

MINUTES OF THE ANNUAL VISITATION BY THE BOARD OF GOVERNORS HELD IN THE BOARD ROOM, ARMAGH OBSERVATORY AT 10.30AM ON 19 MARCH 2015

Present: His Grace, the Most Reverend R. Clarke (Chair), The Very Reverend Dean G. Dunstan, Canon J.N.T. Campbell, Canon N. J. Hughes, Professor S. Smartt, Professor R. Oudmajer, Mr W.G.H. Berry and Professor A. Hibbert

Apologies: The Venerable Archdeacon T. Scott, Canon A. Dawson, Canon R.J.N. Porteus, Canon R. Boyd

In attendance: Professor M. Bailey, Dr T. Mason, Mrs E.J. Kennedy (Operations Manager) and Mrs K. McLoughlin (temporary Accountant)

1. WELCOME

The Chairman welcomed everyone to the meeting.

2. CONFLICTS OF INTEREST

No conflicts of interest were declared.

3. MINUTES OF THE ANNUAL VISITATION OF 28 MARCH 2014

The minutes of the Annual Visitation of the Board of Governors of 28 March 2014 were reviewed, approved as a true and accurate record of the meeting and signed by the Chair.

4. MATTERS ARISING FROM THE MINUTES

4.1. **Review of Observatory Outreach and Research** (Para 6.2.2) - The review had been commissioned. Professor Bailey reported that Professor Alan Hood (University of St. Andrew's), Dr Ferdinando Patat (ESO) and Professor Ian Howarth (University College London) had agreed to serve on an external panel. A draft report was expected by end of April 2015.

4.2. **DCAL Appointments to the Management Committee** (Para 6.3.1) – Four appointments (Mr Stan Brown, Professor Louise Harra, Mr Patrick McGurgan and Mrs Primrose Wilson) had been made in November 2014. Subsequently two new members (Professor Louise Harra and Mr Patrick McGurgan) had been appointed to the Audit and Risk Assurance Committee in January 2015.

4.3. **2014/15 Business Plan** (Para 6.9) – The DCAL Minister had approved the Business Plan in April 2014.

4.4. **Review of the Organisation and Management** (Para 6.10) – This Review had been completed by staff from the Strategic Investment Board and concluded in November 2014. A plan for Stage One of the implementation was approved at the joint meeting of the Board of Governors and Management Committee on 26 February 2015. Professor Hibbert reported that a Project Board had been established to take forward the Stage One implementation and a meeting was being arranged for end of March 2015.

4.5. **Update of Planetarium Display Space** (Para 7.2) – This was discussed by the Management Committee on 29 January 2015 and enquiries were to be made as to whether the European Space Agency could provide exhibits to display in the Planetarium.

5. CHAIRMAN'S BUSINESS

The Chair updated the Governors about a meeting that was planned with the DCAL Minister and Professor Hibbert at 3pm on 19 March 2015.

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6. MATTERS FOR REPORT AND APPROVAL

6.1. Minutes of the meetings of the Management Committee (for report)

The Chair reminded members of the Board that they had received copies of the minutes and the associated papers for each Management Committee meeting throughout the year. The meetings were held on 5 June 2014, 13 November 2014 and 29 January 2015. No particular issues were discussed. The Chair expressed his thanks to the members of the Management Committee.

6.2. Minutes of the meetings of the Audit and Risk Assurance Committee (for report)

Professor Hibbert provided an update from the Audit and Risk Assurance Committee meetings which were held on 25 March 2014, 5 June 2014, 13 November 2014 and 29 January 2015. He concentrated on the issues considered by the Committee during its January meeting and welcomed the addition of two new members. The Chair expressed thanks to the members of the Committee.

6.3. Directors' Reports (Paper 4)

Professor Bailey presented the highlights of the Observatory's achievements throughout 2014:

- Almost £300k external income attracted from grants and other income.
- Over 40 publications in refereed scientific journals produced by staff and students.
- Continued representation of Northern Ireland on the international stage through its role in the international astronomical community.
- Continued recording of meteorological data on a daily basis, adding to the archive of data spanning 220 years.

Mr Berry joined the meeting at 10.55am.

6.4. Professor Bailey highlighted the generally positive trends of the Observatory's key performance indicators over the past decade (Table 1). He drew particular attention to the decrease in core revenue and capital funding, but also thanked DCAL for substantial additional in-year funding, without which the Observatory would be in a very difficult position. He reminded the Governors of the three posts that remained vacant within the Observatory. These vacancies had placed a lot of additional pressure on the remaining staff who had to cover their own duties and those of the vacant posts. Professor Hibbert shared his understanding that DCAL has approved recruitment exercises for these positions, subject to sufficient budget cover being in place for salaries. Professor Bailey explained that the funding for these posts was needed to allow the day to day running of the Observatory. He warned that further budget cuts had been projected for 2015/16.

6.5. A new Computer Systems Manager had been appointed and was due to start on 13 April 2015. Professor Bailey expressed his thanks to Professor Jeffery, Mrs Kennedy and others who had contributed to the recruitment exercise. The Dean shared his delight about the appointment of the Computer Systems Manager, as the Armagh Public Library website was hosted by Armagh Observatory and any interruption to that arrangement would have been critical.

6.6. Professor Bailey informed the Board of the Observatory's collaborations with the Institute of Astronomy, Bulgaria, and Queen's University, Belfast (QUB). A formal review of the collaboration with QUB had been carried out in August 2014. A new Memorandum of Agreement was approved in October 2014. Professor Bailey thanked the staff of QUB for their support and the arrangements they had put in place for the students.

6.7. A summary of the scientific research carried out by Observatory staff was included at page 26 of Paper 4. Professor Bailey also drew attention to new grants awarded during 2014 which included EU COST Action (page 31), involvement in the development of the Daniel K. Inouye Solar Telescope following a contribution from DCAL (page 32), STFC Consolidated Grant 2015-18 (page 33) which had provided funding for two Post-Doctoral Research Assistants, EU Space Awareness (part of the Horizon 2020 programme), and the Leverhulme Artist in Residence (page 34) which facilitated active engagement between the astronomers and the local community, explaining astronomy through art.

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- 6.8. The Observatory's meteorological records dated back to 1794 and contained the longest continuous daily climate series from a single site in the UK and Ireland (page 36). Professor Bailey reported that monthly readings were available to the public via the website climate.arm.ac.uk. This set of data was an important part of Northern Ireland's scientific heritage and results are reported monthly to the UK Meteorological Office, which also supports the Observatory's climate site. There was a high degree of public interest in the data both from individuals and members of the media. A summary report on biodiversity and sustainable development in the Observatory's grounds and Astropark, by Shane Kelly, was also presented on page 40.
- 6.9. Important photographic work had been carried out to produce high-quality images of the Observatory's clocks, including the Earnshaw No. 1 and Earnshaw No. 2 Regulators and the Shelton Regulator (page 42). Professor Bailey thanked Paul Eliasberg for completing this project. Professor Bailey also thanked the Dean for the arrangements in place for collaboration with the Armagh Public Library. Thirza Mulder, their archivist, had carried out important work on the Observatory's catalogue records. Professor Bailey was hopeful that the collaboration would be able to continue in the future, subject to funding being available. During autumn 2014 over 300 maps from the Observatory's 1835 Ordnance Survey collection of the 32 counties of Ireland were scanned and digitised. The maps were available to the public through the Armagh Public Library. Work to scan and digitise the remaining maps was to continue, subject to funding being available.
- 6.10. Professor Bailey provided a summary of the Observatory's extensive programme of Science in the Community (pages 44 – 71). This included events organised in partnership with Libraries NI using the From Earth to the Universe (FETTU) posters and the launch of the permanent installation of 'aroundNorth' at the Observatory. He also made reference to the successful visit by the President of Ireland, Michael D. Higgins in July 2014.
- 6.11. The Chair thanked Professor Bailey for his report. In response to a question from Professor Oudmaijer, Professor Bailey confirmed that the Review of Outreach and Research had been delayed and had not started until mid-February. He hoped it would complete by the end April/early May 2015, but this was dependent on the work load of panel members who needed to visit to speak to staff in the Observatory. The Dean made reference to the Act of Parliament which underpinned the Observatory and later, the Planetarium. He drew particular attention to the delivery of public outreach and provision of a museum. He commended Professor Bailey and the staff at the Observatory for the public outreach activities which he viewed as outreach of the highest calibre.
- 6.12. Dr Mason provided an oral report on the work of the Planetarium in 2014/15 and said he would provide a written synopsis after the meeting. The staff had continued to work beyond the call of duty throughout the year. He reported that visitor numbers were expected to reach 50,000 for the first time since the refurbishment in 2006. All of the Planetarium's key performance indicators had been achieved, except for an Outreach target for the number of events targeted at areas of multiple deprivation by 31 March 2015, where only four events were delivered compared to the target of six. This was largely due to staff shortages. A recruitment exercise had been carried out and a new Education Support Officer was to be appointed in April. A break-even position was forecast for the end of the financial year but this had only been achieved through additional in-year support from DCAL. In-year budget cuts had resulted in all paid promotional activity ceasing early in the year, so Dr Mason thought it was a great achievement to reach the visitor numbers that were forecast for the year. Shop sales continued to increase throughout the year.
- 6.13. Dr Mason expressed his concern at the uncertainties surrounding the position of Director of the Planetarium after his retirement on 30 April 2015. He reported that the staff were extremely upset, all had recently joined the Trade Union, NIPSA and had also consulted with the Equality Commission and planned to contact the Labour Relations Agency regarding the plans for restructuring the Armagh Observatory and Planetarium. He described the situation as heading towards a 'Human Relations catastrophe'. Dr Mason urged the Board of Governors to consider the Planetarium's funding position as DCAL had announced planned cuts of 11.2% for 2015/16. If implemented, the cuts would have serious implications for the Planetarium. However the salary savings that could be made by not replacing the Director, matched the value of the proposed budget cuts. Dr Mason referred to the

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Planetarium in 1996, when he took up his post, as having been in imminent danger of closing down. Through lots of hard work, additional funding and good staff the Planetarium had thrived. He explained that the level of public interest in science and astronomy was currently very high and suggested that if the Planetarium had the ability to expand, it should be exploited.

- 6.14. The Chair thanked Dr Mason for his service to Armagh Planetarium over the last 19 years. He shared his slight concern about the accusation that no attempt had been made to communicate with staff in the Planetarium, as there had been four meetings and offers of more had been made. He understood staff concerns but reiterated that in his view it would be dishonest to say that as a result of the SIB Review there would be no impact on any members of staff. Dr Mason explained that the staff thought they may be cut out of the communication loop after he retired. The Chair restated his willingness to meet with staff and asked that the message be relayed that the offer was available. He noted the concerns of the staff and understood their sense of fragility and vulnerability. Professor Smartt confirmed the Chair's position and asked Dr Mason to ensure that he passed the offer of another meeting with Board members on to staff. Professor Hibbert stated that the Board of Governors needed to be proactive in terms of finding a replacement once Dr Mason had retired. The Chair confirmed that it was vitally important that the good work of the Planetarium continued until new arrangements were in place.
- 6.15. In response to a question from Professor Oudmaijer, Dr Mason explained that the Planetarium had been able to reach 50,000 visitors in 2014/15 as customers who had visited were spreading the word that the Planetarium was a good place to visit. They had also utilised social media to help spread the message. Professor Oudmaijer queried if an interim manager was to be put in place after Dr Mason's retirement. The Chair stated that this was a task to be taken forward by the Project Board led by Professor Hibbert. It was agreed that any 'firm' messages about the position would be shared with staff.
- 6.16. **Review of Risk Registers and Bi-Annual Assurance Statements (for report)**
Professor Bailey presented the Observatory's risk register. He provided an update on ongoing actions to manage the risks identified. **All agreed that the Register reflected accurately the risks faced by the Observatory and were content with the ratings awarded.** Professor Bailey presented the Observatory's Bi-annual Assurance Statement. He explained the areas of divergence from full assurance in Financial Planning and Monitoring, Internal and External Audit and Other Issues. **All agreed that the Statement was accepted, subject to the addition of the outcome of the internal audit report on the review of governance, when received.**
- 6.17. Dr Mason presented the Planetarium's risk register. He provided an update on ongoing actions to manage the risks identified. Under risk 1) Lack of funding to carry out planned programmes, Dr Mason referred to additional funding provided by DCAL to replace the seating in the theatre¹, lamps for the projector and the 'pool' car. A change had been made to the rating for risk 3) Loss of key personnel may reduce the organisation's performance, due to the imminent retirement of the Director. The Chair was hopeful that the risk could be changed to amber shortly. **All agreed that the Register reflected accurately the risks faced by the Planetarium and were content with the ratings awarded.**
- 6.18. Dr Mason presented the Bi-Annual Assurance Statement for the Planetarium. Areas recorded as 'partly' compliant were:
- Risk Management
 - Business Planning
 - Internal Audit and External Audit reports
 - Other issues
- All agreed that the Statement was accepted, subject to the addition of the outcome of the internal audit report on the review of governance, when received.**

¹ This funding was subsequently returned to DCAL as it could not be spent within the parameters set, before 31 March 2015.

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6.19. Draft Annual Board Assurance Statement (for approval)

The Chair presented the draft Annual Board Assurance Statement. The document was designed to record the collective corporate responsibility of the Board to manage risk to a reasonable level rather than to eliminate all risk of failure to achieve policies, aims and objectives. It was agreed that the Board of Governors only partly complied with point 8) but full compliance may be achieved when a Chief Executive Officer was appointed. It was also agreed that the Chair only partially complied with point 4) as additional funding had been provided for Finance and Accounts Assistance during 2014/15. The draft Annual Board Assurance Statement had been considered via correspondence by the Audit and Risk Assurance Committee on 12 March 2015 and it proposed no changes. **All agreed that the Annual Board Assurance Statement was accepted and it was signed by the Chair².**

6.20. Draft Governance Statement (for approval)

The Chair reminded the Board that Governance Statements were a key feature of the Annual Report and Accounts and provided a comprehensive explanation on the Armagh Observatory and Planetarium's approach to governance, risk management, internal control and how it operated in practice. The draft combined Governance Statement was considered via correspondence by the Audit and Risk Assurance Committee on 12 March 2015 and it proposed no amendments. It was suggested that the outcome of the Internal Audit review of governance was to be added to the Statement, when the report was received. Professor Hibbert queried whether email communication constituted a meeting of the Employment Conditions and Remuneration Committee, but it was agreed that the reference to the email communication was sufficient. **It was agreed that the Governance Statement was to be circulated to the Governors when it had been updated to include the outcome of the Internal Audit review of governance.**

6.21. NIAO Audit Strategy for 2014/15 Financial Statements (for approval)

The Audit Strategy had been considered via correspondence by the Audit and Risk Assurance Committee on 12 March 2015. Professor Hibbert presented the Committee's view that the report should be accepted. Dr Mason reminded the Board that his retirement date was prior to the date the accounts required signing. The Board agreed to investigate the arrangements for such circumstances. **The Board approved the Strategy.**

6.22. Draft 2015/16 Business Plan (for approval)

Professor Bailey presented the Business Plan for 2015/16 which DCAL had already reviewed. As requested by DCAL, reference to the restructuring of the organisation had been included (paragraph 5.7). **The Board agreed to approve the draft version of the Business Plan** which was to be shared with DCAL again.

7. ANY OTHER BUSINESS

7.1. Quality of Data presented to the Board

Professor Bailey explained that as part of the Governance Statement it was necessary for the Board to demonstrate that it was content with the quality of data presented to the Board and Management Committee throughout the year. **The Board confirmed it was content with the quality of data presented.** Mr Berry expressed his interest in reinstating the arrangement for short presentations from staff on the work of the Observatory and Planetarium after each meeting. It was agreed this would be arranged for future meetings.

7.2. Updated Safeguarding Policy (for approval)

Mrs Kennedy presented the updated Safeguarding Policy. It had been updated following some personnel changes in DCAL. **The Board approved the updated Policy.**

² A minor amendment was proposed by the Internal Auditor, at the meeting of the Audit and Risk Assurance Committee on 23 March 2015, to the narrative explaining the position of point 8). This was accepted by the Chair and the Statement was amended.

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7.3. Revised Observatory Health and Safety Policy (for approval)

Professor Bailey presented the Observatory's revised Health and Safety policy. The policy had been updated to include an Information Circular for staff and some other minor changes. Dr Mason requested that the policy be updated to include the Planetarium. Mrs Kennedy explained this would involve a significant piece of work. It was agreed that **the updated version of the Policy was to be sent to the Governors by email for approval.**

8. DATE OF THE NEXT MEETING

The chair closed the meeting by thanking the Governors and staff of the Armagh Observatory and Planetarium for their hard work. A joint meeting of the Board of Governors and Management Committee had been planned for Thursday 4 June 2015 at 11am.

The meeting ended at 1pm

Signed as a true record of the Meeting

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(Chairman)

Dated: