



MEETING TITLE	Public Minutes of the English Heritage Trust Board Meeting	
DATE	6 December 2023	
LOCATION	100 Wood Street, London EC2V 7AN	
PRESENT	Gerard Lemos - Chair Kay Boycott Liz Bromley Tony Cates Tanvi Gokhale (item 6 onwards) Sir Jonathan Marsden	Dr. Chris Michaels (item 5 only)* Kunle Olulode Sarah Staniforth – Deputy Chair Prof William Whyte Sue Wilkinson
ATTENDING	Observers: Duncan Wilson – Chief Executive of Historic England** Nick Merriman – Chief Executive designate Tonya Nelson – Arts Council of England Senior Management Team: Mark Stuart-Smith – interim Chief Executive Louise Dando – Marketing Director	Sue Fisher – Development Director Kate Logan – Historic Properties Director Matt Thompson – interim Curatorial Director Rob Woodside – Estates Director Nick Wright – Head of Financial Planning Jeremy Ashbee – Head Properties Curator (item 8 only) Judeth Neville – Head of Governance (minutes)
APOLOGIES	Seb James	Peter Liney

*by Teams

** except for item 7 due to potential conflict of interest

1. Announcements and Declarations of Interest

- 1.1. The Chair welcomed Nick Merriman, Tonya Nelson and Matt Thompson as attendees at their first Board meeting.
- 1.2. There were no new declarations of interest.

2. Interim Chief Executive's Strategic Overview (Mark Stuart-Smith)

- 2.1. Mark Stuart-Smith highlighted key points from the paper, including:
 - 2.1.1. That we expect to achieve all major financial KPIs for the 2023/24 despite the difficult environment. ...
 - 2.1.2. Our Vision and Strategy for the next ten years are largely finalised; we will provide a ten year financial trajectory in March.
 - 2.1.3. Major project governance: we aim to appoint an external consultant to support a review before the end of the year. [Post-meeting note: on further consultation with relevant SMT members, we concluded that this review should wait until the project

management system review had concluded in order to manage workloads within teams and avoid duplication of effort.]

2.2. Trustee feedback focussed on:

2.2.1. Trustees welcomed the project management system and major project governance reviews and queried whether there are potential concerns relating to any current major projects. Other than the CRM Programme (see 5 below), the other current major projects are:

- Dover Castle: the programme is progressing well with no concerns;
- Berwick Barracks: ARC in February will scrutinise the programme and financial plans;
- Stonehenge Education Centre: currently paused pending greater confidence in funding;
- Electronic Point of Sale: at procurement stage.
- ...

Strictly confidential: potential addition to the National Heritage Collection: ...

2.3. ...

2.4. **The Board NOTED the interim Chief Executive's Strategic Overview.**

3. Finance Report (Nick Wright)

3.1. Nick Wright highlighted key points from the paper, including:

3.1.1. Visitor numbers are a little behind budget year to date, due to October's poor weather, and that we nonetheless forecast to be above budget in visitor and member numbers, and in unrestricted cash, for the full year.

3.1.2. ...

3.2. Trustee feedback focused on:

3.2.1. ...

3.3. The Chair noted a preference if possible for a breakeven budget for 2024/25, highlighting that it will be necessary to review the cost base and that major projects which overrun on cost impact on our ability to invest in future growth. Mark Stuart-Smith noted that we now forecast returning to surplus two years earlier than we had forecast this March.

3.4. **The Board NOTED the Finance Report.**

4.

5. Strategic Update (Mark Stuart-Smith)

5.1. Mark Stuart-Smith highlighted key points from the paper including that our new vision and strategic goals are substantially agreed, while still enabling the incoming Chief Executive to influence them. These, along with a new financial trajectory to 2035, will support our case for the renewal of the Property Licence and Operating Agreement and provide a platform for increased philanthropic support.

5.2. Trustee feedback focussed on:

5.2.1. The possible impact of organisational capacity on the strategic ambition and the importance of planning how much the organisation can achieve and in what timeframes, what should be prioritised and what we will do less of in order to free resource for new activities.

5.2.2. The need to consider whether new capabilities are needed to deliver the strategic goals.

5.3. **The Board NOTED:**

- 5.3.1. **the progress in development of the new strategic plan and underlying strategies; and**
- 5.3.2. **progress to develop the financial trajectory.**
- 5.3.3. **the status of negotiations in relation to the Property Licence and Operating Agreement from, and the Shared Service Agreement with, HE.**

6. New Property Licence and Operating Agreement (PLOA) from, and Shared Service Agreement (SSA) with, HE (Mark Stuart-Smith)

- 6.1. The Board noted that negotiations with HE continue to progress well. ...
- 6.2. **The Board NOTED the status of negotiations in relation to the PLOA and the SSA.**

7. Historic Significance and Hurst Castle Case Study (Jeremy Ashbee)

- 7.1. Jeremy Ashbee gave a presentation introducing the methodology by which we define “significance” to enable us to compare one type of property with another, highlighting that the first Sustainable Conservation Principle is that “we will ensure our work is informed by an understanding of significance and values”. This principle allows us to engage in sometimes radical discussions for change.
- 7.2. Prioritisation for conservation work involves identifying those parts of sites in which the most significant areas of fabric are at the greatest risk. In straitened circumstances, this is where use of our resources will have greatest impact.
- 7.3. Jeremy noted that, if we were to rank our top ten sites by their relative significance, we would find that there is not a great spread – because by its nature the Collection comprises the most significant properties. Thus significance becomes less helpful in decision-making, and vulnerability and condition tend to be more important determinants of where resource should be directed.
- 7.4. Jeremy addressed the significance of Hurst Castle: the assessment is that Hurst Castle has considerable evidential value, exceptional historical value (this being illustrative as the Castle tells stories about several periods of history), exceptional aesthetic value and moderate communal value, giving an overall assessment of exceptional significance. This assessment relates to the totality of Hurst Castle and its setting. The history of its use and adaptation over time is unique and the threat of collapse results in a new level of illustrative historical value and ecological value. Its significance is not just about the fabric of the building but also about preservation of records.
- 7.5. Trustee feedback focussed on:
 - 7.5.1. Jonathan Marsden commented that the meaning of conservation is “negotiating the transfer of significance” into future and different circumstances.
 - 7.5.2. The Chair noted that historiography is also relevant, eg Down House’s significance largely arises because it was the home of Charles Darwin, and that Hurst has additional significance because the process by which it is being lost has powerful contemporary resonance.
 - 7.5.3. Nick Merriman noted that our shift to social purpose must include telling the story of climate change. Also, we might consider how we assess communal value and whether there is weighting given, along with current museum practice to consider what members of the public value alongside what academics value.

8. Matters Agreed Since the September Board Meeting

The Board noted:

- 8.1. approval by email of 18 October of revised terms of reference for the Blue Plaques Panel; and
- 8.2. approval by email of 3 November (subject to contract and to approval of HE and DCMS) of the purchase of the Thornborough Northern Henge.

9. Any Other Business

- 9.1. The Chair noted that this is the final Board meeting for Sarah Staniforth, Trustee and Deputy Chair, and recorded on behalf of the Board appreciation for the expertise and wise counsel Sarah has brought to English Heritage.

The meeting finished at 3:00pm.

Consent Paper

By consent, the Board APPROVED the draft Minutes of the September Board meeting and October ad hoc session.

Information Papers

- ARC Chair report.
- CRM Programme: paper for ARC’s November meeting.
- Health and Safety year to date: report for ARC’s November meeting.
- Strategy summaries: Learning Plan, Youth Engagement Strategy, Creative Programming Strategy update, Community Engagement Strategy, Historic Landscape Strategy and current thinking in relation to Digital Strategy (to come to the Board in 2024).
- Locally managed sites annual report 2022/23.
- Remuneration Committee Minutes: October 2023.

Next meeting

The next Board meeting would be held on 13 March 2024.

Signed as a complete and accurate record of the meeting

..... Chair, 13 March 2024

Minutes: Judeth Neville, 6 Dec 2023