

**MINUTES OF THE ONE HUNDRED AND TWENTY FIFTH MEETING OF THE MANAGEMENT COMMITTEE OF ARMAGH OBSERVATORY AND PLANETARIUM HELD ON 17 APRIL 2023 AT 11.00 AM IN THE PLANETARIUM BOARDROOM**

Present: Mr J Briggs (Chair), Mr S Brown, Mr G Cox, Professor M Darnley\*, Mr P Kennedy, Dr K Lemon, Professor M Mathioudakis\*, Mr P McGurgan\*, Mr E Rooney and Mr R Wilson  
\* via Zoom

In Attendance: Professor M Burton (Director), Mrs C Corvan (Head of Corporate Services), Dr M Sarzi (Head of Research), Mr L Knox, (Head of Finance), Mrs S Mackle (Education and Outreach Manager), Mr P McNeill (Boardroom Apprentice), Dr S Morton (DfC Observer), Mr C McCrossan (Project Director), Professor J Vink (Astronomer) and Mrs L Brown (Corporate Manager)

Apologies: Professor L Harra and Professor C Jackman

**1. WELCOME AND OPENING REMARKS**

- 1.1 At the outset, the Chair welcomed everyone to the meeting. He reminded members that it was a hybrid meeting, asking participants to speak clearly and keep mics off when not speaking.
- 1.2 The Chair advised that it would be Mr McGurgan's last meeting as his term of appointment was due to expire on 30 April 2023.

**2. APOLOGIES**

- 2.1 Apologies were received as outlined above.

**3. DECLARATIONS OF INTEREST**

- 3.1 The Chair reminded members and officers of the need to declare any actual, potential or perceived conflict of interest associated with any item on the Agenda, either now or at the relevant point during the meeting. There were no declarations at this point.

*Mr McGurgan and Professor Mathioudakis joined the meeting at this juncture.*

**4. MINUTES OF THE MANAGEMENT COMMITTEE MEETING HELD ON 19 DECEMBER 2022**

- 4.1 On the proposal of Mr Rooney, seconded by Mr Cox, the minutes of the meeting of 19 December 2022 were approved as a true and accurate record of the meeting and signed by the Chair.

**5. MATTERS ARISING FROM THE MINUTES**

- 5.1 There were 3 actions arising from previous meetings all of which remained ongoing.

5.2 In terms of the action associated with the change in name and the transfer of the role of Charity Trustee, Mr Cox reported that a very positive meeting with the Charity Commission had been followed up with detailed correspondence and they were quite confident of resolving the issue.

5.3 There were no further matters arising.

## **6. MINUTES OF SPECIAL MANAGEMENT COMMITTEE MEETING HELD ON 16 MARCH 2023 (CONFIDENTIAL)**

6.1 The minutes of the special meeting of 16 March 2023 were approved as a true and accurate record of the meeting and signed by the Chair.

## **7. EXPRESSION OF THANKS**

7.1 The Chair acknowledged the contribution that Mr Patrick McGurgan had made to the Management Committee over the past numbers of years and extended thanks to him. He commented how his work commitments had changed during his period of appointment and said that his local and legal knowledge would be missed. He added that if it were possible, as part of the 2-day June meeting, for Mr McGurgan to meet with Members of the Management Committee this would be arranged.

7.2 Mr McGurgan extended his thanks for the comments.

## **8. CONFIDENTIAL ITEM REMOVED**

*Mr McCrossan retired from the meeting at 11.35 am.*

## **9. CHAIR'S BUSINESS**

9.1 The Chair referred to the vacancy on ARAC and it was agreed that before the next meeting a willing volunteer would be sought. **Action MC 17/4/23-02 Vacancy on ARAC to be filled prior to June meeting.**

9.2 In terms of the Management Committee's Effectiveness Review, the Chair reported that at the Sub-Group meeting in November it had been agreed to implement the changes for two meetings and an opportunity would be taken during the 2-day meeting in June to review and to take on board any further recommendations.

9.3 Planning for the 2-day meeting in June was beginning. Members' suggestions for the itinerary should be forwarded to Mrs Corvan. Mrs Corvan suggested reviewing any gaps in knowledge or understanding identified through the Effectiveness Review might be helpful, adding that it was intended to have a presentation on AOP's Net Zero commitment, to address a gap identified by ARAC through its Effectiveness Review.

9.4 The Board of Governors Annual Visitation would take place on Tuesday 16<sup>th</sup> May.

9.5 A visit from Fingal County Council's Chief Executive and Mayor was planned for Monday 22 May. This was a very important visit in the context of the Birr and Dunsink Partnership. Mr Wilson commented that Armagh City, Banbridge and Craigavon Borough Council had a good working relationship with Fingal County Council on other cross-border activities.

9.6 The Chair advised that Armagh City, Banbridge and Craigavon Borough Council had recently passed a Notice of Motion and asked Mr Wilson to update on this.

9.7 Mr Wilson confirmed that the Notice of Motion, proposed by Councillor Sam Nicholson and seconded by Alderman Jim Speers, had been considered by Council at its March meeting. The Notice of Motion read:

*“This Council acknowledges, endorses and supports the work of Armagh Observatory and Planetarium (AOP) to contribute to the future development of Armagh City and the Borough and also welcomes the leadership of AOP in developing International linkages and partnerships such as that with Dunsink Observatory in Dublin and Birr in Co Offaly. Council recognises the contribution to global scientific research and astronomy that AOP and its partners have made and value the historical links between these important aspects of shared heritage.”*

*“We would ask that the Council Chief Executive writes to the Permanent Secretary for the Department of Communities to ask that they consider the AOP project as a strategic project for Northern Ireland. In doing so, to ask that he will take such steps as to ensure that it is progressed through the appropriate processes and that suitable resources are made available to enable this to happen as soon as possible.”*

9.8 Mr Wilson reported that the Notice of Motion had been fully supported by all Members and, if not already issued, the correspondence to the Permanent Secretary was being progressed. The rationale was to have AOP included on a list of projects for consideration when an Executive was established.

9.9 The Chair acknowledged and thanked the Council for the strong Notice of Motion in support of AOP and reported that Fingal and Offaly Councils were adopting a similar approach.

## **10. REPORT FROM DIRECTOR**

10.1 Professor Burton’s report, which had previously been circulated, included updates on the Budget Situation; Redevelopment Project; Visitor Statistics; Research News; Armagh-Birr-Dunsink Partnership; Reflection on Skills Gaps associated with supporting Research Activities; Release of new AOP Planetarium Show and Engagement of Heavenly Group Communications.

10.2 In terms of the budget situation, Professor Burton elaborated on SMT’s proposed response to the indicative resource allocation, which represented a 10% reduction on the 2022-23 allocation, and Management Committee’s approval of SMT’s recommendations was sought. In response to a query from Mr Cox, Mrs Corvan briefly outlined the current public sector budget allocation process. She added that there was ongoing discussions with DfC Finance Department and it was to be welcomed that AOP had not been requested to make savings at this stage as any savings would ultimately have to be achieved by reductions in staff. It was noted that the income target had been increased but that there still remained a budget deficit, currently sitting at £135k.

10.3 Mr Rooney offered his support for the approach recommended by SMT expressing concern about taking any steps that would jeopardise income generation, profile-raising and strategic activities. He considered that to continue to monitor this closely, rather than cutting back, was the correct approach. Mr Cox acknowledged it was a challenging situation, however, making savings on smaller areas of spend, such as international travel, would have limited financial impact but major impact on those affected.

10.4 The Committee approved the SMT’s recommendations relating to the budget situation as outlined in the Director’s report.

10.5 In terms of the Visitor Statistics, the key areas of note were:

- 2022-23 had been a record year;
- since 2016-17 the Planetarium's income had increased by 170%, helping AOP to absorb budgetary pressures;
- AOP had received marketing support post-Covid from Tourism NI and had really reaped the benefits of this, as well as the new exhibition;
- school visits were recovering to pre-Covid levels.

10.6 In relation to Research News the Committee noted changes in the main STFC research grant scheme and the extreme pressure on research budgets across the UK research and science sector and received an update on AOP's PhD Recruitment and its challenges. Dr Sarzi explained how maintaining annual recruitment levels was necessary to ensure research-informed presence in the Planetarium and he responded to a specific query from Mr Rooney in relation to the logistics of a second recruitment exercise.

10.7 The Committee noted:

- that the Astronomer Royal, Professor Martin Rees, Baron Rees of Ludlow would receive the Robinson Medal at an event in the former House of Lords Chamber in the Bank of Ireland, Dublin on Friday 26 May, this being the venue where the Act of Parliament establishing "Armagh Observatory forever ..." had been passed. Management Committee members would be invited to both this and the public lecture the following day at Dunsink. Those wishing to attend both who would like to see Dunsink Observatory were asked to contact Mrs Corvan directly;
- progress on the development of an MOU between Armagh, Birr and Dunsink;
- progress in relation to UNESCO World Heritage aspirations;
- the skills gaps associated with supporting Research Activities;
- a new planetarium show, which had been written in-house, had been released;
- progress to date in respect of the engagement with Heavenly Group Communications.

10.8 The Committee was advised of a forthcoming visit by the Herschel Society, Bath and a return visit by Professor Tom Jarrett to work with AOP on use of the DVL.

10.9 With the aid of PowerPoint and screen share, Professor Vink gave a presentation on his field of research into the heaviest stars and black holes in the universe. At the outset, Professor Vink advised that PDRA Erin Higgins and PhD students Gautham Sabhahit and Ethan Winch were members of his research group at AOP.

10.10 Professor Vink briefly explained the evolution from normal stars to white dwarfs (dead stars) and the difference with massive blue stars. Massive stars were up to 10 million times brighter than the Sun and visible from large distances making them useful for cosmology and learning about the Universe. Massive stars could be condensed back to Neutron Stars and Black Holes.

10.11 Using a timeline of the Universe, Professor Vink explained how through time massive stars, which originally comprised hydrogen and helium, became affected by other elements and he elaborated briefly on his research which probed this area.

10.12 In terms of black holes, he referred to the recent discovery with gravitational waves and explained that previously most of the information from the Universe had been from light. It had been thought that black holes in the Milky Way were quite small, however, by considering gravitational waves heavy black holes were discovered. With their knowledge of the evolution of stars, Professor Vink and his group ran models and prepared a paper explaining the heaviest stellar black holes in the Universe. The

underlying theories would be tested through observations available through a massive stars collaboration project with ESO's Very Large Telescope called XShootU (PI Vink).

10.13 Professor Burton added that this was a very active area of research and Professor Vink and Dr Jonathan Mackey, DIAS had organised the first IAU Symposium on the island in over 20 years, in Co Cavan during 2022, bringing 200 international scientists to Ireland.

10.14 The Chair commented that the presentation emphasised the importance of AOP's research-based education and in discussions with the Archbishop around principles he had been clear that AOP should remain authentic to its origins and do all that it could to increase the knowledge of science.

*Professor Mathioudakis re-joined the meeting at 12.20 pm, during Professor Vink's presentation and Mr Wilson retired from the meeting at 12.27 pm, at the conclusion of the presentation.*

## **11. UPDATE FROM THE AUDIT AND RISK ASSURANCE COMMITTEE (ARAC)**

11.1 Mr Brown reported that ARAC had:

- reviewed an update on the ARAC Effectiveness Checklist and accepted the suggested actions and agreed to schedule in ARAC Member discussion twice per annum;
- noted its Forward Plan for 2023-24;
- agreed that the Finance report considered by the Management Committee should also be brought to each ARAC meeting;
- noted its upcoming vacancy, as had been discussed earlier.

11.2 ARAC had considered two papers in respect of Internal Audit – the Audit Report Follow-up 2022-23 and the Annual Internal Audit Report 2022-23. Of the 17 recommendations reviewed in the Follow-up report, 13 had been completed, 3 had not reached the implementation date and 1 was beyond AOP's control. The Annual Internal Audit Report 2022-23 provided satisfactory assurance.

11.3 Mr Brown reported that CavanaghKelly's 3 year contract for Internal Audit provision had now expired and a verbal update had been provided on the tender process for a new contract, with submissions due to be evaluated later in the week. When appointed, ARAC would meet with the Internal Audit provider to agree the Audit Plan.

11.4 ARAC noted the progress against the ICT Strategy Action Plan; the Patching and Software Updates Overview; and considered and recommended Management Committee approval of the ICT Risk Assessment and ICT Policy.

11.5 The Corporate Risk Register identified 9 risks across 5 risk categories. Of the 9 risks, once treated, 3 remained extreme – support from stakeholders for the future vision, budget and cyber-security. There had been no change to 7 risks; the current risk for 1 had been increased to high and for 1 risk both the current and treated risk had increased from high to extreme.

11.6 The Bi-Annual Assurance Statement (October 2022-March 2023) and the Board Annual Assurance Statement were accepted and recommended for approval.

11.7 Mr Brown reported that ARAC had noted the:

- draft Governance Statement 2022-23;
- NIAO 2022-23 Audit Strategy;

- final draft RTTCWG 2021-22;
- draft ARAC Annual Report 2022-23.

11.8 ARAC had reviewed the progress with the Business Continuity Plan and a number of papers associated with Whistleblowing (Raising a Concern) and was content to recommend the updated Whistleblowing Policy for approval.

11.9 The Management Committee accepted the report from ARAC and approved the ICT Risk Assessment; ICT Policy; Risk Register as at 31 March 2023; draft Bi-Annual Assurance Statement (Oct 22-March 23); draft Annual Board Assurance Statement and updated Whistleblowing Policy.

## **12. UPDATE FROM THE STAFFING POLICY AND REMUNERATION COMMITTEE (SPRC)**

12.1 Mr Rooney reported that some of the issues discussed by SPRC relating to staffing and budget had been clearly articulated through the Director's report. Budget constraints were impacting and the situation was being kept under regular review and in this context, SPRC was content to extend the contract for the Tours and Outreach Officer and the appointment of the Education Assistant/Officer. Recruitment of a new Technical Officer post would be held in abeyance and kept under review.

12.2 SPRC had discussed the Strategic Workforce Plan and the importance of including the skills and structure that would be needed by the organisation for the new development. Further work would be taken forward on this matter.

12.3 SPRC had noted progress against the HR Strategy's 2022-23 Action Plan, much of which had been completed, and the actions for the quarter 1 2023-24 Action Plan. The Project Juno Champion application had been submitted.

12.4 Under the Policy Review programme, SPRC had noted a review of six policies had been undertaken – Recruitment Policy, Employers Pension Discretions Policy, Lone Working Policy, Induction Policy, Retirement Policy and Employee Exit Interview Policy. Some comments provided in relation to the Lone Working Policy in terms of safety for those working at night on their own would be taken forward. SPRC was content with the six papers and that they be brought forward to the Management Committee.

12.5 The Committee approved the SPRC's recommendations regarding the three posts and the Recruitment, Employers Pensions Discretions, Lone Working, Induction, Retirement and Employee Exit Interview Policies.

## **13. PERFORMANCE AGAINST BUSINESS PLAN 2022-23**

13.1 The Committee noted the progress of the 2022-23 Business Plan's non-KPI objectives. Mrs Corvan pointed out that the targets in respect of the OBC and application for Urban Dark Sky Place accreditation had not been achieved. A revised timeline was in place for completion of the OBC. A capital funding bid had been submitted to make external lighting around AOP compliant and AOP would continue to liaise with CPD if funding became available. Professor Burton added that he was awaiting a response from the International Dark Skies Association about the merits of making an application in which AOP could demonstrate it was taking action, as a means of keeping the project alive.

13.2 In terms of the KPIs, Mrs Corvan drew attention to the 6 objectives that were not achievable and briefly commented on each. In response to a query from Mr Rooney regarding the KPI for funding from scientific sources, Mr Knox explained that there had been a discrepancy within the Business Plan. The

budget had quoted the lesser figure with the KPI target table having quoted the higher value. The budget had been the correct figure.

13.3 In response to a query from Mr Cox regarding the visitors' KPI it was noted that school and non-school visits tended to be at different times of the day and that ways to increase footfall during term-time afternoons were being explored. Mrs Mackle added that timetabling issues presented a problem for secondary schools and so outreach to secondary schools was an area they wished to expand.

13.4 The Finance Report for the period to 28 February 2023 had been provided. Mr Knox advised that strong income from the Planetarium, through admissions, shop and café had supported the organisation throughout the year and he was still anticipating break-even at financial year end. He drew attention to the windtree/solar flower capital project which was extending beyond year end and necessitated capital allocation in 2023-24.

13.5 In response to a query from Mr Cox it was noted that the expenditure on professional and legal fees largely related to the development project and was exceptional spend.

13.6 The Committee approved the Corporate Plan Objectives; KPIs as at 28 February 2023 and Finance Period 11 reports.

#### **14. DRAFT BUSINESS PLAN 2023-24**

14.1 A copy of the draft Business Plan 2023-24 had been circulated previously and an updated copy with the tracked changes of the comments made since first circulated issued with the Agenda. Mrs Corvan reported that she had reviewed it upon receipt of the letter about the indicative budget but had not been drawn to make further changes, adding that it would normally be submitted to DfC once approved. She sought Management Committee's view on whether to submit it as an interim Business Plan or to retain until the budget position was known.

14.2 The Committee approved the Business Planning 2023-24 report, as at the position at 31 March, and agreed that it be submitted to DfC highlighting the risks to the organisation's strategic direction if the budget was not forthcoming. **Action MC 17/4/23-03 Draft Business Plan 2023-24 to be submitted to DfC.**

#### **15. POLICIES**

15.1 The following papers relating to Whistleblowing/Raising a Concern had previously been circulated:

- paper on Review of Whistleblowing Policy;
- letter dated 6 December 2022 from DfC Permanent Secretary;
- letter dated 28 March 2023 from DfC Head of Governance;
- ALB Guidance Note; and
- updated Whistleblowing Policy.

15.2 The Chair highlighted the actions required arising from the papers:

- approval of the updated Whistleblowing Policy;
- reaffirming the Management Committee and senior team's commitment to an ethical culture where all concerns were being taken seriously;
- providing assurance to the Permanent Secretary that staff awareness of the Policy was maintained;

- appointing a Designated Officer with lead responsibility for concerns – a Whistleblowing Champion. This could be either a Board or Management Committee Member or employee;
- providing a copy of the Whistleblowing Policy to DfC Head of Governance.

15.3 Mrs Corvan advised that the matter had also been discussed at ARAC. The Whistleblowing Policy was normally reviewed annually, however, the review had been brought forward in light of the correspondence received. Having reflected on the matter since the ARAC meeting earlier, she elaborated on her reservations about appointing an employee as Whistleblowing Champion and suggested that the bi-annual engagement events between Management Committee and staff would provide the opportunity for a Member of the Management Committee as Whistleblowing Champion to highlight the Management Committee’s commitment and to raise awareness amongst staff. She suggested Mr Cox as a potential candidate.

15.4 Anticipating that he would rarely be called upon, Mr Cox agreed to fulfil the role of Whistleblowing Champion.

15.5 In terms of the Management Committee and senior team’s commitment, the Chair stressed that it was important to also support the spirit of the Policy and thanked Mr Cox for agreeing to take on the role of Whistleblowing Champion.

15.6 The Committee approved the actions previously highlighted by the Chair, including approval of the updated Whistleblowing Policy. **Action MC 17/4/23-04 Respond to correspondence from DfC Permanent Secretary and Head of Governance.**

**16. AOB**

16.1 The Committee noted the:

- dates of future meetings – Thursday 22 and Friday 23 June (2-day in-person), Tuesday 26 September and Monday 11 December;
- availability of training as outlined in the report;
- SPRC, ARAC and REAC Minutes for December 2022;
- PR Coverage Report November 2022-March 2023;
- Re-development Sub-Committee Action Points 14 March 2023.

16.1 The Chair reminded Members of the Special Management Committee on Thursday 4 May 2023.

The Chair thanked Members for their attendance and participation and Professor Vink for his presentation.

The meeting concluded at 12.57 pm.

Signed as a true record of the meeting

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(Chair)

Dated: