**Minutes of the Meeting of the Royal Botanic Garden Edinburgh (RBGE)**

**Board of Trustees**

**held in the David Douglas Room, John Hope Gateway**

**on Wednesday 3 October 2018 at 1400**

**Present:** Sir Muir Russell Chairman of Trustees

 Dr David Hamilton Trustee

 Mrs Patricia Henton Trustee

 Prof Thomas Meagher Trustee

 Ms Diana Murray Trustee

 Prof Ian Wall Trustee

 Mr Chris Wallace Trustee (Items 1 – 11)

 **In Attendance:** Mr Simon Milne Regius Keeper (Items 6.0 and 20.0)

 Mr Ian Brown Head of Finance

 Ms Kari Coghill Director of Enterprise and Communication

Ms Judy Cromarty Head of Resources and Planning and Board

 Secretary

 Prof Pete Hollingsworth Director of Science and Deputy Keeper

 Ms Suzie Huggins 350th Anniversary Coordinator (Item 12.0)

 Ms Emma Lacroix Director of Development

 Mr Kevin Reid Director of Horticulture and Learning

 Mr Ian Brown Head of Finance

**Apologies:** Prof Beverley Glover Trustee

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **Private Meeting**The Board of Trustees held a Private Meeting prior to the Main Board meeting. |  |
|  | **Welcome**The Chairman, on behalf of the Board of Trustees, welcomed the Director of Enterprise and Communication and the Head of Finance to their first meeting. |  |
|  | **Mrs Patricia Henton**The Chairman, on behalf of the Board of Trustees, thanked Mrs Patricia Henton for her admirable input to the RBGE in general and the Board Meetings in particular, including the Audit Committee and RBGE Health and Safety Meetings, over her eight year term of office and wished her well in the future. |  |
|  | **OPENING ITEMS:** |  |
| **1.0** | **Apologies**Apologies were received from Prof Beverley Glover. |  |
| **2.0** | **Trustees’ Conflicts of Interest**No conflicts of interest were reported. |  |
| **3.0** | **Minutes of the Previous Meeting held on Thursday 28 June 2018**The Minutes of the Meeting held on Thursday 28 June 2018 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, the RBGE Website and circulate by e-mail to the Board of Trustees. | **PA to the Regius Keeper**  |
| **4.0**4.1 | **Matters Arising**Head of ExhibitionsA new Head of Exhibitions would start in December 2018. |  |
| **5.0** | **Chairman’s Report**The next Annual Conference would be held on Thursday 24 January 2019 the Open Evening would be held on Wednesday 13 March 2019. The new exhibition in Inverleith House was Natural Selection and was on until Sunday 18 November 2018.  |  |
| **6.0** | **Regius Keeper’s Report** The Regius Keeper presented his report and highlighted: * The full leadership team was now in place.
* Development of the next Corporate Plan had started.
* Several Scottish Government Ministers would be visiting the RBGE in the next few months.
* Engagement with a wider range of MSPs would be considered.
* Synthesys+ has been funded, bringing around 500K to RBGE, mainly to promote accessibility and use of collections.
* Future EU research funding was looking uncertain due to Brexit.
* New student intake had arrived with generally good uptake on courses.
* Record visitor numbers for a single exhibition in Inverleith House had been achieved with ‘Lost Words’.
* The Arts Advisory Group would meet in November 2018.
* The Director of Enterprise and Communication was taking forward plans to achieve increased national profile.
* Edinburgh Gin 1670 had received an award in the Growth Business and Innovation category at the Scottish Gin Awards.
* There were concerns with staff workload in relation to the Edinburgh Biomes programme; expectations would need to be managed, and additional staff would be required to deliver the programme.
 |  |
| **DECISION ITEMS:** |
| **7.0** | **Approval of 2017/18 Annual Report and Accounts**The Head of Finance reported that the Annual Report and Consolidated Accounts of the Royal Botanic Garden Edinburgh for the year ended 31 March 2018 had been presented to the Audit Committee at their meeting on Wednesday 19 September 2018 and Audit Scotland (the external Auditors) had confirmed their intention to sign an unqualified audit opinion. The Audit Scotland Proposed 2017/18 Annual Audit Report had identified some issues from previous years that previous audits had overlooked in relation to the revaluation reserve and how it was allocated across assets. This had now been amended and signed off. There were no material issues from 2017/18. Audit Scotland suggested that the RBGE should continue to review whether there was scope to make Committee papers available to the public. At present the Board of Trustees’ Minutes of Meetings were available on the RBGE website and Trustees were content with the current arrangement as the Minutes contained the essential information and provided a suitable level of transparency. The Board were content for the Chairman and Regius Keeper to sign the Annual Report and Accounts.**ACTION:** The Head of Finance would obtain the Chairman and Regius Keeper’s signatures on the Annual Report and Accounts. | **Head of Finance** |
| 7.1 | 2017/18 Annual Report from RBGE Audit CommitteeThe Board of Trustees welcomed this useful report. |  |
| **8.0** | **Ethical Investment Policy**The Head of Resources and Planning reported that the Investment Committee had met informally several times in the last six months. Following a procurement process Brewin Dolphin had been appointed as investment advisors in May 2018. A formal Investment Committee meeting was held on Wednesday 12 September 2018 and an Ethical Investment Policy was now presented for the Board of Trustees’ consideration. If approved it would then be reviewed annually. If the Board of Trustees wished to restrict investment in particular areas Brewin Dolphin would be instructed accordingly. The Ethical Investment Policy would assist with the RBGE’s Green Tourism Award and our environmental performance. The Director of Development would prepare Ethical Fundraising Guidelines which would mirror the Ethical Investment Policy. The Board of Trustees’ approved the Ethical Investment Policy.**ACTION:** The Head of Resources and Planning would arrangement for the Ethical Investment Policy to be implemented. | **Head of Resources and Planning**  |
| **9.0** | **Confirmation of Decisions Arising from Risk and Strategy Discussion**The Director of Science and Deputy Keeper reported on the morning’s strategy and risk discussion. The next task would be to produce a summary of the discussions and use them to inform the strategy and risk planning. **ACTION:** The Head of Resources and Planning would summarise the discussions from the Board’s risk and strategy session. | **Head of Resources and Planning** |
| **10.0** | **Naming and Recognition Policy**The Director of Development had prepared a Naming and Recognition Policy designed to give clarity for the Fundraising Team. The Naming and Recognition Policy outlined the terms in which we could name a significant part of the estate, in response to a significant donation, provided guidance on how to approach naming opportunities for smaller elements and would establish processes and criteria. Any significant items would be referred to the Board of Trustees’ for consideration. The Board of Trustees approved the Naming and Recognition Policy.**ACTION:** The Director of Development would implement the Naming and Recognition Policy. | **Director of Development** |
| **DISCUSSION ITEMS:** |
| **11.0** | **Fundraising - First Impressions**The Director of Development updated the Board of Trustees on her first few months in post. New Trustees for the Botanics Foundation would be recruited with a dual role as ambassadors for fundraising as well as looking after its charitable objectives. The Patrons’ Programme would be refreshed. |  |
| **INFORMATION ITEMS:** |
| **12.0** | **Update on 350th Anniversary**The 350th Anniversary Coordinator reported that she had joined the RBGE in July 2018. She had been provided with sixty six ideas on celebrating the 350th anniversary from which twenty-nine ideas would be investigated further. There was an opportunity to create a legacy with lasting impact and the Edinburgh Biomes project was a component of this. A 350th International Conservation Science Fellowship would support a post for a high-profile scientist potentially from a developing country. An annual conference for the Preservation of Natural History Collections was already in place. Partnerships were being developed with an official launch event to be held at the Scottish Parliament along with an exhibition celebrating the RBGE past, present and future. Trustees suggested that the proposed touring exhibition could be viewed more widely in Scotland as well as the Regional Gardens and London. Trustees also suggested that public participation and community involvement should be included in the programme (there would be summer birthday party with a public engagement focus and as 2020 was a biodiversity target there would be community based restoration projects and community arts programmes). The Doors Open programme could be utilised further. Trustees further suggested that advance advertising and taster events be held to gather interest.  |  |
| **13.0** | **Report of the Science Advisory Committee** The Chairman of the Science Advisory Committee reported that a telecom meeting had been held on Tuesday 2 October 2018. The document on the Convention on Biological Diversity targets would be useful for the RBGE. They had considered planning for the Science Strategy and the integration of the collections with the science programmes. An options appraisal for the Herbarium expansion was considered. It was agreed that a fully planned, staged process of improvements was required, building on those underway in 2018/19. External professional space utilisation assessment and planning advice will be sought to support this. The option to expand cabinet space within the footprint of the existing building was under consideration.  |  |
| **14.0** | **Finance Update**The Head of Finance highlighted that income for the year to the end of August 2018 was up on budget, salary costs were slightly down on budget and operational expenditure was over budget partly due to the increased water costs incurred due to the dry weather this summer. |  |
| **15.0** | **Botanics Trading Company (BTC) Final Accounts**The Head of Finance reported that gift aid payment for 2017/18 had increased on the previous financial year. He reported the resignations and appointments to the Board of Directors of BTC. |  |
| **16.0** | **Major Project Updates**The Director of Horticulture and Learning reported that a replacement boiler had been ordered. Forty panes of glass had been lost in the recent storm but roof access to the glasshouses was now in place. |  |
| **17.0** | **Report of the Audit Committee** There was nothing additional to highlight to the Board of Trustees. |  |
| **18.0** | **Report of the Investment Committee** The Chairman of the Investment Committee had nothing additional to add to previous discussions. |  |
| **19.0** | **Risk Register Q2 Red, Amber and Green Risks**The Head of Resources and Planning reported that this was a transitional phase while the Board of Trustees and Leader’s Group considered the refreshment of the risk process and how mitigating actions might be better incorporated in RBGE corporate planning. An Issues Log would be introduced. Cyber security was a challenge that was being addressed in response to the Scottish Government requirements. A capacity issue within the ICT team was being addressed. It was hoped that clear implementation of mitigating actions would reduce red risks in the future. |  |
| **20.0** | **Update on Edinburgh Biomes (to Record Discussion at Earlier Strategy Discussion)**The Board of Trustees had been given a presentation by Ric Russell and Euan McCallum (Nicoll Russell Studios) on the new proposed glasshouse building followed by an update by the Director of Horticulture and Learning with Jacqui Nicoll (Arcadis) and John Dunn (PMP) in attendance. The Chairman would formally approach the Scottish Government to reinforce the case for funding for the programme. A Scottish Government Gateway Review would be held from Tuesday 16 to Thursday 18 October 2018. Congratulations went to all involved in getting the programme to this stage. Trustees were excited with the concept design and welcomed the positive impact it would have on the whole organisation. **ACTION:** The Chairman would write to the Scottish Government to reinforce the case for funding for Edinburgh Biomes. | **Chairman** |
| **CLOSING ITEMS:** |
| **21.0**21.1 | **Any Other Business**Edinburgh ShorelineTrustees reported that the exhibition in the John Hope Gateway, which was a community centred initiative that celebrated the city’s 27 km coastline, was very engaging. It had been launched at the RBGE in partnership with the City of Edinburgh Council and the local communities. It was suggested that the Chairman write to congratulate the organisers.**ACTION:** The Chairman would write and thank the organisers of Edinburgh Shoreline for an excellent exhibition. | **Chairman** |
| **22.0** | **Arrangements for the Next Meeting to be held on Wednesday 5 December 2018** The next meeting would be held on Wednesday 5 December 2018 in the David Douglas Room, John Hope Gateway. |  |

**Jennifer Martin**

PA to the Regius Keeper

4 October 2018

**ANNEX 1**

**Summary of Actions**

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
| **OPENING ITEMS:** |
| **3.0** | **Minutes of the Previous Meeting held on Thursday 28 June 2018****ACTION:** The PA to the Regius Keeper would place a copy of the approved Minutes in the Library, on the General Drive, the RBGE Website and circulate by e-mail to the Board of Trustees. | **PA to the Regius Keeper**  |
| **DECISION ITEMS:** |
| **7.0** | **Approval of 2017/18 Annual Report and Accounts****ACTION:** The Head of Finance would obtain the Chairman and Regius Keeper’s signatures on the Annual Report and Accounts. | **Head of Finance** |
| **8.0** | **Ethical Investment Policy****ACTION:** The Head of Resources and Planning would arrangement for the Ethical Investment Policy to be implemented. | **Head of Resources and Planning** |
| **9.0** | **Confirmation of Decisions Arising from Risk and Strategy Discussion****ACTION:** The Head of Resources and Planning would summarise the discussions from the Board’s risk and strategy session. | **Head of Resources and Planning** |
| **10.0** | **Naming Policy****ACTION:** The Director of Development would implement the Naming and Recognition Policy. | **Director of Development** |
| **INFORMATION ITEMS:** |
| **20.0** | **Update on Edinburgh Biomes (To Record Discussion at Earlier Strategy Discussion)****ACTION:** The Chairman would write to the Scottish Government to reinforce the case for funding for Edinburgh Biomes. | **Chairman** |
| **21.0**21.1 | **Any Other Business Edinburgh Shoreline****ACTION:** The Chairman would write and thank the organisers of Edinburgh Shoreline for an excellent exhibition. | **Chairman** |