

## **MINUTES OF THE ANNUAL VISITATION BY THE BOARD OF GOVERNORS HELD IN THE CASSINI ROOM ARMAGH PLANETARIUM AT 10.30AM ON 22 MARCH 2013**

Present: The Very Reverend Dean G. Dunstan (Acting Chairman), Canon J.N.T. Campbell, Canon C.F. Moore, Canon J.W. McKegney, Mr W.G.H. Berry and Professor R. Oudmaijer

Apologies: His Grace, the Most Reverend R. Clarke, Canon W.M. Adair, Canon R.J.N. Porteus, Canon T. Scott, Professor S. Smartt and Professor A. Hibbert

In attendance: Professor M. Bailey, Dr T. Mason and Miss H. Hughes

### **1. CONFLICTS OF INTEREST**

No conflicts of interest were declared.

### **2. MINUTES OF THE ANNUAL VISITATION OF 23 MARCH 2012**

The minutes of the Annual Visitation of the Board of Governors of 23 March 2012 were reviewed, approved as a true and accurate record of the meeting and signed by the Acting Chairman.

### **3. MATTERS ARISING FROM THE MINUTES**

- 3.1 Minute 3 – The Acting Chairman queried the outcome of the personnel matter whereby an employee of the Planetarium had lodged a claim for unfair dismissal against the Governors of Armagh Observatory and Planetarium with the Office of Industrial Tribunal. Dr Mason advised that this has been resolved.

### **4. MATTERS FOR REPORT AND APPROVAL**

#### **4.1. Minutes of the meetings of the Management Committee**

##### **4.1.1. Minutes of the Management Committee held on 21 June 2012**

- a) Professor Bailey drew Members' attention to the outstanding actions under Minutes 3.3, 3.4, and 3.6 and advised Members that the problems of sourcing expert advice on the maintenance of the Grade A Observatory building are ongoing. Dr Mason noted that (Minute 3.14.) Professor Hibbert had met with staff after an anonymous complaint had been received by a member of the Management Committee about communications between Directors and staff, and the issue had been resolved.

##### **4.1.2. Minutes of the Management Committee held on 22 November 2012**

- a) Professor Bailey advised that these minutes are still in draft form and that a tender (Minute 3.2.) to procure specialist services to maintain and protect the Observatory building is to be progressed. He also highlighted the successful performance of Bertolt Brecht's play on the life of Galileo, presented by the Greenwood Players in the Observatory in February 2013 (Minute 5.6.) and updated Members on the repair of the Historic window broken in the Observatory in February 2011. (Minute 5.14.(2))
- b) Dr Mason updated members on the Access NI change of policy with regards to Registered Bodies which was introduced in September 2012. This requires future disclosure applications to be made through an umbrella body. (Minute 5.15.5.)
- c) Members discussed the collaboration between the Observatory and Queen's University, Belfast. (Minute 5.13.) Professor Bailey advised that the Observatory places PhD students with a range of universities and a new Memorandum of Agreement has also been arranged with Trinity College Dublin. Members welcomed the drafting of this agreement (see 6.5. below).
- d) Professor Bailey highlighted the Board's role as the top level of decision making, and that Risk Registers and Quarterly Assurance Statements are potentially the most important governance documents to be placed before the Board of Governors. (Minute 5.19.) Dr

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Mason emphasised that DCAL placed emphasis on Risk Registers and Quarterly Assurance Statements, and in particular, wished to draw the Board's attention to these for approval. Members queried if Risk Registers are uploaded on the website after approval, and were advised that they were not.

- e) A review of AOP management structure by the Department is due to commence. The Directors are meeting with the DCAL review team on 28<sup>th</sup> March 2013. (Minute 5.20. (4)) Other Management Committee members are meeting with DCAL on 10<sup>th</sup> April 2013. The fact that DCAL were taking interest in the structure of organisation was welcomed.

### **4.2. Minutes of the meetings of the Audit and Risk Management Committee**

#### **4.2.1. Minutes of the Audit and Risk Management Committee held on 8 June 2012**

- a) Dr Mason highlighted that DCAL view the Audit Risk and Management Committee as a vital mechanism to challenge the Directors. Board Members confirmed that they automatically receive the minutes of meetings after they are approved. He also drew Members' attention to the fact that the Corporation, from 1 March 2005 to 31 March 2011, had paid a portion of some employees' pension contributions which may have HMRC implications. Dr Mason advised that a business case outlining the situation had been created and a potential liability is currently recorded in Planetarium's accounts. Dr Mason is to discuss this with DCAL in the coming weeks. With regards to the Equal Pay Lump Sum Compensatory Payment, (Minute 3.1) Dr Mason advised that the test case was unsuccessful and the issue is currently ongoing.

#### **4.2.2. Minutes of the Audit and Risk Management Committee held on 25 January 2013**

- a) No comments were made on the above minutes.

### **4.3. NIAO Audit Strategy for 2012/2013**

- 4.3.1. Dr Mason highlighted that the Internal Auditors have reached the end of their contract with the Observatory and Planetarium. The Directors are to investigate the process for tendering for a new Internal Auditor.
- 4.3.2. The NIAO Audit Strategy for 2012/2013 was presented at the most recent meeting of the ARMC. Professor Bailey highlighted that the Statement of Internal Control has been replaced by the Governance Statement, which details what the Board of Governors will have to approve. Dr Mason advised that there is no template available; however comprehensive guidance has been received from DCAL which details the areas which are to be included in the Governance Statement.
- 4.3.3. The Board queried the risk of override of controls due to the size of the Finance team and the number of duties carried out by these staff members. Dr Mason explained that this implies that the Finance team may be too small and may require the need to employ an additional member of staff.
- 4.3.4. Dr Mason discussed the query from the Internal Auditor with regards to the level of Risk Appetite for the Planetarium and Observatory; DCAL has a very low Risk Appetite, whereas the Directors have to take risks in the normal course of business and therefore their Risk Appetite has to be higher than that of DCAL. However controls are in place to regulate these risks.
- 4.3.5. The Board discussed the Audit timetable on page 8; a provisional meeting date of 21<sup>st</sup> June 2013 has been proposed for signing the Financial Statements and Letter of Representation. Armagh Observatory and Planetarium is required to comply with the NIAO timetable. Dr Mason advised that the deadline is likely to be made however the new Governance Statements are expected to make the process more complex.
- 4.3.6. The NIAO Audit Strategy for 2012/2013 was approved by the Board of Governors.

### **4.4. Review of most recent Armagh Observatory and Armagh Planetarium Risk Registers and Quarterly Assurance Statements**

- 4.4.1. Board members were provided with an updated version of Risk Registers and Quarterly Assurance Statements which included changes which were recommended at the most recent meeting of the ARMC.
- 4.4.2. Professor Bailey drew Members' attention to a number of changes to the Risk Register, notably that (i) the header had been changed to include a date for review by the Board of

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Governors, Management Committee and the ARMC; (ii) The Board Risk Appetite level had been inserted and that the general statement is that the risk should be as low as reasonably practicable (low to medium) though this could vary for each risk; (iii) minor changes had been made to risk number 2 – Funding, following recommendations from the ARMC. (This risk remains yellow as funding is outside of the control of the organisation though the Department is very supportive of Armagh Observatory and Planetarium); (iv) Internal Audit had provided limited assurance for Health and Safety (Ref. risk number 4); the Health and Safety Officer had retired and not yet been replaced and the recommendations of a recent fire inspection may be difficult to implement owing to cost and the nature of the listed building. These recommendations included upgrading the wiring of the fire alarms. The Board queried if DCAL would fund this and the consensus at the meeting was that this would be essential maintenance work for which funding should be made available. Dr Mason highlighted that it may be possible to fit wiring in the spaces around the windows. The Board and Directors agreed that this was a high priority item. Professor Bailey also discussed the interrelated risks 8, 9 and 10 and the new risk 11 relating to the loss of a key member of staff.

- 4.4.3. Board members again discussed whether the Risk Register is to be made public; Professor Bailey explained that the Risk Register is accessible to all staff including management and DCAL, but as a live document is not publicly available. On the question of recruitment and retention of staff, this is a complex, volatile risk. The Board queried if the matter was being addressed; Professor Bailey advised that a review is due to be carried out by the Department. This issue is constrained by the financial and regulatory framework under which the organisation operates. Professor Bailey emphasised that the Observatory does not wish to lose expertise of staff members, and this needs to be addressed to allow opportunity for staff promotion at all levels.
- 4.4.4. Professor Bailey drew Members' attention to a number of changes to the Observatory's Quarterly Assurance Statement following the most recent ARMC meeting, including (i) extra lines added to the DCAL template; (ii) revisions implemented as recommended by the ARMC; (iii) inclusion of a new risk relating to the long-term absence of a member of staff; (iv) the need for the Management Committee and Board of Governors to assess their effectiveness on an annual basis. (This is an action for the Board to complete with guidance from the deputy chair of the Management Committee). Professor Hibbert is to provide a questionnaire; (v) the introduction of a policy review following a request from the ARMC meeting in January 2013 and (vi) reference to recommendations from the recent Internal and External audit reports.
- 4.4.5. Dr Mason drew attention to changes which are to be made to the Planetarium's Risk Register, including (i) an amended header; (ii) updates to be highlighted in italics; (iii) the long-term absence of a member of staff as a new risk; (iv) the risk of recruitment and retention of staff; and (v) the organisation operates in a highly controlled NICS system. This risk is to be discussed in a DCAL review is to take place in coming weeks. The Board discussed the risk of a lack of funding, and it was emphasised that the Department have been very financially supportive of the organisation.
- 4.4.6. The Board discussed the long-term strategy of the organisation and the related plans which are in place to address this. The Directors advised that the DCAL review is taking place faster than anticipated with a first meeting to be held in the coming week. Dr Mason is to address succession and future planning; which includes carrying out a review of staff posts and the duties which are carried out by each staff member. This will determine if the actual role the staff member is carrying out is different from the post which was originally advertised. The Board discussed the role of the Management Committee in addressing this and Dr Mason advised that he has prepared pertinent documents to assist those who may be hiring replacements.
- 4.4.7. The Board approved the Quarterly Assurance Statements for the Observatory and Planetarium; however emphasis was placed on the caveats highlighted above.
- 4.4.8. Professor Bailey circulated the revised terms of reference of the Audit and Risk Management Committee, which had been updated following a recommendation from the ARMC. The Board of Governors approved the document.

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## 5. CHAIRMAN'S BUSINESS

- 5.1. Dr Mason discussed the long-term absence of a member of staff; the matter is ongoing with an investigatory meeting scheduled for April 2013.
- 5.2. Professor Bailey discussed the current ongoing review by DCAL into ALBs. The Phase 1 review acknowledged that Armagh Observatory and Planetarium contribute greatly as a tourist attraction, draw significant numbers of people to the area and that Armagh Observatory is the only one of its kind in Northern Ireland. Suggestions have been made that ALBs could exist under alternative sponsorship arrangements, for example considering the possible overlap between the Observatory's research and that carried out at Queen's University. Professor Bailey emphasised the importance of developing strong links with Queen's University. Another option suggested by the Phase 1 review was the possible amalgamation of Armagh Observatory and Planetarium with National Museums Northern Ireland. An important issue, identified in the review, concerned the question of ownership of the assets of the Corporation; it was agreed that legal advice would have to be sought regarding this. Other options suggested by the Phase 1 review included the potential for increased contributions from Armagh City and District Council and the Church of Ireland. Dr Mason highlighted the importance of quantifying the benefits in kind arising from the current arrangements. Alternative funding options are to be examined in more detail in the next phase of the DCAL review. The implications of all these issues need very careful consideration.

## 6. DIRECTORS' REPORTS 2012/13

Professor Bailey referred to the following matters;

- 6.1. Detailed reports by research astronomers are to be added to the draft annual reports submitted to the Board.
- 6.2. Staff at the Armagh Observatory have maintained a high level of research activity and other outputs during the year, producing a record 66 publications in refereed scientific journals during 2012 as well as many other scientific papers and attracting some 287 identified mass-media citations to the Armagh Observatory, its staff and their work.
- 6.3. During 2012, the counter at the entrance to the 'Solar System' part of the Astropark registered approximately 42,000 visitors, which is believed to represent 56,000 visitors owing to the failure of the counter during the busy summer months.
- 6.4. The Observatory has recently been awarded £100,000 from DCAL for a new capital project in collaboration with Queen's University Belfast.
- 6.5. Armagh Observatory has maintained a long standing collaboration with Trinity College Dublin (TCD) since the 1940's, which includes a variety of academic research, teaching and education/outreach links, and with a Lindsay Postgraduate Scholarship student to be recruited in collaboration with DIAS. In order to formalise these links, the Observatory has developed a non-exclusive Memorandum of Agreement (MoA) with the University. After discussion, the Board of Governors authorised the Director to sign the MoA.
- 6.6. Staff have access to a number of powerful computer workstations. These are used for computationally intensive research projects in areas such as solar physics, stellar atmospheres, stellar winds, radiation hydrodynamics, numerical magneto-hydrodynamics and solar system dynamics.
- 6.7. The death on 2012 August 4 of Mr Seamus Shields, one of the DCAL nominees on the Management Committee was noted, with deep regret.
- 6.8. The number of identified citations of the Armagh Observatory and its staff in the various mass-media has grown rapidly during the past decade, from approximately 230 in 1999/2000 to an average of more than 300 in recent years.
- 6.10. Section 2.1 provides a summary of significant results and progress in astronomy and astrophysics as a result of Observatory activities during 2012/2013.
- 6.11. The Observatory's meteorological archive contains the longest continuous daily climate series from a single site in the UK and Ireland, and one of the longest in Europe. Understanding the detailed processes, the changing composition of the Earth's atmosphere, and the changing circulation patterns of the Earth's oceans and atmosphere, and how they interact and together drive changes in

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the observed monthly, seasonal and annual weather records of the UK and Ireland is a matter of strategic importance for Northern Ireland. This is especially the case when, as now, it appears that the Earth's climate system is entering a period of rapid climate change. Climate data for calendar year 2012 and comparisons with results in previous years were presented in the report.

- 6.12. Armagh Observatory continues an ongoing collaboration with Armagh Public Library. The collaboration has been successful in obtaining external funding for a joint project, which is being administered by Armagh Public Library. Funding has come largely from the Landfill Communities Fund, with additional support from the Northern Ireland Museums Council. The principal aims of the project are to undertake a detailed conservation and cataloguing programme for part of the Armagh Public Library's collection of historic prints; and, within the Observatory, to undertake a similarly comprehensive conservation and cataloguing project for the historic scientific instruments. The Observatory thanks the Armagh Public Library for facilitating this ongoing collaboration, which over the past several years has contributed to very significant improvements in the quality of cataloguing, storage and collections management of the Observatory's Library, Archives and astronomical museum collection.
- 6.13. The European Universe Awareness programme (EU-UNAWA) aims to use the beauty and grandeur of the Universe to inspire young children and encourage them to develop an interest in science and technology, and space science. During 2012, the Observatory carried out a vibrant programme of EU-UNAWA Outreach visits to a number of primary schools across Northern Ireland.
- 6.14. Towards the end of March 2012, a number of FETTU (From Earth To The Universe) posters were reprinted and installed on the East wall of the Observatory's Library. This provides a very attractive outdoor display of a set of inspiring astronomical images, which have been seen by approximately 40,000 visitors in 2012. In addition, the Observatory's UK EU-UNAWA project manager, Ms Libby McKearney, has worked closely with Libraries NI staff to extend the reach of the FETTU programme by displaying the Observatory's FETTU posters in libraries throughout Northern Ireland.

Dr Mason referred to the following matters;

- 6.15. Key Performance Indicators as shown on page 4 include visitor numbers and outreach numbers. The projected figures for coming year are a slight increase on current year. Dr Mason highlighted that if no entrance fees were charged, numbers would increase significantly.
- 6.16. Programme for Government (PfG) identifies priority targets for Government action. Therefore, the Planetarium's business plan and operational programme must align closely with DCAL priorities. Through one of the key priorities, creating opportunities and tackling disadvantage, DCAL provided an additional £40,000 to fund a successful Dragon pilot show.
- 6.17. Outreach numbers have increased in 2012/2013 despite the loss of a member of staff. The Planetarium is planning a new outreach programme, which will also address the PfG's key priorities. This will centre on Planetarium equipment being loaned to schools which will allow the Planetarium to link electronically with schools, using supplied tablet PCs and other high tech equipment. This will enable Planetarium staff to have a lively, remote interaction with classes and teachers. It is planned for this programme to run within the current budget as a pilot scheme in 2013/2014 to assess effectiveness and level of uptake.
- 6.18. A summary of the results of a Visitor satisfaction survey is provided on page 7. Approximately 88-90% of the visitors enjoyed their visit. The coffee shop is still a problem (satisfaction rating of 73%) as there is insufficient footfall to employ a permanent staff member for it and it is too small for an agency to run. This issue is to be highlighted in the forthcoming DCAL review.
- 6.19. The Planetarium advertises on a limited budget; it cannot advertise without seeking Ministerial permission. The Planetarium is currently using a number of small advertising strategies; these involve obtaining support from the community and local media sources.
- 6.20. During 2012/2013, the Planetarium promoted over 22 events off and on site. Each of these events brought several hundred visitors to the Planetarium. A new telescope was bought for public use which has been well received.
- 6.21. The Planetarium is working with colleagues at the Irish ESERO group and has been advised to apply for SFI funding which would enable the expansion of cross border teacher training. The Planetarium has also held a number of Irish language events over the past year.

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- 6.22. The Planetarium has installed a Digistar 5 upgrade. This was made possible through the provision of significant capital funding to upgrade from the Digistar 4 to the Digistar 5. The new machinery is much faster, has improved productivity and allows the theatre manager to work more efficiently. Armagh is the only UK Planetarium to have a Digistar 5 installation. It means that the new hardware has created a 5 year comfort zone. The new Digistar 5 setup allows new shows to be made in house rather than purchasing shows. The Planetarium has several new shows in development and hopes to launch these in the summer. Dr Mason explained that the Planetarium does not sell shows made in house due to copyright issues, but that this could be an area for growth; shows produced in house have the advantage of being focused on the local audience in Northern Ireland.
- 6.23. Dr Mason requested that Board members review the business plan and email him with any issues.

**7. ANY OTHER BUSINESS**

Professor Bailey notified the Board that it has been confirmed recently that Professor J. Gerry Doyle has been successful in obtaining a grant from the Leverhulme Trust of approximately £250,000. This is to aid the research of Solar Physics over the next 3 years.

The Board Members commended the work carried out by both the Observatory and the Planetarium, and expressed their thanks to Professor Bailey, Dr Mason and all the staff.

**8. DATE OF THE NEXT MEETING**

The next meeting will be on Friday 28<sup>th</sup> March 2014.

The meeting ended at 1.00pm

Signed as a true record of the Meeting

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(Chairman)

Dated: