

**MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF THE IRISH MUSEUM OF MODERN ART HELD AT THE
HILTON HOTEL, KILMAINHAM, DUBLIN 8 ON 13 SEPTEMBER 2022 AT 13.00 PM**

Present: David Harvey, Mary Apied, Dermot Dwyer, Emma Goltz, John Cunningham, Margot Lyons, Eva Kenny, Gerard Byrne

Apologies: None

In attendance: Annie Fletcher, Fintan McDonald (Company Secretary)

1 Conflict of Interest

All Directors confirmed that they had no conflict of interest in relation to the matters to be dealt with at this meeting.

2 Minutes of Previous Meeting

The minutes of the Board Meeting held on 14th June 2022 were taken as read.

Minutes were proposed for approval by JC, seconded by ML and approved.

3 Matters arising

No matters arising.

4 Director's Report

- a) The IMMA Outdoors programme has been very busy and well attended. The evening programme has been praised by the Late Nights taskforce.
- b) A list of artists has been agreed for the design competition for the Matheson Creative Hub. It is hoped that the outcome of the competition will be announced in January 2023.
- c) Earth Rising – a partnership has been agreed with Lioncor, whereby they are contracting with Reddy Architecture to build a structure in the courtyard.
- d) The Art & Ageing programme is being broadened to include a broader audience and will be called IMMA Horizons. IMMA is also looking at Art and Wellbeing and Inclusion programmes.
- e) IMMA Commemoration Conference will take place in November in the Lighthouse Cinema. The talks will also be broadcast live. There will be a major Commemoration exhibition in 2023-24, with a large emphasis on paintings.
- f) From 2024-26 there will be a large collection-based show in the West Wing.

- g) The Head of Engagement & Learning, Helen O'Donoghue, has retired. Helen has been a core part of IMMA's history having led the engagement programmes from the beginning. There are now two senior management vacancies, awaiting Department sanction.
- h) The works to upgrade fire security at the North Range commenced on 12th September. The contractor has indicated that no completion date can be confirmed before June 2023.
- i) The work on the sprinkler system at the off-site storage are not yet finished. The storage has been tidied and consolidated as a result of the full inventory check. ML & JC will make a visit over the coming weeks and report back to the Board on their observations.
- j) The recruitment process for the four Board vacancies continues.

5 IMMA Strategy 2022-26

The latest version of the strategy was circulated with the Board papers. Some minor changes have been made including the incorporation of comments from the Department to demonstrate alignment with Government and Department policies.

The Board approved the updated version of the strategy.

6 Earth Rising

The pilot event of IMMA's environmental festival will take place from 21st to 23rd October. The event will involve installations, workshops, performances and talks with over 70 artists taking part. The event is designed to involve young people and artists in addressing climate change, and it aims to create a platform for on-going dialogue among a group of artist-activists.

The festival will be an annual event and an important aspect is to bring architecture and design together. This year a structure will be placed in the courtyard sponsored by Lioncor who are using Reddy Architecture to design and build it. This was a late intervention but the plan is to have an annual competition to design and build a pavilion on site for the event.

7 IMMA's Global Learning and Research Centre - GLRC

A document was circulated with the Board papers outlining the planning for the GLRC. This is a five-year capital project that draws funds from the NDP. The GLRC will be at the cutting edge of best practice in on-line cultural resources. The goal of the project is to build a large on-line learning resource to be used by the general public as a source of information, to be used by schools as a support for their curriculum, and by specialists as part of IMMA's growing research database.

There is no new building involved in this project.

8 Finance, Audit & Risk Committee update – ML

1. ML reminded the Board that all Board members are equally responsible for risk management.

2. Two internal audit reports were presented to the committee covering Internal Financial Controls and Collections Management. Both reports were satisfactory. The main risk highlighted in the Financial Controls audit was the long-term management of pension cashflows as retirement dates can no longer be predicted with accuracy. Collections Management is improving, and the five-year inventory check is underway.
3. Old outstanding audit recommendations will be reviewed by the committee with a plan to clear them all by year end.
4. Risks to the 2022-26 strategy were discussed and the committee was satisfied that the executive are incorporating these into their business planning
5. The committee asked that the detailed departmental risk statements be circulated to the Board
6. The Risk Register was reviewed by the Committee and approved.
7. The Management Accounts were reviewed and are satisfactory.
8. The FARC Charter remains under review.
9. The company's legal status was reviewed by the committee and also the need to update the Memorandum and articles. These are matters for the Board rather than the FAR Committee.

9 **Finance**

Management Accounts – These were reviewed and are satisfactory. The forecast for the year remains close to the original budget and the management team is confident that there will be sufficient resources for the full year.

10 **Risk Register**

The Risk Register was circulated with the meeting papers. The main addition since the last meeting relates to inflation and the risk to programme funds. A further element of the inflationary risks is the escalation of utility costs. Talks are taking place with the Department on supplementary financing to cover these unanticipated increases.

11 **IMMA Satellite**

DH introduced the subject of an approach to IMMA to establish an art gallery, managed and curated by IMMA, outside Dublin.

The Board considered different aspects of the project. In general, it was welcomed as an intriguing prospect that could extend IMMA's reach and bring art closer to communities who are distant from Dublin.

The Board considered:

- a. The structure for IMMA's involvement, whether IMMA would be a provider of services or part of the entity controlling the project.
- b. If the running costs are to be met by IMMA, then funds need to be sought from the Department.
- c. If capital funds are required, then this will a procurement process with funds sourced from the NDP project.
- d. Should such a venture be seen as an extension of IMMA or an art project in its own right?
- e. The project does not form part of IMMA's strategy 2022-26 so it cannot divert IMMA from the delivery of that strategy.
- f. It is likely that IMMA does not have the resources to lead this project.
- g. Any regionalisation policy needs to be coherent with a careful selection of the preferred location.
- h. There are risks as to costs, both capital and running costs, and it must be clear where the risks of over-spending lie.
- i. IMMA currently has an outreach lending arrangement with regional galleries, and this project should not dilute this network.

The Board sought further clarification and will return to this discussion at the next meeting.

12 **AOB**

DH announced that he would be stepping down from his position as Chair of the Board. The timing had been pre-arranged with the Minister at the time of his re-appointment when certain matters remained outstanding. It was now time for a new Chair to embrace the new strategy. He would remain in place until a new Chair was appointed by the Minister.

13 **Close**

The next meeting is scheduled for 15th November 2022.

Chair