

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 10th February 2020 at 4.00pm.

PRESENT:	<u>Trustees</u> James Garden Cllr Maureen Child Jeremy Chittleburgh Mark Hopton Paul Jardine Julia Miller Chris Watkins Dorothy Wright	<i>Chairman</i> <i>Vice-Chairman</i>
IN ATTENDANCE:	<u>EWB staff</u> Adam Wilkinson Kay Marwick Krzysztof Chuchra Neil Ogilvy Jenny Bruce	<i>Director</i> <i>Operations Manager</i> <i>International Programme Project Manager (item 7)</i> <i>International Project Officer (item 7)</i> <i>City of Edinburgh Council</i>
APOLOGIES:	Cllr Neil Gardiner David Williamson	

Action

Chairman's introduction

1. The Chairman welcomed everyone to the meeting. He thanked the Board for their contributions at the Board away day on 31st January, including Gordon Drummond from Old Town Projects.
2. The Chairman advised that David Williamson would be stepping down from the Board, with immediate effect. The Board thanked David for his contribution to EWH since 2016.
3. In addition, both Chris Watkins and Dorothy Wright would be stepping down from the Board at the AGM on 7th September 2020.
4. Declaration of interests:
 - Standing declaration of interest: James Garden, Mark Hopton (Old Town Projects)
 - Cllr Maureen Child (CEC)
 - Paul Jardine (Edinburgh Architecture Centre, Waverley Station)
 - Jeremy Chittleburgh (New Town North)

Action**Minutes of Board meeting 2nd December 2019** (*circulated*)

5. The minutes were approved and signed by the Chairman. The minutes were also approved for the website, reserving paras 19-21 as confidential, under EWH's agreed definition of "confidential business".

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

6. The report on matters arising was noted and reported elsewhere on the agenda with the exception of the following:
7. Recruitment for the three vacancies on the Board had commenced on 5th February. An advert had been widely circulated on EWH's website and social media platforms (15,000 impressions in 5 days), as well as on Goodmoves.com and with other partners. Trustees were encouraged to share with their networks.

All

Summary of funding position (*circulated*)

8. The summary of funding report was noted. EWH remained on target to achieve a surplus of £20,000 in the financial year 2019-20.
9. The budget for 2020-21 had been discussed by the Finance & GP Committee meeting on 20th January 2020. It had not been agreed. This was primarily due to two factors:
- uncertainties over two potential projects with associated income - the response to the KORU II funding application was not due until 28th February and the CEC Finance & Resources Committee decision on the Tron was not due until 5th March
 - the reserves policy required to be reviewed, taking into consideration the pension liability
10. The Finance & GP Committee would reconsider the budget for 2020-21 at the Committee meeting on 6th April.

F&GP

Finance report (*circulated*)Management accounts at 31/12/19

11. The finance report was noted.

Finance & GP minutes for 20/01/20 (*circulated*)

12. The minutes were noted.

Audit tender (*circulated*)

13. The report on the tender process for appointing auditors for EWH and OTP was noted. Whitelaw Wells had demonstrated the best value for money as well as quality of presentation.

Action

14. The Board approved the appointment of Whitelaw Wells as auditors for EWH and OTP for the financial year ending 31st March 2020 and for the subsequent two years.

Paragraphs 15-20 reserved as confidential

KORU update

21. Krzysztof Chuchra and Neil Ogilvy joined the meeting and Neil presented the Board with an update on KORU.
22. The Board acknowledged the success of the project and noted the lessons learnt for future projects, including the Tron. The Executive would consider nominating the KORU project for Europa Nostra prizes.

AW/ KC

Project Updates (*report circulated*)

23. The report was discussed. The Conservation Funding Programme and World Heritage Site projects were progressing. It was noted that the Grants & Projects Committee still had one vacancy to be filled.
24. The Governance Committee was reviewing the remit of the Grants & Projects Committee, including the oversight of all projects.
25. The original contractor on the Basil project had withdrawn, causing further delays. The Scottish Government and Scottish Power Energy Networks had agreed to a funding extension.

GovC

GovC

Organisational risk register (*circulated with covering report*)

26. The organisational risk register was discussed. The risk for budgetary control and financial reporting had been increased following the F&GP Committee's decision not to agree the 2020-21 budget. A revised budget will be put to the Committee on 6th April.
27. The risk for employment issues had been increased. The wording would be amended to note that there were potential staff grievances arising from the budget not being agreed.
28. The Director raised concerns on behalf of the Executive about the process and associated delay in trustee recruitment.
29. The Board provided assurance that due process had been followed and that Executive concerns were unfounded.

AW/ KM

KM

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

30. The Director's report had been revised to focus more on strategic activities across the team. Work had commenced on the HES 2021-24 funding application. Board approval on the final application will be sought at Board meeting on 7th September 2020.
31. A strategic paper on Historic City Management will be brought to next Board meeting. AW
32. The final donation towards EWH's core costs had been received from Walter Scott and Partners. The Board noted the significant contribution that this support had made to EWH to enable fundamental change in the execution of EWH's mission.
33. The IBP quarterly outcomes were noted.

Any other business

34. None

Date of next meeting: Monday 27th April 2020 at 4pm. Venue: Chiene + Tait, 61 Dublin Street.