

**MINUTES OF THE MEETING OF THE
BOARD OF DIRECTORS OF THE IRISH MUSEUM OF MODERN ART HELD AT THE
ROYAL HOSPITAL KILMAINHAM, DUBLIN ON 14th MARCH 2021 AT 10.00AM**

Present: David Harvey, Dermot Dwyer, John Cunningham, Margot Lyons, Eva Kenny, Gerard Byrne

By Conference Call: Emma Goltz

Apologies: Mary Apied, Jane Dillon-Byrne

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

1 Welcome

DH welcomed the Board back to the first in-person meeting since February 2020. He extended his thanks to the Executive for managing the business through two difficult years of Covid-19 restrictions.

2 Conflict of Interest

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

3 Minutes of Previous Meeting

The minutes of the Board Meeting held on 9th November 2021 were taken as read.

Minutes proposed for adoption by JC, seconded by DD and approved.

4 Matters arising

None.

5 Director's Report

- a) The site is now open without restrictions and is fully operational.
- b) The Project Spaces will be redesigned as an Education and Learning space with an emphasis on innovative practice. This will be accomplished with support from Matheson in recognition of the work of our former Board Member, Tim Scanlon.
- c) An architectural audit of the south wing is being undertaken to assess how well the space is being used for visitor engagement.
- d) The Otolith exhibition, Xenogenesis, will be opening in July and a book on the exhibition will be launched in London on 31st March.
- e) The 2022 IMMA Programme of Events has been launched with a significant schedule of outdoor activities, including the IMMA Summer Party.

- f) In September 2022 IMMA will hold its first Art and Ecology event with talks and art prototypes.
- g) There will be a new programme of evening events in the Courtyard during the summer as part of the Late Nights Dublin initiative. Planning is in progress.
- h) Commemorations – There will be a conference in September on the theme of self-determination and a major exhibition in 2023.
- i) Work on the Strategic Assessment Report for the Collections and Learning Centre is continuing with a tender being prepared for architectural inputs.
- j) A submission has been made to the Department for capital funding for a major digitisation project to build a learning centre around IMMA's Collection and Archive.
- k) An application has been made to the Department for support for acquisitions.
- l) A publication to commemorate IMMA's 30th Birthday and to celebrate the Narrow Gate exhibition will be published by the summer.
- m) All staff are receiving training on the new Dignity at Work policy.

6 Finance, Audit & Risk Committee update - ML

- a) The FAR Committee met on 15th February.
- b) Crowe Ireland, the internal auditors, presented their review of the operation of the systems of internal control during 2021 and their commentary on the adoption of previous audit recommendations. The result was satisfactory. Crowe also presented Internal Audit reports on Payroll Administration and Shop Income. The results of these audits were satisfactory. The 2022 internal audit plan was presented with a new audit on stakeholder engagement.
- c) Crowe Ireland have now completed their first year of internal audit work and the Committee is happy with the quality of their work.
- d) The Management Accounts to December 2021 were reviewed. These will form the basis for the Financial Statements. The committee was satisfied with these.
- e) The 2021 Procurement Report was discussed at the committee and was happy that procurement is compliant with the Procurement policy.
- f) Departmental Risk Statements and the Risk Register were reviewed, and the Committee was pleased to see advances in the quality of these reports.

7 Finance

The Management Accounts to December 2021 and to February 2022 were presented and discussed. The Board was happy that 2021 returned a positive financial result.

8 Board Self-Assessment

The report on the 2021 annual Board self-assessment was discussed. Overall, the report concludes that the Board is satisfied with its performance. It was agreed that the FAR Committee would review the format and content of the next self-assessment questionnaire, and also consider how the executive could reflect on the performance of the Board.

9 Risk Register

The updated Risk Register was circulated with the meeting papers. The FAR Committee reviewed the register in detail at its February meeting. One further risk has been added since then concerning the conflict in Ukraine. The possible consequences of the war were discussed, and the executive was asked to remain alert to potential cyber-attacks and to the costs of inflation. The Board also asked the Executive to consider ways to make contact with Ukrainian and other refugee artist communities.

10 AOB

The Board discussed the assistance received from the Department during the last two years of Covid-19 disruption. It was acknowledged by the Board that the Department has taken on a considerable amount of additional work and continued to be of great support to IMMA. They asked that the Director convey their appreciation of the Department's support.

11 Close

The next meeting is scheduled for 12th April 2022.

Chair