
APOLOGIES	Sue Wilkinson	

1. Announcements and Declarations of Interest

- 1.1. The Chair congratulated Kate Mavor on her forthcoming new role at St Cross College, Oxford. The Board recorded their thanks to Kate for her excellent leadership and the achievement of establishing the charity as an exemplar of the New Model.
- 1.2. He welcomed to their first meeting the Trustees who had been appointed since January.
- 1.3. There were no new declarations of interest.

2. Minutes of the last Board meeting

- 2.1. Subject to one amendment in paragraph 5 (which should read that Clifford's Tower is our second most popular site for visitors from China), the minutes of the Board meeting held on 6 December 2022 were agreed and signed as a correct record.

3. Matters Arising and Action Tracker

- 3.1. The Board NOTED the Matters Arising and Action Tracker.

¹ Present for items 1 to 10.

² Present for items 1 to 10.

4. Chief Executive's Strategic Overview

- 4.1. The Board reviewed a report on the charity's key performance indicators (KPIs), highlighting issues of strategic importance arising over the past quarter.
- 4.2.
- 4.3. The completion of a full programme of conservation and small and free site enhancement projects this month means that our full £80m Government grant from the launch of the charity in 2015 will be spent as intended at the end of the original 8-year licence period.
- 4.4. We are maintaining a positive financial position against budget.
- 4.5. **The Board NOTED the CEO's Strategic Overview.**

5. Chief Financial Officer's Report

- 5.1. The Board reviewed a report on the charity's financial position, the Corporate Risk Register, technology, investment strategy, and insurances.
- 5.2. The charity's highest rated risk remains the disruption to revenue generation caused by significant events, such as cost of living pressure on demand and other macro-economic issues. This is followed by inflationary pressure and supply chain disruption, retaining and recruiting key individuals, inadequate cyber security, insufficient funds to invest in sites and technology, and the impact of climate change.
- 5.3. The Board congratulated the CFO, SMT and wider organisation for the likely achievement of a challenging budget in a difficult year.
- 5.4. **The Board NOTED the CFO's Report.**

6. ...

- 6.1.

7. Annual Budget 2023/24 and Financial Projections

- 7.1. The Board reviewed the proposed 2023/24 annual budget, noting that it had been reviewed in February by ARC and several other Trustees and that it remains subject to RAAC decisions next week on remuneration...
- 7.2. **The Board APPROVED the 2023/24 annual budget, subject to RAAC's decisions on remuneration.**

8. Site Investment Programme (SIP)

- 8.1. The Historic Properties Director noted that the October 2021 Board had endorsed the rationale for strategic site investment as follows:

“driving growth at those sites where we can make the greatest impact whilst ensuring the basic experience at all sites does not get left behind or neglected, alongside establishing a new way of working that will identify long-term plans for our most visited sites to provide a better understanding of growth potential and enable more effective prioritisation of opportunities (often referred to as master planning).”

- 8.2. Trustee debate focussed around:

- 8.2.1.

- 8.3. The Board requested that the following be included in the April Away Day³: an analysis of those SIP projects which are expected to generate a return and those which are not; master planning: the role of historical research and the “story of the site”; future funding for SIP and other projects, including whether commercial loans should play a role, with an emphasis on the need to consider a “quantum uplift” in investment.

- 8.4. **The Board:**

- a) **NOTED projects delivered since March 2022;**

³ Post meeting note:

- b) **NOTED** projects launching in 2023;
- c) **APPROVED** the SIP 23/24 ;
- d) **Noted** the SIP for 24/25 and 25/26;
- e) **NOTED** the update on projects over £5m previously approved by the Board;
- f) **NOTED** cost changes and **SUPPORTED** on-going development of the Berwick project; and
- g) **ENDORSED** the development of pipeline projects through master plans.

9. Conservation Maintenance Programme (CMP)

9.1. The Board noted that the CMP is the means by which we deliver our core charitable purpose of conservation and maintenance of the National Collection properties. The Estates Director confirmed that a rigorous prioritisation exercise is used to develop the CMP to ensure that the properties are safe, accessible and can be sustainably conserved.

9.2. Trustee debate

9.3. **The Board:**

- a) **NOTED** that it will discuss the principles underlying sustainable conservation at the April Discussion Day and thereafter;
- b) **APPROVED** the CMP programme budget for 2023/24; and
- c) **NOTED** the CMP priorities to end 2025/26.

10. Technology Capital Programme

10.1. The Board noted that it is being asked for the first time to approve the Technology capital programme. The programme aligns with our Technology Strategy 2022-25 which will be presented to ARC in June.

10.2. Trustee debate focussed on...

10.3. **The Board:**

- a) **APPROVED** the Technology capital programme and budget of £5,854k for 2023/24; and
- b) **NOTED** the pipeline for the Technology capital programme to end 2025/26.

11. Looking Ahead to the Next Property Licence

11.1. ...

11.2. **The Board:**

- a) **NOTED** the reason for developing a longer-term plan;
- b) **AFFIRMED** the need to focus on what makes us charitable, rather than on the more commercial focus of the past 8 years; and
- c) **NOTED** that SMT are developing a plan which will outline the contact points to ensure that Trustees are involved in the process at a sufficiently early stage.

12. Committee Chair Reports

12.1. ARC and RAAC: the Board noted the written reports and that RAAC is meeting again on 20 March to make decisions on 2023/34 remuneration.

12.2. Blue Plaques Panel (BPP): ...

13. ...

13.1. ...

14. Revised Safeguarding Policy

14.1 The Board noted that the proposed revised Safeguarding Policy had been scrutinised at the February meeting of ARC.

14.2 **The Board APPROVED the revised Safeguarding Policy.**

15. Any Other Business

15.1. None.

The meeting finished at 1:30pm.

Consent Papers

By consent, the Board APPROVED:

- The Modern Slavery Transparency Statement 2022/23 ^{ARC}, with delegated authority to the Chair to sign the Statement on behalf of the Board;
- Revised terms of reference for the Audit and Risk Committee;
- The Investment Policy Statement for the Wagland Fund; and
- A resolution in relation to each of the seven HSBC accounts held in the name of the English Heritage Trust that with immediate effect (1) Meryl Hayward, former Director of Corporate Services of Historic England, be removed from the mandate and (2) Kirsty Stratford, Financial Controller of Historic England, be added to the mandate as a signatory, on the terms set out in the mandate.

Information Papers

- Corporate Risk Register ^{ARC}
- Health and Safety Year to Date Report ^{ARC}
- Committee Minutes (Chair-approved):
 - ARC 15 February
 - RAAC 22 February
 - Blue Plaques Panel 1 March
- Chief Executive's Quarterly Operational Report
- Governance matters approved by email exchange

Next meeting

The next Board meeting would be held on 21 June 2023.

Signed as a complete and accurate record of the meeting

..... Chair, 21 June 2023

Minutes: Judeth Neville, 15 March 2023