

MINUTES OF THE ONE HUNDREDTH AND FIFTH MEETING OF THE MANAGEMENT COMMITTEE OF THE ARMAGH OBSERVATORY AND PLANETARIUM HELD ON 26 MARCH 2018 AT 11.00 A.M. IN THE COPERNICUS HALL

Present: Mr J Briggs (Chair), Mr S Brown, Mr B Hannam, Professor T Ray, Mr P McGurgan, Professor R Oudmaijer, Mrs P Wilson, Professor L Harra, Professor M Merrifield, Dr M McKay

Apologies: Professor Mathioudakis, Canon Hilliard

In attendance: Professor M Burton (AOP Director), Mrs C Corvan (AOP Head of Corporate Services), Professor G Doyle (Acting Head of Observatory), Mrs D Neill (AOP Operations Manager)

1. APOLOGIES

Apologies were recorded as above.

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 5 DECEMBER 2017

Professor Oudmaijer queried if the Management Committee's approval of a press release in relation to the NIAO report had been recorded. Mrs Corvan believed this had been minuted in the September 2017 meeting, however she would confirm this. **Action: MC 26/03/2018 – 01 Mrs Corvan to confirm there was a record of the press release approval by the Management Committee in September 2017.** The minutes of the meeting of 5 December 2017 were reviewed, approved as a true and accurate record of the meeting and signed by the Chair.

4. MATTERS ARISING FROM THE MINUTES

Mrs Corvan advised the Committee that the terms of appointment were being reviewed with the Department for Communities (DfC) to ensure consistency. Mr Brown stated that there did appear to be confusion about the process of extending members' terms and Mrs Corvan advised this was also being discussed with DfC. **Action: MC 26/03/2018 – 02 Mrs Corvan to confirm membership terms and the process for term extensions.**

The Committee approved the closure of a number of matters.

5. CHAIR'S BUSINESS

5.1 The Chair asked the Committee if they were content with the Board Evaluation Questionnaire which had been completed in 2017. The Committee approved the Questionnaire.

5.2 The Chair advised the Committee that Mrs Wilson's membership term would reach 10 years on 31 October 2018 and other members would be in this position in 2019. There were also three vacancies for co-opted members. The Chair stated that it was imperative that these forthcoming and current vacancies were addressed. It was also important to consider what skills the Committee required. Professor Merrifield advised that he was willing to step aside to allow a new representative from STFC. The Chair advised that he would like to progress options for consideration and approval of the Board of Governors at its Annual meeting. **Action: MC 26/03/2018 – 03 The Chair will follow up on the Management Committee vacancies.**

5.3 The Chair confirmed that he had met with most committee members and hoped to have met with everyone shortly.

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

6.1 Mr Hannam informed the Committee that the ARAC Annual Report was approved subject to a few minor changes to reflect attendance.

6.2 Mr Hannam reported that the ARAC recommended approval of the draft Bi-Annual Assurance Statement.

6.3 Mr Hannam reported that the ARAC considered the Annual Board Assurance Statement to be a fair reflection of AOP and recommended that this be approved by the Archbishop.

6.4 Mr Hannam advised that the ARAC considered that both risk registers correctly identified and assessed the risks to AOP. He explained that in year funding from DfC had reduced risks during 2017/18 however the uncertainty around the 2018/19 budget was reflected in the current risk register.

6.5 Referring to the Financial Policies and Procedures Mr Hannam advised that the ARAC were content with these.

6.6 Mr Hannam reported that the ARAC had been advised that AOP had an action plan in place to ensure compliance with GDPR in May 2018 and had received in year funding from DfC for an Information Manager's post.

6.7 Mr Hannam informed the Committee that a limited assurance had been given in relation to financial controls however a further report had identified significant progress and DfC was content. The number of outstanding recommendations had been reduced from 74 to 19 and of these, 10 related to IT matters which would be addressed in the Director's report.

6.8 Mr Hannam advised that ARAC were apprised of and approved both the internal and external audit strategies for AOP.

6.9 The Chair thanked Mr Hannam for this update and invited questions from the Committee. There were no comments from the Committee and the following papers were approved:

- ARAC Annual Report
- Bi-Annual Assurance Statement
- Annual Board Assurance Statement
- Risk Registers
- Financial Policies and Procedures.

The Committee also noted the update on GDPR.

7 UPDATE FROM THE STAFFING POLICY AND REMUNERATION COMMITTEE (SPRC)

- 7.1 The Chair of the SPRC, Professor Ray updated the Committee on a number of staffing matters including leavers and new employees, along with progress on the harmonisation of terms and conditions for staff.
- 7.2 In relation to GDPR, Professor Merrifield stressed the importance of ensuring that all staff were included in preparatory work. Mrs Corvan reported that the Information Manager had spoken to all staff and a working group had been established. There was a gap analysis and action plan in place. Mrs Corvan confirmed that AOP would ensure everything was addressed and that staff have a full understanding of what they need to do to ensure compliance.
- 7.3 Professor Burton stated that AOP was moving towards a more stable structure highlighting the recent appointments in the Planetarium and the creation of a permanent finance team.
- 7.4 The Committee confirmed to the Chair that they were content with the update.

8 ANNUAL REPORT 2016/17 FOR SUBMISSION TO NIAO

- 8.1 Professor Burton explained that the 2016/17 report was similar to previous Annual Reports, however, it reflected the unified organisation and reporting requirements of the Charity Commission. Mrs Corvan advised that there may be some revision to the figures in the report following finalisation of the accounts but this would not affect the content substantially.
- 8.2 The Chair commented that this unified report showed the progress made by AOP and asked the Committee if they had any questions. The Committee approved the Annual Report for submission to the NIAO, subject to final minor amendments as required.

9 PERFORMANCE AGAINST BUSINESS PLAN

- 9.1 Professor Burton reported that whilst AOP was meeting most of its KPIs, there were a number that would not be fully met and he explained why. One reason was that staff vacancies had impacted on the ability to conduct external events and meet targets on processing payments. Whilst AOP was now meeting target timescales, the shortfall would not be made-up during the current financial year.
- 9.2 Mrs Corvan highlighted to the Committee the additional in year funding received contained in the finance paper and anticipated that AOP would be on budget at year end. In response to Professor Merrifield's enquiry about capital monies, Mrs Corvan advised that there was no capital budget at the beginning of the year. However AOP bid for money in year and was able to undertake a number of capital projects such as the new doors for the Planetarium. Professor Merrifield queried if AOP had a record of how much in year funding was received each year and Mrs Corvan confirmed there were historical records.
- 9.3 The Chair thanked Professor Burton and Mrs Corvan for the report on performance.

10 DRAFT BUSINESS PLAN FOR 2018/19

- 10.1 Mrs Corvan distributed an updated Business Plan. Professor Burton explained that the Business Plan flowed from the AOP Corporate Plan which has 4 pillars. There were 4 key objectives aligned to each of these pillars. For the Research pillar, Professor Burton explained that the new Head of Research would undertake their own review and come up with a plan for this section. Mrs Corvan explained that there was a detailed Action Plan for every objective for internal use.
- 10.2 The Chair invited comments from the Committee. Professor Ray expressed his concern about how the research evaluation would be completed and suggested there should also be a review of the Planetarium. Professor Ray stated that it was the Management Committee's role to determine how evaluations were done.
- 10.3 Mrs Wilson enquired about the evaluation of events and Professor Harra agreed that it was important to quantify feedback. Mrs Corvan highlighted that a stakeholder survey had been included in one of the Corporate Plan Objectives and that consideration is being given as to how this will be delivered.
- 10.4 Mr Brown stated that there was a need to include an objective around increasing the value of AOP to its key stakeholders particularly with a view to obtaining adequate baseline funding and getting a 3-5 year funding plan in place. There was a discussion around this and Mrs Corvan agreed to reword the objective, liaise with Mr Brown on the proposed wording, then circulate to the members. **Action: MC 26/03/2018 – 04 Mrs Corvan to amend objective and circulate to members.**
- 10.5 Mr Brown asked if the website would be redesigned. Professor Burton confirmed this was included in the Action Plan and Mrs Corvan advised that a funding bid would be made to DfC to enable this. Professor Burton also advised the Committee that the online ticketing site would be implemented.
- 10.6 Professor Burton referred the Committee to the KPIs and advised that while there was still some more work to be done on these, the idea was that each of the pillars had a number of actions that would determine specific objectives of individuals for personal action plans. Mr Brown requested that KPI 21 be split into two KPIs. **Action: MC 26/03/2018 – 05 Mrs Corvan to split KPI 21.**
- 10.7 Professor Oudmaijer suggested that KPI 5 should be amended to a Research Review Exercise and not a Research Assessment Exercise. **Action: MC 26/03/2018 – 06 Professor Burton to amend KPI 5.**
- 10.8 The Committee discussed the wording and target of KPI 17 which referred to Health & Safety. Mrs Corvan agreed that this should be amended. **Action: MC 26/03/2018 – 07 Mrs Corvan to amend KPI 17.**
- 10.9 The Chair brought the discussion to a close and stated that the budget allocation would be reviewed after lunch. The Chair advised that this was a working document and changes would be made and brought back to the Committee. Mrs Corvan advised that AOP had to bring this to DfC before the June Management Committee meeting and would therefore circulate the updated version by email. **Action: MC 26/03/2018 – 08 Mrs Corvan to circulate the updated Business Plan to the members before submission to DfC.**

The Management Committee broke for lunch at 12.52 pm and resumed at 13.34 pm.

The Chair stated that the budget allocation would be discussed after the AOP Director's report.

11 REPORT FROM AOP DIRECTOR

- 11.1 Professor Burton advised the Committee that AOP was in the midst of significant transformation in its ICT programme. Funding had been received from DfC and an internal project group had been set up. Professor Burton advised that AOP would remain compatible with IT Assist, the NICS shared service. Professor Ray offered assistance from DIAS. Mr Brown suggested that in relation to security and firewalls that the DfC IT Officer would be able to provide advice re certification. **Action: MC 26/03/2018 – 09 Mrs Corvan to contact Departmental IT Officer.**
- 11.2 Mrs Corvan advised the Committee that under Item 2 budget there was an additional £10K for IT consumables and licensing to bring the total additional resource allocation to £462K.

Professor Harra left the meeting at 2pm

- 11.3 Professor Burton drew the Committee's attention to the number of events taking place at the beginning of May as part of the 50th anniversary celebrations of the Planetarium.
- 11.4 Professor Burton advised the Committee that Dr Marc Sarzi had been appointed as Head of Research. Professor Merrifield suggested that Professor Burton should enquire about the possibility of an honorary professorship for Dr Sarzi with Queen's University. **Action: MC 26/03/2018 – 10 Professor Burton to investigate an honorary professorship for the new Head of Research.**
- 11.5 The Committee noted the vacancies on the Management Committee and the Board of Governors.
- 11.6 Professor Burton advised the Committee that he may be appointed as President of Division B (Facilities, Technology, Data Science) in the International Astronomical Union at its General Assembly in Vienna in August. Mr Brown congratulated Professor Burton and the Committee approved Professor Burton's attendance at meetings via video or in person where appropriate, subject to available funding and/or budget.
- 11.5 Professor Burton sought input from the Committee in relation to a request regarding the Bovedy Meteorite. It was pointed out to Professor Burton that a second substantial piece of the meteorite is held by the Geology Department of Trinity College Dublin and that perhaps they might be willing for a sample to be removed from it. There was a brief discussion about this and the Chair asked if the Committee was content for Professor Burton to make a decision in relation to this and they agreed.
- 11.6 Professor Burton summarised the matters for information and it was noted that the MSFM had been approved.
- 11.7 The Chair thanked Professor Burton for his report and all the good work continuing behind the scenes.

12 AOB

The Committee noted the correspondence from the Charity Commission and training available for members. The Chair also advised that the Charity Commission has requested further information regarding AOP's registration and information has been provided.

13 BUDGET ALLOCATION

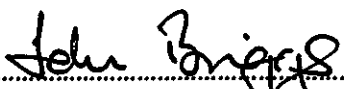
13.1 Mrs Corvan explained that in relation to budget allocation, AOP has been informed of its budget allocation for 2018/19. This reflects a 4% reduction deferred in 2017/18 plus a further 4% reduction. This is not something AOP can sustain without major cuts to services. AOP continues to liaise with DfC sponsor branch in an effort to agree a funding package that will assist AOP to remain stable. However, in the longer term a recalibration of AOP's core funding to reflect the change and modernisation strategy agreed with DfC is required. The Committee discussed the pressures caused by the budget situation and the Chair advised that he would liaise with Professor Burton and Mrs Corvan to take this forward and keep the committee informed. It was agreed that the Chair should seek a meeting with the Permanent Secretary to discuss the long term needs of AOP. The Chair advised that he would be pressing DfC for a solution to the current budget needs prior to The Board of Governors meeting on 23rd April 2018.

The meeting finished at 14.43

13 DATE OF THE NEXT MEETING

The date of the next meeting will be 21st June 2018. The Board of Governors meeting will be held on 23rd April 2018.

Signed as a true record of the meeting


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(Chair)
Dated: 21.06.18.



Updated Actions as at 13 March 2018

| 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>Propose to close</p> <p>13 March 2018 – Approved at the December Management Committee .</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> |
| MC 01/09/2017-03 | Board Evaluation summary to be discussed at December meeting | Chair | <p>Propose to close</p> <p>13 March 2018 – Moved to March 2018 meeting</p> |
| MC 05/12/2017-01 | Mrs Corvan to advise members of the terms of appointment | Mrs Corvan | <p>Propose to close</p> <p>The term of appointment for some DfC appointees is 5 years, extended for a further 3 years. The most recent appointments were for 4 years. The maximum term is 10 years.</p> |
| MC 05/12/2017-02 | Mrs Corvan to provide the new Chair with the Board Evaluation | Mrs Corvan | <p>Propose to close</p> <p>The Chair has been briefed and this is on the March agenda for approval.</p> |