

**Minutes of the 161st Meeting of the**

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

**on Wednesday 29 September 2021 at 1430**

**via Microsoft Teams**

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

Ms Sarah Cathcart Trustee

Prof Beverley Glover Trustee (part attendance)

Prof Sarah Gurr Trustee

Dr David Hamilton Trustee

Dr Ian Jardine Trustee and Chair of the Audit Committee

Ms Liz Trevor Trustee

Prof Ian Wall Trustee and Chair of the Investment Committee

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

Mr Ian Brown Head of Finance (Item 9)

Ms Kari Coghill Director of Enterprise and Communication

Ms Liz Ditchburn Director General Economy, Scottish Government

(part attendance)

Mr Simon Fuller Deputy Director - Rural & Environmental Science and

Analytical Services

Ms Joanne Hannah Director of Resources and Planning and Board Secretary

Ms Emma Lacroix Director of Development

Mr Steven Poliri Director of Estates and Facilities

Mr Kevin Reid Director of Horticulture and Learning

**Apologies:** Mr Raoul Curtis-Machin Trustee

Prof Pete Hollingsworth Director of Science and Deputy Keeper

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **Presentation**  Prior to the meeting the Board of Trustees had received a presentation on the Edinburgh Biomes Plan Decant by Sadie Barber (Research Collections and Project Manager). Additional actions had been added to the original plan for the decant of plants from the glasshouses and these needed to be completed by the end of 2021 to fit the Scottish Government’s spending profile. New shade and polytunnels had been installed in the Nursery and the existing Nursery glasshouses had been upgraded to accommodate the decanted plants. Eight additional horticulture staff had been recruited to assist with the decant process. Conservation work on the Fossil Tree, which had been located outside the Palm House, was undertaken prior to storage for the duration of the Edinburgh Biomes construction programme. The transportation and transplantation of the 40,000 plants had been a logistical challenge. The Chair, on behalf of the Board of Trustees and Leaders’ Group, thanked the Team for the work undertaken with the plant decant. |  |
|  | **OPENING ITEMS** |  |
| **1.0** | **Welcome to New Board Members and Scottish Government Guests**  The Chair, on behalf of the Board of Trustees, was delighted to welcome Prof Gurr and Ms Trevor to their first meeting and looked forward to working with them over the next four years. The Chair also welcomed the Scottish Government Director General Economy, Scottish Government and the Deputy Director - Rural & Environmental Science and Analytical Services to the meeting. |  |
| **2.0** | **Apologies**  Apologies were received from Mr Curtis-Machin and Prof Hollingsworth and. |  |
| **3.0** | **Trustees’ Conflicts of Interest**  No conflicts of interest related to the meeting were declared. |  |
| **4.0** | **Minutes of the Previous Meeting held on Thursday 1 July 2021**  The Minutes of the Meeting held on Thursday 1 July 2021 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** |
| **5.0**  5.1  5.2  5.3  5.4 | **Matters Arising**  The Chair reported that the majority of the actions from the Meeting held on Thursday 21 July 2021 had been completed and noted the following ongoing actions:  Gateway Review No. 3 (Investment Decision) Recommendations and RBGE Response/Action Plan  **ACTION:** The Director of Estates and Facilities would progress the recommendations of the Gateway Review. Action in progress.  Creation of New Wholly Owned Subsidiary Company to Build and Operate the Sustainable Energy Centre  **ACTION:** The Director of Estates and Facilities would take forward the setting up of a new company subject to Scottish Government approval. Action in progress.  Governance Transparency  **ACTION:** The Regius Keeper would implement the recommendations. Action in progress – confirmation of the completion of the Board Committee vacancies was awaited.  Botanics Foundation  **ACTION:** The Director of Resources and Planning would take forward the request for two new Trustees. Action in progress. | **Director of Estates and Facilities**  **Director of Estates and Facilities**  **Regius Keeper**  **Director of Resources and Planning** |
| **6.0** | **Chair’s Update**  The Chair highlighted that:   * Prof Diaz and Prof Chen had accepted the Chair’s offer of an award of the RBGE medal, and a presentation would be arranged at an appropriate time. * Time had been spent individually with the Board of Trustees and they were keen to increase the Garden’s ambition and take a longer term, strategic approach and realise the value of the RBGE assets. * A Board of Trustees’ Risk and Opportunity session had been held on Tuesday 28.09.21. * The virtual RBGE Open Evening took place on Tuesday 07.09.21. * Botanics Foundation Trustees and invited guests had met at an informal get together at Bonnie and Wilde. * A pre-Board meeting was held with the Director General Economy, Scottish Government and the Regius Keeper where discussions had focussed on the issues with the phasing of the Scottish Government funding for Edinburgh Biomes which would now be reviewed. * Agreement to act as a mentor for Manminder (Meena) Jagait (Policy Advisor to the Mayor of London on Climate Change) who had been an applicant in the Board of Trustees’ recruitment process had been approved by Scottish Government. Meena would shadow the Chair for a year and attend Board meetings. |  |
| **7.0**  7.1  7.2  7.3  7.4  7.5  7.6  7.7  7.8  7.9 | **Regius Keeper’s Update**  The Regius Keeper highlighted that activity levels were very high across all areas including income generation and COP related activity, VIP visits, the reintroduction of community groups and volunteers to the Garden and the start of the construction work for Edinburgh Biomes. There had been some excellent candidates for recent vacancies which was a good indication of RBGE’s brand and reputation in the various sectors in which we work.  Strategic Direction  The ‘RBGE Corporate Strategy 2021-2026’ and the ‘Science and Biodiversity 2021-2030 Strategy 2021-2030 Responding to the Biodiversity Crisis and Climate Emergency’ had been well received with good feedback received on the clarity, accessibility and articulation of what we aimed to achieve and why. Delivery of the annual Operational Delivery Plan was going according to plan (notwithstanding the COVID-19 related constraints). Restrictions on foreign travel continued to constrain some research and conservation activity, but prioritising future overseas travel was underway.  Profile and Fundraising  These areas were inter-linked with good progress. National and international profile had increased significantly, with emphasis on Edinburgh Biomes. The challenge of fundraising for Edinburgh Biomes due to ever-changing external factors remained a concern, but the Fundraising Team was performing well and was reacting quickly to programme changes and revised targets.  Learning  Students for Academic Year 2021/2022 were now working on site which was a great boost to the Botanics’ community.    Horticulture  The Horticulture Edinburgh Biomes Decant Team had gelled very well, with many former students involved. The Sabal Palm had been removed from the Palm House, and a potentially negative reaction was proactively turned into some favourable and empathic media coverage.  Edinburgh Biomes  The governance process was working efficiently, with prompt and informed decision making. Initial work by Balfour Beatty had commenced and it was encouraging to see contractors now on site. Concerns included rising costs (due to the impact of COVID 19, Brexit and other factors), the cash flow profile of Scottish Government funding being out of step with the revised programme, and the associated issue of achieving best value. RBGE were working constructively with the Scottish Government.  Infrastructure  Recovering from the August flood (which had resulted in damage totalling £300k) was progressing smoothly. However, a further major problem had arisen in the Science Building with chunks of terracotta forms falling from the ceiling of the Library. Investigations revealed that there was a major issue throughout the building. Installation of short term protection was nearing completion to enable safe reopening, and an Options Appraisal to achieve a long-term solution was being undertaken. The implications on future capital spend could be significant and would necessitate some careful strategic decisions and planning.  Budget  The Scottish Government were seeking a 2% saving on Grant-in-Aid this financial year due to significant challenges within their budget, and RBGE were being asked to model savings of varying magnitude next year (noting that this would be problematic as RBGE’s discretionary spend after wages and contracted spend was less than a million, and that the financial impact of COVID-19 would continue well into the next financial year). The issue was exacerbated this financial year as the Scottish Government estate was self-insuring, therefore no insurance was available to meet the flood costs. RBGE had been advised to deal with the additional costs from its capital grant which would impact on capital plans and addressing infrastructure issues in other parts of the estate.  COP  The Board of Trustees had received briefing information on RBGE activities relating to the COPs in Glasgow and Kunming which had good alignment with RBGE’s Mission, and opportunities were being maximised, in partnership with the Scottish Government and NatureScot.  Visits, Engagement and Events  Community groups were now returning to the gardens as were some Volunteers. The Patrons’ dinner on Thursday 30.09.21 had been carefully coordinated as part of the Fundraising Plan. The Duke and Duchess of Rothesay would visit on Friday 01.10.21 and there were many high-profile visits planned for the remainder of the year (including the Prime Minister of Nepal). |  |
| 7.10  7.10.1  7.10.2  7.10.3  7.10.4  7.10.5 | Directors’ Highlights  The Regius Keeper invited the Directors to provide updates on their key areas.  *Science*  In the absence of the Director of Science and Deputy Keeper the Regius Keeper advised that a £20M European Union grant proposal was being progressed. Three new members of staff had been recruited to work on digitising the Collections for global access. The laboratories were reopening. There was a new collaboration underway with another academic institute which involved a former RBGE MSc student. There were new protocols on DNA sequencing on herbarium specimens with a new member of staff appointed.  *Horticulture*  The Director of Horticulture and Learning reported that there were opportunities between Science and Horticulture in environmental practice and consideration was being given to the use of apprentices and interns to highlight careers in horticulture as part of the green recovery. It was a transitional time in Education with increased interest since the pandemic. There was a requirement to adapt to meet changing societal needs in the future, there were now learners in over 80 countries and blended learning programmes were being developed. The MSc programme was being reviewed and a pilot project with private/public nurseries in Edinburgh was also being developed. A Sustainability and Energy Manager had been appointed to take forward the Carbon Management Plan to meet the Scottish Government targets net zero targets.  *Enterprise and Communication*  The Director of Enterprise and Communication reported that visitor numbers had increased since the lifting of the Scottish Government COVID-19 restrictions, the Regional Gardens were benefitting from local visitors, the refurbished cafes in Edinburgh had been reopened and aligned better with RBGE branding and Mission and were working in collaboration with the Market Garden. Preparations were underway for Christmas at the Botanics and ticket sales were good. The offer in the shop had been renewed, all income streams were being reviewed and new areas (ie brand licencing) were being developed. The Public Engagement Team were preparing a stand, on behalf of the Environment and Economy Leaders Group, for COP26 in Glasgow, they were developing an Interpretation Plan with Edinburgh Biomes funding, the first exhibition in Inverleith House since COVID-19 had been held, there had been good PR and media coverage (ie Gardeners World and the Antiques Roadshow) and a review of the RBGE brand was being considered.  *Development*  The Director of Development reported that work was ongoing with the Edinburgh Biomes fundraising campaign with a focus on the Palm House restoration proposals including an application for funding to the National Lottery Heritage Fund where RBGE had been successful in getting to the next stage of the process. In Membership recruitment for a Head of Membership was underway and there would be a review of the future membership programme, increasing annual giving opportunities and an update in communications to Members.  *Resources and Planning*  The Director of Resources and Planning reported that her focus was on connecting with Environment and Economy Leaders Group partnership organisations. An RBGE Digital Strategy was being developed. In Finance the Scottish Government had requested in year savings from RBGE and a Scottish Government spending review was being undertaken for 2022 – 2027, with a reprofiling of the core capital budget for this financial year due to the issues following on from the COVID-19 pandemic. There were self insurance issues following the recent flood damage to the Science buildings. There would be functional changes to the Resources and Planning Team with an update to the Heads of Departments’ areas of responsibility (which would allow the Director of Resources and Planning to focus on more strategic issues) and a change in the Job Titles. The Director of Resources and Planning was involved in the stakeholder recruitment panel for the Director General of Net Zero. |  |
| **8.0**  8.1  8.2 | **Comments from the Scottish Government**  The Director General Economy, Scottish Government gave her reflections since her attendance at a Board meeting five years ago. The Director General, Economy thought that in the past the RBGE had been over-dependent on the Scottish Government for funding but the relationship was now more of a partnership with a transformed approach to fundraising, commercialism within the RBGE’s values and a longer term strategic view. The RBGE was a phenomenal asset.  The Deputy Director - Rural & Environmental Science and Analytical Services had been in his current role for two years working with the RBGE and a great range of activities had been undertaken. The two major issues were climate change and biodiversity loss and the RBGE had an important role in these areas with contributions through science, public, community and international level engagement. The RBGE’s diversity of activity was a strength as a national asset. |  |
|  | **DISCUSSION ITEMS** |  |
| **9.0**  9.1  9.2 | **Finance**  Botanics Trading Company Final Accounts  The Head of Finance reported that the Botanics Trading Company was still a going concern from the Auditor’s perspective as it continued to receive support from the RBGE. Insurance claims were being finalised for damage caused by the recent flooding.  Finance Report to 31 August 2021  The Head of Finance presented his report and advised that there were timing differences in the income/costs and the Scottish Government had asked the RBGE to find a 2% cut in Grant-in-Aid for this financial year and provide information on the impact of future cuts of between 5-15%. |  |
| **10.0** | **Racial Justice Report**  The Director of Resources and Planning presented the Racial Justice Report (prepared by the Working Group) which contained recommendations for consideration by the Board of Trustees and gave a presentation on the findings. The Working Group had been formed in mid 2020 to address RBGE’s historic links to racial inequality and injustice and identify and tackle aspects of organisational culture that perpetuate racial inequality today. Five sub groups had been formed to consider the areas of History, Heritage and Art, Data and Collections, Science and Horticulture in Practice, Public Engagement, and Education. The Report fitted into broader national and international contexts and the Scottish Government had committed to work towards racial equality. The Report identified a substantive amount of progress that had already been made including: full accessibility upgrade of the RBGE Website, upgrading of the interpretation materials to emphasise plant countries and culture of origin, a review of sources of funding for students to encourage those of minority ethnic groups or those on low incomes, engagement with the local communities, the digitisation of around 500,000 specimens making it more accessible around the world and collaborative projects both nationally and internationally. Opportunities for improvement were identified both inside and outside the RBGE. Key findings were that staff were not fully representative of the Scotland’s racial and ethnic diversity, there was an ethnicity pay gap (ie a lack of minority ethnic staff in senior positions) and a need to acknowledge colonial history and identify ways to address this. There were opportunities to give back to the local minority ethnic communities by targeting underrepresented communities to become volunteers, to consider the language/naming conventions, to continue with international collaborations and benefit sharing and to continue to work to ensure everyone could access and benefit from the Gardens, collections and expertise. There were thirty-seven recommendations in the Report for consideration by the Board of Trustees and a set of priority actions would be agreed which would be taken forward by the new EDI Manager. The Trustees discussed the Report and gave the following feedback:   * The RBGE had the foundations to build on and make it a fairer and more equitable organisation for the future. * Initially recommendations that could easily be incorporated into the RBGE’s current work plans should be considered and a timetable for actions prepared for the other recommendations. * An update on progress against the recommendations could be provided at each meeting. * It was noted that male staff were in the minority on the Working Group and their buy in would be required. * It was a thorough report with the context within the overall approach on openness and fairness for all disadvantaged groups. * Priorities were ethnicity monitoring, presentation of the Collections, recruitment policies and monitoring, a tool kit for staff, engagement with disadvantaged groups, reviewing of overseas projects to ensure best practice. * From the Report it was difficult to gauge how important the historical legacy issues were and the funding sources and the origins of the Regional Gardens would need to be considered. * The RBGE should be an open, transparent and trusting environment for staff to contribute to. * The presentation of the Report should be considered carefully. * Consideration should be given to what the measures of success looked like. * Tackling training issues and language could be undertaken initially. * Feedback should be given to the Working Group. * The messages for an external audience and a plan of action should be agreed.   The Board of Trustees thanked those involved in the preparation of the Report.  **ACTION:** The Director of Resources and Planning would provide a plan of action for the recommendations at the next Board of Trustees’ Meeting. | **Director of Resources and Planning** |
| **11.0**  11.1  11.2 | **Edinburgh Biomes**  Headlines and Programme  The Director of Estates and Facilities reported that the Edinburgh Biomes programme was progressing but that it now had to be compressed. The advanced work contract had now reached the milestone of “breaking ground” and the haul road and root protection works were underway. The tender for the Energy Centre, Plant Health Suite, Palm House and the temporary Horticulture village was progressing. There would be a transition to a new project management consultancy from Friday 01.10.21. Progress was being made in the creation of an Energy Utility Supply Company. There were challenges with the impact of Brexit and the post COVID-19 recovery (ie delivery timelines and tender price returns) and supply chain issues which made it difficult to evidence best value and this had resulted in the programme being two months behind schedule. If funding was awarded from the National Lottery Heritage Fund work would not be able to start until 2022 which would be another delay to the timetable and scenario planning was being considered on options for fundraising. Trustees raised a concern about the constraints the RBGE faced with the rules in relation to the Scottish Government funding profile of spend.  Fundraising Update  The Director of Development gave a presentation which updated the Board of Trustees on the fundraising campaign (components and overview, new context and opportunities, a recap of the history of the campaign, the cash flow requirements and anticipated income for the next five years, an overview of the campaign priorities, a summary of our National Lottery Heritage Fund bid, an outline of progress and activity and a summary of some key factors affecting the campaign). Over the seven years of the Edinburgh Biomes programme the Development Team would be required to raise £35M. |  |
| **12.0**  12.1  12.1.1  12.1.2  12.2 | **Risk**  Outcome from Risk and Opportunities Discussions  The Director of Resources and Planning gave an update following the Board of Trustees’ risk and opportunities discussions on Tuesday 28.09.21. There were nine programmes of change highlighted under key themes of Value, Science, Horticulture, Education and these would be enabled by Commercial, People, Estate and Digital Infrastructures and Finance. It was proposed that under each title a specific project be developed to take forward the pieces of work. It was noted that some work was already being undertaken. The Operational Delivery Plan and Budget would be considered in October and consideration given on the progress of change with an outline scope of each project for the Board of Trustees. It was suggested that a member of the Board of Trustees could be a sponsor although a Director would lead on the nine programmes of work across three key themes under activities. The Board of Trustees gave the following feedback. The Leaders’ Group would need to consider what activities to stop and understand the implications. The use of a Change Framework was suggested but it was noted that this work may be best led out with the context of regular Leaders’ Group meetings and consideration of capacity was required as the Board of Trustees were concerned about overload. The Director of Planning and Resources noted that part of her motivation to making internal changes within her Directorate was to enable her to invest time on strategic issues such as those identified via the Risk and Opportunities Discussion.  **ACTION:** Dr Hamilton and the Director of Resources and Planning would discuss the use of a Change Framework and a Change Report.  **ACTION:** The notes of the Board of Trustees’ Risk and Opportunities Discussions held on Tuesday 28.09.21 and the update slide to the Board of Trustees would be circulated at the same time as the Board Minutes.  Risk Review and Risk Register: Autumn 2021  The Director of Resources and Planning had included pestle analysis and cumulative risk (as requested by the Board of Trustees at their last meeting) in the information on the Risk Register. | **Dr Hamilton/**  **Director of Resources and Planning**  **PA to the Regius Keeper** |
| **13.0** | **Strategic Results Dashboard**  The Director of Resources and Planning presented the Key Results Dashboard and advised that this was the first time the results had been presented in this format, the document was work in progress, the future ambition would be for the key results to be presented in an interactive format and this would be discussed further at a future Board of Trustees’ meeting. |  |
|  | **INFORMATION ITEMS** |  |
| **14.0** | **Audit Committee Report**  The Chair of the Audit Committee reported on the meeting held on Wednesday 15.10.21 where the final Internal Audit Plan had been approved (it was noted that this was the final year of the current audit cycle and future areas of audit would be considered). The Internal and External Audit recommendations had been considered (it was noted that some had been affected by COVID-19). A review of risk had been undertaken. The Audit Committee’s Annual Report would be presented at the next Board of Trustees’ meeting. There was nothing significant to report around fraud and loss. In 2022 there would be one in person meeting held and the rest would be virtual. It was suggested that the current Terms of Reference be reviewed, and the number of members increased to four with a quorum of three. |  |
| **15.0** | **Equality, Diversity and Inclusion**  The Director of Resources and Planning presented a paper for information to show that there were appropriate arrangements and resources in place to monitor and achieve RBGE’s Equality, Diversity, and Inclusion plans, and that RBGE created and maintained inclusive cultures, practices and behaviours in its decision making. |  |
| **16.0** | **Property Maintenance and Capital Estate Project Updates**  The Head of Estates had prepared a report and the Director of Estates and Facilities provided some updates. The new Head of Estates and Facilities would start on Monday 18.10.21 and an Options Appraisal (part of the Edinburgh Biomes Masterplan) would be undertaken on the Herbarium and Library following structural issues and consideration given to a longer term view. |  |
|  | **CLOSING ITEMS** |  |
| **17.0** | **Any Other Business**  No other business was raised. |  |
| **18.0** | **Arrangements for the Next Meeting**  The next meeting would be held on Wednesday 1 December 2021. |  |

**Jennifer Martin**

PA to the Regius Keeper

29 September 2021

**ANNEX 1**

**Summary of Actions**

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
| **4.0** | **Minutes of the Previous Meeting held on Thursday 1 July 2021**  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** |
| **5.0**  5.1  5.2  5.3  5.4 | **Matters Arising**  Gateway Review No. 3 (Investment Decision) Recommendations and RBGE Response/Action Plan  **ACTION:** The Director of Estates and Facilities would progress the recommendations of the Gateway Review. Action in progress.  Creation of New Wholly Owned Subsidiary Company to Build and Operate the Sustainable Energy Centre  **ACTION:** The Director of Estates and Facilities would take forward the setting up of a new company subject to Scottish Government approval. Action in progress.  **Governance Transparency**  **ACTION:** The Regius Keeper would implement the recommendations. Action in progress – awaiting confirmation of the completion of the Board Committee vacancies.  **Botanics Foundation**  **ACTION:** The Director of Resources and Planning would take forward the request for two new Trustees. Action in progress. | **Director of Estates and Facilities**  **Director of Estates and Facilities**  **Regius Keeper**  **Director of Resources and Planning** |
| **10.0** | **Racial Justice Report**  **ACTION:** The Director of Resources and Planning would provide a plan of action following the recommendations at the next Board of Trustees’ Meeting. | **Director of Resources and Planning** |
| **12.0**  12.1  12.1.1  12.1.2 | **Risk**  Outcome from Risk and Opportunities Discussions  **ACTION:** Dr Hamilton and the Director of Resources and Planning would discuss the use of a Change Framework.  **ACTION:** Notes of the Board of Trustees’ Risk and Opportunities Discussions held on Tuesday 28.09.21 and the update slide would be circulated at the same time as the Board Minutes. | **Dr Hamilton/**  **Director of Resources and Planning**  **PA to the Regius Keeper** |