

**Minutes of the 198<sup>th</sup> RBG Kew Board of Trustees Meeting held on 12 October 2023**  
at Pat Brennan Suite, Herbarium, 3<sup>rd</sup> Floor Wing E, Royal Botanic Gardens, Kew, TW9 3AE

Dame Amelia Fawcett	Trustee (Chair)
Professor Chris Gilligan	King's Trustee
Steve Almond	Trustee
Professor Ian Graham	Trustee
Krishnan Guru-Murthy	Trustee (online for morning session only)
Sir Paul Nurse	Trustee
Kate Priestman	Trustee
David Richardson	Trustee
John Scanlon	Trustee
Jantiene Klein Roseboom van der Veer	Trustee
<b>Executive Board</b>	
Richard Deverell	Director
Professor Alex Antonelli	Director of Science (afternoon session only)
Richard Barley	Director of Gardens
Sandra Botterell	Director of Marketing and Commercial Enterprise
Ed Ikin	Director of Wakehurst
Judith Kerr	Interim Director of Development
Ian McKetty	Chief Information Officer
Fern Stoner	Director of Resources
<b>Secretariat</b>	
Balwinder Allen	Board Secretary (Minutes)
Rachel Pan	Head of Governance and Director's Office
<b>Agenda Items</b>	
<b>Item No. 6.</b>	
Paul Kersey	Deputy Director of Science (Research)
<b>Item No. 7</b>	
Eliza Gardner	Deputy Director of Science (Operations)
<i>[Information redacted under s.40(2)<sup>1</sup> of the Freedom of Information Act]</i>	
Ciara O'Sullivan	Head of Communications
Monique Simmonds	Deputy Director of Science (Partnerships)
<i>[Information redacted under s.40(2)<sup>1</sup> of the Freedom of Information Act]</i>	
<b>Item No. 10</b>	
Paul Guthrie	Head of Marketing and Membership
Laura Hayward	Director of Membership
Alec Riches	Head of Business Planning and Analysis

1.	<b>Non-Executive Session: Trustees and Director</b> The closed session was held with Trustees and the Director.
	<b>Standing Items</b>
2.	<p><b>Chair's Welcome</b></p> <p>The Chair welcomed all attendees to the meeting, noting that it was Jantiene Klein Roseboom van der Veer's last meeting, as her term of office would end on 31 October 2023. On behalf of all Trustees and Executive Board, she thanked Jantiene for her outstanding and devoted service to Kew for 6 years, noting that she would be greatly missed by all.</p> <p>It was also Ed Ikin's last meeting, who would be leaving in December 2023 after 7 years. Ed had added great value in transforming the Wakehurst landscape and his passion and commitment were greatly valued. On behalf of Trustees and Executive Board, the Chair thanked Ed and wished him well for the future.</p> <p>Trustees conveyed their congratulations to: -</p> <ul style="list-style-type: none"> <li>- John Scanlon on the award of the Chinese Government Friendship Award, and</li> <li>- Alex Antonelli, for election as a Foreign Fellow of The Royal Swedish Academy of Sciences.</li> </ul>

	<p>On other updates, the Chair noted that -</p> <ul style="list-style-type: none"> <li>- There was no news on Trustees appointments or reappointments and that Trustees would be kept updated on any progress.</li> <li>- She would be engaging with the International Advisory Panel on Biodiversity Credits and the Circular Bioeconomy Alliance at COP28.</li> </ul> <p>The Chair thanked all Trustees and staff for all their efforts and hard work on the New Herbarium Project.</p>
3.	<p><b>Apologies</b> Apologies for absence were received from Judith Batchelar, Kate Priestman and Sir Jeremy Darroch. Apologies were also received from Alex Antonelli for the morning session and Krishnan Guru-Murthy for the afternoon session.</p> <p><b>Declarations of Interest</b> There were no declarations of interest.</p>
4.	<p><b>Minutes of the meeting held on 22 June 2023</b> The minutes of the meeting held on 22 June 2023 were <a href="#">agreed</a> as a true and correct record. It was noted that the backlog of publishing the minutes on Kew's website was now complete. Going forward, once the minutes were approved, they would be published as soon as possible after. As minutes were approved by Trustees at subsequent Board meetings, they could not be published before that date.</p> <p><b>Actions Log</b> The Actions and Decisions Log was noted by Trustees.</p> <p>On the 'Board Effectiveness Review – Progress against Actions' paper, and 'pending' items, it was <a href="#">agreed</a> that the Chair would follow up with one-to-one meetings with individual Trustees, and the King's Trustee would follow up on feedback on the Chair. A WhatsApp group would also be set up.</p> <p>The Chair encouraged Trustees to feed into future agendas, particularly on areas of science and/or strategic deep dives. It was noted that as part of the Science Advisory Committee (SAC) agenda, consideration was given to deep dives on items for discussion by the SAC. As part of that process, any items of significant strategic or science interest would be flagged to the Board.</p> <p>Following a brief discussion, and noting the importance of taxonomy, it was <a href="#">agreed</a> to bring a paper on this area of work to a future meeting. <a href="#">AP1: RD/AA/RP/BA</a></p> <p><b>Matters Arising</b> It was noted that all matters arising were covered in the agenda.</p>
5.	<p><b>Director's Report</b> The Director's report was reviewed by Trustees. It was noted that it was an exceptionally busy time at Kew, with several complex projects running at the same time including EVE, NHP and Kew REACH. Additional resources would be needed to support delivery across the directorates. Further thoughts on investment in resources would be brought back to Trustees at their December 2023 Board meeting.</p> <p>In discussion, Trustees' attention was drawn to: -</p> <ul style="list-style-type: none"> <li>- The lessons learned from the British Museum theft on the importance of meticulous cataloguing, and balancing access and security. Trustees' prime responsibility for the care of collections, including the New Herbarium, was reiterated.</li> <li>- The positive feedback received from David Hill, Director General for Environment, Defra, from their awayday at Wakehurst, was noted and welcomed.</li> <li>- The positive reviews of the excellent <i>State of World's Plants and Fungi</i> Report and symposium were being well received, and congratulations were conveyed to all concerned for their excellent work in running the event and publishing the report.</li> </ul>

	<p>During further discussion, Trustees noted: -</p> <ul style="list-style-type: none"> <li>- It was important to address the gap that would be created by the departure of Ed Ikin, especially on the '<i>Nature Unlocked</i>' programme. The intention to recruit a new senior person to lead on the project, including the work on Greensphere, was noted.</li> <li>- The non-consolidated award of £1.5k to eligible staff was welcomed by Trustees. They conveyed particular thanks to the Director of Human Resources, Sarah Donnelly, for her exceptional work in steering this and her contribution to other HR initiatives.</li> <li>- In response to a question on visitor numbers and the likely target date for when numbers would return to pre-covid times, it was noted that the gardens had seen a 26% decline compared with 2019. The drop was attributable to the slow recovery experienced more widely by many London based attractions, which had also impacted Kew. The anticipated target date for a full recovery was 2025/26. Potential boosts in numbers were also expected for the upcoming large summer festivals. It was noted that whilst 2019 had been an exceptional year due to the Chihuly at Kew Exhibition, the significant drop in numbers had also been impacted by disruptions in transportation and adverse weather. Despite the slow recovery, however, there was optimism about future bounce backs.</li> </ul> <p>In response to a query on the visits by Sir Andrew Mackenzie (Chair of UKRI) and Professor Dame Angela McLean (new Government Chief Scientific Adviser), it was noted that both had expressed genuine interest in Kew's work. The new Chief Scientist had shown particular interest in climate change and nature-based solutions. The suggestion of hosting Defra's Science Advisory Council's meeting at Kew for a 'show and tell' was noted. A Trustee would follow up with Professor Lousie Heathwaite (British Environmental Scientist), Chair of the Council, for potential collaborations.</p>
6.	<p><b>State of the World Plants and Fungi (SOTWPF)</b></p> <p>Paul Kersey (Deputy Director of Science, Research) gave a presentation on this year's SOTWPF symposium and report. Highlights from his presentation included: -</p> <ul style="list-style-type: none"> <li>• This year's report was the fifth in the series and was receiving high media interest. The SOTWPF was funded by the Sfumato Foundation.</li> <li>• The report was being followed by an international symposium (currently in session), held in person and online, to discuss the findings presented in the report and identify actions for documenting, protecting, and restoring the world's plant and fungal diversity.</li> <li>• The 2023 report focused on the diversity and distribution of plants and fungi, and the threats they faced.</li> <li>• The new element in this year's SOTWPF was the workshops and sessions aimed at drafting a declaration by representatives of participating institutions in biodiversity conservation and coordinating around Kew's conservation and education priorities.</li> <li>• It was hoped that the conference would serve as a platform for education, collaboration and the formation of partnerships.</li> </ul> <p>Trustees congratulated Kew on its impactful global presence and growth over the years. It was recommended to time the publication of declaration with the upcoming COP, noting the potential significance for Kew.</p> <p>Trustees discussed the lack of international protection for fungi, with a suggestion for Kew to collaborate with the UK government in proposing the protection for fungi under international conventions. They expressed support for mycology as a substantial area of interest, noting its unique assets with significant growth opportunities.</p>
7.	<p><b>New Herbarium Project (NHP)</b></p> <p>The Chair welcomed Eliza Gardner, <i>[Information redacted under s.40(2)<sup>1</sup> of the Freedom of Information Act]</i>, Ciara O'Sullivan and <i>[Information redacted under s.40(2)<sup>1</sup> of the Freedom of Information Act]</i> to the meeting. Trustees were updated on the progress on due diligence work on the NHP. The decision timelines were highlighted, and Trustees noted the importance of their decision at the December 2023 Board meeting. The discussions with</p>

Reading for securing the site and the positive developments, particularly regarding the flood risk, were noted.

*[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]*

In the full discussion that followed, key points and recommendations made, included: -

- To clarify timelines: it was important to clarify timelines, especially considering the project's dependency on multiple factors, including government funding. The need for a well-defined plan with a timetable for project delivery was noted.
- To ensure a compelling scientific vision: the importance of articulating a compelling scientific vision that would actively engage staff was noted. The vision should include the Science Quarter and what it could help achieve, with a focus on science, particularly in the area of taxonomy and future DNA techniques, rather than the physical building/s.
- *[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]*
- Staff engagement: it was noted that staff would continue to be encouraged to help shape and deliver the project, which would help foster a sense of ownership and commitment.
- Commitment to proceed: it was recommended to convey a firm commitment to proceed once a decision had been made, notwithstanding uncertainties in funding. Creating a transition point from open discussion to actively proceeding with the project would help redirect energies towards execution and delivery.

*[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]*

#### **Summary of due diligence work and site details**

Trustees noted the progress to date on securing a suitable site for the NHP. A map was presented to illustrate the site layout and the potential for a collaborative amenity space for the three institutions involved. The access points for the site were detailed. Negotiations on the site's lease were outlined. The financial support from Defra was acknowledged.

The chosen site, adjacent to the British Museum and the NHM site was confirmed, emphasising the strategic location for developing a collaborative science campus. The site acreage was considered sufficient for the project.

Trustees discussed the potential next steps, including preparations for the Strategic Outline Business Case.

#### **Strategic Outline Business Case (SOBC)**

It was noted that the SOBC was an iterative process with the expectation of multiple revisions. The format of the document followed a standard Treasury Green Book structure and it was explained that it would be considered by the Defra Investment Committee at the end of October 2023. The objective was to seek funding through the next comprehensive spending review.

*[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]*

In reviewing the SOBC, the following points were noted by Trustees: -

- The helpful feedback from the Finance and Resources Committee had been incorporated in the document.
- The Science Quarter would be a separate business case; however, Defra were aware the projects were inter-linked.
- Owing to the size of the project, the business case would need to be approved by the Defra Secretary of State and HM Treasury at each stage of the process.
- The importance of language and ensuring consistency of information was emphasised.
- The potential impacts on the World Heritage Site were noted.
- It was important to highlight the response to risks to the collections, with acknowledgement of both the risks and opportunities presented by NHP.

	<p>It was recommended that, if helpful, a revised executive summary would be shared with Trustees, for comments.</p> <p><i>[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]</i> The timeline for Defra's review was highlighted, and Trustees recognised the upcoming significant decision at the December Board meeting.</p> <p>Subject to the comments and recommendations made, Trustees <a href="#">approved</a> the SOBC for submission to Defra's Investment Committee. <a href="#">AP2:FS</a></p>
	<p><b>LUNCH BREAK</b></p> <p>Trustees stopped for lunch, followed by a tour of Queer Nature exhibition at the Temperate House.</p>
8.	<p><b>Biodiversity Alliance Update</b></p> <p>The Biodiversity Alliance was the new name for the Biodiversity Institute and was a partnership with Natural History Museum and Zoological Society London. It took forward the idea of the Biodiversity Institute referred to in the manifesto and would focus on biodiversity data, tools, and metrics. The work would be international and centre on what could be achieved by working together and where value could be added. The principles had been agreed on how the relationship would work, and the Alliance was currently developing a proposal to make a joint approach to government for funding.</p> <p>In discussion, Trustees noted the timing of the proposal and the need to include in the spending review bid by mid-October. The potential strategic benefits, creating momentum and showing collaboration between organisations, were noted. It was remarked that the proposal would be iterated over time. It was <a href="#">agreed</a> that once the proposal was finalised and the cover letter drafted, it would be circulated to Trustees. <a href="#">(AP3: AA/RD)</a></p>
9.	<p><b>Initial Business Case: Greensphere Kew REACH (previously Kew Habitat Restoration)</b></p> <p>Trustees noted the Greensphere Kew REACH (Restoring, Enhancing and Creating Habitats) paper. The Director of Wakehurst gave an introduction, noting that the main discussion points were around two main components: the initial business and Kew's ability to capitalise on the opportunity. He outlined the strategic approach, focusing on preparedness, risk evaluation and the potential positive impact on a global scale.</p> <p>The Chair invited Trustees comments. <i>[Information redacted under s.36<sup>2</sup> and s.43(2)<sup>3</sup> of the Freedom of Information Act]</i></p> <p>On balance Trustees considered the proposal to be credible for investment by Kew and <a href="#">approved</a> the 'Greensphere/Kew REACH' initial business case. The next steps, as outlined in the paper, were noted.</p>
10.	<p><b>2024-25 Admissions and Membership pricing for Kew Gardens</b></p> <p>The Chair welcomed Alec Riches, Paul Guthrie and Laura Hayward to the meeting. Trustees noted the paper was the annual review of pricing for Kew Gardens.</p> <p>The Director of Marketing and Commercial noted that the price increases aimed to create a balance between being accessible whilst driving commercial growth. Over the next 7 years, there were ambitious growth targets for day admissions and members, and ambitious plans to grow underrepresented audiences. To support the recommendations, customer research had been commissioned, with market analysis and modelling work from a leading pricing agency in the visitor attractions sector.</p> <p>The changes proposed to the admission and membership prices were summarised to Trustees. These included an integrated approach, including: -</p> <ul style="list-style-type: none"> <li>- An increase of adult price to £24 for weekend, £22 for weekday (up from £21.50)</li> <li>- Retain the discounts on tickets to underrepresented audiences.</li> <li>- To incentivise conversion to direct debit for memberships by increasing non-direct debit membership price by £2.</li> </ul>

	<ul style="list-style-type: none"> <li>- To test a new cheaper/'light'/annual pass style membership for customers who did not bring a guest.</li> <li>- To introduce a 'membership plus' product that included a donation to Kew.</li> </ul> <p>It was noted that a short test of 4–6 months would be carried out on the two new membership products, with a June 2024 launch as these were EVE dependent. Admission prices increases would commence from November 2023.</p> <p>In discussion, Trustees noted the following points: -</p> <ul style="list-style-type: none"> <li>- The complexity of the pricing structure and alignment with practices in other cultural places was acknowledged and appreciated.</li> <li>- <i>[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]</i></li> <li>- The flexibility in approach was commended and the team were encouraged to consider the next big idea to enhance the experience, especially for those who may feel Kew was not for them.</li> <li>- The success of the £1 Universal Credit entry price was praised, other organisations had also followed suit. It was recommended to explore other ways to further enhance the experience for individuals not eligible for Universal Credit but on low income,</li> <li>- It was suggested to explore ticket options for refugees through other organisations and offers.</li> <li>- <i>[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]</i></li> </ul> <p><i>[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]</i> Trustees <a href="#">approved</a> the proposals to increases in prices in admissions tickets and membership, as detailed in the paper under 'recommendations' (pages 51 of pack).</p>
11.	<p><b>P&amp;G contract extension</b></p> <p>Trustees noted the P&amp;G contract extension paper. The Director of Marketing and Commercial gave Trustees the background to the contract with P&amp;G, including: -</p> <ul style="list-style-type: none"> <li>- <i>[Information redacted under s.43<sup>3</sup> of the Freedom of Information Act]</i></li> </ul> <p>In discussion, the following points and remarks were noted: -</p> <ul style="list-style-type: none"> <li>- Trustees expressed enthusiasm for the proposed deal and acknowledged the significance of the partnership for Kew's operating income. It was noted that both parties valued the strong partnership, including philanthropic work beyond commercial interests.</li> <li>- The potential risk of concentration in one relationship had been raised at the Audit and Risk Committee. The importance of exploring additional partnerships to diversity revenue streams was emphasised.</li> <li>- <i>[Information redacted under s.36<sup>2</sup> of the Freedom of Information Act]</i></li> </ul> <p>Trustees <a href="#">approved</a> the new Trademark Licence contract for 10 years, starting July 2024.</p>
12.	<p><b>Trustee Stakeholder Dinner</b></p> <p>It was noted that the proposal to hold a Kew's Trustees' Dinner would be an annual event hosted by Trustees at Kew with the purpose of building Kew's networks and increasing stakeholder support. The aim was for a high profile, formal event, which would entice people to Kew to engage with its mission, people and work.</p> <p>The proposed formal dinner would enable Trustees to 'host' guests at their table, providing an opportunity for key messages on Kew's work to be discussed, whilst hearing from inspirational keynote speakers. The guestlist would comprise of prospective major donors (trusts, corporates and individuals) Development Council members, Kew Ambassadors and Champions, key government stakeholders, key scientists and other key influencers identified by Trustees.</p> <p>It was noted that Trustees would be expected to play a role in hosting tables, inviting individuals to become ambassadors, and engaging their networks. A list of potential invitees had been drafted and it was hoped that Trustee would supplement this list. Other organisations held similar events, and the dinner was not solely for fundraising but would</p>

	serve a broader purpose of identifying key stakeholders to support Kew's initiatives whilst enabling engagement. The Trustees <a href="#">approved</a> the proposal for the Trustees Stakeholder Dinner.
13.	<p><b>Financial Policies:</b> Trustees reviewed the financial policies noted below.</p> <p><b>Delegated Financial Policy</b> It was noted that increases in levels were proposed to reflect the increase in the scale of the organisation. The significant uplift in delegated authority levels, particularly in relation to the Director and Executive Board Directors, would allow for quicker decision making, and ensure the Board remained focused on strategic matters. The policy would be kept under ongoing review, including a mid-point review in March 2024, and an Internal Audit focused on controls and process would be considered as part of the 2024/25 Audit Plan.</p> <p>It was noted that in addition to the increases proposed, where projects had received the Board of Trustees approval, the approval to sign contracts &gt;£5m would be delegated to the Finance and Resources Committee, provided contracts were in line with the approved amounts.</p> <p>It was also noted that the Executive Board would continue to bring novel, complex or contentious projects to the Board under the £5m threshold. It was observed that under the new arrangements, only a limited number of items (five investment/business cases and two grant funded research projects) would not have required Board approval in the past year.</p> <p>The Trustees <a href="#">approved</a> the Delegated Financial Policy.</p> <p><b>Reserves Policy</b> Trustees <a href="#">approved</a> the proposal to increase Kew's target general unrestricted reserves levels by £0.25m to £8m, in line with the most recent budget, and the aim to grow to £10m by March 2031, in line with Kew's longer term financial plan.</p>
14.	<p><b>Palm House Decant glasshouses contract</b> It was noted that Kew had received £8m from Defra split equally over two financial years (2023/23 and 2024/25) to progress the construction of two decant glasshouses, and complete further design works and investigations. Tenders had been issued for the design and construction of the two glasshouses.</p> <p>Following a brief discussion, Trustees <a href="#">approved</a> the project plan and overall budget of £8m, and approval to execute a contract for the design and construction of the two decant glasshouses for the value of up to £6m (with delegated authority for the Director to sign and seal contracts).</p>
15.	<p><b>Jodrell substation lease</b> It was noted that the project to decarbonise the Jodrell building and Melon Yard glasshouses was currently underway. The works included upgrading existing electrical supplies, substation and compound to meet the demands of the new electrified plant.</p> <p>Eastern Power Networks required a 99-year lease to be granted for the expanded site on which the additional substation would be built. The terms of the lease had been finalised, and the required direction and consent had been received from the Secretary of State. Trustees <a href="#">approved</a> completion of the 99-year lease to Eastern Power Networks in the form proposed in the paper.</p>
16.	<p><b>Updates from Committees</b> The synopsis paper on updates from Committees was noted by Trustees. At the recent Visitor and Advisory Committee held on 4 October 2023, members received an update on Queer Nature, the retail review and an update on commercial income growth. The Kew Enterprises Board that followed discussed the P&amp;G contact, Greensphere/Kew REACH</p>



	business case and were updated on the Kew Food and Drink offer, which would be brought to the December 2023 Board meeting.
17.	<p><b>AOB: Draft agenda for 7 December 2023 Board of Trustees meeting</b></p> <p>The draft agenda for 7 December 2023 was noted by Trustees.</p> <p>The Chair invited Trustees to let her and/or the Board Secretary know about any topics they would like to see on the agenda, especially in relation to Kew science.</p>
18.	<p><b>Dates and Times of next meetings:</b></p> <p>The dates and times of next meetings were confirmed as:</p> <ul style="list-style-type: none"> <li>- 7 December 2023 at Kew</li> <li>- 21 March 2024 – at Kew</li> <li>- 25 April 2024 – venue TBC</li> <li>- 20 June 2024 – Wakehurst</li> <li>- 10 October 2024 – Kew</li> <li>- 5 December – Kew</li> </ul> <p>Meeting would commence at 10.00am, unless otherwise advised.</p>

<sup>1</sup> 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.

<sup>2</sup> 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.

<sup>3</sup> 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).