



Commission

Minutes of the 300th meeting held at 09:00 on Thursday 28 January 2016 at Waterhouse Square, London

Commissioners present: Sir Laurie Magnus – Chairman
Ms Lynda Addison OBE
Mr Paul Baker
Ms Sally Balcombe
Mr Nicholas Boys Smith (Items 3-5)
Professor Martin Daunton
Professor Mike Fulford CBE
Ms Rosemarie MacQueen MBE
Mr Michael Morrison
Mr Charles O'Brien
Baroness Young of Hornsey OBE

Staff present: Mr Duncan Wilson – Chief Executive
Ms Sarah Aston – Director of Human Resources
Dr Roger Bowdler - Director of Listing
Ms Vida Cody - Commission Governance Manager
Ms Caroline Crewe-Read - Head of Corporate Projects and Programmes (Item 4)

Ms Meryl Hayward – Director of Finance and IMT
Ms Deborah Lamb – Director of Engagement
Mr Chris Smith OBE - Director of Planning
Mr Steve Trow - Director of Research

Observer: Mrs Deborah Osborne – PA to the Chairman

Item 1 – Apologies, announcements and declarations of Interest

Apologies

- 1.1 Apologies were received from Commissioners Mr Alex Balfour, Mrs Victoria Harley, Mr Neil Mendoza, Mr Martin Moore and from the Chairman of the English Heritage Trust, Vice-Admiral Sir Tim Laurence, KCVO, CB, ADC.

Announcements

- 1.2 The Chairman welcomed to their first meeting four of the five new Commissioners. (One, Neil Mendoza, had a prior commitment and had sent apologies.) An induction had been held on 19 January with the Executive Team and very positive feedback had been received. As Paul Baker had been unable to attend, a separate induction with individual Directors would be arranged for him.

ACTION: Vida Cody

- 1.3 Attention was drawn to a new publication which could be ordered by Commissioners free of charge: *The Country House*.

Declarations of Interest

- 1.4 There were no declarations of interest.

Item 2 – Approval of December Commission meeting minutes and matters arising (CP 2016/1)

- 2.1 The minutes of the 299th meeting held on 9 December 2015 were agreed as a correct record to be signed by the Chairman. There were no matters arising.

Item 3 – Spending Review - next steps (CP 2016/2)

- 3.1 Following the SR15 settlement, notified by DCMS in December 2015, the Executive Team had been asked to set out pay and non-pay savings plan proposals for their Groups in order to address funding gaps over the Spending Review period.
- 3.2 A Voluntary Options Scheme had been launched before Christmas to help reduce the pay bill. Options included the purchase of additional holiday, alternative working patterns, partial retirement and Voluntary Exits. 68 exits had been agreed in principle, subject to quotes from the Pension Scheme Administrators, MyCSP. Not all Voluntary Option requests had been successful (for example, 11 exits had been declined). The Executive Team had been as flexible as possible but the need to protect services provided to the charity had influenced the decision in some cases.
- 3.3 The Executive Team (ET) had initially been planning for a cut of between 25% and 40%. Although the final settlement letter had not yet been received, the DCMS had advised a revenue cut of 10% in real terms and ET were proceeding on that basis. Many assumptions had had to be made in planning savings given the number of uncertainties (including the capital figure beyond 2016/17 and the additional bid for money to fund redundancies, the outcome of which had only just been confirmed as an extra £1million).

- 3.4 The Voluntary Options Scheme was currently expected to save around £2million although figures could change once the MyCSP figures had been received and replacement costs for those leaving the organisation became known. It was noted that the Cabinet Office had put a £95k cap on redundancy payments for public sector workers but that this would not affect anyone leaving Historic England under the Voluntary Exit Scheme.
- 3.5 Commissioners noted the following operational and financial freedoms that had been granted as part of the SR15 negotiations with DCMS:
- Access to the £60m *per annum* loans fund for capital investments
 - New recruits not having to belong to the Principal Civil Service Pension Scheme (PCSPS)
 - The relaxing of the 1% pay restraint.
- 3.6 If considered affordable, savings resulting from pensions could be used to address some of the pay issues, for example increasing the base pay of some key staff.
- 3.7 Proposals for non-pay savings were noted, including travel and subsistence, off peak travel and overnight accommodation costs. An updated summary of savings by Group was tabled with Directors commenting one by one on their individual areas. It was suggested that greater consistency over non-pay issues was needed across Groups.
- 3.8 The Voluntary Options Scheme was explained in greater detail. When run in 2010 and 2012, the take up had been 11% and 10% respectively. In 2015 the response rate had increased to 25%, reflecting the positive way in which staff viewed the Scheme. A total of 243 applications had been received of which 29 had been declined. Most of the Voluntary Exits had a three month notice period which meant 54 employees would leave by the end of June 2016. Forms had been submitted to MyCSP on 26 January with an anticipated response by 26 February. Staff would have two weeks to decide whether they still wanted to go ahead with their exits with notice letters going out by the end of March.
- 3.9 It was not yet known whether gender and age profiles would change as a result of the Voluntary Exits. Further details would be provided at the meeting of the Remuneration and Appointments Committee on 3 February.

ACTION: Sarah Aston

- 3.10 Risks in allowing long serving and more experienced staff to leave so quickly were noted although it was acknowledged that longer exit periods for some would allow for a good handover of work.
- 3.11 Commission applauded the significant work of the HR and Finance teams in working through the detail and keeping it all on track, noted the financial and savings plan and approved its general thrust.

Item 4 – Accommodation strategy (Oral)

- 4.1 Commissioners were reminded of the scale of the office estate and that some offices were held freehold while others had leases of varying length. Commission noted the current position regarding the offices in York, Guildford, Bristol, Cambridge and Swindon, noted space issues, the need to improve efficiencies and also public access in some offices.
- 4.2 The current position regarding the London office was explained and an update provided on the latest, positive discussions with the landlord. Engagement with the Government Property Unit (GPU) had also been positive. The next step was to propose a business case to GPU outlining options for future accommodation.
- 4.3 Commission noted the current position of the English Heritage Trust and that its Board would be discussing its accommodation strategy at its meeting on 2 February.

Item 5 – Any other business

Annual meeting of Commissioners and Trustees

- 5.1 Commissioners were reminded that their first annual meeting with Trustees would take place on 10 February 2016 at Waterhouse Square.

Date of the next meeting

- 5.2 The next Commission meeting would be held in Peterborough on 24 February 2016 with a visit the preceding day including Must Farm, site of recently discovered Bronze Age dwellings. New Commissioners would go on to the Cambridge office after the meeting as part of their induction.
- 5.3 The Commission meeting concluded at 11:30.

Vida Cody
Commission Governance Manager
February 2016



Commission

Minutes of the 301st meeting held at 09:00 on Wednesday 24 February 2016 at the Orton Hall Hotel, Peterborough

Commissioners present: Sir Laurie Magnus – Chairman
Ms Lynda Addison OBE
Mr Paul Baker
Ms Sally Balcombe
Mr Alex Balfour
Mr Nicholas Boys Smith
Professor Martin Daunton
Professor Mike Fulford CBE
Mrs Victoria Harley
Ms Rosemarie MacQueen MBE
Mr Neil Mendoza
Mr Michael Morrison
Mr Charles O'Brien
Baroness Young of Hornsey OBE

Staff present: Mr Duncan Wilson OBE – Chief Executive
Ms Sarah Aston – Director of Human Resources
Dr Roger Bowdler - Director of Listing
Ms Vida Cody - Commission Governance Manager
Ms Meryl Hayward – Director of Finance and IMT
Ms Deborah Lamb – Director of Engagement
Ms Celia Richardson – Communications and Marketing Director
Mr Chris Smith OBE - Director of Planning
Mr Steve Trow - Director of Research

Observers: Vice-Admiral Sir Tim Laurence, KCVO, CB, ADC - Chairman of the English Heritage Trust (Items 3-15)
Mrs Deborah Osborne – PA to the Historic England Chairman

Item 1 – Apologies, announcements and declarations of Interest

Apologies

1.1 Apologies were received from Mr Martin Moore.

Announcements

- 1.2 **The Chairman welcomed Neil Mendoza to his first Commission meeting.**
- 1.3 Lola Young reported on a parliamentary reception that she had attended on 23 February to launch a book produced by Legacy West Midlands (LWM) that accompanied *The Old Wives Tales* exhibition. LWM was formed in 2010 by a group of people with an interest in recording the heritage of the post war migrant communities in the West Midlands. *Old Wives Tales* was about the experience of Bangladeshi women who came over as young brides and have lived in Birmingham for many decades. The project had been supported by Historic England.
- 1.4 As Lola had been unable to join other Commissioners on the visit to Peterborough, Must Farm and Flag Fen (also on 23 February), it was agreed to arrange a separate visit for her and for other Commissioners who had been unable to take part in the visit.

ACTION: Vida Cody

Declarations of Interest

- 1.5 There were no declarations of interest.

Item 2 – Approval of January 2016 Commission meeting minutes, matters arising (CP 2016/3)

- 2.1 The minutes of the 300th meeting held on 28 January 2016 were agreed as a correct record to be signed by the Chairman. There were no matters arising.

Item 3 – Spending Review - update (CP 2016/4)

- 3.1 Commissioners were given an update on the financial planning process post Spending Review 2015. At the January Commission meeting, savings had been agreed across all Groups and these had now been included in the financial plan. Although the final settlement letter from the DCMS was still awaited, staff had been advised of allocations for revenue and capital and were proceeding on this basis. As regards capital, an extra £3.2million funding over four years had been confirmed. Core capital had increased by £0.5m *per annum* for replacement of IT kit, software, scientific equipment and building works and £1.2m had been agreed for office moves, mainly at Waterhouse Square, London and Swindon. Some financial risks remained including further possible cuts in funding of up to 5% (£3.4m) over the period, which will likely be funded from non-pay and grants.
- 3.2 The Chancellor's letter of December 2015 (attached to the Commission paper) confirmed the freedoms now available to Historic England. Further guidance was awaited. Freedoms included a loans fund which Historic England could access but would have to pay interest on any funds borrowed.

- 3.3 Other freedoms were around pay and pensions. It had been agreed at the meeting of the Remuneration and Appointments Committee on 3 February that Historic England should progress with exploring an exit from the Principal Civil Service Pension Scheme (PCSPS) for new starters. This would not apply to any existing staff members but would help significantly with the savings plan. It would also be possible to recycle some of the savings into the pay bill, potentially awarding pay increases for existing staff who had fallen behind the relevant employment market as a result of the 1% pay restraint. Setting up a private pension plan for new staff at the English Heritage Trust had been successful and would work well for Historic England.
- 3.4 Voluntary Exits were key to the savings for 2016/17. The loss of some expertise was acknowledged. Commission noted that some applications had been declined. The impact on Shared Services for the Charity had been taken into account in making decisions. Reasons for staff wishing to leave had included a better work-life balance and career progression. Some areas of work would be restructured more easily and consensually as a result of the Voluntary Exits.
- 3.5 Commission noted the updated financial plan and the progress being made.

Item 4 – Financial overview (CP 2016/5)

- 4.1 A small deficit of £68k in both revenue and capital was forecast for year end. The bid for redundancy funding had been successful with confirmation from DCMS of an additional £968k.
- 4.2 The Enhanced Advisory Services performance report was noted and that the scheme was starting to win business. DCMS was keen for Historic England to move forward with income diversification and had suggested charging commercial rather than government rates.
- 4.3 Commission noted the financial results to the end of January 2016.

Item 5 – Communications strategy (CP 2016/6)

- 5.1 Commission was invited to comment on a draft communications strategy developed for Historic England since the demerger from English Heritage in 2015. Reaction to the new brand had been tested and it had been found that a high proportion of people who engage with us are motivated by general interest and enthusiasm. Even those who transact professional business with us are enthusiasts. This means we can have a clearer unifying message reflecting this interest rather than a separate voice for professionals.
- 5.2 A minor restructuring had been undertaken in the Communications and Marketing team with a new campaigns team established which would focus on one or two topics a year, for example the recent exhibition on post war public art. A London campaign

was planned to tie in with the London Plan consultation. Staff were working with Channel 4 to develop a television series about the work of the organisation and would be working with the company that had made *Restoring Britain's Landmarks*. One Commissioner commented on how time consuming this could be and that the contract with the production company would be very important as they would need to understand fully why HE wanted the programme made. It was suggested that HE contact the Landmark Trust about its recent experiences. Commission noted that an external lawyer was being sought to help with the contract.

- 5.3 Commission discussed the need to link heritage to economic and social wellbeing. It was suggested that an article be placed in the *Economist* regarding the former and that, as regards the latter, not enough was being done to communicate the clear evidence around wellbeing experienced from heritage. The National Trust had been effective already in communicating this and HE might consider liaising with them over its own narrative.
- 5.4 Commission noted the plan to champion the historic environment rather than just Historic England and talked about content strategy and marketing and how amplification was needed to get the message across more effectively. One example was to let others communicate what we do via their websites or through partnerships. It was suggested that a robust partnership strategy needed to be developed.
- 5.5 One Commissioner queried how staff were communicating with the local authorities and suggested that a wider strategy was needed to this effect. It was further suggested that the Local Government Association (LGA) and the Royal Town Planning Institute (RTPI) could become part of the partnership. It was also agreed that local politicians needed targeting. A commercial audience was also felt to be missing.
- 5.6 Another Commissioner asked whether we could reinstate the programme to help small schools who were otherwise unable to afford to take children to sites. The cost would be small and the benefits wide. Celia Richardson replied that schools programming was an important part of the communications strategy.
- 5.7 Commission agreed that work around communications was encouraging, that HE needed to engage with the widest possible audience (particularly beyond the heritage sector) and to champion the merits of heritage and the benefits it could yield. It was agreed to report back regularly to Commission on the progress of the strategy.

ACTION: Celia Richardson

Item 6 – Last resort projects – review (CP 2016/7)

- 6.1 At their meeting on 22 July 2015, Commissioners asked for a review to be undertaken of last resort projects and for the lessons learned during the process to be formally recorded and disseminated.

- 6.2 Commission noted the list of properties added to the National Collection since 1984 (when English Heritage was established) and those considered to be cases of last resort. Commission noted that Historic England funding for grants and last resort cases had diminished significantly over the last 20 years and that a special case would need to be made for any new property to be taken on.
- 6.3 Concerns were raised over lack of funding and how last resort properties would be secured in future. The Mechanics Institute in Swindon was cited as having been on the Heritage at Risk Register since 1984 and with a still uncertain future. It was noted that the Heritage Lottery Fund (HLF) was the major funder in the heritage sector but that individual cases were rarely discussed with them.
- 6.4 Commission welcomed the overview, noted that last resort status is afforded to a very small number of properties, accepted that Historic England's financial situation is such that any new case would have to be the subject of funding discussions with the DCMS and acknowledged that the remaining long-standing Heritage at Risk cases would require imaginative and challenging solutions.

Item 7 – EH Trust Board minutes (CP 2016/8)

- 7.1 The Chairman of the English Heritage Trust presented the minutes of the EH Trust Board meeting held on 2 February 2016 and commented on a solid first year of operation. The Trustees had had their first meeting with the Historic England Commissioners on 10 February, agreed that it had been a success and that, as planned, it should be an annual event.
- 7.2 The Stonehenge Visitor Transport System (VTS) had not performed as expected, had had major problems at the outset and had been replaced with a bus shuttle service from December 2014. Legal advice given at the time was being reviewed.
- 7.3 The HE Chairman commented on how well the EH Trust Board was working under Tim Laurence's leadership and on the strong leadership of the Trust's Chief Executive, Kate Mavor. A good working relationship had been established between Kate and Duncan Wilson, HE Chief Executive and between the finance teams of both organisations.
- 7.4 Shared services were generally working well. The level of service delivered was being monitored by both sides.

Item 8 – Commission meetings format 2017 (Oral)

- 8.1 Commission was asked to consider a proposal to change the format of its meetings from 2017, largely to address Spending Review outcomes. The proposal was for six meetings in London (including a strategy meeting away from Waterhouse Square) and for two 2 day visits without a meeting attached. Visits to local offices would be

incorporated in the visit schedule. The annual meeting with the EH Trustees could be held on the same day as one of the London meetings if the timetable allowed.

8.2 Commissioners agreed the proposal and noted that dates would be circulated.

ACTION: Vida Cody

Item 9 – Commissioners: Committee membership (CP 2016/9)

9.1 Since their appointment to the Commission on 1 January 2016, Laurie Magnus had spoken to each of the five new Commissioners about which committees they might usefully serve on. The Remuneration and Appointments Committee had met on 3 February 2016 and recommended the following for Commission approval:

- Paul Baker and Rosemarie MacQueen to join the Historic England Advisory Committee (HEAC) and Paul Baker to join the London Advisory Committee (LAC) with Rosemarie MacQueen joining later in 2016 (and initially attending meetings in an observer capacity)
- Neil Mendoza and Nicholas Boys Smith to join the Audit and Risk Assurance Committee and the Business and Finance Committee
- Charles O'Brien to join the Ditherington Flax Mill Programme Board.

9.2 Commission agreed the above recommendations.

Item 10 – Chairman's report (Oral)

10.1 The Chairman reported that he had met a number of colleagues in the sector and had held discussions with the DCMS and others relating to SR15. He had also met the Welsh Minister for Heritage to discuss the New Model and was due to meet the Bishop of Worcester to talk about the future of church buildings.

Item 11 – Chief Executive's report (CP 2016/10)

11.1 The following were highlighted from the report:

Listing works of art (Paragraph 1.2 of the report)

11.2 One Commissioner raised concerns over listing privately owned works of art which cannot be sold on once listed.

Accommodation strategy (Paragraph 5 of the report)

11.3 Commission noted progress made with the accommodation strategy across the office estate. Discussions with the EH Trust on co-location were on-going.

DCMS Finance Shared Services (Paragraph 8.5 of the report)

11.4 Commission noted discussions over a possible HE services contract. Further details would be presented at the next meeting of the Business and Finance Committee and reported back to Commission thereafter.

ACTION: Meryl Hayward

IT – future sourcing (Paragraph 9.2 of the report)

11.5 Commission noted that a revised strategy would be discussed by the Executive Team later this month. Commissioners would be given an update at their next meeting.

ACTION: Meryl Hayward

Item 12 – Casework report (CP 2016/11)

12.1 Commission noted that the contract to deliver the new Essentials Training Programme had been awarded. A presentation on the external training offer would be given to Commission later in the year.

ACTION: Steve Trow/Amanda Feather

12.2 Commission noted the casework report.

Item 13 – HE Committee minutes (CP 2016/12-19)

13.1 Commission noted and approved the following sets of public and protected minutes:

- Audit and Risk Assurance Committee – 12 November 2015
- London Advisory Committee – 19 November 2015
- Historic England Advisory Committee – 25 November 2015
- Business and Finance Committee – 5 January 2016
- Historic England Advisory Committee – 27 January 2016
- London Advisory Committee – 4 February 2016

Item 14 – Any other business

Commissioners' induction in Cambridge

14.1 New Commissioners were going on to the Cambridge office to meet staff as part of their on-going induction.

Date of the next meeting

- 14.2 The next Commission meeting would be held in Birmingham on 19-20 April 2016. The visit would include Curzon Street and Digbeth (where HS2 will enter the city centre and where the station will be) with possible optional trips to the JW Evans silver factory and the coffin works. It was suggested that Commissioners might like to meet some of the Bangladeshi women associated with the *Old Wives Tales* exhibition and that they could be included in the guest list for the stakeholder lunch.

ACTION: Veryan Heal/Vida Cody

Briefing for Commissioners

- 14.3 Lola Young asked for future briefing on forthcoming legislation as it affects Historic England and also for when the Chairman attends a Select Committee or anything significant that comes through Parliament.

ACTION: Deborah Lamb/Mike Harlow

Bus tours for MPs and Peers

- 14.4 There had been a number of new Peers in the last couple of years. It was agreed that re-instating the bus tours for MPs and Peers would be useful.

ACTION: Matthew Rabagliati

Event on the Thames

- 14.5 Celia Richardson announced that an event to tie in with the London Plan was being considered, details to follow at a later date.

ACTION: Celia Richardson

Item 15 – Closed session for Commissioners and Chief Executive only

- 15.1 This item was a closed session for Commissioners and the Chief Executive only. There is no record of the discussion.

- 15.2 The Commission meeting concluded at 12:00.

Vida Cody
Commission Governance Manager
February 2016

Commission

Minutes of the 302nd meeting held at 09:00 on Wednesday 20 April 2016 at the Radisson Blu Hotel, Peterborough

Commissioners present: Sir Laurie Magnus – Chairman
Ms Lynda Addison OBE
Mr Paul Baker
Ms Sally Balcombe
Mr Alex Balfour
Mr Nicholas Boys Smith
Professor Mike Fulford CBE
Mrs Victoria Harley
Ms Rosemarie MacQueen MBE
Mr Neil Mendoza
Mr Martin Moore
Mr Michael Morrison
Mr Charles O'Brien
Baroness Young of Hornsey OBE

Staff present: Mr Duncan Wilson OBE – Chief Executive
Ms Sarah Aston – Director of Human Resources
Dr Roger Bowdler - Director of Listing
Ms Vida Cody - Commission Governance Manager
Mr Mike Harlow – Corporate Secretary
Ms Meryl Hayward – Director of Finance and IMT
Ms Deborah Lamb – Director of Engagement
Mr Chris Smith OBE - Director of Planning

Observers: Vice-Admiral Sir Tim Laurence, KCVO, CB, ADC - Chairman of the English Heritage Trust (Items 3-15)
Mrs Deborah Osborne – PA to the Historic England Chairman

Item 1 – Apologies, announcements and declarations of Interest

Apologies

1.1 Apologies were received from Professor Martin Daunton and Mr Steve Trow

Announcements

- 1.2 There were no announcements

Declarations of Interest

- 1.3 Paul Baker declared an interest as a partner at Wilkinson Eyre who have been working on HS2 Curzon Street Station, the Birmingham Terminus, since 2011, as part of the Arup team. Paul has had not been personally involved in the project.

Item 2 – Approval of February 2016 Commission meeting minutes, matters arising (CP 2016/20)

- 2.1 The minutes of the 301st meeting held on 24 February 2016 were agreed as a correct record to be signed by the Chairman. There were no matters arising.

Item 3 – Financial Overview (CP 2016/21)

- 3.1 The draft results for the financial year 2015/16 were presented. It was noted that earned income was £889K lower than budget. There are monthly meetings in place with the financial team at DCMS to discuss raising extra income. Commissioners requested an “at a glance” note on plans for increasing income.

Action: Meryl Hayward

- 3.2 Commission noted the provisional year-end results for financial year 2015-16

Item 4 – 2016/17 Revenue and Capital Budgets (CP 2016/22)

- 4.1 The draft 2016/17 budgets for revenue and capital had already been considered by the Business and Finance Committee at its meeting on 6 April and the capital budget approved. Risks remained as previously reported (namely, the costs associated with the possible move from Waterhouse Square and additional re-structuring costs).
- 4.2 The DCMS would make a contribution to overheads associated with the potential shared financial service to DCMS.
- 4.3 The Business and Finance Committee encouraged opportunities for business generation.
- 4.4 Commission asked for an update on the voluntary exit programme and sought assurance that there would not be a shortage of staff to implement projects etc. 61 out of 65 members of staff who received quotes have accepted the terms. All voluntary exit costs have been absorbed into 2015/16. The exits are spread across all groups. It is anticipated that about 50% of those leaving will be replaced and that

some roles would become part time and some would be recruited on a lower grade or at the lower end of the pay scale.

- 4.5 The Capita IT Contract is due to end in January 2017. It was noted that savings would be shared with the English Heritage Trust. **It was agreed that a paper on IT would be presented to Commission in July.**

Action: Meryl Hayward/Duncan Wilson

- 4.6 Commission noted the financial issues and risks. They approved the revenue and capital budgets for 2016/17.

Item 5 – Accommodation strategy (CP 2016/23)

- 5.1 Commission was given an update on the current position across the Historic England estate and **agreed the terms of the new lease at 37 Tanner Row, York, as proposed, with a nil increase in rent.**
- 5.2 The discussion then centred on the London office and the options for either remaining at Waterhouse Square (WHS) or pursuing alternative accommodation in the capital. The English Heritage Trust Chairman confirmed that the Trust's preference was to leave WHS but is open to co-locating with Historic England if appropriate space could be found which met the Trust's needs including an open plan floor plate and close proximity to a station with direct links to Swindon.
- 5.3 Three possible London locations were being considered and **Commission authorised Laurie Magnus and Martin Moore to visit them all on their behalf.** Should any decisions be needed ahead of the June Commission meeting, Commissioners would be contacted by email.

Item 6 – Corporate Plan Structure 2016-19–(CP 2016/24)

- 6.1 As Historic England is now one year old and the Chief Executive had settled in to his role the Corporate Plan has been revised to tie in with new objectives. The main audience of the plan will be staff and the DCMS. The plan is due to be published mid to late May.
- 6.2 Comments from Commissioners included:
- A need for the tone of document to be right to inspire staff,
 - A need to talk about “places” not just buildings
 - Inclusiveness is missing –a shared heritage needs mentioning

Commissioners were asked to email their detailed comments to Mike Harlow by 9 May.

Action: Commissioners

- 6.3 A query was raised as to how all staff will be encouraged to have the same mind set. The Chief Executive confirmed that workshops had been held for all staff and further ones were planned along with another “Warwick” style event.

Item 7 – Heritage Action Zones Update (CP 2016/25)

- 7.1 Commissioners noted the progress made on the Heritage Action Zones initiative and in particular the tie in with the Culture White Paper. Comment was made that the process seemed lengthy but it was reported that some applications were in the process of being approved already.
- 7.2 Some felt that the phrase “breathe life into old places” was a very bold claim to be made and needs to be substantiated.
- 7.3 It was noted that Local Authorities must be involved and that they need to be aware of the priority HE is giving to HAZs but recognising that once the 9 projects have been selected Local Authorities mustn’t feel disengaged with HE if they don’t have one. The relevance to Neighbourhood plans needs to be considered.
- 7.4 The HAZ selection panel will have one Commissioner sitting on it.
Action: Interested Commissioners to email Laurie Magnus.

Item 8 – Chairman’s Report (Oral)

- 8.1 The Chairman reported on his activities since the last Commission meeting. Events attended included speaking at the LGA conference in Leicester and to the Conservative Peers and Liberal Democrat Peers.
- 8.2 Much work has been undertaken on the Housing and Planning Bill. Grateful thanks were given to Baroness Andrews for all her assistance.
- 8.3 The Chairman reported that Historic England’s first exhibition “Out There” had been a success and had helped raise the profile of HE.
- 8.4 The first meeting of the Expert Advisory Group had been held and feedback from those participating is very positive. It was confirmed that HEAC and LAC would remain as separate committees. The Appointments Committee would review the membership of these committees at their next meeting.
- 8.5 The Chairman has been invited to become a member of the English Churches and Cathedrals Sustainability Review Task Force which will be chaired by Bernard Taylor.

Item 9 – Chief Executive’s Report (CP 2016/26)

9.1 The Chief Executives report was presented to Commission and Commissioners were asked to note the section on the Culture White Paper, in particular. Commissioners also noted the new Government Lobbying Guidelines. More detailed guidance is awaited from DCMS.

9.2 Archive Review (1.4) **It was agreed Commissioners would visit the Archive as part of the Swindon Commission visit in July.**

Action: Corporate Governance to include in the itinerary.

9.3 An update on the Fundraising Strategy was given. Caroline Crewe- Read will lead the fundraising programme and will be supported by 1-2 new members of staff. Fundraising this year has included securing sponsorship for the Angels and the Education Programme.

9.4 Ditherington Flax Mill – the HLF bid will be submitted in late summer/autumn 2016. Commissioners who had not yet visited to Ditherington were encouraged to do so.

Action: Corporate Governance to arrange a visit for interested Commissioners.

9.5 It was reported that there had been a glitch in the new pension scheme with the Treasury expecting ALBs who leave the PCSPS scheme to be liable for the pension costs of those in the scheme. Conversations are taking place with DCMS. The risk was noted.

9.10 IT – Future Sourcing (7.1). Alex Balfour had agreed to meet with the CEOs, Finance and IT leads from EHT and HE to discuss the future strategy.

Action: Deborah Osborne to set up the meeting

Item 10 – Casework Report (CP 2016/27)

10.1 Commissioners considered the report and took particular note of the report on Flag Fen (2.12).

Item 11 – HE Committee Minutes

Commission noted and approved the following sets of minutes:

- Remuneration and Appointments Committee – 3 February 2016
- Historic Estates Conservation Committee- 11 February 2016

Item 12 – Any Other Business

Date of the Next Meeting – Wednesday 22 June at Waterhouse Square

Item 13a – Commissioners and Chief Executive’s Self-Assessment (CP 2016/30)

13.1 This item was a closed session for Commissioners, the Chief Executive and the Corporate Secretary only.

Item 13b- Closed Session for Commissioners (including Chairman)

13.2 This item was a closed session for Commissioners only.

Item 13 c - Closed Session for Commissioners (excluding Chairman)

13.3 This item, chaired by Baroness Young, was a closed session for Commissioners, excluding the Chairman, only.

The meeting concluded at 12.00

Deborah Osborne
April 2016

Commission

Minutes of the 303rd meeting held at 13.30 on Wednesday 22 June 2016 at Waterhouse Square, London

Commissioners present: Sir Laurie Magnus – Chairman
Ms Lynda Addison OBE
Ms Sally Balcombe
Mr Alex Balfour (by telephone link)
Mr Nicholas Boys Smith
Mrs Victoria Harley
Ms Rosemarie MacQueen MBE
Mr Neil Mendoza
Mr Martin Moore
Mr Michael Morrison
Mr Charles O'Brien
Baroness Young of Hornsey OBE

Staff present: Mr Duncan Wilson OBE – Chief Executive
Ms Sarah Aston – Director of Human Resources
Dr Roger Bowdler - Director of Listing
Mr Mike Harlow – Corporate Secretary
Ms Meryl Hayward – Director of Finance and IMT
Ms Deborah Lamb – Director of Engagement
Mrs Deborah Osborne – PA to the Historic England Chairman
Mr Steve Trow- Director of Research

Observers: Ms Vanessa Courtney, PA to the Historic England Chairman and Chief Executive.

Item 1 – Apologies, announcements and declarations of Interest

Apologies

I.1 Apologies were received from Mr Paul Baker, Professor Martin Daunton and Professor Mike Fulford and Mr Chris Smith.

Announcements

I.2 Alex Balfour will leave the meeting at 2.30pm. Vanessa Courtney was welcomed as the new PA to the Chairman and CEO.

I.3 The Chairman mentioned the exciting publicity Historic England had received in the past few weeks and thanked ET for all their effort in making “Enriching the List” such a

success. The Chairman reminded Commissioners of the "I am London" Launch Party on 14 July.

Declarations of Interest

- 1.3 There were no declarations of interest

Item 2 – Approval of April 2016 Commission meeting minutes, matters arising

- 2.1 The minutes of the 302nd meeting held on 20 April 2016 were agreed as a correct record to be signed by the Chairman.
- 2.2 Item 8.4 (Review of HEAC/LAC Committees by the Appointments Committee). The Committee has met and a strategy was considered. There has since been a meeting of HEAC and LAC chairs and a process for renewal fleshed out.
- 2.3 Item 7.4 – HAZ Selection Panel. The Chairman confirmed that Rosemarie MacQueen will be invited to sit on the panel.

Item 3 – Audit and Risk Assurance Committee Annual Report to Commission

- 3.1 Martin Moore presented his report. There have been three regular meetings of the committee in the past year. Simon Judge has continued as the independent member. Thanks were given to Victoria Harley who has stood down from the committee. During the year Nicholas Boys Smith and Neil Mendoza were welcomed onto the committee. Martin Moore and Joe Mohan continue to have regular one to one meetings.
- 3.2 Items discussed have included the management control around operational risks, the relationship with the Trust, performance against the Corporate Plan and Risk Register. ARAC also considered the transformation project and the lessons learnt from the challenges it presented.
- 3.3 The committee also noted the Chairman and Chief Executive's records of hospitality given and received. Martin Moore thanked the Chairman and Chief Executive for the time given up on HE's behalf to engage with the sector. He particularly wanted to thank the Chairman for all the hospitality he has given at his own personal cost.
- 3.4 Martin Moore confirmed that he was satisfied that the Head of Audit's report had been written with his organisational independence being maintained along with unimpaired objectivity. In his opinion, adequate systems and controls are in place.
- 3.5 ARAC held an additional meeting on 24 May which was a single issues meeting. It was a detailed brief on the emerging end of year accounts. Most of the suggestions from this meeting have been included in the final report.
- 3.6 2015/16 has been testing year for Meryl Hayward and her team. The birth of the New Model increased the work load due to the complexity of preparing two sets of accounts.
- 3.7 The NAO attends all of the ARAC meetings. They have presented their Completion Report and report all is satisfactory. They had flagged up three issues – 1 Red

(Accounts Preparation Process) and 2 Amber (Balance Sheet Reconciliations and Fixed Asset Processes).

- 3.8 The Red risk for the Accounts Preparation Process was due to an overreliance by the Charity on HE financial accounting expertise in producing reports. The Charity are to increase their direct resource in this area. ARAC recommended that Laurie Magnus and Duncan Wilson seek confirmation of this from their opposite numbers.
- 3.9 ARAC have requested that Meryl Hayward reports to them at their next meeting regarding the resourcing of the DCMS shared service contract. They are keen to ensure there is no “key man” risk.
- 3.10 In conclusion, ARAC recommends to Commission that the Annual Report and Accounts are approved. The one outstanding item is that guidelines are now requiring a qualifying paragraph ready to be incorporated into the accounts, in case of the referendum result being in favour of an exit from Europe. This is being drafted.
- 3.11 On behalf of Commission the Chairman thanked the Finance and Audit teams for their diligent work. He also thanked the ARAC members for their support.

Item 4 – 2015/16 Corporate Performance Report

- 4.1 ARAC have looked in detail at the Corporate Performance Report. The Corporate and Action Plans have been amended over the year following the appointment of the Chief Executive. They reported that next year the report would be more condensed.
- 4.2 It was reported that business as usual had carried on despite the huge organisational change that had taken place. The Chairman and Chief Executive reported universally positive reaction at the way Historic England had landed. It was agreed that the name and organisation were known well enough that we could now stop referring to Historic England as the “former English Heritage”.
- 4.3 The amber risk regarding the archives was noted. HE has been in conversation with the Museum Review Group. An ideas paper will be presented to HEAC in September.
- 4.4 Income generation and EAS. Whilst there has been positive feedback from developers the income figure is lower than hoped. A review will take place. A paper will be brought forward to Commission.

Action: Chris Smith

- 4.5 The EHT Performance report will be considered by Commission in July. ARAC have asked for some more granular details to be included in the report that will be presented at Commission. The EHT Chairman and Chief Executive will attend the Commission meeting.

Item 5 – Annual Report and Accounts

- 5.1 It has been an exceptional year in the preparation of the accounts due to having to account for the charity as well as the Quinquennial review to the value of the historic

estate. It was reported that there was an excellent working relationship with the NAO and EHT.

- 5.2 Target dates have been hit and the accounts will be signed on 24 June. The lessons learned will be taken on board and a full report will be presented to ARAC.
- 5.3 EHT was congratulated on the presentation of their accounts. It was noted that HE did not have such freedom in the layout of their accounts.
- 5.4 It was confirmed that Victoria Harley had resigned from the National Trust on her appointment so this declaration was not needed.

Action: Meryl Hayward to amend the report

- 5.5 Commission requested that, in future, earned income be broken down into more specific lines.
- 5.6 It was pointed out that next year it will be a requirement to write a statement re modern slavery and human trafficking and to ensure that it is not taking place in its supply chains.
- 5.7 Commission approved the Annual Report and Accounts for the year ending 31 March 2016.

Item 6 – Historic England London Office Accommodation

- 6.1 The Chief Executive presented a report re office accommodation in London. Lease negotiations are under way. The two GPU options had been dismissed on the basis of cost, operational difficulties and length of lease.
- 6.2 The proposed premises would be able to accommodate all London staff on one level which will bring benefits particularly in IT and communications. The Charity has confirmed that it will be looking for separate accommodation.
- 6.3 A space planner will be procured to provide a full service from design to supply and fit. The tender will be published before the end of June. A staff engagement group has been formed to input to ET during the process.
- 6.4 The impact on shared services was raised. As most of the shared services sit in Swindon it is unlikely to have a great effect. The teams most likely to be affected are HR, legal and facilities.
- 6.5 Commission authorised the Chief Executive to sign the lease on behalf of HE.

Item 7 – Any Other Business

- 7.1 Date of the Next Meeting – 19/20 July in Swindon

Deborah Osborne
June 2016

Commission

Minutes of the 304th meeting held at 09:00 on Wednesday 20 July 2016 at the Engine House, Fire Fly Avenue, Swindon SN2 2EH

Commissioners present: Sir Laurie Magnus – Chairman
Ms Lynda Addison OBE
Mr Paul Baker
Mr Nicholas Boys Smith
Professor Martin Daunton
Professor Mike Fulford CBE
Mrs Victoria Harley
Ms Rosemarie MacQueen MBE
Mr Neil Mendoza
Mr Michael Morrison
Mr Charles O'Brien
Baroness Young of Hornsey OBE

Staff present: Mr Duncan Wilson OBE – Chief Executive
Ms Sarah Aston – Director of Human Resources
Dr Roger Bowdler - Director of Listing
Mr Tom Godbehere – Head of HR Policy and Employee Relations
Mr Mike Harlow – Corporate Secretary
Ms Deborah Lamb – Deputy Chief Executive
Mr Phillip Lane - Head of Finance Business Partnering
Mr Duncan McCallum – Policy Director
Mr Lee Mullin – IMT Director
Mr Sukhvinder Singh – Senior Adviser, Diversity and Inclusion
Mr Chris Smith OBE – Director of Planning
Mr David Sykes – Commission Governance Officer
Mr Steve Trow – Director of Research

Observers: Vice-Admiral Sir Tim Laurence, KCVO, CB, ADC - Chairman of the English Heritage Trust
Ms Kate Mavor, Chief Executive, English Heritage Trust
Mr Mark Stuart Smith, Resource Director, English Heritage Trust

Item 1 – Apologies, announcements and declarations of Interest

Apologies

- 1.1 Apologies for absence were received from Mr Alex Balfour, Ms Sally Balcombe and Mr Martin Moore.

Announcements

1.2 There were no announcements.

Declarations of Interest

1.3 There were none.

Item 2 – Approval of June 2016 Commission meeting minutes, matters arising

2.1 The minutes of the 303rd meeting held on 22 June 2016 were **agreed** subject to the following amendments:

- At paragraph 3.8: a sentence be added to indicate that a further update on the red risk for the Accounts Preparation Process would be given to Commission at their September 2016 meeting.
- At paragraph 5.1: a sentence to be added to record Commission's acknowledgment of the potential impact of Brexit on the preparation of the accounts.

ACTION: David Sykes

Matters arising

2.2 There were none.

Item 3 – English Heritage and the National Heritage Collection

3.1 Copies of the English Heritage Trust (EHT) minutes of April and June 2016 were circulated to Commissioners together with copies of the EHT Annual Report.

3.2 Commission then considered a report summarising the performance of EHT in its management of the National Heritage Collection in 2015/16, which provided assurance as to EHT's compliance with the contractual framework and Asset Management Plan (AMP) under which it operated the sites.

3.3 In discussion it was noted that:

- the expectation was that visitor numbers to EHT sites would be down this year against the figures for 2015.
- EHT conservation and capital project work was being ramped up now that staffing was at full complement.
- fundraising, it was hoped, would build up to £10m per annum, though it was recognised this was not easy.
- EHT was receiving a £1m sponsorship package from Unilever over the next three years. The Little Green Paint Company brought in a further third of a million per annum.
- the Asset Management Plan would be looked at from the perspective of prioritising conservation whilst achieving value for money.

- key capital projects for EHT in the forthcoming year would include Marble Hill House and Park, Belsay House, Ironbridge, the Tintagel Land Bridge, the Old Sarum project and Framlingham Castle.

3.4 Commission agreed with the overall positive assessment of the performance of English Heritage under its operating licence.

Item 4 – Thornborough Henges

4.1 Negotiations to acquire the site of Thornborough Henges from the current site owner (Tarmac) were well advanced. Authority was now being sought from Commission to proceed with the acquisition and subsequent transfer of management of the site to EHT.

4.2 It was proposed that the site would be free to access. Discussions were underway regarding the interpretation of the site.

4.3 The current condition of the most northerly of the henges, although difficult to access, was considered benign and was not at risk currently.

4.4 Commission agreed to:

- **authorise staff to obtain from DCMS permission to acquire the site;**
- **proceed with the acquisition;**
- **secure the works and/or budget from Tarmac to bring the site into a condition in which its management could be transferred to the EHT under the Operating Licence; and**
- **transfer management of the site to the EHT.**

Item 5 – Financial Overview

5.1 Commission considered Historic England's financial results for the first three months to the end of June 2016.

5.2 Year-to-date HE income was £39k higher than budget with expenditure £160k below budget for a net £199 underspend. IMT was running to budget at present. There were still some voluntarily exits planned to take place. Budget setting for next year would commence in September 2016.

5.3 With regard to the table summarising activity relating to Income Generation Targets, it was suggested that a further line be included in the table setting a stretch target of £5-6m. The Business and Finance Committee would discuss the stretch targets at its September meeting – having previously discussed a possible aspirational stretch target of £5m. It was further suggested that it might be preferable to separate the tabulation of Income Generation and Fundraising.

ACTION: Philip Lane

5.4 Commission noted the year to date position.

Item 6 – IMT Strategy and Future Sourcing

- 6.1 The proposed IMT strategy had been discussed previously by the Business and Finance Committee who would continue to monitor its progress and implementation.
- 6.2 In discussion the following points were raised:
- much of the work originating from the transformation plan would be about effecting a cultural change in staff – many of the systems improvements would be in the form of digitised self-service;
 - work undertaken by the current providers, Capita, would not be undone, but would be built upon – although some obsolete hardware would be disposed of;
 - enthusiastic communication on the new strategy was necessary in order to obtain full engagement from staff; and
 - cost savings projected from rationalising systems and introducing more commonality would provide the source of future investment in improved functionality.
- 6.3 Commission agreed to approve the IMT Strategy and delivery plan for Year 1 and to approve the initiation of the plan to restructure the IMT department to support future delivery.**

Item 7 – Workforce Diversity

- 7.1 Commission received a paper proposing a strategy to develop greater workforce diversity within Historic England, which might constitute an exemplar for the heritage sector.
- 7.2 It was proposed that the workforce diversity strategy should concentrate initially on:
- increasing recruitment and retention from Black, Asian and Minority Ethnic communities;
 - increasing engagement with young persons (16-24 ages) through apprenticeships, work placements and volunteering;
 - seeking a greater gender balance in senior posts;
 - researching and exploring increasing social mobility and employment of those from lower socio-economic backgrounds.
- 7.3 In discussion it was suggested that:
- in continuing to develop and disseminate projects demonstrating the relevance of HE's work to diverse communities, HE should address this through all aspects of its work, taking opportunities (for example through listing) to capture the full range of England's stories.
 - if Commission agreed to the proposal to invite Aftab Rahman to Commission meetings, he should be given specific objectives.
 - diversity needed to be addressed in every activity HE undertook including the papers seen by Commission.
 - social media should be utilised to full effect to maximise inclusivity.

7.4 Commission agreed:

- **the strategic approach outlined in the paper and associated Action Plan, and that both should be published on the HE Website; and that**
- **Aftab Rahman should be invited to attend Commission as an observer.**

7.5 It was also **agreed** that Commission should review progress against the Action Plan annually.

ACTION: Duncan McCallum/Suhkvinder Singh

Item 8 – Scheme of Delegations

8.1 At its April 2016 meeting Commission had decided to review its Scheme of Delegations which set out those matters for the Chief Executive and staff to decide, and those matters reserved for Commission.

8.2 Commission agreed:

- **the introduction of an explicit financial limit of £1m on the delegation of capital and grant expenditure; and**
- **that it review the Scheme of Delegation after one year.**

8.3 The Chief Executive and the Corporate Secretary would discuss the financial spending parameters, which would be regularly reported to Commission. Further details as to loan arrangements would be reported to the next meeting of Commission.

ACTION: Mike Harlow

Item 9 – Management Agreement 2016-2020

9.1 Commission considered the Management Agreement 2016-2020 that set out Government's priorities and controls over HE.

9.2 Commission noted and approved the Management Agreement for 2016-2020 for signature by the Secretary of State, Chairman and Chief Executive.

Item 10 – Shrewsbury Flaxmill Maltings

10.1 The Shrewsbury Flaxmill Maltings (Ditherington) project team was preparing to resubmit the round 2 application to the Heritage Lottery Fund (HLF).

10.2 The central focus of the project remained the grade 1 listed Main Mill, which represented the site's most historic building and the greatest challenge for repair and re-use.

10.3 The revised proposal centred upon the repair and upgrading of the Mill's iron frame and its external walls.

- 10.4 Interpretation of the Mill was being undertaken by the Friends of the Mill, but a future interpretation plan would be developed in conjunction with HE.
- 10.5 In discussion the following points were noted:
- there were no contaminated land costs in phase 2 of the project;
 - the site car park would be sufficient in capacity for visitors to the Mill but would be insufficient for any future housing development on the fringes of the site; and
 - clarification as to the current owner of the car park land (and the access road to it) would be reported back to Commission.

ACTION: Tim Johnston

- 10.6 Future updates on progress of the project would be reported as part of the Chief Executive's report to Commission.
- 10.7 Commission noted the paper and approved it as the basis for a Round 2 application for funding from the Heritage Lottery Fund in the autumn.**

Item 11 – Commission Agenda – Strategic Topics

- 11.1 Commission considered the list of suggested strategic topics for its forward agenda. During discussion it was suggested that protecting the character and identity of Conservation Areas should be considered earlier in 2017.
- 11.2 The December Commission meeting would be lengthened in duration to accommodate in depth discussion on the overall strategy and corporate plan. It was proposed this would run until late afternoon and end with a reception, which would include members of senior staff.
- 11.3 It was suggested that from the list of other possible strategic topics, general planning reform, diversity and the place of history in HE's strategy should be prioritised.
- 11.4 Commission agreed that the formal agenda at each meeting should include a summary of future topics and proposed dates for their discussion to assist future agenda planning.**

Item 12 – Chairman's Report (oral item)

- 12.1 The Chairman reported on his activities since the last Commission meeting which had included:
- Meeting with the All Party Heritage Group
 - Meeting with the Heritage Minister, Tracey Crouch
 - Visits to Bramshill House, Hampshire and to Sunny Bank Mills, Leeds
 - Attending the launch of 'I am London'

- Participating in a Parliamentary Bus Tour of the City of London which centred on the impact of change on the City. During this event the Chairman of Historic Royal Palaces had demonstrated the increasing impact of tall buildings on the setting of the Tower of London.

Item 13 – Chief Executive’s Report

13.1 The Chief Executive took questions on his written report of activities within HE.

13.2 Commission noted the content of the report

Item 14 – Casework Report

14.1 In addition to the written report the following update was provided:

Chatsworth:

The Chief Executive had met with the Royal Horticultural Society’s Chief Executive to discuss the concerns expressed by the Historic England Advisory Committee concerning the impact of the RHS’ 2017 Flower Show on the setting of the house and gardens.

Item 15 – HE Committee minutes

15.1 Commission noted the following sets of minutes:

- **Audit and Risk Assurance Committee, April ,May and June 2016**
- **Business and Finance Committee, April and June 2016**
- **London Advisory Committee, April and June 2016**
- **Historic England Advisory Committee, April and June 2016**
- **Remuneration and Appointments Committee, May 2016**
- **Historic Estates Conservation Committee- 11 February 2016**

Item 16 – Any Other Business

Lynda Addison

16.1 Given that this was Lynda Addison’s last Commission meeting, the Chairman, on behalf of Commission, took the opportunity to thank Lynda for all the work she had undertaken for and on behalf of Commission during her tenure and for offering constructive challenge during meetings. In response, Lynda said it had been both an honour and privilege serving as a Commissioner.

Kate Mavor

16.2 Kate Mavor thanked Commission for permitting her to attend the meeting. The Chairman suggested that she attend future Commission meetings from time to time.

Date of the Next Meeting– 5 October 2016 (Leicester)

Item 17 – Closed Session with the Chief Executive

17.1 This item was a closed session for Commissioners and the Chief Executive only.

The meeting concluded at 12.45

David Sykes

Commission Governance Officer

July 2016

Commission

Final Minutes of the 305th meeting held at 09:00 on Wednesday 5 October 2016 in the Cromwell Room, Hotel Mercure Leicester, LE1.

Commissioners present:

- Sir Laurie Magnus, Chairman
- Mr Paul Baker
- Mr Nicholas Boys Smith
- Professor Mike Fulford CBE
- Mrs Victoria Harley
- Ms Rosemarie MacQueen MBE
- Mr Neil Mendoza
- Mr Martin Moore
- Mr Michael Morrison
- Mr Charles O'Brien
- Baroness Young of Hornsey OBE

Staff present:

- Mr Duncan Wilson OBE, Chief Executive
- Mrs Louise Brennan, Acting Planning Director
- Mr Mike Evans, Head of Archive (for part)
- Ms Amanda Feather, Head of Capacity building (for part)
- Ms Gillian Grayson, Head of Listing Information Services
- Mr Mike Harlow, Corporate Secretary
- Ms Meryl Hayward, Director of Finance and IMT
- Mr John Hudson, Head of Historic England Publishing (for part)
- Ms Deborah Lamb, Deputy Chief Executive
- Ms Siobhan O'Donoghue, Head of Governance (minutes)
- Ms Celia Richardson, Communications and Marketing Director
- Mr Chris Smith OBE, Director of Planning
- Mr Steve Trow, Director of Research
- Ms Julia Ward, Senior Executive Assistant to the Chairman and Chief Executive

1 Apologies, announcements and declarations of Interest

- 1.1 Apologies for absence had been received from Commissioners Lynda Addison, Sally Balcombe, Alex Balfour and Professor Martin Daunton; and Executive Team members Sarah Aston (Director of Human Resources) and Dr Roger Bowdler (Director of Listing). Gillian Grayson (Head of Listing Information Services) was attending in place of Dr Bowdler.
- 1.2 Siobhan O'Donoghue (Head of Governance), Julia Ward (Senior Executive Assistant to the Chairman and Chief Executive), Louise Brennan (Acting Planning Director) and Gillian Grayson (Head of Listing Information Services) were welcomed to the meeting.
- 1.3 There were no declarations of interest.

2 July 2016 Commission meeting minutes and matters arising

- 2.1 The minutes of the 304th Commission meeting held on 20 July 2016 were approved as a correct record.
- 2.2 The following matter arising was noted:
- a Item 7, Workforce Diversity: Aftab Rahman would be invited to attend the December 2016 Commission meeting as an observer.

ACTION: Duncan Wilson

2.3 Commission approved the minutes of the 304th meeting held on 20 July 2016.

3 Historic England Heritage Skills Training Offer

- 3.1 Commission received a presentation from the Head of Capacity Building, summarising Historic England's current professional training offer, developed as part of HE's External Training Strategy 2015-18. In advance of a formal review of the Strategy in 2017, Commission was invited to comment on the current direction of travel; in particular, to consider whether HE should continue to provide free training for key local authority staff, extend the training programme offer to planners, and whether there were other training audiences that should be considered.
- 3.2 There was widespread support amongst Commissioners for maintaining free training for key local authority staff; and it was also felt that it would be beneficial to extend the offer to include staff working in related areas, for example within areas of economic regeneration, as well as developers and policy planners, given their critical role in application decisions. It was also suggested that HE might identify local authorities whose staff had not participated in HE training to date and make direct contact with them. Other groups that were likely to be interested in HE's training offer, on a paid-for basis, included planners in the corporate sector, developers and specialist heritage groups and societies. It was also likely that there would be interest from owners of historic properties, both individuals and estates.
- 3.3 Commission endorsed the current delivery of the training strategy and encouraged its promotion and expansion. Extending HE's professional training offer in such a way would help to achieve organisational objectives, reach wider audiences and generate income.
- 3.4 Regarding the government's apprenticeship levy, Commission noted that HE was currently helping to develop heritage apprenticeship standards. Next steps included the development of assessment models and identification of training providers. HE would need to recruit apprentices from 2017 and the expectation was that approximately half of the posts would be in heritage fields.

3.5 Commission noted the update on the Historic England training strategy.

4 Communication Strategy Update

- 4.1 The Communications and Marketing Director provided an update on implementation of the HE Communications Strategy, approved by Commission in February 2016. The update summarised progress against the communication objectives and overall success in building awareness of HE's work through a range of activities, including exhibitions, listing and research stories, publications and social media activity.
- 4.2 HE had made good progress in establishing recognition and a good reputation amongst the public and MPs, as evidenced by a recent independent survey of public perceptions and an independent poll of English MPs. HE was also well on track to reaching 370,000 web visits per month by the end of FY 2016/17. Looking forward, themes and associated exhibitions had been programmed for the next three years. A number of campaigns around Black History, LGBTQ History and Women's History had also been planned, as part of HE's role in helping the heritage sector achieve diversity.
- 4.3 Commissioners also commented on a new draft statement, which had been developed with the aim of communicating more clearly the organisation's role in the championship and protection of England's heritage. Whilst being mindful of the breadth of the audience that the message needed to reach, it was suggested that the statement could afford to be bolder and clearer about HE's statutory role and responsibilities. Commissioners were invited to share detailed feedback directly with the Communications and Marketing Director, outside of the meeting.

4.4 Commission noted the update on the Historic England communication strategy.
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5 Outcome of Archive Review

- 5.1 The Head of the Historic England Archive (HEA) presented the conclusions and recommendations arising from an internal review of the HEA. The aim of the review, carried out between February and September 2016, had been to clarify the role, value and purpose of the HEA within Historic England, and to set key priorities and lines of development for the period to 2019/20; in particular, to develop an achievable plan to increase access and to determine the scope and means to increase income and external funding.
- 5.2 Key findings and recommendations relating to access included the need to digitise more original material, clarification of the online offer, and simplified functionality and usability. Lines of development around income generation would include revising fees, introducing new services, reviewing current partnerships, and investigating opportunities to license images and data to third parties. Initial stages of the recommended action plan would require a limited rearrangement of staff resource within HEA, but total staff numbers would be unchanged.
- 5.3 Commission welcomed the review findings and recommendations around digitisation, improved accessibility and stretched targets for income generation. It was suggested that it would also be useful to have more detailed financial management information (around current costs, income, etc.) and some modelling of the options that had been

considered, or that might be pursued. This financial information would be circulated with the minutes for the next meeting. *[Secretary's note: see attachment to minutes.]*

ACTION: Mike Evans / Meryl Hayward / Siobhan O'Donoghue

- 5.4 A tour of the HEA would be arranged for those Commissioners who had expressed an interest in visiting it.

ACTION: Siobhan O'Donoghue

5.5 Commission endorsed the recommendations of the HEA review and proposed next steps.

6 Update on Publishing Review

- 6.1 Commission considered a report setting out the HE publishing strategy, which also sought endorsement of an approach for reducing the net cost of the activity. The Head of HE Publishing summarised the variety of current publishing activity and highlighted a number of new initiatives, such as crowd-funding and online sales, which were now in operation.
- 6.2 Commission noted a range of options that had been identified as part of the review and endorsed the Executive Team's recommendation of maintaining the current strategy; continuing with the existing portfolio of 'official' and commissioned publishing using an in-house team, but with stretched targets to reduce the net cost over time and achieve full cost recovery by 2020/21.
- 6.3 Financial management information (around costs, income, etc.) and modelling of the options would be circulated with the minutes for the next meeting. *[Secretary's note: see attachment to minutes.]*

ACTION: John Hudson / Meryl Hayward / Siobhan O'Donoghue

6.4 Commission endorsed the current Publishing Strategy with the aim of full cost recovery by 2020/21.

7 Financial Overview

- 7.1 The Director of Finance and IMT presented the regular update on financial performance, reflecting financial results to the end of August 2015. The following headlines were noted:
- a The year-to-date position was a net under-spend of approximately £341k, mostly relating to timing differences.
 - b Fundraising was now shown as a distinct income stream to enable better monitoring, and was slightly exceeding its budget.

- c Income from Enhanced Advisory Services (EAS) was forecast to end the year short of budget, but would be offset by additional earned income from shared services to DCMS. The drop-off in EAS income was being investigated, including the likely impact of the EU Referendum result. Proposed changes to charged-for advice (moving to a limited free initial 'cycle', rather than an allocation of hours) were expected to have a beneficial impact on EAS income.
- d Overall, the forecast was for a balanced position by year-end.

7.2 The December 2016 overview report would reflect a mid-year review taking place shortly with budget-holders, examining progress against in-year savings targets; the impact of voluntary exits and recruitment costs; and an assessment of other financial risks for the financial year. Risks included further work being undertaken by DCMS on the Department Efficiency Review. Given the extent of cumulative cuts since 2010 and the 2015 voluntary exit scheme, HE had been clear that there would be limited scope for further efficiency savings without impacting on front-line services.

7.3 Commission noted the year to date financial position.

8 Historic England Foundation – Articles of Association

8.1 The Corporate Secretary presented draft Articles of Association for the Historic England foundation, a charitable body to support the philanthropic efforts of Historic England, to be established as part of the agreed fundraising strategy. The objectives of the Foundation were, for the benefit of the public, to promote the conservation, protection and improvement of heritage assets in England (as defined in the National Planning Policy Framework) and to advance education by furthering the public's knowledge and enjoyment of these assets.

8.2 Commission noted that the Business and Finance Committee had considered a draft constitution for the new charity in detail, and that the Committee's comments had been taken into account in preparing the Articles. It was also noted that, although no issues were anticipated, the establishment of the Foundation was subject to its charitable status being approved by the Charity Commission and the identification and appointment of Trustees. The NAO was advising HE on the appropriate disclosure and accounting treatment for the charity in terms of the Historic England and group accounts.

8.3 Commission approved the Articles of Association.

9 English Heritage Trust

9.1 The Chairman gave an oral update on the work of the English Heritage Trust (EHT). Commission noted that initial discussions would need to take place around the triennial review of EHT. Commission requested that it be kept informed of the development of review proposals.

9.2 Commission noted the update on the English Heritage Trust.

10 Chairman's Report

10.1 The Chairman reported on his activities since the last Commission meeting.

10.2 Commission noted the Chairman's Report.

11 Chief Executive's Report

11.1 The Chief Executive took questions on his written report, which summarised activities within HE that had taken place since the last Commission meeting.

11.2 Commission noted the Chief Executive's Report.

12 Casework Report and Planning Bulletin

12.1 Commission received its regular update on casework and planning activities. Highlights included the 10,000th contribution to 'Enriching the List' and the high number of web visits to the National Heritage List for England pages.

12.2 Commission noted the Casework Report and Planning Bulletin.

13 HE Committee minutes

13.1 Commission noted the minutes and updates from recent sub-committee meetings, including the appointment of Rosemarie MacQueen as a member of the London Advisory Committee (LAC) and the appointment of Charles O'Brien as LAC Chair from 20 October 2016.

13.2 Commission noted:

- a the minutes of the 28 July 2016 Historic Estates Conservation Committee;**
- b the minutes of the 8 September 2016 Business and Finance Committee;**
- c the update from the 8 September 2016 Remuneration and Appointments Committee;**
- d the appointment of Rosemarie MacQueen as a member of the London Advisory Committee (LAC) and the appointment of Charles O'Brien as LAC Chair from 20 October 2016,**
- e the update from the 22 September 2016 London Advisory Committee; and**
- f the update from the 22 September 2016 Historic England Advisory Committee.**

14 Any Other Business

14.1 There were no further items of business.

15 Closed Session with the Chief Executive

15.1 Commission held a closed session with the Chief Executive only.

Siobhan O'Donoghue

October 2016

Financial information arising from 5 October 2106 Commission meeting

ARCHIVE Per Commission Paper	16/17	17/18	18/19	19/20
SR15 Budget incl savings	1448	1393	1393	1393
Third Party Licensing	21	22	27	32
Repro & Licensing	37	47	57	67
Priority Searches	94	120	126	132
Reprographic Fees	115	160	168	176
Publishing Royalties	2	2	2	2
EHT SLA Income	81	81	81	81
Income	350	432	461	490
Pay	1537	1469	1469	1469
Non pay	261	261	261	261
Expenditure	1798	1730	1730	1730
Actual net budget	1448	1298	1269	1240
Surplus above SR15	0	-95	-124	-153

PUBLISHING Income and Expenditure		16/17	17/18	18/19	19/20
		£000	£000	£000	£000
Summary of SR15 for Publishing					
	Target net expenditure	308	225	168	85
Existing Budgets	Sales (Print & electronic)	225	270	310	350
	Royalties, Licensing, Grants & Sponsorship	45	60	80	110
	Total income from existing activities	270	330	390	460
	Cost of sales	169	176	186	193
	Marketing, Distribution & Other	130	143	146	149
	Staff Costs	215	215	213	212
	Total Expenditure on existing activities	514	534	545	554
	Current Net Expenditure	244	204	155	94
New Business Case Revisions	Sales of previously free publications		1	2	3
	Crowd-funding	-5	1	9	12
	Publishing service to Heritage Sector	-9	-6	1	4
	Online shop	-5	-4	-3	-1
	Net income from new activities	-19	-8	9	18
	Revised Net Expenditure	263	212	146	76
	Surplus on SR15 target	-45	-13	-22	-9