

## MINUTES OF THE MEETING OF THE TRUST BOARD

### OPEN AGENDA

Whaowhia, Ground Floor, Auckland Museum  
 Thursday, 23 June 2022  
 9.30am – 12.15pm

**Present:** Richard Bedford (Chair), Rachael Tuwhangai (Deputy Chair), Melani Anae, Karen Avery, Penny Hulse, John Judge, Martin Mariassouce, Ben Palmer, Paul Spoonley, and Pakilau Manase Lua (Pacific Advisory Group Chair)

**Apologies:** Alastair Carruthers and Precious Clark (Taumata-ā-Iwi Chair)

**By Invitation:** Chief Executive and Governance and Risk Manager

**By Invitation for Agenda Items:** Director People and Organisation, Director Collections and Research, Tumuaki Māori and Pacific Development, Director Enterprise and Finance, Director Marketing, Communications and External Affairs, Director Public Experience

Item No.		AGENDA ITEM
<b>OPEN SESSION</b> <i>The Trust Board meeting was convened by the Chair as an Open Session with material and discussion open to the public.</i>		
1		<b>OPENING - OPEN SESSION</b> The Chair, welcomed the Trust Board (Board), the Chief Executive and the Governance and Risk Manager to the Open Agenda session at 9.30am.  The Chair acknowledged the high quality and quantity of papers for the Board meeting. It was noted that a covering memo accompanied all papers should include a succinct Executive Summary.  <b>1.1 Apologies</b> The apologies received from Alastair Carruthers and Precious Clark (Taumata-ā-Iwi Chair) were noted.  <b>1.2 Conflicts of Interest</b> There were no conflicts of interest to declare for this meeting and no new conflicts to add to the register.  (Paul Spoonley left the meeting at 9.40am)
2.	2.1	<b>GOVERNANCE</b>  <b>Minutes of the Previous Open Session Meeting</b> The minutes of the previous open session Board meeting held on Thursday 14 April 2022 were taken as read. There were no amendments to the minutes.  <b>IT WAS RESOLVED THAT</b> The minutes of the open session Board meeting held on Thursday 14 April be approved as a true and correct record.  <div style="text-align: right;">Carried</div>

	<p><b>2.2 Matters Arising</b> There were no matters arising from the minutes to note.</p> <p><b>2.3 Action Item List</b> Action item 08/22 – Reimagining Auckland report was circulated and the item will be removed from the Action Item list.</p> <p><b>2.4 Quarterly Performance Report to Auckland Council</b> The covering memo and recommendation, along with the Quarter 3 Performance Report, was taken as read.</p> <p><b>IT WAS RESOLVED THAT</b> The Trust Board formally approve of the Quarter 3 Performance Report provided to Auckland Council in May 2022 for the period January – March 2022. <span style="float: right;">Carried</span></p> <p><b>2.5 Kaumatua Taumata-ā-Iwi</b> The Board resolved to discuss this agenda item in Closed Session.</p> <p><b>IT WAS RESOLVED THAT</b> <i>Agenda Item 2.5 is considered in closed session subject to the Local Government Official Information and Meetings Act 1987 Part 1, Section 7(f) i.e. to enable ‘the free and frank expression of opinions by or between or to members of officers or employees’ of the Museum in the course of their duty.</i> <span style="float: right;">Carried</span></p>
<p><b>3.</b></p>	<p><b>STANDING ITEMS</b></p> <p><b>3.1 Chief Executive’s Report</b> The Chair welcomed Director Enterprise and Finance, Director Marketing, Communications and External Affairs, Director Public Experience Hart who joined the meeting.</p> <p><b>3.1.1 Management Report</b> The Management Report on strategic issues of note presented by Chief Executive was taken as read.</p> <p>The Chair invited the Chief Executive to speak to the written report, highlighting the following key strategic issues and related risks.</p> <p><b>Visitation Update</b> Weekly visitation has been strong with 5,000 recorded for both the last Saturday and Sunday.</p> <p>The Visitor Services team is achieving a 25% membership conversion for those accessing the Ancient Greeks exhibition.</p> <p>Ancient Greeks had 6,700 paid admissions in the first week of opening and the Museum is well on its way to achieving the median target for the next 22 weeks of 97,000 visitors. An Ancient Greeks school holiday programme will be run by the Learning Team.</p>

		<p>School visitation is at full capacity with bookings for Term Two closed. Term Three is also close to being fully booked.</p> <p>Evening events are recommencing, with the programme for Twilight Tuesday including a balance of music, science and culture.</p> <p>The Board requested a summary of education activities to be included in the CE's report, commencing from the August Board meeting.</p> <p><b>Covid 19</b> A number of staff have tested positive for COVID 19 or have had to isolate as household contacts. Health and safety precautions continue with all staff required to wear a mask and the Museum remains vigilant in the workplace.</p> <p><b>RECOMMENDATION</b> That the Board note the Chief Executive's Report for May 2022.</p> <p>The Board noted the Recommendation above and thanked the Chief Executive and his team for their verbal updates on the Chief Executive's report.</p> <p>(Paul Spoonley re-joined the meeting at 9.55am)</p>
4.	4.1	<p><b>ITEMS FOR APPROVAL – OPEN SESSION</b></p> <p><b>Financial Reports</b> The Financial Reports as presented by Director Enterprise and Finance were taken as read.</p> <p>The Chair invited the Director Enterprise and Finance to speak to the reports with the following key points noted:</p> <ul style="list-style-type: none"> <li>• May showed an increase in visitation due to Peter T.Rex</li> <li>• there has been a good flow-on effect for retail sales from Peter T.Rex</li> <li>• forward bookings for Ancient Greeks are strong, both individuals and corporates</li> <li>• recent improvement in visitation has not yet been sufficient to turn around the impacts of locks-downs and delays</li> <li>• operational costs in May remained lower than forecast primarily as a result of the following - lower staff costs; lower project expenditures as planned projects slowly recovered from Covid delays; and reduced other operational expenses</li> <li>• performance of investments is steady and follows the approved SIPO</li> </ul> <p>The Board requested that the dashboard include actualised forecasts going forward.</p> <p>The Board thanked the Director Enterprise and Finance for the Financial Reports.</p> <p><b>IT WAS RESOLVED THAT</b> The Board approve the Financial Performance Reports to May 2022.</p> <p style="text-align: right;">Carried</p>

	<p><b>4.2</b></p>	<p><b>Health and Safety Reports</b>          The Health and Safety Reports for April 2022 and May 2022, prepared by the Director People &amp; Organisation, were taken as read.</p> <p>The Museum remains vigilant to potential health and safety issues. It was noted that the return of cruise ships to Aotearoa may have an impact on reported Covid 19 cases in Auckland.</p> <p><b>RECOMMENDATION</b>          That the Board note the Health and Safety Reports for April 2022 and May 2022.</p> <p>The Board noted the Recommendation above and thanked the Director People and Organisation for the reports.</p> <p><b>4.3</b></p> <p><b>Media Reports</b>          The Media Reports for April 2022 and May 2022, presented by Director Marketing, Communications and External Affairs were taken as read.</p> <p>The published measuring volume between 1 May 2022 and 31 May 2022 delivered 82 mentions and coverage reached a cumulative potential reach of 4,929,008 and an ASR of NZ \$921,248.</p> <p>It was agreed that the Media Reports are to be included in the Chief Executive’s report moving forward.</p> <p><b>RECOMMENDATION</b>          That the Board note the Media Reports for April 2022 and May 2022 that will form part of the Chief Executive’s report moving forward.</p> <p>The Board noted the Recommendation above and thanked the Director Marketing, Communications and External Affairs for the reports.</p> <p><b>4.4</b></p> <p><b>Library Trust Fund</b>          The request for a drawdown of funds to support the operation of the Museum Library Trust Fund and its related collections and services was taken as read.</p> <p>The Board noted the reduction in proposed activity funded from the Library Purposes Trust funds in response to lower availability of funds.</p> <p><b>IT WAS RESOLVED THAT</b>          The Trust Board approve the drawdown of \$365,000 from Trust funds to be applied to Library purposes in the 2022/23 financial year.</p> <p style="text-align: right;">Carried</p> <p><b>4.5</b></p> <p><b>Research &amp; Publications Reserve</b>          The request for approval of the proposed drawdown from the Research and Publication Reserve to support projects commencing or continuing in the 2022/23 financial year was taken as read.</p>
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	4.6	<p><b>Deaccession Request – Four Warumungu taonga</b> The request for approval of four taonga for deaccession and transfer to the Warumungu People of the Northern Territory, Australia and placed in the care of the Nyinkka Nyunyu Art &amp; Culture Centre Collection was taken as read.</p> <p>The Chair invited Director Collections and Research to speak to the deaccession request.</p> <p>The request from the Australian Institute of Aboriginal and Torres Strait Islander Studies (AIATSIS) for the deaccession and repatriation of Warumungu material held by Auckland Museum was received in March 2022. This request is part of an international repatriation programme on behalf of the Australian Government and Australia’s indigenous communities.</p> <p>The request has been thoroughly researched by the Museum’s curatorial staff, with the assistance of Australian community experts, who have determined there is a strong case to transfer the requested material.</p> <p>Director Collections and Research confirmed that the process involved in any deaccession request included confirmation of ownership of the taonga and scrutinising its future home arrangements to ensure correct care is taken once deaccession has occurred. Director Collections and Research confirmed that only requests that have gone through this robust process are brought to the Board for approval. The Taumata-ā-Iwi are involved in the decision process, given the tikanga dimension.</p> <p><b>IT WAS RESOLVED THAT</b> The Trust Board approve four taonga for deaccession and transfer to the Warumungu People and placed in the care of the Nyinkka Nyunyu Art &amp; Culture Centre Collection.</p> <p style="text-align: right;">Carried</p>
5.		<b>COMMITTEE REPORTS</b>
	5.1	<b>Audit and Risk Committee Report</b>
	5.1.1	<p><b>Verbal Update</b> The Board invited the Chair of the Audit &amp; Risk Committee, to provide a meeting update.</p>

		<p>At the meeting held on 7 June, the Committee reviewed the:</p> <ul style="list-style-type: none"> <li>• year-end audit plan with the auditor from Deloitte</li> <li>• Deloitte engagement letter</li> <li>• risk management report</li> <li>• Statements of Investment Policy and Objectives (SIPO)</li> <li>• draft policies for Diversity and Inclusion, Health &amp; Safety, and Insurance</li> <li>• cyber security update</li> <li>• financial reports and investment funds management reports</li> </ul> <p><b>IT WAS RESOLVED THAT</b> The Trust Board accept the recommendation from the Audit &amp; Risk Committee that it approve the Deloitte Engagement Letter, to be signed by the Trust Board Chair.</p> <p style="text-align: right;">Carried</p>
	5.1.2	<p><b>Governance Policy Review</b> Of the three policies reviewed by the Audit &amp; Risk Committee, only the Diversity and Inclusion policy was deemed to be ready for approval.</p> <p>The Health &amp; Safety Policy needs to better reflect current legislation and will be re-presented to the Committee at its next meeting in August.</p> <p>The Committee agreed that the Insurance Policy was no longer relevant and recommended to the Trust Board that it be disestablished.</p> <p><b>IT WAS RESOLVED THAT</b> The Trust Board accept the recommendation from the Audit &amp; Risk Committee that it approved the updated Diversity and Inclusion Policy.</p> <p>The Trust Board accept the recommendation from the Audit &amp; Risk Committee that it disestablish the Insurance Policy.</p> <p style="text-align: right;">Carried</p> <p>The Board Chair thanked the Chair of the Audit &amp; Risk Committee for the verbal update.</p>
	5.2	<p><b>Development Committee Report</b> The Board invited the Chair of the Development Committee, to provide a meeting update.</p> <p>At the meeting held on 20 June, the Committee received verbal updates on the:</p> <ul style="list-style-type: none"> <li>• Toitū te Taiao – Capital Campaign</li> <li>• Major Donor Campaign</li> <li>• Partnership and Sponsorship</li> <li>• Endowment Funds</li> <li>• Trusts and Grants</li> </ul> <p>Membership Manager gave a presentation on Museum membership.</p> <p>The Board Chair thanked the Chair of the Development Committee for the update.</p>

5.3	<p><b>Executive &amp; Governance Committee</b></p> <p>The Board invited Chair of the Executive &amp; Governance Committee to provide a meeting update.</p> <p>At the meeting held on 9 June, the Committee reviewed the:</p> <ul style="list-style-type: none"> <li>• Trust Board Charter</li> <li>• Deloitte Proposal regarding the review of a policy for payments made to Trust Board members and Executive Directors</li> <li>• FY22/23 CEO Success Agreement</li> </ul> <p><u>Trust Board Charter</u></p> <p>The Committee made a number of amendments to the Charter presented to this meeting and are now recommending the Trust Board approve the Charter.</p> <p><b>IT WAS RESOLVED THAT</b></p> <p>The Trust Board accept the recommendation from the Executive &amp; Governance Committee that it approve the Trust Board Charter.</p> <p style="text-align: right;">Carried</p> <p>The Board Chair thanked the Chair of the Executive &amp; Governance Committee for his update.</p>
6.	<p><b>PARTNER REPORTS</b></p> <p><b>6.1 Taumata-ā-Iwi Report</b></p> <p>Martin Mariassouce, Taumata-ā-Iwi Representative on the Trust Board, provided a verbal update in Board Only time.</p> <p><b>6.2 Auckland Museum Institute (AMI) Report</b></p> <p>Dr Rogen Lins provided a verbal update with the following key points noted:</p> <ul style="list-style-type: none"> <li>• AMI held its Council meeting on Tuesday 21 June</li> <li>• the presentation on the DAP, including key engagement areas with the Museum, received positive feedback from AMI Council members</li> <li>• AMI will provide feedback on proposed changes to membership pricing</li> <li>• the Royal Society is undertaking a strategic review to consider how branches better engage with the public</li> </ul> <p>The Board thanked Dr Lins for the verbal report.</p> <p><b>6.3 Pacific Advisory Group (PAG) Report</b></p> <p>Pakilau M Lua provided a verbal update from the last PAG meeting with key points noted as follows:</p> <ul style="list-style-type: none"> <li>• PAG is planning to meet with the Taumata-ā-Iwi</li> <li>• the korero with the Trust Board and the Taumata-ā-Iwi planned for later in the year will be well received by PAG</li> <li>• a fono to consider arranging for PAG to meet with the Museum's Pacific staff was discussed</li> </ul> <p>The Board thanked Pakilau M Lua for his verbal report.</p>



<b>7.</b>	<b>7.1</b>	<b>GENERAL BUSINESS</b>  <b>Any Other Business</b> Tumuaki Māori and Pacific Development provided an update on the repatriation of koimi tchakat (koiwi tangata), together with the carved atua Hātitimātangi, that is being managed by the Hokotehi Trust representing the Moriori people in Rēkohu (Chatham Islands), in partnership with Te Papa Tongarewa.  At Auckland Museum, stage one of the process took place this morning, 23 June, with Moriori descendants, representatives from Ngāti Whātua Ōrākei and Museum staff attending a Poroporoaki/Farewell of Moriori Karāpuna and Hātitimātangi.  Stage two will be see representatives from Tāmaki Paenga Hira and the Taumata-ā-lwi attend the national repatriation ceremony of the Karāpuna and Hātitimātangi at Te Papa on 8 July.  The final stage will see representatives from Tāmaki Paenga Hira and the Taumata-ā-lwi attend the final stage of the national repatriation to Rēkohu in 2023.  There were no further items of General Business.
<b>8.</b>	<b>8.1</b>	<b>MEETING CLOSE</b>  <b>Next Meeting</b> The next meeting of the Trust Board is scheduled for Thursday 25 August 2022.  The Chair thanked attendees for the constructive discussions and closed the meeting at 11.45am.