



Commission

Final Minutes of the 341st meeting held on 22 June 2023 at Cannon Bridge House, London, EC4

Commissioners present: Laurie Magnus (Chairman)
Sandie Dawe
Ben Derbyshire
Sandra Dinneen
Paul Farmer
Jane Gibson
Julie Kenny
Jonathan Marsden (by VC)
Patrick Newberry (for part, by VC)
Robert Sackville-West
Richard Upton
Sue Wilkinson

Staff present: Duncan Wilson, Chief Executive
Michael Bishop, Director of Corporate Strategy & Business Improvement
Liz Bushell, Director of Corporate Services
Claudia Kenyatta, Director of Regions
Ian Morrison, Director of Policy & Evidence
Siobhan O'Donoghue, Head of Governance (notes)
Amy Pitts, Director of Communications & Public Engagement
Julia Ward, Head of the Chairman & Chief Executive's Office
Andrew Wiseman, General Counsel & Corporate Secretary

Others present: Gerard Lemos, Chair, English Heritage Trust (for part)
Kate Mavor, Chief Executive, English Heritage Trust (for part)

1 Apologies, announcements and Declarations of Interest

- 1.1 Attendees were welcomed to the meeting. In particular, a warm welcome was extended to Commissioner Dame Julie Kenny, attending her first meeting.
- 1.2 Apologies had been received from Commissioners Nairita Chakraborty, Professor Helena Hamerow, David Laing and Patrick Newberry (although Patrick would join virtually for Item 7, Financial Update, and Item 8, 2022-23 Annual Report & Accounts).
- 1.3 Commissioners congratulated Chief Executive Duncan Wilson, who had been awarded a CBE for services to heritage in the Birthday Honours.
- 1.4 Commissioners noted with sadness the recent death of Pam Alexander, Chair of the Heritage Alliance and former Chief Executive of English Heritage.

Declarations of Interest

- 1.5 Commissioner Ben Derbyshire declared a general interest in relation to the national blue plaque scheme, which was referenced in several papers, as he was brother-in-law to the EH Trust Curatorial Director. Commission noted the declaration of interest.

2 Minutes of 29 March 2023 Commission meeting and matters arising

2.1 The minutes of the 340th Commission meeting held on 29 March 2023 were approved as a correct record, subject to reflecting that Commission had ‘applauded’ the presentation on Historic England’s Heritage Crime work.

2.2 **Commission approved the minutes of the 340th meeting held on 29 March 2023 as a correct record.**

3 Chairman’s Report

3.1 The Chairman presented his regular report, which detailed activities since the last meeting and forthcoming events. Recent highlights included visits to Chatham, Bradford (UK City of Culture 2025), and Grimsby. All had highlighted the positive relationships between Historic England regional teams and local stakeholders.

3.2 Appointment of a new Historic England Chair: Commission was disappointed that an announcement had not yet been made regarding the appointment of a new Chair from 1 September 2023, and noted the potential impact any further delay might have on an orderly handover. **Commission agreed that its concerns should be conveyed in a letter to DCMS.** Should a new Chair not be in place for 1 September 2023, Commission supported the proposal that Deputy Chair Sandra Dinneen should act as interim Chair. [Secretary’s note: the appointment of Lord Mendoza was announced by the Secretary of State on 9 August 2023].

ACTION: Chairman

3.3 Re-appointment of Commissioners: There was no update regarding the re-appointment of Commissioners Ben Derbyshire, Professor Helena Hamerow and Sue Wilkinson, whose current terms expired on 31 August 2023; nor on the re-appointment of Sandie Dawe, whose term expires on 31 December 2023. [Secretary’s note: Ben Derbyshire and Professor Helena Hamerow were re-appointed for a further term of four years on 7 September 2023 and Sue Wilkinson’s and Sandie Dawe’s terms were extended for a further nine months].

3.4 **Commission noted the Chairman’s report.**

4 Chief Executive’s Report

4.1 The Chief Executive presented his regular report, which included a dashboard summarising organisational performance and principal updates from each Group since the last meeting.

4.2 Highlights included progress of the Levelling Up & Regeneration Bill and engagement with DCMS and DLUHC on related matters, and support to Government on the Energy Efficiency Review (EER) and associated report. Historic England continued to develop its Climate Change communications plan, pending publication of the Historic England Advice Note (HEAN), the timing of which was dependent on release of the EER report.

4.3 National Blue Plaque scheme: The expectation was that Historic England would be asked to administer a national plaque scheme outside of London, with the London Blue Plaques programme remaining with the English Heritage Trust for at least the duration of the current licence. Commission welcomed the potential opportunities that a national scheme would bring and emphasised the importance of delivering a high quality ‘demonstrator’ programme. It would also be important to learn from, and complement, the London plaque scheme and other local initiatives.

- 4.4 2023 Pay Award: At its meeting on 24 May 2023, the Remuneration & Appointments Committee had endorsed Historic England's proposed approach to implementing the 2023 pay remit, considering a range of factors including affordability. The Government pay remit had been subsequently updated to include an additional £1,500 one-off non-consolidated payment to staff. Historic England was considering cost implications, which equated to an additional £1million in 2023-24.
- 4.5 Performance dashboard: Commission noted and discussed the updates and RAG-ratings for major programmes, including contested heritage, the digital strategy, emergency funding programme closure activities, Heritage Action Zones, and the Hamish Ogston Foundation Heritage Building Skills programme. Regarding the digital strategy, several key roles had now been filled and the project was on budget. **Once published, the contested heritage reinterpretation case studies would be shared with Commission.**

ACTION: Contested Heritage programme SRO

- 4.6 Estates Strategy: The Strategy Project Board was working toward initial findings in autumn and conclusions by the end of the calendar year. Commission noted the activities underway, including data gathering on current office usage, staff requirements and working patterns, office culture and environment. The Strategy would also take into account opportunities around leases across the office estate.
- 4.7 Hamish Ogston Foundation: The Hamish Ogston Foundation had confirmed co-funding for a six-month research programme to investigate potential models for the long-term, sustainable expansion and delivery of the successful Heritage Building Skills programme.
- 4.8 Research News digital magazine: The latest edition focused on Historic England's collaborative research programmes with higher education institutions and other agencies, and highlighted several projects showcasing the breadth and value of Historic England's research activity.
- 4.9 Commission noted other matters covered in the Chief Executive's Report and appendices, including the launch of the *Hi! Street Fest* in Lowestoft, as part of the High Streets HAZ Cultural Programme; the update on the Environmental Impact Plan 2023 and the importance of integration and collaboration across agencies; casework updates, including Bramshill in Hampshire; progress in establishing the Levelling Up Places advice service; and progress across the Shrewsbury Flaxmill Maltings site.

4.10 Commission noted the Chief Executive's report.
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5 Shrewsbury Flaxmill Maltings (SFM): residential development and wider site disposal

- 5.1 Further to the general SFM update provided within the Chief Executive's Report, the Director of Corporate Strategy & Business Improvement presented a proposed approach for 'Stage 3' of the SFM redevelopment masterplan, which focused on the wider site redevelopment including the new residential scheme.
- 5.2 The current disposal route, supported by the existing outline planning consent, was for Historic England to go to the market in July 2023. Instead, a more considered and detailed approach to the tendering and disposal of the site was now being proposed, which would give Historic England greater control over the quality of the final scheme. If agreed, the revised approach was expected to extend the current disposal period from July 2023 to winter 2023/24.

- 5.3 Commission was supportive of the revised approach, and agreed the importance of delivering an exemplary ‘benchmark’ scheme at the Flaxmill, noting the potential reputational consequences of a poor-quality scheme.
- 5.4 On behalf of Commission, the Chairman thanked Commissioner Richard Upton for his advice and constructive challenge on the scheme.

5.5 Commission approved the proposal to develop further the Shrewsbury Flaxmill Maltings residential scheme (beyond the current outline consent) before seeking a development partner.

6 Draft Historic England Framework Document

- 6.1 Commission received the final draft Framework Document between Historic England and DCMS which set out Historic England’s core responsibilities and priorities, as well as the broad governance and accountability framework within which Historic England and DCMS operated.
- 6.2 Subsequent to the circulation of the draft Framework Document with the papers, the Freedoms Charter (Annex B) had been approved by HM Treasury and shared with Historic England, and a final version of DCMS Commercial Requirements (Annex C) had also been received. It was agreed that final approval of any subsequent minor amendments be delegated to the Chairman and Chief Executive for approval.

6.3 Commission:

- a reviewed and approved the Framework Agreement document; and**
- b delegated final approval of any minor amendments and Annexes B and C to the Chairman and Chief Executive.**

7 Financial Performance

- 7.1 The Director of Corporate Services presented the financial position as at May 2023 and highlighted the following points:
- a A new line had been included in the overall Income & Expenditure table to reflect performance of the ‘Historic England group’ as this was the basis on which DCMS assessed financial performance.
 - b At this early point in the financial year, the year-end forecast was for a balanced budget.
 - c An interim delegation letter had been received from DCMS confirming the baseline allocation for 2023-24, which was in line with expectations.
 - d As reported earlier in the meeting, implications of implementing the non-consolidated one-off £1,500 pay remit payment were being considered, including a review of budgets and consideration of recruitment control measures. There were likely to be knock-on budget implications in future years. **It was suggested that the Remuneration & Appointments Committee might usefully explore pay issues further as part of a broader and more strategic discussion around pay at its next meeting.**

ACTION: Director of Corporate Services / Head of Human Resources

- e Regarding the national blue plaques scheme, it was confirmed that the business case was based on additional Grant-in-Aid funding from DCMS, funding from HE budgets, as well as fundraising income over a three-year period.

7.2 Commission noted the financial position for May 2023.

8 Draft 2022-23 Annual Report & Accounts

- 8.1 The Director of Corporate Services presented the draft 2022-23 Annual Report & Accounts (ARA), which had been reviewed in detail by ARAC at its 8 June 2023 meeting. Although no significant issues were anticipated, the NAO's audit was ongoing and, as such, Commission was being asked to delegate authority to ARAC to approve the final accounts upon receipt of the NAO's Audit Completion Report. The expectation was that the 2022-23 Annual Report & Accounts would be laid before Parliament in advance of the summer recess (20 July 2023).
- 8.2 The Chair of the Audit & Risk Assurance Committee drew attention to the prior year adjustment, which related to a change in accounting treatment of the New Model subsidy. This had been considered in detail by ARAC, and the Financial Controller had provided a thorough and clear explanation of this particularly complex matter.
- 8.3 The ARAC Chair commended the Historic England teams on the considerable effort and achievement in getting the ARA schedule back to a pre-pandemic timetable. On behalf of Commission, the Chairman thanked the teams involved with producing the draft 2022-23 Annual Report & Accounts.

8.4 Commission:

- a **noted that the Audit & Risk Assurance Committee (ARAC) had reviewed the draft 2022-23 Annual Report & Accounts, and considered the related NAO oral report, at its meeting on 8 June 2023;**
- b **noted and endorsed the assurance statement as set out in the report for inclusion in the Accountability Report of the 2022-23 Annual Report & Accounts;**
- c **approved the draft Annual Report & Accounts for the year ended 31 March 2023 and delegated final approval for any final amendments to ARAC, along with review of the final NAO audit completion report; and**
- d **authorised the Chairman and the Chief Executive to sign the Annual Report & Accounts for the year ended 31 March 2023 on behalf of the Commission, subject to the ARAC review (as per 8.4c, above).**

9 English Heritage Trust performance

- 9.1 The EH Trust Chief Executive was welcomed to the meeting. Financial performance at 2022-23 year-end was positive overall, with +2% better than budget income, including +5% on admissions income. Year-end membership income was lower than budget, reflecting various factors including cost-of-living pressures and the recovery of outbound tourism. Commercial income was on budget and included a positive variance on retail income.
- 9.2 Noting that 31 March 2023 marked the conclusion of the eight-year New Model period, the EH Trust Chief Executive reflected on the extraordinary journey since de-merger and the considerable achievements in exceeding New Model targets, despite the challenges of the

pandemic and, more recently, the cost-of-living pressures. Areas of focus for the immediate future would be membership, particularly retention, and organisational wellbeing.

- 9.3 The EH Trust Chief Executive, who was stepping down from the role at the end of June 2023, reflected on what a great privilege it had been to lead the organisation, and thanked the HE Chairman and Chief Executive for their support and partnership working. The EH Trust Chief Executive and Commissioners also reflected on what were likely to be the key challenges and opportunities for her successor, and for the Trust, as well as the wider sector, and the importance of continued partnership working between Historic England and the Trust.
- 9.4 On behalf of Commission, the Chairman paid tribute to the EH Trust Chief Executive and her significant role in the organisation's success. Commissioners conveyed their best wishes for the future. The current EH Trust Chief Operating Officer would be taking on the role of interim Chief Executive from 1 July 2023 with the full support and confidence of the outgoing Chief Executive and Trust Board.

9.5 Commission noted the update on the English Heritage Trust's performance.

10 2022-23 Corporate Performance and Risk

- 10.1 The Director of Corporate Strategy & Business Improvement presented the full-year results of performance against the Key Performance Indicators (KPIs) as agreed with DCMS and as reflected the 2022-23 Corporate Plan. It was noted that revised KPIs reflecting new strategic priorities were in development. Overall, the KPIs indicated a year of strong performance for Historic England, although there were some areas where performance had dropped slightly, and commentary was provided to give more context to these results.
- 10.2 Commission also received the current risk register, noting that this was reviewed by risk owners on a monthly basis, by Executive Team quarterly, and by the Audit & Risk Assurance Committee at each full business meeting. A small number of changes had been made to the register following the Committee's 8 June 2023 meeting.
- 10.3 Commission discussed Risk 7 (damage to corporate reputation), which had a post-mitigation red RAG-rating, and noted that the Audit & Risk Assurance Committee had also discussed this risk, and the associated risk around IT security and cyber-attacks, in detail at its last meeting. It was agreed that the rating was appropriate.

10.4 Commission noted and commented on the year-end summary of corporate performance and the current Corporate Risk Register.

11 HAZ and High Streets HAZ update

- 11.1 The Director of Regions presented the six-monthly update on the Heritage Action Zone (HAZ) portfolio, which included overviews of HAZ Rounds 1-3, the High Streets HAZ programme, a look ahead to future work, and key data and illustrative examples. Overall, the HAZ and High Streets HAZ programmes were in good shape. The focus for both programmes was now on effective closedown, evaluation, programme legacy, and consideration of 'what next', including possible models for future place-based programmes.
- 11.2 The following points were highlighted:

- a Close-down and evaluation of HAZ Round 2 schemes was underway. As reported previously, Round 2 schemes had proved more challenging than other Rounds, in large part due to the impact of the pandemic. Nevertheless, there had been good progress and the picture had improved in terms of spend against forecast and improved metrics.
- b Lessons from Rounds 1 and 2 had informed Round 3, and these schemes were performing well as they entered their final year.
- c The High Streets HAZ programme had been designed to see the bulk of spend in Years 2 and 3. Careful re-forecasting and re-profiling, additional funding from DCMS, and underspends in HE grants budgets, had helped ensure delivery to budget in Year 3. An approx. £1million overspend was forecast for Year 4, which was the final year of the programme.
- d As well as capital works, there were high levels of activity across the High Streets HAZ schemes with public engagement and cultural programmes. In some places, the impact of the High Street HAZ programmes had been transformational.
- e Both the *Hi! Street Fest* and *Picturing High Streets* programmes were live and running across the country. As the programme entered the final year, integrated public engagement and communications would continue to be a key focus for teams, as well as legacy arrangements.
- f A particular highlight of the programme had been the visibility and prominence of High Streets HAZ branding across schemes, and there were possible lessons to take forward for other Historic England grant programmes.
- g As this was the final year of the programmes, discussions with DCMS, DLUHC and other partners were turning to ‘what next?’ The High Streets HAZ Strategic Programme Board was holding a workshop on legacy and possible future approaches as part of its next meeting on 23 June 2023.

11.3 Commission welcomed the update on the programmes and steps underway to ensure effective closedown and legacy. The HAZ and High Streets HAZ programmes had been a considerable part of Historic England’s work and identity in recent years; they were a rich source of learning from across local communities, and also in terms of interaction with government, agencies and other partners, and for how Historic England worked. Commission discussed the importance of extracting the maximum possible value and learning from the programmes in terms of: sharing knowledge; influencing Government; other opportunities for advocacy; links with other agenda (such as health & wellbeing, and volunteering); and how Historic England’s own teams might work in future.

11.4 **Commission noted the updates on the HAZ portfolio including HAZ Rounds 1-3, High Streets HAZ, closedown activities, evaluation, communications & public engagement, and a look ahead.**

12 Culture Recovery Fund – HE Emergency Funding programme closure

- 12.1 The Director of Regions introduced the paper and gave an on-screen presentation summarising the key findings from the Historic England Emergency Funding Programme closure report, which covered evaluation of the Culture Recovery Fund (CRF) for Heritage and the Heritage Stimulus Fund (HSF), as well as lessons learned by the programme team.
- 12.2 The presentation covered: the background to the funding; the value of initial data-gathering and analysis; the aims and objectives of each of the funding streams; how Historic England had deployed resources including staff redeployment and new fixed term posts; delivery

mechanisms including partnership working; key evaluation findings; and the lessons learned, opportunities and legacy for Historic England. The presentation was supported by illustrative examples of the recipients and the types of projects supported by the funding.

12.3 Commission noted the summary of the Historic England Emergency Funding Programme closure.

13 Historic England Committee minutes and updates

13.1 Commission noted the minutes and updates from recent sub-committee meetings.

13.2 Commission noted:

- a **the minutes of the 23 March 2023 SFM Strategic Programme Board;**
- b **the minutes of the 19 April 2023 Historic Estate Conservation Committee;**
- c **the minutes of the 27 April 2023 London Advisory Committee;**
- d **the minutes of the 27 April 2023 Historic England Advisory Committee; and**
- e **oral reports from other recent sub-committee meetings.**

14 Casework Report and Planning Bulletin

14.1 Commission received its regular update on Historic England's business critical casework and recent and forthcoming planning developments.

14.2 Commission noted the Casework Report and Planning Bulletin.

15 Any Other Business

15.1 Forthcoming events and activities included the 5 July 2023 Summer Reception and the next regional Commission visit on 13 & 14 September 2023, which would be hosted by the North East regional team.

15.2 Commission noted with regret that this was the last meeting attended by the Head of Governance, who was leaving Historic England at the beginning of September 2023. Commissioners thanked her for her support and friendship over the years and conveyed their very best wishes for the future. The Chairman thanked Commission colleagues, past and present, for their tremendous contribution both at Commission meetings and as members of advisory committees and panels.

15.3 On behalf of Commissioners and staff, the Chief Executive paid tribute to Sir Laurie Magnus, whose term as Historic England Chairman ended on 31 August 2023. Sir Laurie was hugely admired and respected across the organisation, the sector and beyond, and would be greatly missed by colleagues at Historic England. Commissioners paid tribute to his insight, passion, and enthusiasm in championing the importance of heritage, and conveyed their very best wishes for the future. In response, Sir Laurie reflected on his tenure as Chairman - including his chairmanship of 59 Commission meetings - and other personal highlights. He also paid tribute to Historic England staff, in particular Duncan Wilson as Chief Executive, and members of the Executive Team.

15.4 There were no further items of business.

16 Closed Session

- 16.1 Commission held a closed session, which included consideration of the 2022-23 Commission Annual Appraisal and Review and the report on the 2022-23 external review of the Board's effectiveness.

Siobhan O'Donoghue
June 2023