**Minutes of the 158th Meeting of the**

**Royal Botanic Garden Edinburgh (RBGE) Board of Trustees**

**on Wednesday 2 December 2020 at 1330**

**via Microsoft Teams**

**Present:** Mr Dominic Fry Chair of Trustees

Mr Raoul Curtis-Machin Trustee

Prof Beverley Glover Trustee

Dr David Hamilton Trustee

Dr Ian Jardine Trustee and Chair of the Audit Committee

Prof Thomas Meagher Trustee and Chair of the Science Advisory Committee

Ms Diana Murray Trustee

Prof Ian Wall Trustee and Chair of the Investment Committee

**In Attendance:** Mr Simon Milne Regius Keeper

Mr Ian Brown Head of Finance

Ms Kari Coghill Director of Enterprise and Communication (Items 1-10)

Mr John Dunn PMP (Item 9.2)

Prof Pete Hollingsworth Director of Science and Deputy Keeper

Ms Emma Lacroix Director of Development

Mr Kevin Reid Director of Horticulture and Learning

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **OPENING ITEMS:** |  |
| **1.0** | **Apologies**  There were no apologies received. |  |
| **2.0** | **Trustees’ Conflicts of Interest**  No conflicts of interest were reported. |  |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 30 September 2020**  The Minutes of the Meeting held on Wednesday 30 September 2020 were accepted as a true record of the meeting.  **ACTION:** The PA to the Regius Keeper would place a copy of the approved Minutes in the Library, on the General Drive, RBGE Website and circulate by e-mail to the Trustees. | **PA to the**  **Regius Keeper** |
| **4.0** | **Matters Arising**  The Director of Development would continue to update the Board of Trustees on fundraising progress. The Trustees asked that they be notified of the results of any significant actions that would benefit from their consideration. Mr Curtis-Machin would continue to discuss ideas for increased income generation with the Director of Enterprise and Communication. |  |
| **5.0** | **Chair’s Update**  The Chair reported that he had now been in position for a year and highlighted:   * He and the Consul General of Japan had planted a tree in Benmore Botanic Garden on Wednesday 7 October 2020 and the RBGE had been offered Sakura cherry trees to plant at all four Gardens as part of the Japan-UK Season of Culture. * He was now involved in the Racial Justice Working Group which would consider the RBGE’s history, consider ways of working and create an Action Plan. * He had given the vote of thanks to the Edinburgh Medal 2020 recipient Sunita Narain (Indian environmentalist and political activist). * He had attended a variety of the very high quality RBGE events held on-line. |  |
| **6.0**  6.1  6.2  6.3  6.4  6.5 | **Regius Keeper’s Update**  The Regius Keeper invited the Directors to provide updates on key areas.  Science  The Director of Science and Deputy Keeper reported that staff had returned from furlough. The Science Strategy was being worked on. The Edinburgh Journal of Botany had been published. There would be a change in data management in the collections as migration to a new database was being implemented. Three 350th Science lectures had been held on-line ‘Trailblazers: the story of the Botanics’ inspirational early leaders’, ‘A Global Garden: the Botanics and its international connections’ and ‘Halting Plant Extinction’. Work was being undertaken on digitising the Herbarium in collaboration with other organisations and the Botanics Foundation had committed £395k in principle over three years to fund four digitisers to digitise 500,000 to one million specimens. Grant applications were being worked on and RBGE were working with NatureScot on two joint projects. The Director of Science and Deputy Keeper had received a Nature of Scotland Innovation Award for an RBGE led project in collaboration with other organisations on **‘Conserving genetic diversity – helping nature to help itself’. Trustees asked about the potential impact of BREXIT on** research funding and grants. At present access to future European Union funding was unclear.  Development  The Director of Development reported that it had been a challenging year for the Team. On-site specialist recruiters had been used at the Edinburgh Garden and as a result the Membership programme had exceeded the recruitment target and the retention rate was stable. A nine month recruitment campaign would be undertaken starting in March 2020. Visitor giving had increased with the introduction of contactless donations. The annual Botanics Response Fund had been launched in November 2020 and was doing well. Major gifts fundraising was a challenge in the current climate and the RBGE’s Non Department Public Body status had limited access to some emergency grant programmes. Fundraising asks had been increased and £400k had been received in pledges to date.  Horticulture  The Director of Horticulture and Learning reported that the Horticulture Team were working on the enabling works in relation to Edinburgh Biomes and they were working with the Marketing and Communications Teams to keep visitors updated. The Market Garden was being relocated into the Demonstration Garden. The Sibbaldia Conference had been held successfully on-line as part of the 350th events programme. Education had introduced on-line programmes which had resulted in an increased number of students. It was noted that 20% of students were from outside the UK which represented 55 different countries worldwide. During lockdown Marley’s School of Garden Magic had been introduced to assist parents with home schooling. The MSc and post graduate courses were adapting to on-line learning. The Trustees suggested that an annual international horticulture conference be considered.  Enterprise and Communication  The Director of Enterprise and Communication reported that since the Gardens had reopened (following changes in the Scottish Government COVID-19 regulations) there had been 245,000 visitors to the Edinburgh Garden and the Regional Gardens had matched last year’s visitor figures. It was noted that visitations were weather dependent and Inverleith House had reopened as Climate House with an exhibition ‘Florilegium: A Gathering of Flowers’. An art installation ‘Golden Monkey’ had been installed on the side of Inverleith House and would return to celebrate the Chinese Spring Festival and the Conference of the Parties (COP) (which would be held in Kunming, China in 2021). A perfume, made in collaboration with Kingdom Botanica, had been launched for the 350th Anniversary. The visitor facilities would be updated with an Edinburgh shop refit, a new admissions desk and the Terrace Café and John Hope Gateway Cafes refurbished. The commercial event sales would be taken in-house. Christmas at the Botanics would go ahead within COVID-19 restrictions.  Regius Keeper  The Regius Keeper reported that recruitment was underway for the new post of Edinburgh Biomes Programme Director and Prof Wall and Dr Hamilton had assisted with the process. Dr Jimmy Ratter had died after working as a distinguished tropical botanist at the RBGE for 55 years. Work was being undertaken on updating the ‘Framework Agreement’ (the governance and accountability agreement with the Scottish Government) and would come to the Board of Trustees for consideration. |  |
|  | **DECISION ITEMS:** |  |
| **7.0** | **Strategic Performance Dashboard**  The Regius Keeper presented a draft Strategic Performance Dashboard which reflected the comments made by the Board of Trustees and the Senior Management Team and comprised a mix of performance indicators (with targets) and input/output data, showing trends where applicable. Trustees suggested that:   * The inclusion of figures over several years would assist them in drawing conclusions. * A chart be added to show the total number of specimens and cumulative digitisation over time to follow the herbarium digitisation trends. * Information on digital engagement should be included to identify the quality (rather than just the quantity of visitors) of the visitor experience. * The benchmarking of visiting trends against other attractions be included to show context.   It was noted that the document could be used as standalone information but would also be attached to the Quarterly Performance Reports. The Trustees approved, in principle, the implementation of the Strategic Performance Dashboard in financial year 2021/2022 subject to the inclusion of their suggestions.  **ACTION:** The Regius Keeper would arrange for the Trustees’ requests to be included and the document implemented in financial year 2021/2022. | **Regius Keeper** |
| **8.0** | **Approval of Annual Report and Accounts 2019/2020**  The Head of Finance reported that an unqualified audit opinion had been received from Audit Scotland. The financial position at the year end was that the RBGE reported a loss on unrestricted funds of £184k with a negative reserve position of £105k due to the COVID-19 pandemic which had affected income streams and increased costs. Work was underway to rebuild the reserve position at the 2020/21 year end. Trustees recognised the difficult circumstances that this work had been undertaken in. Trustees asked if the benefit to the organisation of the work undertaken by volunteers could be recorded. The HR Team were now managing the volunteers and the database Raisers Edge would be used to record relevant data in the future. The Trustees asked about the incorrect inclusion of two invoices in the creditors balance and were advised that new processes had been put in place to monitor and report on invoices monthly. The Board of Trustees agreed that the Chair and Regius Keeper should sign the accounts after the meeting.  **ACTION:** The Head of Finance would arrange for the Chair and Regius Keeper to sign the Annual Report and Accounts 2019/2020. | **Chair/**  **Regius Keeper** |
|  | **DISCUSSION ITEMS:** |  |
| **9.0**  9.1  9.2  9.3  9.4 | **Edinburgh Biomes**  The Regius Keeper provided an update.  Governance Structure  A proposed Edinburgh Biomes Governance Structure and Operational Governance Structure was presented for consideration. Trustees noted that staff would be kept closely engaged with the project. The Board were supportive of the proposed governance structure proposals.  Contractor Section  Mr Dunn reported that the original costings provided by Arcadis were to achieve a budget of £70M. Under the SCAPE contractor selection process McLaughlin and Harvey had subsequently prepared detailed costs for the project (which had differed from the costings provided by Arcadis). New cost consultants, Gardiner and Theobald, had been appointed (to replace Arcadis cost consultant) and were currently updating the cost plan but it was thought likely that there would be an increase in costs. Under the SCAPE process an alternative contractor Balfour Beatty had now been appointed to make a comparative submission within a six to eight week period. This would allow the RBGE to decide on a preferred contractor and to obtain best value in January 2021. This additional step had resulted in a delay to the programme.  Glasshouse ‘0’  The Director of Enterprise and Communication would circulate a link to a video which would show a fly through of the updated design.  **ACTION:** The Director of Enterprise and Communication would circulate a link to the video of the updated design for Glasshouse ‘0’.  Fundraising  The Director of Development reported that a revised cost plan and timetable was awaited from the cost consultants and the funding profile from the Scottish Government. She would then be able to amend the fundraising targets. The first meeting of the Fundraising Advisory Group would take place in February 2021. The Trustees noted the need to communicate to potential funders and supporters that the Project was not fully funded by the Scottish Government and that major philanthropic support was required. | **Director of Enterprise and Communication** |
| **10.0** | **Risk Review and Risk Register 2020/2021**  The Regius Keeper reported that the Board of Trustees were invited to review the summary Risk Register (the full document with mitigating actions had been circulated separately for information). An additional column had been added to the summary to show the change from the Q1 risk score. Trustees had previously suggested that it would be useful to see the mitigating actions which the Audit Committee received to allow them to fully assess the Risk Register and this had been considered. Trustees were reminded that once a year the Board of Trustees reviewed all the risks on the full Risk Register with mitigating actions and at the three subsequent meetings considered the red and amber risks. It was highlighted that with some risks, the mitigated score was higher than the original score. The Trustees were informed that the original score was the score when the risk was originally identified but this could change over time. A column would be included that would show the current risk score without mitigation.  **ACTION:** The Head of Finance would arrange for an additional column to be included detailing the current unmitigated risk score, and mitigating actions would be included in the triannual review of red and amber risks. | **Head of Finance** |
|  | **INFORMATION ITEMS:** |  |
| **11.0** | **Science Presentations**  Peter Moonlight (Research Associate) a former MSc student, who had then undertaken a PhD on Begonia, and now worked on tropical dry forest monitoring in Brazil at the RBGE gave a presentation on ‘Understanding Mega-Diversity in Begonia, Understanding the Mega Diverse Dry Forests’. Natalia Contreras Ortiz (PhD Student) gave a presentation on ‘Chocolate Wild Relatives’. Antje Ahrends (Head of Genetics and Conservation) gave a presentation on ‘Biodiversity and Livelihoods’. The Chair, on behalf of the Board of Trustees, thanked the scientists for their fascinating updates on their areas of research. |  |
| **12.0** | **Records Management Update**  The Director of Science and Deputy Keeper reported that he had temporarily taken over the overview role in this area until a new Director of Resources and Planning was appointed. The Records Management Plan had been updated which demonstrated the RBGE’s ongoing commitment to effective records management. The Keeper of the National Records of Scotland was supportive of the RBGE’s engagement with the process. The Board of Trustees suggested that it would be important to keep a distinction between busines records and archives. |  |
| **13.0** | **Update on Equalities (Progress with Racial Justice Working Group)**  The Director of Science and Deputy Keeper reported that he had temporarily taken the overview role in this area. Work on the accessibility of the RBGE website was being undertaken to ensure compliance. The captioning of the thousands of scientific images was being considered as there was a requirement to make them more accessible to the public, but they were used predominantly as a scientific resource. Work was underway on the consideration of equalities across all protected characteristics. A Racial Justice Working Group was considering how the RBGE could improve in this area in the future and a scoping exercise was being undertaken to standardise the way of working with the five subgroups on History, Heritage and Art, Data and Collections, Public Engagement and Education. A report would be prepared for the Spring of 2021. The RBGE was working closely with the Royal Botanic Gardens, Kew in this area. HR and Education were considering the support and resources required for staff/students from Black, Asian and Minority Ethnic (BAME) backgrounds. |  |
| **14.0** | **Finance Report for the Period to 31.10.20**  The Head of Finance presented his report and highlighted that a surplus on unrestricted funds was being forecast. Work was underway to rebuild the reserve position at the 2020/21 year end. However, the target of £100k in the reserves at the end of each financial year would be a challenge to achieve this year. The estimated costs of COVID-19 were approximately £2M and additional funding had been received from the Scottish Government. The Budget figures from the Scottish Government for the financial year 2021/2022 would be confirmed on 28 January 2021. It was noted that the construction of the Edinburgh Biomes would result in a loss of income during the closure of the glasshouses. |  |
| **15.0** | **Estates, Property Maintenance and Capital Project Updates**  The Head of Estates had prepared a report and the Director of Horticulture and Learning highlighted that he was working on controlling cost variations on projects. The Carbon Management Plan would aim to achieve a 75% reduction in the next nine years. The Annual Performance Report had been submitted to the Scottish Government which presented opportunities for the RBGE. |  |
| **16.0** | **Report of the Science Advisory Committee**  The Chair of the Science Advisory Committee updated Trustees. A virtual meeting was held on Tuesday 1 December 2020. They considered the impact of the return to work of staff from furlough and their future work plans, the transition of the MSc course to on-line learning, staff welfare and productivity expectations, the Science Strategy, the structures in Science Division, Edinburgh Biomes, Science updates, the 350th anniversary activities which had moved on-line and the changes to the database systems. |  |
| **17.0** | **Report of the Audit Committee**  The Chair of the Audit Committee presented his report which assisted the Board of Trustees in fulfilling their governance role. The Scottish Government had asked auditors to include a question on governance and transparency in their audits and as a result Audit Scotland had highlighted this area in their Report. It was agreed that the Chair, Chair of the Audit Committee and Regius Keeper would reconsider the issue of transparency in 2021 and provide a definitive response to Audit Scotland.  **ACTION:** The PA to the Regius Keeper would organise a meeting with Chair, Chair of the Audit Committee and Regius Keeper in the new year to consider the transparency of the Board. | **PA to the Regius Keeper** |
|  | **CLOSING ITEMS:** |  |
| **18.0**  18.1  18.2 | **Any Other Business**  Board Papers  The Trustees were content with the information in the papers they received for Board meetings.  Future Meetings  The Trustees advised that it was hoped that some future meetings could be held in person when the guidance allowed. The Chair was keen to improve the experience for Trustees and would welcome any feedback. |  |
| **19.0** | **Arrangements for the Next Meeting**  The next meeting would be held on Wednesday 3 March 2021. |  |

**Jennifer Martin**

PA to the Regius Keeper

2 December 2020

**ANNEX 1**

**Summary of Actions**

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **OPENING ITEMS:** |  |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 30 September 2020**  **ACTION:** The PA to the Regius Keeper would place a copy of the approved Minutes in the Library, on the General Drive, RBGE Website and circulate by e-mail to the Trustees. | **PA to the**  **Regius Keeper** |
|  | **DECISION ITEMS:** |  |
| **7.0** | Strategic Performance Dashboard  **ACTION:** The Regius Keeper would arrange for the Trustees’ requests to be included and the document implemented in financial year 2021/2022. | **Regius Keeper** |
| **8.0** | Approval of Annual Report and Accounts 2019/2020  ACTION: The Head of Finance would arrange for the Chair and Regius Keeper to sign the Annual Report and Accounts 2019/2020. | **Chair/**  **Regius Keeper** |
|  | **DISCUSSION ITEMS:** |  |
| **9.0**  9.3 | Edinburgh Biomes  Glasshouse ‘0’  ACTION: The Director of Enterprise and Communication would circulate a link to the video of the updated design for Glasshouse ‘0’. | **Director of Enterprise and Communication** |
| **10.0** | **Risk Review and Risk Register 2020/2021**  **ACTION:** The Head of Finance would arrange for an additional column to be included detailing the current unmitigated risk score, and mitigating actions would be included in the triannual review of red and amber risks. | **Head of Finance** |
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