

HADRIAN'S WALL HERITAGE LIMITED
MINUTES OF A MEETING OF THE BOARD
HELD AT EAST PETEREL FIELD, HEXHAM
ON TUESDAY 31 JULY 2007 AT 9.45 AM

Present:

Members

Ann Green	Chairman
John Holmes	One NorthEast
James Berresford	North West Development Agency
Martin Shaw	Natural England
Humphrey Welfare	English Heritage
Susan Achmatowicz	Non Executive Director
Peter Henriksen	Non Executive Director

In attendance

Linda Tuttiett	Chief Executive
Iain Herbert	Deputy CEO & Director of Operations
Nigel Mills	Access & Heritage Director
Vineet Lal	Director of Branding & Marketing
Phil Kreczak	Trainee Solicitor (One NorthEast)
James Arkless	Secretariat

1. Apologies and thanks

Apologies were received from Eric Robson.

The Chairman thanked John Holmes for his contribution to the Board as this would be his last meeting. The Board joined her in congratulating him on his new appointment in Hull and looked forward to meeting with Stacy Hall who would be replacing him. The Chairman asked for a biography of Stacy Hall to be circulated. **JA**

The Board also welcomed Phil Kreczak, trainee solicitor in One NorthEast's legal team, to the meeting.

2. Declaration of Interests

No interests were declared.

3. Minutes of the meeting held on 12 June 2007

The minutes of the meeting held on 12 June 2007 were agreed as a correct record and signed by the Chairman.

4. Matters arising

DCMS

The visit by Jonathan Stevens, permanent Secretary at DCMS, was scheduled for 5-6 September. He would visit a range of sites across the corridor which demonstrated different aspects of the Wall, including Segudunum, Housesteads, Carlisle, Camp Farm and Senhouse, and would travel on the Hadrian's Wall bus. Board Members would be invited to be involved at different stages of the visit.

Roadshows

Board members would also be involved in the autumn roadshows and were asked to liaise over availability. **AG/
Board**

5. Chairman's Report

The Chairman reported that there had been a dramatic improvement in relations between HWHL and the WHS Management Plan Committee following recent meetings. A degree of trust appeared to have been established which would enable the two bodies to move forward in a very positive way. The Chairman wishes to record thanks to Nigel Mills as his efforts with the WHSMPC were instrumental in achieving this new level of co-operation.

In addition the Chairman had spent time with the Executive discussing the future structure of the Company. This would be reported more fully as plans developed.

The visit of the Duke of Gloucester to the Wall and HWHL's offices had been a great success, with a cross-section of local businesses participating, and a warm letter of thanks had been received from Kensington Palace.

There had been more networking with Leeds Metropolitan University, which was the accrediting body for Newcastle College's courses. The Board agreed that it should be a priority to establish good connections with more local universities - particularly Durham and Newcastle, where new Vice-Chancellors had just come into post, and the new University of Cumbria, which now had 17,000 students. The Chairman offered to contact both new Vice-Chancellors.

Action: Paper on proposals for liaison with universities to next meeting LT

6. Report from Sub-Committee Chairs

Audit Committee

The Audit Committee had met this morning and there were no problems to report. A robust risk register had now been developed and would be kept under review. The action points from the One NorthEast Governance Review had all now been complied with and the Agency notified of this.

Committee structure

The sub-committee structure was under review and would be finalised in due course, but Audit Committee and Finance & Resource Committee would continue.

7. Accounting reference date

The Company Secretary sought a resolution from the Board approving a change in the company's accounting reference date at Companies House from 17 May to 31 March.

Resolved: That the Board agree to change the Company's accounting reference date to 31 March.

8. Report of Chief Executive

The Chief Executive presented report HWH/07/JUL/01, and commented on the following issues in more detail:

Nexus

There had been a very fruitful meeting with Nexus, initially about bus links between Segudunum and Newcastle Central Station, which had also covered proposals for the re-branding of the Hadrian's Wall bus. It appeared that Nexus were very interested in being involved with wider issues of sustainable transport.

Northern Rail

The Chief Executive and the Director of Branding & Marketing had held a highly successful meeting with Northern Rail about co-marketing. Northern Rail already had interesting marketing ideas, and the Board noted that there were good prospects of co-operating to improve transport integration across the corridor.

Camp Farm

The present owners wanted to sell a large part of the site which was suitable for development. It was a significant marker at the west end of the Wall and was of social and cultural significance. HWHL has been approached by the current trustees of the adjoining Senhouse site who did not have sufficient capacity to take on an additional project.

Deleted: ¶

Funds were available from West Cumbria Development Fund to take the project forward provided a suitable body would take responsibility. HWHL was a possible recipient of this funding if the company was prepared to take on the project. There was some discussion of possible structures and the Board noted that any proposal to form a corporate vehicle as a subsidiary of HWHL would require section 5 consent. However Board Members agreed that any trust should be independent, but questioned whether the project could not simply be carried out by HWHL direct, fully funded by HLF and other partners. There were also potential issues around agricultural tenancies as the present owners wished to continue farming for the remainder of the lifespan of the current stock.

It was agreed that formal advice on the legal and State Aid position would be required, together with an options analysis on structures and project management. This was a potential milestone project for HWHL but there were important questions to be answered before the Board committed itself to anything. The existing owners and the Senhouse trustees should be urged to be patient while these issues were resolved. The Board agreed to discuss the issue more fully at their September meeting.

Action: Board to obtain legal advice and discuss Trust proposal at September meeting

LT/PJ

Cumbria excavations

Newcastle University were making plans for a new excavation at Birdoswald cemetery. HW declared an interest in this as English Heritage were responsible for the schedule monument consent.

Sustainable Access

The situation with regard to funding from Natural England for sustainable access was still uncertain and the Board agreed that as well as causing practical problems there was reputational risk to HWHL. The Chief Executive suggested she should write to Natural England and the Chairman offered to lend weight to that if it would be helpful.

John Holmes highlighted the opportunities for attracting more interest arising from the World Travel Awards at the Sage in October and the visit of the QE2 to the Tyne in September.

Nigel Mills reported that the conference on '*Communicating the Museum*' had given some very interesting insights on interpretation.

The Board thanked the Chief Executive for a full and informative report.

Action: Write to Natural England to highlight need for certainty on funding

AG/LT

Resolved:

- i) That the Board note the content of the report; and**
- ii) That the report may be published.**

9. Management Accounts

The Director of Operations presented the management accounts paper HWH/07/JUL/02. The Board asked for clearer projections of future cashflow and a variance analysis and were concerned that this had not been provided in response to previous requests.

**Action: Future cashflow projections and variance analysis to be included SRM
in management accounts for future Board meetings**

Resolved:

- i) That the Board note the report; and**
- ii) That the report may be published.**

10. Budget Forecasts and Funding Applications

The Chief Executive presented the budget forecasts paper HWH/07/JUL/03.

There were significant variances, partly due to a different method of splitting out costs, but also due to an increase in the staff training budget which was still a modest amount per head.

An appendix on funding applications currently pending was tabled for information. Board members were invited to submit any comments on this to the Chief Executive. Significant additional funding was also being sought from the Nuclear Decommissioning Authority.

The Board agreed that this paper should be publishable.

Resolved:

- i) That the Board accept and endorse the revised budget; and**
- ii) That the report may published.**

11. Company Membership Proposals

The Chief Executive presented paper HWH/07/JUL/04 which updated the Board on new Members of the Company and suggested a number of additional bodies who might be invited to become Members. In relation to local authority Members, the Board noted that the Solway AONB authority should have been invited as a quasi National Park authority, and asked the Chief Executive to arrange this. The decision on inviting other Members was one for a general meeting of the Members and would be put to the AGM. It was suggested that Northumberland Wildlife Trust might be added to the list to be put to the AGM.

Actions:

- i) Write to Solway AONB inviting them to Membership** LT
- ii) Add Northumberland Wildlife Trust to list of possible Members
to put to AGM** LT/ JA

Resolved:

- i) That the Board note the contents of the report; and**
- ii) Agree that the report may not be published as it represented work in progress.**

12. Marketing Strategy

The Director of Branding & Marketing presented paper HWH/07/JUL/05 which set out the proposed marketing strategy. It was ambitious and would require significant fundraising, but Board Members welcomed and commended it. Campaigns to date had been very successful but there was a need to change perceptions of the WHS and this would require a high-level effort.

Although current campaigns were targeted at ABC1s, the strategy as a whole presented opportunities for greater social inclusion, reaching a wider audience through thinking 'outside the box' about how to disseminate information and gain publicity.

The Board agreed that, with such an ambitious strategy, there was a need to manage expectations until work to raise standards had been carried out, which was a long-term process. Links should be developed with other World Heritage Sites and with other parts of the Roman Frontier, especially in Germany and the Netherlands.

The Board heard that detailed conversations had already taken place with partners, and the Director of Branding & Marketing indicated that he was confident of being able to build very positive relationships.

It was agreed that the priorities should be making people take notice, changing perceptions, retaining the existing ABC1 market but broadening the appeal of the Wall, managing expectations carefully and ensuring that partners buy into the plans put forward. The Board agreed to endorse the strategy subject to appropriate fundraising and clarification of expenditure priorities.

Resolved:

- i) That the Board endorse the marketing strategy subject to appropriate fundraising and clarification of expenditure priorities; and***
- ii) That the report may be published.***

13. Interpretation Framework

The World Heritage & Access Director presented paper HWH/07/JUL/06 and outlined the thinking behind the draft Interpretation Framework, which was now being actively used to engage with partners. The Board welcomed the document and made the following comments:

- the document was very thorough but could be more explicit about the role of agriculture and forestry
- a task group could be set up to look at interpretation
- lessons learned should be captured in a review in one year's time
- the emphasis on the website was to be welcomed
- people need to be helped to understand the totality of the place, and that they are on the site where history was made
- the multi-cultural nature of Roman society could be brought out more.

Resolved:

- i) That the Board note and endorse the framework; and***
- ii) That the report may be published.***

The meeting adjourned for lunch at 1.00pm and re-convened at 1.20pm

14. Trading Subsidiary and Retail Strategy

The Director of Operations presentation paper HWH/07/JUL/07. The purpose of this paper was to set out in more detail the options in relation to the formation of a trading subsidiary company. It deliberately omitted the question of joint ticketing.

The Board noted the possibility of an income from project management charges, web marketing and/ or business support. The option of a retailing operation was risky because of stock control and cashflow issues and the Board were against it. The possibility of facilitating the formation of a co-operative was central to what HWHL was for but arguably did not require the formation of a subsidiary. It was also felt that there were risks associated with web marketing and affiliation, which might not attract the level of interest hoped for. The Board also noted the importance of not damaging relationships with stakeholders by appearing to compete with local businesses.

The Board concluded that there did not appear to be a clear rationale for a trading subsidiary; that HWHL lacked the skills required to make it work; that there were significant risks, particularly in relation to State aid, and that a trading subsidiary was unlikely to add value at this stage.

Resolved:

- i) That the Board defer any decision on formation of a trading subsidiary but review matters in twelve months; and*
- ii) That the report may not be published for reasons of commercial confidentiality.*

Deleted:

15. Any other business

Articles of Association

A briefing note (HWH/07/JUL/00) had been circulated to the Board seeking their comments on the proposed amendments to the Company's Articles which were to be put to the Annual General Meeting. The Board were content with what was proposed, subject to the Chairman being consulted on the appointment of Nominated Directors. There was already a provision for Directors to be consulted under Article 51. The Board endorsed the proposed amendments and would recommend them to the Members.

Retirement by rotation

In relation to Non-Executive Directors' retirement by rotation, the Chairman reported that Eric Robson had indicated that he would retire at this year's AGM and stand for election for a second term.

The meeting closed at 1.45pm.

Date of Next Meeting: Tuesday 18 September at 10.30am in the Slupsk Room, Carlisle Civic Centre.

I confirm that these minutes are a true record of the meeting to which they relate:

Signed: **Dated:**

Ann Green (Chairman)