

MINUTES OF THE ONE HUNDREDTH AND FOURTH MEETING OF THE MANAGEMENT COMMITTEE OF THE ARMAGH OBSERVATORY AND PLANETARIUM HELD ON 5 DECEMBER 2017 AT 11.00 A.M. IN THE CASSINI ROOM

Present: Archbishop Clarke (Chair), Mr S Brown, Mr B Hannam, Professor T Ray, Mr P McGurgan, Professor R Oudmaijer, Mrs P Wilson, Rev Canon D Hilliard, Professor L Harra, Professor Mathioudakis

Apologies: Professor M Merrifield, Dr M McKay

In attendance: Professor M Burton (AOP Director), Mrs C Corvan (AOP Head of Corporate Services), Mr J News (Head of Education and Community Outreach), Professor G Doyle (Acting Head of Observatory), Mrs D Neill (AOP Operations Manager), Mr J Briggs (Observer) (part)

1. APOLOGIES

Apologies were recorded as above.

The Chair welcomed Professor Oudmaijer to the meeting via video link. The Chair then introduced and welcomed Mr John Briggs, former Chief Executive of Armagh City and District Council, who recently accepted the role of the Chair of the Management Committee effective from January 2018, in attendance to observe this meeting before taking up the role. Mr Briggs commented that he was honoured to take on the role and looking forward to working with the Committee and Professor Burton and his team.

2. DECLARATIONS OF INTEREST

The Chair reminded members and officers of the need to declare any actual, potential or perceived conflict of interest associated with any item on the Agenda either now or at the relevant stage during the meeting. No conflicts of interest were declared.

3. MINUTES OF THE MANAGEMENT COMMITTEE MEETING HELD ON 1 SEPTEMBER 2017

The minutes of the meeting of 1 September 2017 were reviewed, approved as a true and accurate record of the meeting and signed by the Chair.

4. MATTERS ARISING FROM THE MINUTES

The Chair asked the Committee if they had any questions regarding the Matters Arising. There were no comments and the Committee noted that a number of matters would now be closed.

5. CHAIR'S BUSINESS

The Chair advised that the Agenda had been reordered and a new Agenda was circulated.

The Chair also advised that this would be the last meeting he would attend in his current capacity as Chair of the Management Committee, although he would still be involved as Chair of the Board of Governors and assisting with engagement with DfC as required. He thanked the members for their support during his period in post.

6. PERFORMANCE AGAINST BUSINESS PLAN

- 6.1 Professor Burton advised the Committee that overall AOP's performance was on target against its Key Performance Indicators (KPIs). There were however two KPIs which were not currently on track. KPI number 9, which related to payment of invoices, was not yet on target due to issues at the start of the year. These issues were, however, being addressed and it was expected that this target would be met. In relation to KPI number 5, external outreach, this was not being met due to staff shortages. AOP was in the process of recruiting but it was unlikely that new staff would be in post before February. Professor Burton stated that the Department was being kept informed regarding this KPI. Mr News noted that AOP focus was maximising efficiency and impact within available resources and, in that context, resources were being prioritised to deliver activities within the Observatory & Planetarium. Professor Oudmaijer questioned if use could be made of students to assist with outreach. Professor Burton confirmed that students were assisting in AOP outreach and public engagement activities.
- 6.2 Mr News advised that SMT was reviewing KPIs for the 2018/19 Business Plan in the context of benchmarking against a range of other comparable organisations including Libraries NI and National Museums Northern Ireland (NMNI). Mrs Corvan added that AOP is refining its thinking and the Business Plan would focus on delivery of the Corporate Plan with targets more closely aligned to the delivery of objectives.
- 6.3 The Chair commended AOP staff on the reported annual business performance to date.
- 6.4 Mrs Corvan drew the Committee's attention to the Finance report/Management Accounts and advised that these would now be presented to the Management Committee as a standing report in future meetings. Mrs Corvan highlighted areas within the report and advised that AOP expects to finish the financial year within agreed budgetary expenditure limits.
- 6.5 On behalf of the Committee the Chair thanked Mrs Corvan for the clear presentation.

7.0 REPORT FROM AOP DIRECTOR

- 7.1 Professor Burton discussed the issues in his report with the Committee. The Committee discussed the importance of a vibrant research programme, particularly in light of the requirement of the 1791 Act that established Armagh Observatory. The maintenance of a PhD programme was considered a high priority in keeping with the research ethos. Professor Burton explained to the Committee that he believed this research should now be a risk included on the Risk Register. Professor Mathioudakis stated that he agreed this was a key priority and expressed his surprise that the graduation of a student each year was not a KPI.
- 7.2 The Chair concluded the discussion by confirming the Management's Committee agreement that research should be a priority and resources prioritised accordingly.
- 7.3 Professor Burton referred the Committee to page 3 of his report and highlighted a number of the activities of the organisation in this report. The Committee was reminded of the forthcoming 50th anniversary event and their attention was also drawn to the Planetarium being used as the venue from which the Archbishops' Christmas message would be delivered.

- 7.4 Mrs Corvan provided a brief update on the positive work carried out to date by the Juno Committee and advised that as part of this work an employee satisfaction survey has been conducted and an employee engagement event planned for staff in December. She stated that whilst the survey will be reviewed by gender and academic/non academic staff it will also be a tool to improve staff engagement and participation generally.
- 7.5 Professor Burton summarised the Management updates on page 6.
- 7.6 Mrs Corvan discussed the budget and in-year funding position. An additional paper was circulated setting out options based on the need to plan a budget based on a 4% and 8% cut next year. Mr Brown advised the Committee that every public service was being asked to do this. Professor Burton explained that the Head of Research (HoR) post was being held pending consideration of funding.
- 7.7 Following discussion, the Management Committee decided that AOP should proceed with the HoR recruitment.
- 7.8 The Chair thanked Mrs Corvan for her time in preparing and presenting the financial information. The Chair stated the need for AOP to present a strategic way forward which would meet the organisation's legal duty to protect the Observatory and preserve the organisation's international reputation.
- 7.9 Mrs Corvan advised that a report detailing AOPs proposals for meeting proposed budget reductions for 2018/19 is required to inform an internal DfC meeting with the new Deputy Permanent Secretary later in December. A report will now be prepared informed by the discussion and clear strategic direction agreed by the Committee.

The Committee broke for lunch at 12.50 and recommenced 13.20

Mr John Briggs left the meeting.

8.0 UPDATE FROM THE AUDIT AND RISK ASSURANCE COMMITTEE (ARAC)

- 8.1 The Chair asked Mr Hannam to report to the Committee on the ARAC meeting. Mr Hannam advised that there were 4 items of substantive business. Firstly, the ARAC approved its own Terms of Reference (ToR). Secondly, whilst the Internal Auditors have yet to complete their report, they indicated there would be a limited assurance rating but they had seen clear evidence of improvement and actions could be taken quickly. ARAC recognised there would be pressures on the finance team with the need to complete additional internal audit work and external audit of 2016/17 accounts before the end of this financial year.
- 8.2 Thirdly, ARAC considered the Report to Those Charged with Governance (RTTCWG). Mr Hannam advised that the audits of the accounts for 16/17 and 17/18 are to be completed and then AOP will be back on track.
- 8.3 Fourthly, in relation to the Risk Register, Mr Hannam asked Mrs Corvan to address this. Mrs Corvan explained the rationale behind the changes to the Risk Register. Mr McGurgan questioned the liability on AOP if Health & Safety work was not carried out due to delays by CPD. Mrs Corvan said that was something that would need to be explored in the event of a claim.
- 8.4 Mr Hannam advised that ARAC was content with the Risk Register and recommended it be approved.

8.5 Mr Hannam also reported that the BiAAS had been signed off and ARAC had noted this. The Committee had also briefly discussed the Accountability Minutes.

8.6 The Chair thanked Mr Hannam for chairing the sub group and for the update.

Mrs Wilson rejoined the meeting at 1.25

9.0 UPDATE FROM THE EMPLOYMENT CONDITIONS AND REMUNERATION COMMITTEE (ECRC)

9.1 Professor Ray advised the Committee that he had been appointed Chair of the ECRC and reported that at the meeting earlier the ECRC had decided to change its name to the Staffing Policy and Remuneration Committee (SPRC). Professor Ray recommended that the Committee approve staff bonuses as presented to the Committee for consideration. Mrs Corvan confirmed that these bonuses were compliant with NICS policy.

Professor Ray asked Mrs Corvan to advise the Management Committee on the ToR for the new SPRC. Mrs Corvan explained that the ToR would be amended to include a section on what falls outside the Committee remit, e.g. individual staffing matters such as grievances. The ToR also allows a maximum membership of 5 and so the Committee may increase in the future.

9.2 Mrs Corvan summarised the report she had provided to the SPRC which detailed progress in relation to structure, recruitment, harmonisation of conditions and the creation of an internal recruitment policy, updated post graduate policy and a lone working policy. Mrs Corvan also reported that there would be a staff event on Wednesday 20th December 2017.

9.3 The Chair thanked Professor Ray and Mrs Corvan for the update and the Committee confirmed approval of the bonuses as recommended.

10. TERMS OF REFERENCE

10.1 Mrs Corvan explained that whilst the Committee had previously approved new terms of reference in October 2016. Since then, AOP had extensively reviewed the MSFM which then reviewed and updated the Terms of Reference to make them clearer and more concise and aligned to the roles and responsibilities outlined in the MSFM.

10.2 Mr McGurgan queried the term of office he and a number of other Committee Members were appointed to and how this aligned to the 5 year term proposed in the ToR. **Action Point MC 05/12/17-01 Mrs Corvan to advise term of appointment.**

10.3 The Committee approved the Board Operating Framework and ToR subject to the clarification at 10.2 and agreed the 'go live' date of January 2018 to align with the appointment of the new Chair of the Management Committee.

11. ITEMS FOR NOTING

The Committee noted the papers 10 and 11. The Chair commended AOP on the Vision Document and the Corporate Plan. Mr McGurgan commented that input provided by Mrs Corvan clearly demonstrated the need for an SMT to be in situ and expanded upon.

12. AOB

12.1 It was agreed that the Board Evaluation would be passed to the new Chairman, J Briggs. **Action Point MC 05/12/17-02 Mrs Corvan to provide new Chair with Board Evaluation**

12.2 The Committee noted the training and development available.

13. DATE OF THE NEXT MEETING

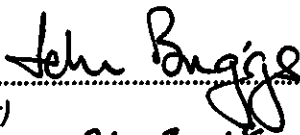
The date of the next meeting will be 26th March 2018. The Board of Governors meeting will be held in April/May 2018.

The Chair thanked everyone for attending and for papers prepared.

The Committee formerly recorded its thanks to the Archbishop for his time as Chair of the Management Committee.

The meeting finished at 13.55.

Signed as a true record of the meeting



(Chair)

Dated:

26.03.18.

Updated Actions as at 27 November 2017

Reference	Action	Owner	Progress
MC29/01/15 - 01	Dr McKay to explore within ESA if exhibits could be provided to the Planetarium	Dr McKay	<p>Ongoing</p> <p>17 November 2017 Continuing to explore opportunities with Dr McKay</p> <p>1 September 2017 Dr McKay advised that he will introduce Mr News to the ESA PR.</p> <p>23 August 2017 John News has been appointed as temporary HECO and will pursue this matter with Dr McKay</p> <p>29 March 2017: It is hoped that a temporary Head of Education & Outreach will be appointed shortly and this matter will be pursued at this time.</p> <p>20 September 2016: Dr McKay has spoken to ESA PR in HQ (Paris). ESA would like to understand the direction AOP intends to follow and what support they could provide. It has been decided to wait until the new Head of Education & Outreach is appointed before pursuing further.</p> <p>28 January 2016: Dr McKay to introduce Planetarium representative to the ESA teams to pursue potential exhibits.</p>
MC29/01/15 - 05	Board Operating Framework to be updated following any new governance arrangements arising from the Review of Organisation and Management	Mrs Corvan	<p>Ongoing</p> <p>27 November 2017 Terms of Reference submitted to December MC for approval</p> <p>25 August 2017 On hold pending appointment of Chair</p> <p>31 May 2017: Propose to bring to September Meeting</p> <p>29 March 2017: New SMT to consider the Terms of Reference and make recommendations</p> <p>16 January 2017: Final revised documents to be presented to Management Committee in January 2017</p> <p>20 September 2016: The final draft governance documents were presented at the Management Committee meeting in June and subsequent amendments made. The final documents are now being presented at the October Management Committee meeting on 6th October 2016. Board Operating Framework to be devised following this.</p> <p>16 May 2016: New governance arrangements for AOP will be presented to the Management Committee at its June 2016 meeting. Board Operating Framework to be agreed after this.</p> <p>28 January 2016: The Organisational Change Project Board is considering new governance arrangements.</p> <p>28 May 2015: No action has been taken</p>

MC04/06/15 - 06	Mrs Kennedy to share the draft agreement with Mr McGurgan and also liaise with the Planetarium's solicitor	Mrs Neill	<p>Propose to Close</p> <p>24 November 2017 Legal advice has now been received in relation to all of AOP leases. AOP is considering these as part of its estate management strategy. This matter will be taken forward by the Head of Corporate Services</p> <p>1 September 2017 Mr McGurgan, Mrs Corvan and Mrs Neill met to discuss way forward</p> <p>22 August 2017: Operations Manager met with Solicitor to discuss draft lease agreement. This will require further amendment before signing. Operations Manager will progress.</p> <p>5 June 2017: AOP has contacted Solicitors who have advised there is no update at present</p> <p>16 January 2017 AOP requested update on progress</p> <p>15 August 2016: Amended maps have been received and approved. AOP is currently awaiting a response from the Solicitors in relation to amendments required to the lease agreement.</p> <p>24 May 2016: Atlas Communications has been contacted again and they are to follow up with their surveyor in relation to the maps.</p> <p>15 August 2016: Amended maps were received and approved by AOP. Amendments to the lease have been requested. AOP awaits response from Solicitors</p> <p>28 January 2016: Ongoing discussions with the solicitor and Atlas Communications about the production of maps to accompany the lease.</p> <p>28 October 2015: Mr McGurgan provided his comments on the draft lease and correspondence has continued with the solicitor. The current hold up is in relation to obtaining maps of the property as quoted throughout the lease.</p>
MC 29/03/17-04	Chair of Management Committee post to be advertised	Mrs Hogg	<p>Completed</p> <p>24 November 2017 Post advertised and interview held on 24 November 2017</p> <p>25 August 2017 Mrs Hogg will present a paper regarding appointment of Chair at September meeting</p> <p>31 May 2017: Discussions ongoing as to how and when to progress</p>
MC 09/06/2017-01	A new member to be appointed to the ARAC	Chair	<p>Completed</p> <p>1 September 2017 Mr S Brown appointed as new ARAC member</p> <p>25 August 2017 To be actioned at the September MC meeting</p>
MC 01/09/2017-01	Mrs Corvan to circulate agreed press statement to the Management Committee	Mrs Corvan	<p>Completed</p> <p>September 2017 Mrs Corvan circulated statement</p>
MC 01/09/2017-02	The Chair to write to the Permanent Secretary in relation to AOP funding	Chair	<p>Completed</p> <p>September 2017 Letter issued and will be discussed as part of Directors report</p>
MC 01/09/2017-03	Board Evaluation summary to be discussed at December meeting	Chair	<p>December Agenda Item</p>