

**Minutes of the 166th Meeting of the**

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

**on Wednesday 7 December 2022 at 1400**

**Hybrid Meeting (In Person Board Room and via Microsoft Teams)**

**Present:** Dominic Fry Chair of Trustees

 Sarah Cathcart Trustee

 Sarah Gurr Trustee

 David Hamilton Trustee

 Ian Jardine Trustee and Chair of the Audit Committee

 Liz Trevor Trustee

 Ian Wall Trustee and Chair of the Investment Committee

 **In Attendance:** Ian Brown Head of Finance, Corporate Governance & Risk (Items 9.0-11.0)

Kari Coghill Director of Enterprise and Communication

 Raoul Curtis-Machin Director of Horticulture

 Matt Elliot Plant Health and Biosecurity Scientist (Presentation)

 Pete Hollingsworth Director of Science and Deputy Keeper

 David Knott Curator of the Living Collections (Presentation)

 Emma Lacroix Director of Development

 Jennifer Martin PA to the Regius Keeper (Minutes)

 Simon Milne Regius Keeper

 Amy Murray Head of Edinburgh Biomes Programme (Item 12.0)

**Apologies:** Beverley Glover Trustee and Chair of the Science Advisory Committee

 Joanne Hannah Director of Resources and Planning and Board Secretary

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **Private Meeting** The Trustees held a private meeting. The Chair, on behalf of the Board of Trustees, had thanked Beverley Glover and Ian Wall for their valued support and contributions over the past 8 years and advised that Sara Gurr would take over as Chair of the Science Advisory Committee, David Hamilton would stand in in as Chair of the Investment Committee pending a longer-term appointment, and the Chair would fill the vacancy on the Botanics Foundation in the short term. |  |
|  | **Presentation** The Curator of the Living Collections and the Plant Health and Biosecurity Scientist gave a presentation on Plant Health and the Living Collection. *Phytophthora* had had a significant impact across the four Gardens and at Benmore Botanic Garden *Phytophthroa ramorum* required the shelter belt of larch to be removed at an estimated cost of between £350k - £400k to mitigate further impacts on the living collection. In the Edinburgh Garden *Cedrus libanii* had been removed due to *Sirococcus conigenus* and emerging issues included *Dendroctonus micans* Spruce Bark Beetle on *Picea* spruce at Dawyck Botanic Garden where the Team were working with Forest Research. Future concerns included a bacterial disease *Xylella fastidiosa*. The RBGE would be a biosecurity beacon, demonstrating evidence-based best practice for botanic gardens and beyond. RBGE had been the first large garden to join Plant Healthy (a plant health certification scheme based on the Plant Health Management Standard) and an audit had been undertaken to examine the processes in place across the site to identify and address potential plant health risks which would aid the protection of an internationally important ex situ conservation plant collection. Current research included RBGE being the Scottish Plant Health Centre sector lead for horticulture and the natural environment. The Redwood Avenue trees at Benmore Botanic Garden were showing encouraging signs of recovery, and it was hoped that the investment of geo injection of the root system would protect the trees in the longer term. All four gardens had isolation houses for any plants brought on to site. The licence for plant quarantine had been renewed and RBGE were continuing to contribute to plant health networks and partnerships. The Board of Trustees suggested that RBGE tree resilience work would be world leading and that fundraising to highlight the value of the collection and the risks and challenges faced could potentially offset some of the costs required to deal with plant health issues. Plantings would be considered for the anticipated climate in the future and information could be provided on models of future pests and pathogens. Information could be considered to highlight the risks and advise visitors what they could do to assist in this area. The Trustees welcomed the presentation and asked to be advised if there was any assistance that they could provide in this area. |  |
|  | **OPENING ITEMS** |  |
| **1.0** | **Apologies**Apologies were received from the Director of Resources and Planning and Beverley Glover. |  |
| **2.0** | **Trustees’ Conflicts of Interest**No conflicts of interest related to the meeting were declared. |  |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 29 September 2022**The Minutes of the Meeting held on Wednesday 29 September 2022 were accepted as an accurate 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 Chair reported that the actions from the previous meeting had been completed and requested that outcomes of any discussion actions be included in future minutes. The Director of Enterprise and Communication advised that the benchmarking report from the Association of Scottish Visitor Attractions Quality Scheme would be reported in the Performance Report and presented at the next meeting.  |  |
| **5.0** | **Chair’s Update**The Chair advised that a shortlisting meeting would be held for the recruitment of 3 new Trustees and it was hoped to appoint replacements for Raoul Curtis-Machin, Beverley Glover, and Ian Wall early in the new year. 2023 had been a good year with the start of the construction phase of Edinburgh Biomes despite the difficulties of Brexit, Covid, the war in Ukraine and the cash constraints of the Scottish Government funding timetable and thanked the Edinburgh Biomes Team for their hard work. Visitor numbers were back to pre-Covid levels, there was work being undertaken on racial justice, self-generated income had increased and the relationship between the RBGE and Scottish Government were good. The Chair thanked the Board of Trustees and the Executive Team for their support and enthusiasm. |  |
| **6.0**6.16.2 | **Regius Keeper**UpdateThe Regius Keeper gave an overview (including points from Resources and Planning, and Education) and highlighted:* Excellent progress with meeting the corporate objectives for this financial year.
* Work on planning for future budgets was challenging and there was the potential for a reduction in funding from the Scottish Government
* Additional (£300k) funding had been received from the Scottish Government to help offset the pay settlement for this financial year.
* The Scottish Government had received the revised Project Gladiolus paper, and this would be submitted for Ministerial review.
* There were ongoing challenges with the mismatch of the Scottish Government’s capital allocations and the ever changing spend profile for Edinburgh Biomes.
* *Nature* had published a balanced, sensitive and incisive article: “Seeding an anti-racist culture at Scotland’s botanical gardens “.
* The Director of Resources and Planning had run a successful Senior Leadership Team Planning Conference to enhance collegiate working and to discuss innovation, future budgeting and operational plans, leadership and performance management.
* The restructure of Education would assist with strategic delivery and the RHS programme would be relaunched next year. The Trustees asked that the future use of the vacant building at the gatehouse at Benmore Botanic Garden be reconsidered.

Directors’ Highlights |  |
| 6.2.16.2.26.2.36.2.4 | *Development*The Director of Development advised that priorities were to increase unrestricted income, there would be changes to the Patrons’ programme and a review of communications and pricing levels of income streams to maximise return on investment. The Edinburgh Biomes Palm House restoration campaign had put forward £1.5M in asks and the Nancie Massey Charitable Trust had provided a grant of £50k. A programme of events for engagement in 2023 would include a reception in the House of Lords to engage key donors in the southeast of England, a public fundraising appeal to be launched in late 2023 and promotion of legacy giving. The Botanics Foundation would establish a separate legal entity in the USA and the Regius Keeper would begin engagement in international fundraising in January 2023. Progress was being made in key areas with new recruitments to the Team. *Enterprise and Communication* The Director of Enterprise and Communication reported that visitor numbers were up 48% at all Gardens, secondary visitor spend was slightly down (potentially affected by the cost-of-living crisis) and the Regional Gardens retained good spend per visitor. The Botanics Trading Company, the Centre for Middle Eastern Plants and the hospitality business were all performing above budget and new income generation opportunities were being explored. A COP26 exhibition was on display in the John Hope Gateway and there was a plan for a 2023 exhibition in Inverleith House from Spring to September 2023 with associated activities as part of the Climate House programme funded by the Outset Transformative Grant in partnership with the Serpentine Galleries. Communications were focussing on COP15 and Christmas at the Botanics ticket sales were going well.*Horticulture*The Director of Horticulture advised that consideration was being given to the retail operations in plant sales. The decant plantings of the tree ferns from the glasshouses to Logan Botanic Garden had gone well. The Queen Mother’s Memorial Garden was being redesigned; for the Queen’s Green Canopy there had been the planting of an avenue of *Prunus x yedoensis*. Interpretation was now in place on the Edinburgh Biomes hoardings. A Grow careers event had been held to inspire future horticulturists and would follow up on what the future of the industry should look like. RBGE were developing blue-green infrastructure partnerships. *Science* The Director of Science and Deputy Keeper had been interviewing for a Deputy Director of Science. There had been productive activity with approximately £1.8M of grants expected including £230K for work on conservation sites in Socotra and £520k for research on the diet of reintroduced species and a Nature Scot a large-scale reintroduction programme had been funded. There had been prizes at Holyrood’s 2022 Green Giant Awards and at the Nature of Scotland Awards. Data and papers had been presented to the European Parliament and policy representatives on the effects of the rubber industry. During COP15 the RBGE medal had been presented to Prof Chen by the British Ambassador to China. There had been a blog on contributions by scientists in Scotland to international conservation science. |  |
|  | **DECISION ITEM** |  |
| **7.0** | **Investment Committee**The Chair of the Investment Committee presented a report and advised that due to a volatile period for the markets the value of investments was down 5.4% from March 2022. The Environmental, Social and Governance Strategy was discussed and a more positive approach would be used when choosing investments. The revised Investment Policy and Ethical Investment Policy and the Annual Review of the RBGE Treasury Management Policy were recommended for approval. The Board of Trustees asked if a breakdown of US investments could be provided.**ACTION:** The Director of Resources and Planning would arrange for the revised Investment Policy Statement to be signed on behalf of the Board of Trustees, the revised Ethical Investment Policy and the RBGE Treasury Management Policy to be implemented. | **Director of Resources and Planning** |
| **8.0**8.18.2 | **Approval of Annual Report and Accounts for the Year Ended 31 March 2022**The Head of Finance, Corporate Governance and Risk presented the Annual Report and Accounts which had been considered by the Audit Committee and approved by Audit Scotland. The Board of Trustees agreed that the Chair and Regius Keeper would sign the Annual Report and Accounts. The Chair of the Audit Committee highlighted a letter that the Regius Keeper had received from Audit Scotland on the proposed increase in their annual external audit fees. It was noted that as the RBGE had no choice on the provision of the external auditors and a response should be sent to the Auditor General. The Board of Trustees agreed that the Regius Keeper should write to the Auditor General.**ACTION:** The Chair and Regius Keeper would sign the Annual Report and Accounts.**ACTION:** The Regius Keeper would write to the Auditor General highlighting concerns about the increasing cost of audit in a time of constrained resources and diminishing operational budgets. | **Chair/****Regius Keeper****Regius** **Keeper** |
|  | **DISCUSSION ITEMS** |  |
| **9.0** | **Key Results Dashboard – August to October 2022** The Director of Enterprise and Communication presented the Key Results Dashboard. The Trustees suggested that the RBGE’s economic contribution to Edinburgh and Scotland could be useful information and this would be reviewed as the last assessment had been undertaken in 2016. The most appropriate model to be used would be considered.  |  |
| **10.0** | **RBGE Risk Exception Report Winter 2022**The Head of Finance, Corporate Governance and Risk presented the Report to keep the Board of Trustees appraised of the current risks and associated actions and highlighted that were undertaking an exercise to try and reduce the high priority risks.  |  |
| **11.0** | **Finance Report** The Head of Finance, Corporate Governance and Risk presented the Finance Report to 31 October 2022 and advised that the Scottish Government had provided additional funding to cover the approved pay offer which had been accepted by the Unions. The Board of Trustees gave their consent to changes in the authorised signatories on RBS bank accounts. **ACTION:** Head of Finance, Corporate Governance and Risk would arrange for the amendments to be made to the authorised signatories on RBS bank accounts. | **Head of Finance, Corporate Governance and Risk** |
| **12.0** | **Edinburgh Biomes Oversight Committee – Key Discussions and Minutes of Previous Meetings** The Head of Edinburgh Biomes had prepared a report of the discussions held at the Edinburgh Biomes Oversight Committee meeting with a summary of key discussions, events, and issues over the last quarter. Works on the Palm House renovation had started. A first meeting and site visit had been well received by the National Lottery Heritage Fund. There were key challenges with the Scottish Government funding year end restrictions and the difficult current market conditions. It was noted that the Horticulture Team had performed extremely well under the trying circumstances of constantly changing timescales. A key activity was the conclusion of a design agreement with Balfour Beatty on infrastructure works and the glazing contract was still to be confirmed. The Scottish Government were being kept up to date on Edinburgh Biomes activities. The Board of Trustees suggested that no further cuts should be made to the programme and that with the current increase in costs and lack of flexibility in funding timescales a meeting with the Minister be requested to ask that a solution to the funding challenges be considered. |  |
|  | **INFORMATION ITEMS**  |  |
| **13.0** | **Equality, Diversity, and Inclusion (EDI)** The Director of Development presented a Report prepared by the EDI Manager for the Board of Trustees’ Information. |  |
| **14.0** | **Audit Committee - Report** **of Audit Committee Meeting held Wednesday 23 November 2022** The Chair of the Audit Committee presented a paper reporting on the meeting held on Wednesday 16 September 2022 for the Board of Trustees’ information.  |  |
| **15.0** | **Science Advisory Committee - Report of Meeting held Tuesday 6 December 2022** Sarah Gurr reported that the number of reports and papers published and grants awarded was an amazing success in a short space of time and thanked the Director of Science and Deputy Keeper and the Science Team and suggested that the Chair write to thank the Staff for their successes.**ACTION:** The Chair, on behalf of the Board of Trustees, would write to thank the Staff in the Science Team for their work in obtaining successful grant funding. | **Chair** |
| **16.0** | **Annual Health and Safety Report 2021/2022 AND Q1-2 2022/2023**The Regius Keeper presented the Report for the Board of Trustees’ information. The Board of Trustees were impressed with the way the responsibilities had been considered and the training provided.  |
|  | **CLOSING ITEMS** |  |
| **17.0** | **Any Other Business**There were no additional items to report. |  |
| **18.0** | **Arrangements for the Next Meeting**The next meeting would be held on Wednesday 29 March 2023.  |  |

**Jennifer Martin**

PA to the Regius Keeper

7 December 2022

**Annex A** Summary of Actions

 **ANNEX A**

**SUMMARY OF ACTIONS**

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 29 September 2022****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**  |
| **7.0** | **Investment Committee****ACTION:** The Director of Resources and Planning would arrange for the revised Investment Policy Statement to be signed on behalf of the Board of Trustees, the revised Ethical Investment Policy and the RBGE Treasury Management Policy to be implemented. | **Director of Resources and Planning** |
| **8.0**8.18.2 | **Approval of Annual Report and Accounts for the Year Ended 31 March 2022****ACTION:** The Chair and Regius Keeper would sign the Annual Report and Accounts.**ACTION:** The Regius Keeper would write to the Auditor General highlighting concerns about the increasing cost of audit in a time of constrained resources and diminishing operational budgets. | **Chair/****Regius Keeper****Regius** **Keeper** |
| **11.0** | **Finance Report** **ACTION:** Head of Finance, Corporate Governance and Risk would arrange for the amendments to be made to the authorised signatories on RBS bank accounts. | **Head of Finance, Corporate Governance and Risk** |
| **15.0** | **Science Advisory Committee - Report of Meeting held Tuesday 6 December 2022** **ACTION:** The Chair, on behalf of the Board of Trustees, would write to thank the Staff in the Science Team for their work in obtaining successful grant funding. | **Chair** |