

Minutes of the 193rd Meeting of the RBG Kew Board of Trustees held on 14 June 2022 at Wakehurst, and MS Teams

Trustees:

Dame Amelia Fawcett	Trustee (Chair)
Professor Chris Gilligan	Queen's Trustee
Steve Almond	Trustee
Judith Batchelar	Trustee
Sarah Flannigan	Trustee
Professor Ian Graham	Trustee
Krishnan Guru-Murthy	Trustee
Sir Paul Nurse	Trustee
Kate Priestman	Trustee
David Richardson	Trustee
John Scanlon	Trustee
Jantiene Klein Roseboom van der Veer	Trustee

Executive Board

Richard Deverell	Director
Professor Alex Antonelli	Director of Science
Richard Barley	Director of Gardens
Sandra Botterell	Director of Marketing and Commercial Enterprise
Ian McKetty	Chief Information Officer
Fern Stoner	Director of Resources
Ed Ikin	Director of Wakehurst
Karl Newton	Director of Business Services, Kew Foundation

Secretariat

Rachel Pan	Head of Governance & Director's Office
Balwinder Allen	Board Secretary (Minutes)

Attendance for items:

Item No. 6

Vicki Harrison-Neves	Head of Government Affairs
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Item No. 7

[Information redacted under s.40(2) of the Freedom of Information Act¹]

Item No. 8

Paul Denton	Head of Visitor Programmes and Exhibitions
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Item no. 10

Peter Alesbury	Director of Estates
Reuben Briggs	Head of Estates Project Services

Item no. 12

Phill Leonard	Head of Health, Safety and Business Risk
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1.	<p>Non-Executive Session</p> <p>The Trustees and Director held a non-executive session, during which the HEI Report was discussed in detail.</p>
Standing Items	
2.	<p>Chair's Welcome</p> <p>The Chair welcomed Kate Priestman and John Scanlon to their first official RBG Kew Board meeting. Together with Steve Almond, they were appointed by Defra for three years from 1 April 2022. A special welcome was also extended to Ed Ikin, who joined the meeting as it was at Wakehurst, and Karl Newton, who represented Meredith Pierce Hunter, Foundation.</p> <p>On behalf of Trustees, the Chair conveyed congratulations to:</p> <ul style="list-style-type: none"> - Professor Chris Gilligan - appointed as the Queen's Trustee from 17 March 2022 - Professor Alex Antonelli - awarded the internationally prestigious Senckenberg Prize, in the Nature Research category, and for the publication for his book 'Hidden Universe – the adventures in Biodiversity' to be published on 14 July 2022. <p>The Chair noted the following updates:</p> <ul style="list-style-type: none"> - Award of 2019 Kew International Medal (KIM): The delayed presentation of the KIM award to Professor Sandra Diaz would be held on 15 June 2022 at a lunch in her honour in the Director's Garden

	<ul style="list-style-type: none"> - Jubilee celebrations: Kew had marked this historic anniversary by placing new interpretative panels across Kew Gardens with pictures of the Queen from around the Commonwealth and linking each panel with a particular tree/plant. A tree, <i>Fraxinus americana</i> (White Ash), had also been planted at the northern end of the lake as part of The Queen's Green Canopy initiative. <p>Apologies Apologies for absence were received from Steve Almond, Pippa Wicks and Meredith Pierce Hunter. It was noted that John Scanlon would leave the meeting at 3.00pm.</p> <p>Declarations of Interest The Chair declared an interest as she was Governor of the Wellcome Trust. No other declarations of interest were declared by Trustees.</p>
3.	<p>Minutes of the meeting held on 17 March 2022 and readout from Strategy Day held 28 April 2022 The minutes of the previous meeting and notes from the Strategy Day held 28 April 2022, were agreed as a true and correct record.</p> <p>Actions Log The Actions Log was noted by Trustees. Pending actions would be carried forward.</p> <p>Matters Arising It was noted that Trustees had unanimously approved the following projects/contracts via correspondence, and therefore ratified their decision to: -</p> <ol style="list-style-type: none"> a. Award the contract to Max Communication Ltd, to deliver the digitisation of the Herbarium and Fungarium, from July 2022 through to 31 March 2024 <i>[Information redacted under s.43(2) of the Freedom of Information Act²]</i> b. Extend the LED upgrade project and contract with Raytel <i>[Information redacted under s.43(2) of the Freedom of Information Act³]</i>. <p>Greensphere It was reported that a sub-group meeting (including the Chair, Sarah Flannigan and Ian Graham) would be held on 13 July 2022, to review, and if appropriate, approve Phase 1 of the programme, which would enable RBG Kew to move to Phase 2.</p> <p>The sub-group would consider Greensphere's track record and experience. The intention to bring commercial and scientific expertise to the Steering Group was highlighted. The significant potential to expand Kew's scientific contribution and net income were reiterated.</p> <p>History, Equity and Inclusion (HEI) report The HEI Report was discussed in depth in the non-executive session. Feedback on the updated version of the HEI report would be sought from Trustees.</p>
4.	<p>Director's Report Trustees' attention was drawn to the following updates: -</p> <p>Staff Pay – The priority for 2022/2023 to make a meaningful pay increase for all staff was emphasised. A pay remit had been submitted to Defra, with SoS approval being sought pre summer recess. Confirmation was awaited on whether Kew could submit its pay remit in line with museum freedoms, which were currently under review. It was clarified that government approval would be required where pay awards were above the public sector pay cap – the current cap is 2%.</p> <p>Development of new Herbarium – the Natural History Museum (NHM) had decided to not pursue their original plans to move their collections to Harwell and were now considering relocating them to the Thames Valley Science Park, Reading (the British Museum also is at the Science Park). <i>[Information redacted under s.36 of the Freedom of Information Act³]</i> Trustees would be kept updated on progress.</p>

	<p>It was recommended to follow up on potential funding from UKRI (and other research councils, such as AHRC and NERC as a matter of urgency.</p>
5.	<p>Finance Report</p> <p>The Finance Report was noted by Trustees. The following points were highlighted: -</p> <ul style="list-style-type: none"> - Kew's draft 2021/22 results, subject to audit, showed a net operating surplus for the year of £4.3m, which would help fund the budget deficit and would be used for priority projects (including the creative challenges work) - Visitor performance for the first two months of the financial year was in line with budget, however there were risks around secondary spend (catering, retail), and energy prices (anticipated to escalate in the autumn) which would be closely monitored. <p>On predictions and modelling made by ALVA (and Visit Britain), it was noted that the market was recovering since Covid-19. RBG Kew was at 60% - 80% levels compared to 2019. With the impact of the Ukraine war, rising inflation, increases in fuel and cost of living, the impact on secondary spend was anticipated. Currently, day paying visitors had not been affected; however, all other conversions (e.g., conversion to catering, membership etc.) were lower.</p> <p>The Chair commended the team for the outturn and the way in which finances had been managed. Congratulations were also conveyed to the Science team for the receipt of a £1m grant from the Wellcome Trust.</p>
6.	<p>Government Affairs update</p> <p>The Government Affairs paper was noted by Trustees. Kew planned to identify priority areas of work that resonate with UK government ambitions and would inform engagement with and narrative for government stakeholders.</p> <p>Updates on upcoming visits were noted and it was reported that there was no news on the CBD COP15 conference, originally scheduled for September 2022.</p> <p>The Chair reported that at her recent meeting with Lord Benyon (LB), she had reiterated RBG Kew's goal to better align priorities with Defra and across Government and become the 'go to place' for biodiversity loss and nature-based solutions for government.</p> <p>The following points were noted in discussion: -</p> <ul style="list-style-type: none"> • Considerable work and visits continued apace by the Government Affairs team; the challenge of follow up and converting into tangible support/projects was important • There was significant interest in the Landscape Ecology Programme which had resulted in a positive visit by LB and the President of the NFU (Minette Batters). It was recommended that <i>[Information redacted under s.40 of the Freedom of Information Act¹]</i> be invited to Kew • The visit/away day by Sir Patrick Vallance and his Government Office of Science (180 staff) had been successful. <p>Next steps in relation to prioritisation were to identify the areas of Kew's work which most align with government's top-level priorities, develop the narrative and other materials, identify key stakeholders based on these and consider engagement plans.</p> <p>Trustees welcomed the plan to narrow the list and areas of work to obtain greater focus. Trustees recommended that Kew consider structures and the science that underpinned the different areas of work. An early draft would be shared with Trustees when available, and a further discussion will be held at the October Board meeting.</p> <p>Updates were also noted on Kew's engagement on its international work, specifically on CBD COP15. It was noted that Kew had two science representatives at the Geneva meetings and was working closely with partners to raise awareness on plant targets and the global plant</p>

	strategy. Kew's desire for representation on the UK Defra delegation was also noted. RBG Kew had demonstrated that it could add value, as seen at COP26 in Glasgow.
	Session 1 – Strategy
7.	<p>Reflections on Strategy Day</p> <p>The Chair thanked Trustees for their thoughtful contributions at the Board Strategy Day in April 2022. The session had been helpful in framing Kew's work in relation to the delivery of the Manifesto for Change and Kew's current and future priorities.</p> <p>Strategic Focus: Deliver science-based knowledge & solutions</p> <p>a. Strategy Focus: update on the Quality of Science</p> <p>The Director of Science noted that one of his main priorities was to drive the quality and impact of Kew science. Highlighting Kew Science strengths and some relative weaknesses, he reported that the scientific senior leadership was considering three main areas of work to further improve the quality and impact of Kew science, via: - <i>[Information redacted under s.36 of the Freedom of Information Act³]</i></p> <p>Trustees welcomed the work being carried out to raise the quality of Kew science. In discussion, it was suggested that the team: -</p> <ul style="list-style-type: none"> • Explore whether research councils could help bring ideas/plans together (e.g., at NERC, a significant amount of their budget was on running national centres) • Proactively consider those government interventions (e.g., Leicester University) that worked closely, for instance, with UKRI, and run young peoples' residency programmes – which could enable junior level or joint appointments of younger and emerging scientists. 'Joint appointments', while challenging from an HR point of view, could be very beneficial to RBG Kew but we also need to be clear what we want to get out of these appointments and what will be required • Consider the scale of ambition being considered (e.g., numbers of joint appointments, numbers of future leaders, what freedoms etc) <p>Empowering and attracting new talent would help raise the quality of science. <i>[Information redacted under s.36 of the Freedom of Information Act³]</i> The link with the People and Culture strategy was noted.</p> <p>The importance of careful operational planning at each step was emphasised. It was recommended that the review should be a rotating review carried out every 5 years and not a one-off project. <i>[Information redacted under s.36 of the Freedom of Information Act³]</i></p> <p>Learnings and comparisons with universities was also discussed. The importance of developing staff was noted.</p> <p>The Director of Science welcomed Trustees feedback and input. The work and discussion would continue at the SAC. <i>[Information redacted under s.36 of the Freedom of Information Act³]</i></p> <p>b. Harnessing the power of Artificial Intelligence (AI) to advance Kew's scientific work</p> <p>The impact of how AI had the potential to greatly accelerate, upscale and improve biodiversity research at RBG Kew was presented to Trustees. Some of the advances that were being made in this area of work were showcased to Trustees – prioritising areas for conservation; estimating plant diversity in areas not yet explored by scientists; assessing the extinction risk of species; understanding how and when ecosystems change, etc. It was noted that there was great appetite from Kew researchers to learn more about AI, and Kew had the ambition and potential of being at the forefront of using AI for understanding and protecting biodiversity.</p> <p>The Director of Science concluded that: -</p> <ul style="list-style-type: none"> - AI held great promise to advance research and conservation - Kew and its partners could lead on AI for biodiversity science - Raising Kew's profile would require collaboration and resources.

	<p>Trustees were excited about the potential for AI to revolutionise Kew science was doing and emphasised the importance of sourcing the right partner(s). Some of the challenges (e.g., utilising AI from a management perspective) were discussed. The developments in interpretable AI and the continued advances in technology were outlined.</p> <p>Trustees were invited to share names of potential partners with the Director of Science (Trustees would be sent a reminder email on what he desired from a partnership).</p> <p>It was noted that the current digitisation of the collections allowed for opportunities for AI, although this did not apply to collections in arts and archives, which would be reviewed when funding was available.</p> <p>The work with AI on plant species that had been trafficked was noted.</p> <p>c. Completing the Plant Tree of Life</p> <p>The Trustees were given a presentation on the status of the Plant and Fungal Trees of Life project. The project was one of the stand-out achievements of Kew's Science Strategy 2015-2020 and had been refreshed as the Tree of Life Initiative in the current Science Strategy. Highlights of the first phase of the project were outlined; these had resulted in vast amounts of new genomic data being made publicly available for plants, numerous scientific publications, and the establishment of a global network of 300 collaborators. The broader impacts of this work in addressing key environmental challenges and Kew's unique opportunity to address the fungal tree of life by exploiting Kew's unrivalled fungarium collections were also outlined.</p> <p>In the Q&A that followed, the various aspects of how the sequencing works were carried out, were explained; in that context it was noted that such work was not robotised. In the new phase which had commenced in April 2022, the focus was on completing the plant tree of life. Kew would continue to build collaborative networks to achieve this.</p> <p>The team at RBG Kew were also involved with the Darwin Tree of Life (with the Wellcome Trust), and although similar in some aspects, they were also radically different projects. The opportunities of shared learnings were noted.</p>
	<i>Trustees stopped for lunch, followed by the tour of the American Prairie and Water Gardens.</i>
	<p>d. Wakehurst Science: Landscape Ecology Programme, and Conservation and Research Nursery</p> <p>Trustees were given an update on the Landscape Ecology Programme and Conservation and Research Nursery. The Landscape Ecology Programme had started in April 2020 to measure the multiple benefits of Wakehurst's biodiversity through the themes of carbon, invertebrates, people, and hydrology and had gained momentum within Kew and with external partners. The Director of Wakehurst explained the progress to date and how the Landscape Ecology Programme and Research Nursery would develop to deliver Manifesto priorities and impact for Kew.</p> <p><i>[Information redacted under s.36³ and s.43(2)² of the Freedom of Information Act]</i> It was noted that the science of carbon measurement needed further development. The big challenge was to agree standardised methodologies, and Wakehurst would need to work intensely to raise awareness of its work and build partnerships with fellow scientists and policy makers.</p> <p>The potential for funding construction, buildings and research in the next few years was noted, including the suggestion of looking at John Innes facilities. Thinking strategically about the scientific questions being asked was emphasised. Kew's new Conservation & Research Nursery for controlled environment research needed investment and a clear role alongside other national facilities in order to be competitive.</p>
8.	<p>Kew Gardens Visitor Programmes update</p> <p>Trustee were updated on the key programmes planned for 2022-26. Kew had a year-round programme of festivals, events, and exhibitions, which were a major driver for visits and</p>

	<p>engagement. For almost 25-40% of visitors, their primary motivation for visiting was for visitor programmes. Visitor programmes helped support financial health, provide inspiration, and extended Kew's reach. Details of the following programmes were outlined.</p> <ul style="list-style-type: none"> - Forever Food (May – September 2022) - Treehouses at Kew (April – October 2023) - [Information redacted under s.43 of the Freedom of Information Act²] <p>On Treehouses it was noted that although a complex project (due to its scale), good progress continued to be made, and work was being carried out collaboratively and in partnership with the Museum of Architecture. The visitor programme plans for 2024-26 were tentative and would be confirmed as more work was done on these projects. The risks and opportunities of the programmes were highlighted.</p> <p>Trustees welcomed the programmes and noted that the plans on Treehouses were impressive. The team were encouraged to consider the impact of heavy visitor traffic, e.g., on turf, which could affect the visitor experience. Trustees also welcomed the ambition and emphasised the importance of story-telling and clear interpretation.</p> <p>It was commented that the programmes were delivering some important key messages alongside fun and enjoyment. This as a difficult balance to get right, and Kew was doing this well.</p>
9.	<p>55 Kew Green renovation</p> <p>Trustees noted that the Finance and Resources Committee had reviewed the investment case and recommended proceeding with the project as outlined in the paper i.e., retaining and renovating the property and letting it out.</p> <p>It was explained that the project would be funded through designated reserves and Estates capital funding. The balance would be cash flowed through Kew reserves and repaid through the rental income of the property, a new income stream for Kew. This would save interest on a government loan.</p> <p>Trustees agreed that doing nothing was not an option. The importance of maintaining buildings across Kew's sites was emphasised. Other renovation works were also outlined.</p> <p>Following discussion, Trustees approved the investment case for 55 Kew Green. The approval of the contract would be sought by correspondence.</p>
10.	<p>Wakehurst Mansion Roof</p> <p>Trustees were given a presentation on the works planned for the Wakehurst mansion roof. The project was urgently required to ensure the Wakehurst Mansion (a Grade I listed building) remained in good condition and was maintained in accordance with its lease. Failure to proceed would lead to damage and loss of historic fabric, increasing the cost of any future works. It was noted that the café/restaurant would remain open during construction works, and that consideration was being given to visitor engagement e.g., use of an interpretative map on the scaffolding for displays, potential viewing platform and members tours. The project was planned to commence in September 2022. Final approval would be sought from Trustees via correspondence.</p> <p>It was noted that there was no local opposition to the plans. Other buildings (e.g., Wing C roof, Herbarium, Kew) were cited as examples where Kew was restoring its buildings.</p>
11.	<p>Draft Annual Report and Accounts (ARA) 2021-22 (including consideration of RBG Kew as a going concern)</p> <p>Trustees noted that the draft annual report and accounts 2021/22 (ARA) had been reviewed and agreed by the Audit & Risk Committee. The "going concern" basis was deemed appropriate for the preparation of the 2021/22 accounts.</p> <p>The audit work was still ongoing, including in relation to the reclassification of heritage assets, investment properties and tangible fixed assets. Adjustments would reflect a reclassification of assets.</p>

	<p>Following a brief discussion, Trustees approved:</p> <ul style="list-style-type: none"> - the draft ARA in principle, subject to any finalisation amendments. The final version of the ARA would be circulated to the Board for approval via correspondence following finalisation of the audit process and ARC review on 30 June. - The designation of £5.2m unrestricted reserves towards future capital and other projects. - Confirmation that the “going concern” basis was appropriate for preparation of the 2021/22 accounts. - The ARA to be signed by the Chair and the Director - The letter of representation to be signed by the Director
12.	<p>Strategic Risk Register Annual Review</p> <p>It was noted that the risk register was reviewed quarterly by the Executive Board and the ARC. In between these reviews, a close watch was kept on all risks, as they could change suddenly and unexpectedly.</p> <p>The following points were noted in discussion: -</p> <ul style="list-style-type: none"> - Protection of Kew’s scientific collections: this risk had been escalated to the Defra Executive Committee (ExCo) <i>[Information redacted under s.36 of the Freedom of Information Act³]</i> - A fundamental review of the risk register took place every two years and was due to take place next month. It was hoped that there would be a more succinct, streamlined register, after that review - It was suggested to review how risks were presented and framed e.g., as either ‘risk statements’ or ‘imperative statements’ to provide greater clarity - ‘People/talent’ was a critical risk in parts of the organisation and required greater emphasis in the register - <i>[Information redacted under s.36 of the Freedom of Information Act³]</i> - To include ‘cyber security’ as a separate risk in the register, given the current heightened threat.
13.	<p>Kew Defra Framework Document</p> <p>The Kew Defra Framework Document was reviewed by Trustees, and it was noted that there were no significant changes to the 2018 version. The document had been reviewed at the recent ARC meeting where one change had been proposed: a request to Defra that they (1) record the practice of Trustee appointments typically being for a term of 3yrs plus a further 3yrs and (2) include a commitment to appoint Trustees on a timely basis and to a schedule that facilitated succession planning. Wording to this affect had been agreed with Defra.</p> <p>Trustees agreed to:</p> <ul style="list-style-type: none"> • Approve RBG Kew entering into a new framework agreement (as included in the pack) • Authorise the Director to approve any amendments provided and that any substantive amendments were also approved by the Chair, and • Authorise the Director to sign on behalf of RBG Kew. <p>Trustees’ thanks were conveyed to Diane Scott for her work. It was noted Remco were working on a detailed plan on the next set of Trustee appointments (and beyond) which would be shared with Defra.</p>
14.	<p>Annual Review of Terms of Reference for Boards and Committees and Kew Enterprises Limited</p> <p>Trustees reviewed and approved the following Terms of Reference:</p> <ul style="list-style-type: none"> • RBG Kew Board of Trustees • RBG Kew Enterprises Ltd • Audit and Risk Committee • Finance and Resources Committee • Remuneration and Nominations Committee

15.	Audit and Risk Committee Annual Report Trustees noted the ARC annual report, which summarised the ARC activities in 2021/22.
16.	Arboretum HQ – Lessons Learned It was noted that the project had successfully delivered on time and within budget, with some processes of improvement highlighted.
17.	Modern Slavery Statement 2021/22 The annual statement (a statutory requirement) had been reviewed by ARC, and their suggested amendments incorporated. Trustees approved the Modern Slavery Statement 2021/22. Following a suggestion from a Trustee on what ‘best in class’ might look like, it was noted that their input and guidance would be sought for next year.
18.	Updates from Committees The synopsis of the various Committees/Board meetings since the last meeting were noted by Trustees. Trustees approved the following appointments following recommendation by Remco: <ul style="list-style-type: none"> - Steve Almond - Chair of Audit and Risk Committee and Safeguarding Champion Trustee - Kate Priestman – Chair of Finance and Resources Committee, member of Remco, member of EDI Committee - John Scanlon – member of Finance and Resources Committee - Judith Batchelar - member of Wakehurst Advisory Committee.
19.	The Draft agenda for 6 October 2022 Board meeting , was noted by Trustees.
20.	The Date and Times of the next meetings were noted as: <ul style="list-style-type: none"> - 6 October 2022 at 10.00am - 8 December 2022 at 10.00am - 23 March 2023 at 10.00am - 27 April 2023 – Strategy Day – time TBC

¹ Section 40(2) of the Freedom of Information Act provides that:

Information is exempt where either:

1. disclosure would contravene data protection principles, or
2. disclosure would contravene the right to object under the Data Protection Act, or
3. the information is exempt from the right of subject access under the Data Protection Act.

² Section 43(2) of the Freedom of Information Act 2000 provides that:

Information is exempt if its disclosure under this Act would, or would be likely to, prejudice the commercial interests of any person (including the public authority holding it).

³ Section 36 of the Freedom of Information Act 2000 provides that: Information is exempt if its disclosure under this Act would be likely to have any of the following effects:

1. prejudice collective Cabinet responsibility;
2. inhibit the free and frank provision of advice and exchange of views for the purposes of deliberation; or
3. prejudice the effective conduct of public affairs.