

EDINBURGH WORLD HERITAGE TRUST

(Incorporated in Scotland and limited by guarantee, Registered Number: SC195077 Scottish Charity No. SC037183)

MINUTES of the MEETING of the BOARD of DIRECTORS of EDINBURGH WORLD HERITAGE TRUST held at 61 Dublin Street, Edinburgh EH3 6NL on Monday 8th July 2019 at 4.00pm.

PRESENT:	<u>Trustees</u> Brian Lang Jeremy Chittleburgh James Garden Paul Jardine Julia Miller Dorothy Wright	<i>Chairman</i> <i>Vice-Chairman</i>
IN ATTENDANCE:	<u>EWH staff</u> Adam Wilkinson Kay Marwick Nicholas Hotham Gabriella Laing	<i>Director</i> <i>Business & Office Manager</i> <i>Head of External Relations (item 6)</i> <i>International Training Officer (item 8)</i>
APOLOGIES:	Cllr Maureen Child Cllr Neil Gardiner Mark Hopton Jim MacDonald Chris Watkins David Williamson Jenny Bruce	<i>City of Edinburgh Council</i>

Action

Chairman's introduction

1. The Chairman welcomed everyone to the meeting.
2. Declaration of interests:
 - Standing declaration of interest: James Garden, Brian Lang, (Old Town Projects Ltd)
 - Paul Jardine (HES, Waverley Masterplan)

Minutes of Board meeting 13th May 2019 (circulated)

3. The minutes were approved and signed by the Chairman. The minutes were also approved for the website, reserving paras 15-16 and 19-23 as confidential, under EWH's agreed definition of "confidential business".

Action**Progress report on matters arising from Board minutes (circulated)**

4. The report on matters arising was noted and reported elsewhere on the agenda with the exception of the following:
5. The corporate members launch took place on 16th May. The Board congratulated the team on a successful event which generated five new corporate members.
6. The Grants & Projects Committee was undertaking a review of the current remit of the Committee and would report back to the Board. G&P

Presentation of audited consolidated accounts 2018-19Consolidated accounts 2018-19

7. Jeremy Chittleburgh reported on the audit. The accounts were consolidated and presented financial information on both the charity (EWH only) and the group (EWH and OTP). Alexander Sloan had conducted an audit for both organisations and had raised no concerns.
8. In summary for EWH, there was an operational surplus of £15,860. The balance sheet was strong. The pension liability had been crystallised upon exit from the LPF scheme on 12th July 2018 at £220,000 and a payment schedule had been agreed. The Board noted the positive result which had removed uncertainty around the pension liability. The Board congratulated the team and in particular the Operations Manager.
9. In summary for OTP, there was an operational deficit of £20,561. EWH was continuing to provide support in the form of the loan and payment of short-term debt. Interest on the loan had been received. The OTP Board had approved the OTP accounts on 2nd July. The Board noted the position.
10. The Board approved the accounts and authorised the Chairman and Jeremy Chittleburgh to sign them. BL/ JC

Letter of representation

11. The Chairman was authorised to sign the letter of representation. BL

Edinburgh Old Town Renewal Trust

12. The accounts for Edinburgh Old Town Renewal Trust were approved and the Chairman was authorised to sign them. BL
13. The Board noted that appointment of the auditors would be subject to re-tender after the AGM in September. The Finance & GP Committee would oversee this process. F&GP

Summary of funding position (circulated)

14. CEC had confirmed funding for 2019/20 on 15th May. Income for the fundraising gala dinner and corporate membership was being received. It was agreed that income from corporate membership should be separated from donations. KM

Action

15. The 2020/21 forecast was discussed. A number of projects, particularly in Strategy III were being shaped and appropriate potential funders identified. A funding proposal had been made to Baillie Gifford and feedback was awaited.
16. The Board noted that if funding proposals were not successful, cuts would require to be made.

Finance report (*circulated*)Management accounts at 31/05/19

17. The finance report was noted. The good start to the year had continued.

Finance & GP minutes for 17/06/19 (*circulated*)

18. The minutes were noted.

Paragraphs 19-22 reserved as confidential

Management Accounts (*circulated*)

23. The finance report was noted.

Planning (*circulated*)

24. Discussion of this item was postponed to the next meeting on 16th September. Board

AtlasWH Update

25. Gabriella Laing joined the meeting to present the Board with an update on AtlasWH.

Project Updates (*report circulated*)

26. The report was noted.

Organisational risk register (*circulated with covering report*)

27. The organisational risk register was noted.

Director's report and IBP quarterly outcomes 2019-20 (*circulated*)

28. The Director's report and IBP quarterly outcomes were noted.
29. The Board noted that EWH was inputting into a number of CEC streetscape initiatives including City Centre Transformation.

Any other business

30. Jim MacDonald had notified the Chairman of his intention to resign from the Board at the AGM in September. The Board thanked Jim for his hard work and contribution to the organisation for the past seven years.

Action

31. The Board confirmed that an independent (non-OTP) Board member was not required to attend the OTP AGM on 28th August.
32. Dorothy Wright provided an update on the appointment of a new Chair in camera.

Date of next meeting: Monday 16th September 2019 at 4pm. Venue: Chiene + Tait, 61 Dublin Street.