

Board of Directors of the Trustee Company

Summary of Meeting held on 8 September and 21 September 2022

The Board met on 8 September between 7.15pm and 7.45pm. The following Directors were in attendance: Professor Ian Gadd (Chair), Mr Michael Davis (Vice-Chair), Mr Dick Bateman, Mr Stephen Bird, Mr Chris Garcia, Mr David Hall, Dr Farooq Mughal, Dr Joe Willson.

The meeting was adjourned and reconvened on 21 September between 4pm and 5.30pm. The following Directors were in attendance: Professor Ian Gadd (Chair), Mr Michael Davis (Vice-Chair), Mr Dick Bateman, Mrs Julie Cole, Mr Chris Garcia, Dr Simon Hayhoe, Mr Joe Houlihan, Dr Farooq Mughal, Dr Joe Willson.

The following is a summary of the Board's discussions, actions, and decisions; it is not necessarily presented in the precise order in which items were discussed and excludes confidential and commercially sensitive matters.

Death of the Queen

The death of the Queen was announced shortly before the start of the meeting on 8 September. The Board convened to confirm how the Institution should mark her passing, and then formally adjourned its business for the entirety of the mourning period.

A message of condolence was posted on our website and social media feeds, and placed on display in the building. The message was also read out before the start of every BRLSI talk. The building itself closed on the day of the funeral. The Board expresses its gratitude to all the staff and volunteers who ensured that everything ran smoothly during the mourning period.

Donations received

The Arts Society Bath has donated c.£1400 to BRLSI 'not only to thank you and your colleagues at BRISI for all the support given to our Society but also to support your continuing educational programme of activities'.

We have also received a legacy of £1000 from a member who recently died.

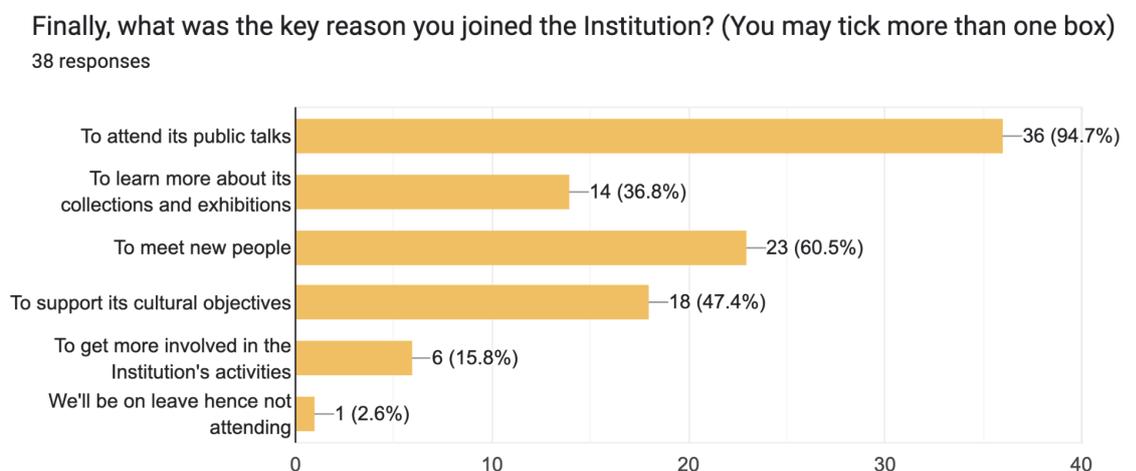
Crimean relics

As the war in Ukraine passes its six-month point, Matt Williams, Collections Manager, has revised and re-published on our website a fantastic illustrated essay about the Crimean war that draws on contemporary Punch cartoons and our collection of weaponry and battlefield artefacts to explore the Crimean War, all from a 2012 BRLSI exhibition:

<https://www.brlsi.org/crimean-relics/>

New members' event

A wine reception for members who have joined BRLSI since April 2020 was held on Wednesday 21 September. We asked those who responded by online form why they joined BRLSI:



Heritage Lottery Fund visit

The BRLSI hosted a meeting of the London and South Committee of the Heritage Lottery Fund in September. HLF has provided two tranches of funding to BRLSI in recent years, and so Joe Houlihan, in his capacity as Chair of the Digital and Communications Subcommittee, and Ian Gadd attended the start of their meeting to welcome the Committee to Queen Square and to thank them for their support.

Exhibition visitors

As of 24 August, there had been almost 1500 visitors to the Beyond Bestly exhibition, which already exceeds the number of visitors for last year's exhibition. [October update: the total number of visitors was over 3800, of which 1200 were children.]

Departing Directors

This was the last Board meeting for Dick Bateman. Dick was long-time chair of our Membership subcommittee and is currently chair of our Staff subcommittee (from which he will step down at the AGM) and convenor/co-convenor for Geography, Geography and Adventure, and Music. He has been a very engaged Director and has been particularly

helpful too as we've been looking to improve our organisational structure and capacity during the last few months.

We know that Dick will continue to remain an active and enthusiastic supporter of the Institution, but the Board expressed its formal gratitude to him for all his hard work over many years.

New Directors

The University of Bath has selected [Dr Simon Hayhoe](#), Reader in Education, and [Dr Farooq Mughal](#), Associate Professor of Organisational Behaviour and Human Resource Management as new Directors.

Simon has worked with museums and cultural heritage sites across Europe and North American, and has experience of working with large funded projects; he has a particular research specialism around inclusion and accessibility, especially as they relate to cultural heritage and technology; Farooq has worked with a range of public, private and non-governmental organisations, and has served on the University's Race Equality Taskforce and Climate Action Advisory Group; he's particularly keen to support us in brokering and strengthening community partnerships.

Online training for Directors

Directors were encouraged to consider attending the online training aimed at Charity Trustees.

Dates of Board meetings

The dates of future Board meetings have been confirmed as:

- Thursday 10 November, 7.15pm
- Thursday 12 January, 7.15pm
- Thursday 9 March, 7.15pm
- Monday 27 March, 5pm — Budget approval meeting
- Thursday 4 May, 7.15pm
- Monday 19 June, 5pm — Audit clearance meeting
- Thursday 6 July, 11am
- Thursday 14 Sep, 7.15pm

Policies

The Board confirmed that our Institutional policies need reviewing and a degree of consolidation. It was agreed that the Chair and incoming Director Mary Burton will prepare a finalised list of policies and procedures, and a timetable for reviewing and approving these policies and procedures.

The Board also confirmed the following arrangements for the Data Protection policy:

- Data Controller — The Board
- Data Protection Officer — Director Rob Randall
- Data Processors — The Chair and Mary Burton will prepare a list of we will prepare a separate list of 'Approved Persons' for review and approval by the Management Committee and Board

Risk Register

The Board noted that a full review of our Risk Register was overdue, and that we should take the opportunity to review the format and structure of the Register. The Board agreed that a small working group would be formed to review the Register and report at the next Board.

Annual General Meeting

The preparations for the AGM on 12 October were noted.

Bath Festivals

The Board received a summary and analysis of the BRLSI's experience of hosting the Festival in May, prepared by Gerie Herbert; this included details of visitor information, ticket income, costs, feedback, and areas for improvement. The overall experience was a very positive one, and the Board approved the continuation of our partnership with Bath Festivals, including the hosting of events at next May's Festival. The Chair of the Board and the Chair of the Finance subcommittee will meet with Bath Festivals to review the terms and conditions for 2023.

Membership

The Board formally approved a list of new members. Membership as of 1 September stood at 722.

Approval of new Membership Policy

The Board received a copy of the new Membership Policy which had been approved by the Membership subcommittee and the Management Committee; this included new membership fees from 1 January 2023. The Board approved the policy.

Register of members

We are obliged, under the Companies Act 2006, to maintain a 'Register of Members'. This contains the details of all current Members and a truncated set of details for ex-Members for a period of 10 years. Additionally, we maintain a partial record of Members on the website as part of the online membership portal but this is not a duplicate of the Register of Members or a membership database in its own right.

The Board has agreed that the Membership Secretary (David Haywood), with the support of Director Joe Houlihan (Chair of the Digital and Communications Subcommittee), should begin exploring the possibility of a dedicated online membership database that could act both as the official (and secure) Register of Members and integrate with the membership portal on the website. This would make it easier to work with the database information for mailings etc, it will prevent having to manage two separate systems, and it will also enable us to run elections electronically. A team drawn from the Membership Subcommittee and Digital and Communications Subcommittee should investigate requirements, recommendations and costs. An indicative goal of 1 April 2023 has been set for the new tool to be in place (subject to approval of the Board regarding feasibility and costs).

Finance Sub-Committee and Management Committees minutes

The minutes of recent meetings of both these committees were received.

Room Hire analysis

Joe Willson circulated to some Directors a brief analysis of room hire bookings at BRLSI since 1 April 2021; this indicates a room occupancy of approximately 25% and that the vast majority of our bookings are made by a relatively small group of clients. This suggests that there is scope for considerably increasing our room hire bookings and that we ought to talk to our largest clients about formalising their room hire arrangements.

Selection of auditors

The Finance Subcommittee recently completed a tendering process for the role of auditor, and have selected Monahans (who have been our auditors previously). This decision has also been approved by the Management Committee. The Board approved the decision.

The formal appointment of auditors would be made at the AGM.

Finance report

Joe Willson presented a budget update and forecast, based on the latest set of financial accounts, which the Board discussed. The Board also asked for an update from the Premises subcommittee and the Management Committee about the likely impact of the energy crisis on the Institution's premises, activities, and tenants, and what actions we could take to minimise this.

Heritage Lottery Funding

The Board welcomed the very positive evaluation report we received in connection with the Heritage Lottery Fund grant (£90k) we received to improve our digital infrastructure. We have now received the final installment of the grant funds and the HLF have confirmed that the grant is now complete.

Organogram

Over the summer, the Chair of the Board prepared an organogram of the Institution's current governance and operational structure; this has been reviewed by members of the Management Committee and the staff, and has been revised in light of their comments.

Members may request a copy of this organogram directly from the Chair.

Structural and operational capacity

The Board continued the discussion about how to tackle the challenges relating to BRLSI's structural and operational capacity, including the recruitment of additional volunteers suitable for leadership/management roles and the potential hiring of a General Manager/Operations Manager.

The Board's next scheduled meeting is 10 November.