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

**Board of Trustees**

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

**Edinburgh EH3 5NZ**

**on Wednesday 4 March 2020 at 1400**

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

Mr Raoul Curtis-Machin Trustee

Prof Beverley Glover Trustee

Dr David Hamilton Trustee

Dr Ian Jardine Trustee

Prof Thomas Meagher Trustee

Ms Diana Murray Trustee

Prof Ian Wall Trustee

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

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 Emma Lacroix Director of Development

Mr Kevin Reid Director of Horticulture and Learning

Ms Mae Lin Plummer Longwood Gardens Fellow (Observer)

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **Resignation of Trustee**  The Chair reported that Mr Chris Wallace had resigned as a Trustee. |  |
|  | **Presentation on Longwood Gardens Fellows Programme**  Ms Plummer gave an informative presentation on the Longwood Gardens Fellows Programme which supported the cohorts to become highly effective leaders. The programme included a field placement which she had chosen to undertake at the RBGE. The Chairman thanked Ms Plummer for the presentation and wished her every success with the Programme. |  |
|  | **Private Meeting**  The Board of Trustees held a Private Meeting prior to the Main Board meeting. |  |
|  | **OPENING ITEMS:** |  |
| **1.0** | **Apologies**  No apologies were received. |  |
| **2.0** | **Trustees’ Conflicts of Interest**  No conflicts of interest were reported. |  |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 17 December 2019**  The Minutes of the Meeting held on Wednesday 17 December 2019 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** | **Matters Arising**  All matters arising had been actioned. |  |
| **5.0** | **Chair’s Update**  The Chair reported that he had met with Ms Bridget Campbell (Director Environment and Forestry, Scottish Government) and Ms Roseanna Cunningham (Cabinet Secretary for the Environment, Climate Change and Land Reform, Scottish Government), attended the RBGE’s very successful Scottish Parliament Reception, had spoken at the Annual Conference, assisted with a visit by the new Chinese Consul General in Edinburgh, attended the Botanics Foundation meeting and had met Trustees and Senior Staff individually. He noted the passion and commitment of those involved in the RBGE and suggested that the RBGE could promote itself even more and develop its messaging. He noted that there was a very committed senior management team. His focus would be on helping RBGE engage more with young people both generally and in plant science, aiding RBGE support the Scottish Government’s work on the climate emergency and biodiversity crisis and on wellbeing, and more forcefully communicate the impact of this work. A meeting was scheduled with the senior team to review key messages. A “crib sheet” for Trustees’ dealings with stakeholders was requested. He stressed that he was delighted to be RBGE Chair and looked forward to contributing to the ongoing success of the organisation.  **ACTION:** The Regius Keeper would arrange for a “crib sheet” of information to be prepared for Trustees. | **Regius Keeper** |
| **6.0** | **Regius Keeper’s Update**  The Regius Keeper presented his reflections on the past six years since he had taken up his position.   * The RBGE’s relationship with the Scottish Government was collaborative and productive, with RBGE now part of the Environment and Economy Leaders Group. There was a greater understand throughout Government of RBGE’s significant contribution to the full range of National Outcomes, and widespread political support for the organisation. Prof Meagher and the Director of Science and Deputy Keeper had attended a meeting in Peru with Ms Bridget Campbell (Director Environment and Forestry, Scottish Government) where the RBGE’s contribution to Scotland was used as a benchmark through the meetings. * The RBGE’s funding model had changed with a successful drive to increase self-generated income. Around 45% of operating income was now derived from commercial and fundraising efforts, compared with around 25% in 2014. * Conservation had been included in RBGE’s Mission, and research was impact driven, with much emphasis on innovation, and bringing added value to biodiversity conservation in Scotland and overseas. The Director of Science and Deputy Keeper highlighted three areas of change in Science:  1. The scale of science. 2. Enhancing of strengths in biodiversity genomics. 3. Developing a cohesive programme of biodiversity in Scotland which linked with the Biodiversity Strategy.  * The standard of Horticulture had improved, commensurate with new talent joining the Team. Excellent partnerships between Science and Horticulture provided a model for many other botanic gardens, and better linkage between all RBGE departments had led to increased efficiency and more creativity. There had been a significant growth in community engagement and wellbeing programmes. * Edinburgh Biomes programme had moved from a concept focussed on repair and replace to an innovative project, with full planning permission, that would enhance RBGE’s impact, commercial success and sustainability. The increased and valued input from Trustees in the development of the Programme was noted. * On-line learning had grown exponentially, reaching over 50 countries, and there had been a record number of MSc students this year. * In the area of public engagement Inverleith House had attracted record audiences, and the event and exhibition programmes had been realigned to reflect RBGE’s Mission and outcomes. * Commercial proficiency had increased, and RBGE was now better placed to further benefit from commercial activity. Christmas at the Botanics had attracted new and diverse audiences, and provide a good and developing model for future large-scale events. * There had been investment in the Fundraising Team and extensive development of the donor network was at an advanced stage, currently achieving a return on investment of 1 to 3.8. * The RBGE’s drive to develop its profile, particularly relating to societal impact, was progressing well, with the wider staff better trained and more engaged with this important aspect of RBGE’s operations. Work in this area was ongoing and the Chair’s expertise and engagement was very welcome. * Governance and corporate administration had been modernized and streamlined, with enhanced compliance. * Environmental management had advanced, in step with Government targets, equality, diversity and inclusion policies developed and implemented, and Athena SWAN programme introduced.   The Regius Keeper outlined his strategic priorities and highlighted the following:   * The completion and implementation of the RBGE Strategic Plan with focus on impactful science that met societal need, income generation, conservation horticulture, and education and engagement programmes that were aligned with meeting the dual challenges of the Biodiversity Crisis and Climate Change. * Maximise RBGE’s contribution to achieving National Outcomes. * Complete the development and commence delivery of the Edinburgh Biomes Programme. * Enhance RBGE’s national (UK) and international profile. * Increase self-generated income. * Contingency planning for Coronavirus to protect staff, volunteers, students and visitors and to enable essential operations to continue; preparedness to re-programme 350th Anniversary events if necessary, and to develop a capability for remote working/conferencing. * Enhancing “Scotland’s place in the world” through RBGE’s global reach, influence and expertise. * Enhancement of leadership and management skills and further development of operational efficiency. * Progress implementation of equality, diversity and inclusion policy.   Trustees noted with satisfaction the strategic and operational development of RBGE, the work being undertaken to ensure the organizational culture was in step with societal attitudes and need, and the drive to stick to its core goals at a time of increased pressure to deliver even more. |  |
|  | **DECISION ITEMS:** |  |
| **7.0**  7.1  7.2 | **Edinburgh Biomes**  The Regius Keeper had Chaired the last meeting of the Edinburgh Biomes Programme Board. The Scottish Government had allocated £2.8M capital to RBGE in 20/21 of which around £1M would be invested to continue work on the development of Edinburgh Biomes in 2020/2021. Trustees suggested that the areas that required to be funded should be considered carefully to ensure control of the cash flow over the period. The Scottish Government Capital Spending Review would take place after details of the UK Government’s capital funding had been announced and information on their priorities and spend would be available later in the year. The ten week no commitment, feasibility period for contractor McLaughlin Harvey to work with the RBGE had started and a feasibility assessment was underway. Further assessments of the condition of the Palm House had been undertaken and enabling works had started in the Garden.  Sustainable Energy Centre Procurement  Trustees were updated on the procurement options for the Energy Centre. Due to the timescales and need to adhere to Scottish Government procurement processes it was not feasible to deliver an operational Sustainable Energy Centre by 1 April 2021. Arcadis had suggested an alternative proposal and this had been discussed by the Edinburgh Biomes Programme Board who had requested further information on costs.  Report on Governance of Edinburgh Biomes  The Head of Resources and Planning advised that, following a detailed review of governance arrangements, the Terms of Reference for the Edinburgh Biomes Programme Board had been amended. The meeting was held in two parts with an observer from the Scottish Government now attending the first part. The Trustees were happy to approve the updated Terms of Reference.  **ACTION:** The Head of Resources and Planning would arrange for the implementation of the updated Terms of Reference. | **Head of Resources and Planning** |
| **8.0**  8.1.1  8.1.2  8.1.3 | **RBGE Strategy 2020-2025**  The Regius Keeper presented the latest draft for Trustees’ consideration. It was noted that the budget figures for years two to five were estimates and subject to review each year in response to Government funding and projections for self-generated income. Trustees suggested that the RBGE’s input to the delivery of Scottish Government’s recently published Environmental Strategy be included; further information on the RBGE’s work on international capacity building be added and the Key Performance Indicators should reflect the organisation’s major strategic impact. Trustees asked that the Key Performance Indicators and content demonstrated more coherently linkage with the title of the document: ‘RBGE’s Response to the Climate Emergency and Biodiversity Crisis’. It was also suggested that the strategy should create a greater sense of urgency in addressing the biodiversity and climate change challenges. Trustees also asked if the profile and outcomes of Horticulture to address the twin challenges could be further developed in the Strategy, and suggested that there was scope to be more aspirational in this area. Trustees were content to agree the draft strategy subject to addressing the points raised.  **ACTION:** The Director of Horticulture and Learning and Director of Science would consult further with Mr Raoul Curtis-Machin over the development of innovative horticultural objectives for the Strategy.  **ACTION:** The Regius Keeper would complete the Strategy in line with the Trustees’ guidance.  **ACTION:** The PA to the Regius Keeper would add ‘Update on RBGE Strategy 2020-2025’ to the Agenda for the next meeting. | **Director of Horticulture and Learning and Director of Science**  **Regius Keeper**  **PA to the Regius Keeper** |
| **9.0** | **Budget Planning for 2020/2021**  The Regius Keeper reported that the Scottish Government had announced its draft budget for 2020/2021 on 6 February 2020. RBGE’s principle concern was insufficient Grant-in-Aid to cover the additional employer’s pensions costs and to meet the Scottish Government proposed pay increase. A range of measures had been assumed in the draft RBGE budget, including assuming a significant increase in “gapped posts” and reduced cost of utilities, but in order to meet a forecast deficit of around £200k it would be necessary to increase the forecast of self-generated income, with attendant (high risk) of non-delivery. The Trustees’ expressed their significant concern that Grant-in Aid no longer met core staff salary costs and questioned if this was coherent with Government obligations, and funding for similar Non-Departmental Public Bodies. They further noted that whilst self-generated had increased significantly, this was outweighed by the year on year real-term reduction in Grant-in-Aid and the impact of the Government’s pay policy. Significant reductions in costs could not be achieved without an unpalatable programme of compulsory redundancies (which would require Government funding), with attendant reduction in impact at a time when addressing the twin challenges of the biodiversity crisis and climate change were national and global priorities. There was a question if implementation of the Government Pay Settlement was feasible, and while it was agreed that a course, such as partial implementation was not desirable, it could not be ruled out over the longer term if Grant-in-Aid settlements failed to keep up with public sector salary increases. The Regius Keeper said that discussions were ongoing with the Scottish Government and that he would represent the Board’s concerns. . The Head of Resources and Planning noted the financial risk in the five year financial projections, as they assumed Grant-in-Aid would cover future Government pay settlements for core staff. Trustees approved the proposed budget for 2020/2021 with the caveat that the Regius Keeper would continue discussions with the Scottish Government over appropriate funding levels, and would highlight the potential for a budget deficit for 2020/2021.  **ACTION:** The Regius Keeper would take forward the Budget for 2020/2021 and continue discussions with the Scottish Government. | **Regius Keeper** |
| **10.0** | **Appointment of RBGE Representative Trustee to the Botanics Foundation Board**  The Botanics Foundation Trust Deed declared that there should be two representative Trustees nominated by the Board of Trustees of RBGE. Following the end of his term as Chair of the Board of RBGE, Sir Muir Russell had stood down from a representative place on the Foundation Board. RBGE Trustees were invited to consider the appointment of Mr Raoul Curtis-Machin to represent them (alongside Ms Diana Murray) on the Botanics Foundation. Trustees approved this request.  **ACTION:** The Head of Resources and Planning would arrange for Mr Raoul Curtis-Machin to represent the RBGE Board of Trustees at the Botanics Foundation meetings. | **Head of Resources and Planning** |
| **11.0** | **Report of the Audit Committee and Updated Terms of Reference**  Prof Ian Wall, who had chaired the Audit Committee Meeting held on Wednesday 19 February 2020, reported that they had reviewed the updated Terms of Reference and recommended they be approved by the Board of Trustees. Trustees approved the updated Terms of Reference of the Audit Committee.  **ACTION:** The Head of Resources and Planning would arrange for the implementation of the updated Terms of Reference. | **Head of Resources and Planning** |
|  | **DISCUSSION ITEM:** |  |
| **12.0**  12.1  12.2 | **RBGE Medal Nominations**  The Regius Keeper had proposed that in the 350th Anniversary year it might be appropriate to award two medals to high profile national/international figures who were making major contributions to addressing biodiversity loss and/or climate change, and that a Trustee be appointed to assist with shortlisting and making recommendations to the Board. Trustees asked when the RBGE Medal would be presented (it could be at a 350th event at Edinburgh Castle). It was emphasized that the achievements of nominees should amplify the Mission of the RBGE. Trustees approved the proposal to award two medals this year and would provide potential names for consideration. Prof Tom Meagher and Prof Beverley Glover would assist in the shortlisting process.  **ACTION:** All to send names for consideration to the PA to the Regius Keeper.  **ACTION:** The PA to the Regius Keeper would collate the names for consideration by the Regius Keeper, Prof Tom Meagher and Prof Beverley Glover. | **All**  **PA to the Regius Keeper** |
|  | **INFORMATION ITEMS:** |  |
| **13.0** | **Finance Report for the Period to December 2019**  The Board noted the Report and that the forecast for the year end now showed a deficit of around £80k. As capital spend over £250k required the approval of the Board, a project for new and relocated air conditioning units in the Herbarium (approximately £385k) would be presented to the Board for approval by email. The Director of Development advised that £1.2M was expected in cash and pledges this financial year with Membership expected to bring £1.5M.  **ACTION:** The Head of Resources and Planning would circulate a request for approval by email for capital spend on Herbarium air conditioning units for the Board’s consideration and approval. | **Head of Resources and Planning** |
| **14.0** | **Risk Register Quarter 2**  The Head of Resources and Planning advised that the organisation-wide Risk Register had been presented to the Audit Committee at their meeting on Wednesday 19 February 2020. four main risks in relation to the Coronavirus had been identified – staff, volunteer and visitor wellbeing; impact on income (and potential for budget deficits), and concern with operational delivery with associated reduction in impact. These would be reflected in the revised Risk Register. It was noted that all impact scores were being reconsidered in response to Coronavirus.  **ACTION:** The Head of Resources and Planning would add the risks related to Coronavirus to the Risk Register. | **Head of Resources and Planning** |
| **15.0** | **Estates, Property Maintenance and Project Updates**  This report was provided for information to update the Board of Trustees on maintenance issues and project updates for the fourth quarter of financial year 2019/2020 for the RBGE estate (built environment). An Audit of the Soft FM Services (cleaning and waste management) had been carried out. The Director of Horticulture and Learning requested that the Chair and Regius Keeper signed the Access Agreement for EE Ltd and The Wireless Infrastructure Company for an Emergency Services Network (ESN) communications mast at Loch Eck near Benmore Botanic Garden.  **ACTION:** The Director of Horticulture and Learning would arrange for the relevant signatures to be collected in relation to the way leave telecommunication issues at Benmore Botanic Garden. | **Director of Horticulture and Learning** |
| **16.0** | **Report of the Science Advisory Committee**  There had been no meeting held since the last update. |  |
| **17.0** | **Report of the Investment Committee**  Prof Ian Wall (Chair of the Investment Committee) reported on the meeting held prior to the Board Meeting. The existing investment target of £30k had been exceeded, and although the value of the portfolio had recently dropped due to the impact on the markets in relation to the Coronavirus, it had still increased in value compared to December 2019. |  |
| **18.0** | **Report of the Arts Advisory Committee**  There had been no meeting held since the last update. The ‘Think Plastics’ exhibition had opened in the John Hope Gateway and there were funding opportunities and bids being considered for future exhibitions. |  |
|  | **CLOSING ITEMS:** |  |
| **19.0**  19.1  19.2  19.3 | **Any Other Business**  RBGE Health and Safety Committee  Prof Beverley Glover had been standing in as a Trustee representative on the RBGE’s Health and Safety Committee and a replacement was required. It was proposed that the Chair attend meetings.  *[Post Meeting Note: It was agreed that Prof Glover would continue to act as Trustee representative but using teleconferencing facilities rather than attending the meetings in person.]*  Audit Committee  Due to the resignation of Mr Chris Wallace there was a vacancy to Chair the Audit Committee.  **ACTION:** The Chair and Regius Keeper would consider the Audit Committee Chair vacancy.  Appointment of Trustees  Following the resignation Mr Chris Wallace the Chair reported that he would ask the Scottish Government to arrange the recruitment of a replacement Trustee but also to consider the recruitment of the next two Trustee vacancies at the same time. It was suggested that this should be achieved this year, with the two Trustees recruited (but not taking up the role) in advance of the appointments falling vacant.  **ACTION:** The Chair would liaise with the Scottish Government over the recruitment of new Trustees. | **Chair/**  **Regius Keeper**  **Chair** |
| **20.0** | **Arrangements for the Next Meeting**  The next meeting would be held on Thursday 25 June 2020 at the Cardrona Hotel, Peebles EH45 8NE (with a visit to Dawyck Botanic Garden on Wednesday 24 June 2020).  [*Post Meeting Note: Due to the current Coronavirus (COVID-19) pandemic situation arrangements for the next meeting would be confirmed in due course.]* |  |

**Jennifer Martin** (PA to the Regius Keeper) 5 March 2020

**ANNEX 1**

**Summary of Actions**

| **NO** | **ITEMS** | **ACTION** |
| --- | --- | --- |
|  | **OPENING ITEMS:** |  |
| **3.0** | **Minutes of the Previous Meeting held on Wednesday 17 December 2019**  **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** |
| **5.0** | **Chair’s Update**  **ACTION:** The Regius Keeper would arrange for a “crib sheet” of information to be prepared for Trustees. | **Regius Keeper** |
|  | **DECISION ITEMS:** |  |
| **7.0**  7.2 | **Edinburgh Biomes**  Report on Governance of Edinburgh Biomes  **ACTION:** The Head of Resources and Planning would arrange for the implementation of the updated Terms of Reference. | **Head of Resources and Planning** |
| **8.0**  8.1.1  8.1.2  8.1.3 | **RBGE Strategy 2020-2025**  **ACTION:** The Director of Horticulture and Learning and Director of Science would consult further with Mr Raoul Curtis-Machin over the development of innovative horticultural objectives for the Strategy.  **ACTION:** The Regius Keeper would complete the Strategy in line with the Trustees’ guidance.  **ACTION:** The PA to the Regius Keeper would add ‘Update on RBGE Strategy 2020-2025’ to the Agenda for the next meeting. | **Director of Horticulture and Learning and Director of Science**  **Regius Keeper**  **PA to the Regius Keeper** |
| **9.0** | **Budget Planning for 2020/2021**  **ACTION:** The Regius Keeper would take forward the Budget for 2020/2021 and continue discussions with the Scottish Government. | **Regius Keeper** |
| **10.0** | **Appointment of RBGE Representative Trustee to the Botanics Foundation Board**  **ACTION:** The Head of Resources and Planning would arrange for Mr Raoul Curtis-Machin to represent the Board of Trustees at the Botanics Foundation meetings. | **Head of Resources and Planning** |
| **11.0** | **Report of the Audit Committee and Updated Terms of Reference**  **ACTION:** The Head of Resources and Planning would arrange for the implementation of the updated Terms of Reference. | **Head of Resources and Planning** |
|  | **DISCUSSION ITEM:** |  |
| **12.0**  12.1  12.2 | **RBGE Medal Nominations**  **ACTION:** All to send names for consideration to the PA to the Regius Keeper.  **ACTION:** The PA to the Regius Keeper would collate the names for consideration by the Regius Keeper, Prof Tom Meagher and Prof Beverley Glover. | **Trustees**  **PA to the Regius Keeper** |
|  | **INFORMATION ITEMS:** |  |
| **13.0** | **Finance Report for the Period to December 2019**  **ACTION:** The Head of Resources and Planning would circulate a request for approval by email for capital spend on Herbarium air conditioning units for the Board’s consideration and approval. | **Head of Resources and Planning** |
| **14.0** | **Risk Register Quarter 2**  **ACTION:** The Head of Resources and Planning would add the risks in relation to Coronavirus to the new Risk Register. | **Head of Resources and Planning** |
| **15.0** | **Estates, Property Maintenance and Project Updates**  **ACTION:** The Director of Horticulture and Learning would arrange for the relevant signatures to be collected in relation to the way leave telecommunication issues at Benmore Botanic Garden. | **Director of Horticulture and Learning** |
|  | **CLOSING ITEMS:** |  |
| **19.0**  19.2  19.3 | **Any Other Business**  Audit Committee  **ACTION:** The Chair and Regius Keeper would consider the Audit Committee Chair vacancy.  Appointment of Trustees  **ACTION:** The Chair would liaise with the Scottish Government over the recruitment of new Trustees. | **Chair/**  **Regius Keeper**  **Chair** |