

**MINUTES OF THE NINETY EIGHTH MEETING OF THE MANAGEMENT COMMITTEE OF THE ARMAGH OBSERVATORY AND PLANETARIUM HELD ON 8 JUNE 2016 AT 11.00 A.M. IN THE BOARD ROOM, ARMAGH OBSERVATORY**

**Present:** Archbishop Clarke (Chair), Professor A. Hibbert (Deputy Chair), Professor R. Oudmaijer, Mr B. Hannam, Professor M. Merrifield, Mr S. Brown, Professor L. Harra, and Mrs P. Wilson

**Apologies:** Professor T. Ray, Dr M McKay, Mr P McGurgan

**In attendance:** Mr A. Hughes (Interim Accounting Officer), Dr J. Vink (Acting Head of the Planetarium), Mrs T. Hogg (Organisation Change Project), Mrs D. Neill (Operations Manager) and Mrs K. McLoughlin (Temporary Accountant)

**1. APOLOGIES**

Apologies were recorded as above.

**2. CONFLICTS OF INTEREST**

Mr Hannam advised the Committee that Mrs Hogg is contracted by the Strategic Investment Board, of which he is the Chief Executive.

**3. MINUTES OF THE MANAGEMENT COMMITTEE MEETING HELD ON 28 JANUARY 2016**

The minutes of the meeting of 28 January 2016 were reviewed, approved as a true and accurate record of the meeting and signed by the Chair.

**4. MATTERS ARISING FROM THE MINUTES**

An update on the Matters Arising can be found in the Action Point Log attached at Annex 1.

**5. CHAIR'S BUSINESS**

- 5.1 The Chair reported that since the last meeting, Professor Mark Bailey had left Armagh Observatory and Planetarium (AOP) but was now an Emeritus Director. On behalf of the Committee, the Chair wished to record their thanks to Professor Bailey for his contribution to the organisation.
- 5.2 The Committee agreed that a presentation should take place on the evening of 5<sup>th</sup> October 2016 with the next Management Committee meeting taking place on 6<sup>th</sup> October 2016. The Chair is to confirm the suitability of this date and his availability to host the evening at his residence.
- 5.3 The Chair reported that Professor Gerry Doyle had been appointed as Acting Head of the Observatory from 1<sup>st</sup> June 2016, Dr Jorick Vink was reappointed as Acting Head of the Planetarium on 19<sup>th</sup> April 2016 and the new Chief Executive will start on 1 August 2016.
- 5.4 The Committee were advised that the previous Operations Manager, Mrs Kennedy, had given birth to a baby boy at the end of May. A letter of congratulations is to be forwarded.

**Action Point MC 10/06/2016 – 01: The Chair is to issue a letter to Professor Bailey thanking him for his service and inviting him to a presentation.**

**Action Point MC 10/06/2016 – 02 :The Chair is to issue a congratulatory letter to Mrs Kennedy.**

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

- 6.1 Mr Hannam provided an update from the earlier Audit and Risk Assurance Committee (ARAC) meeting. He noted that the AOP's Accounts for 2014/15 have been delayed pending the outcome of DFP's investigation. Mr Hannam also expressed the possibility that the Planetarium's Accounts may be qualified as some of its expenditure was deemed irregular. The 2015/16 accounts are affected by the same issues and cannot be signed off until the 2014/15 matters are resolved. There are no other significant concerns.
- 6.2 Mr Hannam reported that Internal Audit had provided an overall 'satisfactory' rating for 2015/16. However, there are 59 recommendations outstanding, and the ARAC members remain concerned that these will be difficult to address within a reasonable period due to the current levels of staff resources.
- 6.3 Mr Hannam advised that the ARAC's draft Terms of Reference were reviewed and he will forward the relevant comments to Mrs Hogg.
- 6.4 Mr Hannam confirmed the Committee had considered the Risk Register and that it accurately reflected the organisation's risks – particularly around the potential for single-points of failure.

**Action Point MC 10/06/2016 – 03: The Chair of ARAC is to provide Mrs Hogg with written comments on the ARAC's draft Terms of Reference**

## **7. 2015/16 ANNUAL REPORT AND ACCOUNTS**

- 7.1 Mr Hughes advised that work was still ongoing to implement the requirements of the new Charities SORP and that there was further editing work to be done on the contents of the Observatory's Annual Report. He noted that although it will take some time to get the accounts finalised, the NIAO has no concerns regarding these matters at this time.
- 7.2 Mr Hughes also advised the Committee that HMRC is seeking the AOP to sign a PAYE Settlement Agreement to recover tax and national insurance on all travel and subsistence expenses paid to the AOP's non-remunerated office holders. Mr Hughes is in the process of contesting this with HMRC.
- 7.3 The Committee discussed the high levels of accrued holiday leave which is now to be shown in the Accounts under the new Charities' SORP. The Committee agreed that it was important that staff are encouraged to take their holidays within the leave year and that any holidays carried forward should be kept to a minimum. The Committee agreed that all accumulated leave – above the normal maximum of 10 days - must be taken by December 2018. Mr Hughes was asked to issue a memo to staff setting out the Committee's position on this issue.

**Action Point MC 10/06/2016 – 04: Mr Hughes to issue memo to all staff in relation to holiday leave.**

## **8. UPDATES ON OBSERVATORY AND PLANETARIUM ACTIVITIES**

- 8.1 Mr Hughes summarized the bids that had been submitted for June monitoring. He noted that the outcome was currently unknown. Mr Brown enquired about the Business Plan for AOP and the Programme for Government. Mr Hughes stated that DfP was expected to undertake a 'CSR' exercise during the summer months. The Committee discussed the possible inclusion of the maintenance work required to the Observatory and Professor Hibbert advised that there was a Capital Scoping Project meeting that afternoon.

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- 8.2 The Chair enquired if there were any other issues. Mr Hughes explained that the lack of administrative and IT support across the whole organisation was a significant issue. The Chair thanked Mr Hughes for the work he was doing and his update to the Committee.
- 8.3 Referring to the interim Accounting Officer's report, Professor Oudmaijer asked about the Observatory's cash reserves and a discussion ensued about how these should be treated. AOP is a charity and Mrs McLoughlin advised that it is good practice for charities to carry reserves. However, AOP is also an Arm's Length Public Body (ALB) and DfP's guidance does not usually permit ALBs to hold cash reserves – as this means that HM Treasury money was being drawn down in advance of need. Mr Hughes explained that there is no budget cover for the cash reserves of £60K, and if they were spent, this would create an unacceptable overspend. It was noted that the Department may raise this issue again in due course.
- 8.4 Mr Brown asked about Performance Management tracking and the likelihood of the vacant Organisational Change posts being filled. Mrs Hogg stated that the JEGS process for the second stage management of the organizational review was entirely dependent on the June monitoring bids being successful. She stated that without this the planned timetable for the new posts would fall behind. The Committee was advised that it would cost approximately £5K for the three second tier posts to go through the JEGS process.
- 8.5 The Chair asked Dr Vink to present his Head of the Planetarium report. Dr Vink noted that due to the positive results at the Planetarium, between November and March, and because of additional DCAL funding, that they were able to purchase 5 new shows. Dr Vink expressed his concern that the small 2016/17 budget of £5,000 for exhibitions may affect numbers. Dr Vink was also concerned at the loss of one staff member through the Voluntary Exit Scheme (VES) and another staff member through maternity leave.
- 8.6 Professor Hibbert advised that the new Head of Education and Outreach would be responsible for addressing some of these issues and the job descriptions for all three second-tier jobs (Head of Education & Outreach, Head of Research and Head of Corporate Services) had been sent to the new Chief Executive for comment. Mr Hughes advised that currently there is no 2016/17 budget to start a new person and whilst JEGS were required for the new posts, there is not even a budget for the JEGS exercise.
- 8.7 Dr Vink stated that a (capital) maintenance budget was needed for the Planetarium as it was last refurbished 10 years ago. This led to a discussion about the need for a masterplan which would set out the organisation's capital requirements, resource consequentials and overall costs. Mrs Hogg explained that a capital workshop was being held on 23 June 2016 and this would start a redevelopment conversation which would feed into a corporate/masterplan.
- 8.8 The Committee queried if the Department was briefing the new Minister about AOP's development plan and Mrs Hogg agreed to clarify this point.

**Action Point MC 10/06/2016 – 05 – Mrs Hogg to clarify if the Department was briefing the new Minister about AOPs development plan.**

- 8.9 The Committee reviewed Dr Vink's paper regarding the Planetarium's opening hours during the summer. This was to have been an 'AOB' agenda item. Dr Vink explained that whilst Saturday was busy, good numbers on a Sunday usually only occurred for special events. Professor Harra suggested the use of PhD students for outreach activities and Mrs Hogg highlighted potential reputational risk for local tourism closing on a Sunday. Mr Brown commented that Saturday and Sunday are the only days in the week available for families to visit. Having considered these points, the Committee approved the recommendation not to open the Planetarium on a Sunday on the basis of improving the work-life balance of staff working in the Planetarium.

Mrs Neill circulated a short briefing paper from Professor Doyle who was unable to attend the meeting.

- 8.10 Professor Hibbert advised the Committee that the student allocation issue had been resolved for this year. Referring to the issue of funding of journals, Professor Hibbert suggested that he would look to Queen's University for access to their journals and will follow this up with Professor Doyle.

**Action Point MC 10/06/2016 – 06: Professor Hibbert to investigate possible access to Queen's University's journals.**

- 8.11 The Committee reviewed Professor Bailey's briefing paper and it was suggested that not all media mentions of AOP needed to be recorded individually in future, but recognized the importance of retaining evidence of work done.

**Action Point MC 10/06/2016 – 07: Mrs Neill to determine who records and collates this information.**

- 8.12 The Chair thanked the Senior Management Team for providing their reports to the Committee.

## **9. REVIEW OF UPDATED RISK REGISTER**

Mr Hughes briefed the Committee on the current risk register; in particular the 'red' risks. The Committee was content that it accurately reflected the AOP's unified risks – particularly those around the potential for single-points of failure.

## **10. REVIEW OF OBSERVATORY'S RESEARCH AND OUTREACH.**

- 10.1 Professor Hibbert explained that this report had been delayed due to unavoidable personal reasons within the review team. He drew attention to para 11 which highlighted the principle of quality, rather than quantity. Professor Merrifield stated that this could not be compared to REF and that whilst the report implies that "everything is fine", it is not a positive indicator for the next REF, which would be in 2020/21. Professor Merrifield advised that his own organization has been preparing for their REF for the last 2 years.
- 10.2 Mr Hughes asked what time would university astronomers usually give to teaching undergraduates, which the AOP's astronomers were not required to do. Professor Merrifield suggested the 'norm' was for: 1/3 research, 1/3 teaching, and 1/3 administration.
- 10.3 Professor Hibbert referred to the gender imbalance mentioned at para 52. Professor Merrifield explained the Athena-SWAN charter. He explained it as being an award for putting in place a program setting out how an organisation was going to promote an equality agenda. He noted that going forward compliance with such schemes will be essential before grant awarding bodies will provide funding.
- 10.4 The Chair thanked Professor Hibbert and noted that the new Chief Executive's view should be sought regarding the suggestions in the paper.

## **11. ANNUAL REPORT: ORGANISATIONAL CHANGE PROJECT**

Professor Hibbert presented this paper. The Chair expressed his thanks on behalf of the Management Committee to those involved in this work.

## **12. REVIEW OF AOP GOVERNANCE**

12.1 Mrs Hogg provided a brief summary of purpose of paper and directed the members to the points on page 4 that required the Committee's approval.

12.2 In relation to the remunerated Chairperson, discussion ensued about the selection process and the wording in relation to their appointment. Mrs Hogg explained that the selection panel comprises 3 people: a Senior Civil Servant, an AOP representative and an independent 'CIPANI' nominee. Criteria for the post would be drawn up in partnership with the Management Committee.

12.3 The Committee agreed the following points:

- The document's wording be changed to 'in consultation with the Archbishop' when referring to the role of the Minister in appointing a Chair.
- The number of meetings of the Management Committee should be stated as being a minimum of 4.
- The Employment and Remuneration Committee should be renamed as the Human Resources Committee.
- The AOP's existing differences in terms and conditions between the Planetarium and Observatory staff should be 'unified' as part of the organisational change project.
- That the inclusion of a direct extract from the current Management Statement / Financial Memorandum – '*AOP has no delegated power to amend these terms and conditions*' [at page 39] is inappropriate as it does not reflect the historic and legacy differences between the AOP and the wider NICS. It was also noted that, historically, there was no shared understanding between the Department and the AOP on this matter. The Committee also noted that the new MS/FM currently being drafted should have more appropriate wording.

12.4 The Committee also discussed the membership terms and it was noted that Professor Merrifield has been an active member for approximately 17 years.

12.5 The Chair thanked Mrs Hogg for the paper

**Action Point MC 10/06/2016 – 08: Mrs Hogg to consider the requests for revised wording and changes**

## **13. AOP BUSINESS PLAN 2016/17 UPDATE**

Mr Hughes advised that this was still with the Minister.

## **14. ANNUAL REPORT: EMPLOYMENT CONDITIONS AND REMUNERATION COMMITTEE FOR 2015/16**

The Committee noted the content of the report.

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**15. AOB**

- 15.1. Professor Hibbert advised the Committee that he had met with ESO staff and they had raised the issue of regrading their posts. Mr Hughes suggested getting an independent evaluation of posts through JEGS – pending funding becoming available.
- 15.2. Professor Hibbert enquired as to the how the new CEO would be inducted. Mr Hughes advised the Committee that work has commenced in this area in conjunction with Mrs Hogg. He noted that staff were to prepare pen pictures and PowerPoint presentations for scheduled introductory meetings.
- 15.3. The Chair advised that he hoped to have a study leave month in August and would try to meet the new Chief Executive at end of July. The Management Committee were content to meet the new Chief Executive at the next meeting in October.
- 15.4. Car Parking Requests. The Chair advised the Committee of a conflict of interest as he is Chairman of the Royal School. The Management Committee were content to approve the recommendation of a short term arrangement being agreed between AOP and relevant parties.
- 15.5. The Committee noted the training courses available to them.

**16. DATE OF THE NEXT MEETING**

The Chair will confirm the proposed date of 6 October 2016 at 11am in the Planetarium's Cassini Room.

The meeting ended at 2pm

Signed as a true record of the Meeting

.....  
*Richard Annett*

(Chair)

Dated:

*06/10/16*

**Annex 1**  
**Updated Actions as at 8 June 2016**

<b>Reference</b>	<b>Action</b>	<b>Owner</b>	<b>Progress</b>
MC13/11/14 - 02	Dr Mason to make arrangements to obtain an indication of the potential lease value of land SELB are interested in	Mr Hughes	<b>Ongoing</b> <b>12 May 2016:</b> Paul Crooks, Head of Claims & Legal, Education Authority wishes to meet to discuss "the planned works at Armstrong Primary School". Date TBA. <b>28 January 2016:</b> No further contact has been made by SELB about accessing additional land from the Planetarium <b>21 January 2015:</b> Dr Mason to obtain this information
MC13/11/14 - 03	Dr Mason to arrange a meeting with the SELB to discuss the potential of leasing land from AOP	Mr Hughes	<b>Ongoing</b> <b>12 May 2016:</b> Paul Crooks, Head of Claims & Legal, Education Authority wishes to meet to discuss "the planned works at Armstrong Primary School". Date TBA. <b>28 January 2016:</b> No further contact has been made by SELB <b>20 October 2015:</b> SELB contacted Jorick Vink to arrange a meeting but it was cancelled by them on the day the meeting was to take place. <b>4 June 2015:</b> The Committee agreed to await further contact from SELB. <b>21 January 2015:</b> A meeting took place on 21 November 2014 with the SELB architect and on 20 January 2015 with the SELB representative Paul Crooks. Another meeting is to be arranged for both Directors with SELB representatives.
MC29/01/15 - 01	Dr McKay to explore within ESA if exhibits could be provided to the Planetarium	Dr McKay	<b>Ongoing</b> <b>28 January 2016:</b> Dr McKay to introduce Planetarium representative to the ESA teams to pursue potential exhibits.
MC29/01/15 - 03	New Management Board to consider the areas of concern arising from the Board Evaluation Questionnaire	Chair of new Management Board	<b>Ongoing</b> <b>16 May 2016:</b> The Organisational Change Project Board is considering these <b>28 January 2016:</b> The Organisational Change Project Board is considering these. <b>28 May 2015:</b> No action has been taken

MC29/01/15 - 05	Board Operating Framework to be updated following any new governance arrangements arising from the Review of Organisation and Management	Mrs Neill	<p><b>Ongoing</b></p> <p><b>16 May 2016:</b> New governance arrangements for AOP will be presented to the Management Committee at its June 2016 meeting. Board Operating Framework to be agreed after this.</p> <p><b>28 January 2016:</b> The Organisational Change Project Board is considering new governance arrangements.</p> <p><b>28 May 2015:</b> No action has been taken</p>
MC04/06/15 - 06	Mrs Kennedy to share the draft agreement with Mr McGurgan and also liaise with the Planetarium's solicitor	Mrs Neill	<p><b>Ongoing</b></p> <p><b>24 May 2016:</b> Atlas Communications has been contacted again and they are to follow up with their surveyor in relation to the maps.</p> <p><b>28 January 2016:</b> Ongoing discussions with the solicitor and Atlas Communications about the production of maps to accompany the lease.</p> <p><b>28 October 2015:</b> Mr McGurgan provided his comments on the draft lease and correspondence has continued with the solicitor. The current hold up is in relation to obtaining maps of the property as quoted throughout the lease.</p>
MC12/11/15 - 01	Professor Hibbert, Professor Bailey and Dr Vink to develop a timetable for the completion of outstanding 2014/15 performance reviews and the 2015/16 process, and subsequently update the Management Committee	Professor Hibbert, Professor Bailey and Dr Vink	<p><b>Ongoing</b></p> <p><b>12 May 2016:</b> Planetarium 2015/16 Reviews underway. New HR appraisal system introduced at both Planetarium and Observatory.</p> <p><b>28 January 2016:</b> The 2012-14 Observatory reviews have been finalised. The 2014/15 reviews are to be completed asap. A template report (based on NICS approach) that could be used in 2016/17 has been developed for consideration.</p>
MC12/11/15 - 03	Dr Vink to continue discussions with Eircom UK with regards to exploring their proposal in more detail.	Dr Vink	<p><b>Ongoing</b></p> <p><b>12 May 2016:</b> Nothing to report</p> <p><b>21 January 2016:</b> Nothing to report</p>
MC28/01/16 - 01	Mrs Kennedy to circulate the NIAO report on the NI Events Company to Management Committee members	Mrs Kennedy	<p><b>Completed</b></p> <p><b>1 February 2016:</b> Email sent with link to report</p>



MC28/01/16 - 02	Professor Merrifield and Professor Ray to provide details of the process for selecting students for their institutions.	Professor Merrifield and Professor Ray	<b>Completed</b> <b>31 May 2016</b> Responses from Professor Merrifield and Professor Ray attached to this paper
MC28/01/16 - 03	Professor Bailey to arrange an 'issues day' for the Astronomers	Professor Bailey	<b>Completed</b> <b>12 May 2016</b> Astronomers have met and agreed the selection of PhD students for the 2016/2017 academic year.
MC28/01/16 - 04	Dr Vink and Mr Hughes to investigate levels of maintenance and training support for the Digistar 5 equipment, subject to funding being available	Dr Vink and Mr Hughes	<b>Ongoing</b> <b>12 May 2016:</b> Some training provided for Planetarium staff by Evans & Sutherland Engineer for Digistar equipment. Julie Thompson is preparing training material for staff prior to leaving through VES at the end of July.