

**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 by video-conference on Monday 26<sup>th</sup> April 2021 at 4pm.

PRESENT:	<u>Trustees</u> James Garden Jeremy Chittleburgh Andrew Henderson Mark Hopton Paul Jardine Megan Veronesi Nick White	<i>Chairman</i>     <i>Vice-Chairman</i>
IN ATTENDANCE:	<u>EWH staff</u> Christina Sinclair Nicholas Hotham Kay Marwick  Jenny Bruce	<i>Director</i> <i>Head of External Relations (items 8-10)</i> <i>Operations Manager</i>  <i>City of Edinburgh Council</i>
APOLOGIES	Cllr Maureen Child Cllr Neil Gardiner Neil Rennick Julia Miller Sophie Mills	

Action

**Chairman's introduction**

1. The Chairman welcomed everyone to the meeting, which was taking place by video conference due to COVID-19.
2. The Chairman advised that Julia Miller would be resigning from the Board at the AGM in September. Consideration would be given in due course to the recruitment of her replacement.
3. Declaration of interests:
  - Standing declaration of interest: James Garden, Mark Hopton (Old Town Projects)
  - Paul Jardine (NLS George IV Bridge, HES, Capital Theatres), Mark Hopton (Waverley Masterplan)

**Minutes of Board meeting 15<sup>th</sup> February 2021 (circulated)**

4. The minutes were approved. They would be signed by the Chairman whenever this was possible. The minutes were also approved for the website, reserving paras 9-11 and 17-29 as confidential, under EWH's agreed definition of "confidential business".

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

5. The report on matters arising was noted and reported elsewhere on the agenda.

**Summary of funding position** (*circulated*)

6. The summary of funding report was noted. Subject to audit, year end outcome was a small surplus of £4,000 had been made in the year which was positive.
7. The initial forecast for 2021-22 was noted. The fundraising targets remained challenging and the risks would require to be managed and reviewed during 2021-22.

**Finance report** (*circulated*)Management accounts at 31/03/21

8. The finance report showing the year end position was noted. Expenditure had been tightly controlled during the year which had enabled the contingency to be released to support the payment of the Home Working Allowance to staff.
9. The scheduled payment of £15,000 towards the pension fund deficit had been made in March 2021. This reduced the overall pension fund deficit to £183,878. Including the pension fund deficit, the deficit position of the unrestricted reserve had been reduced to £46,000. This would be further reduced once the designated fund had been undesignated and moved into unrestricted reserves, as discussed at the Board meeting on 15<sup>th</sup> February 2021.
10. The final claim to HES for the funding period 2018-2021 had been made and the full amount of capital grant funding available of £1,950,500 had been claimed. The Board congratulated the team on this effort.

Finance & GP minutes for 12/4/21 (*circulated*)

11. The minutes were noted.
12. The Finance & General Purposes Committee had discussed a range of employment issues including a salary benchmarking report. The Director would develop a people strategy over the next few months, to be presented to the Committee and then the Board in due course.
13. A short-term staff action group would be set up to discuss return to work arrangements.

Audit timetable and directors' report (*circulated*)

14. The audit timetable was noted. Trustees were asked to provide any detailed comment on the draft directors' report to the Director and Operations Manager. The report would be finalised as part of the audit process and the final draft set of accounts would be presented at the next Board meeting on 12<sup>th</sup> July 2021.

**Report from Oversight Working Group** (*circulated*)

15. At the Board meeting of 7<sup>th</sup> December 2020, it was recommended that a working group be established to consider an appropriate arrangement for Board oversight of the implementation of the HES delivery plan in 2021-22 and the current remit of the Grants & Projects Committee. A series of meetings had been held in March and April. The remit of the review had been widened to explore oversight across all areas of EWH activity and not limited to HES funding.
16. As a result of the review, the working group was recommending that the Grants & Projects Committee be replaced with a new Projects & Programmes Committee. There was a discussion of the draft remit for the Committee. There was agreement that the remit addressed gaps by providing oversight of non-HES funded projects and focussing on strategy delivery and outcomes rather than detailed delivery.
17. The Board approved the replacement of the Grants & Projects Committee with the Projects & Programmes Committee. The Board approved the remit of the Projects & Programmes Committee.
18. It was agreed that the current proposed dates for the Grants & Projects Committee should be retained for the Projects & Programmes Committee and as such the first meeting of the new Committee would take place on 31<sup>st</sup> May 2021. Membership of the Committee would be confirmed prior to the first meeting in line with the criteria in the remit.

P&amp;P

Paragraphs 19-20 reserved as confidential

**Director's report** (*circulated*)

21. The quarterly outcomes for 2020-21 were noted. Despite COVID-19, the progress of key projects remained substantially on track in the year.
22. The Director had held an informal session with Trustees to discuss the connecting vision summary document on 2<sup>nd</sup> March 2021 and the updated version of this document was noted.
23. The Integrated Business Plan for 2021-22 was discussed. Four overarching goals had been identified: building strategic partnerships with CEC and other city partners; securing EWH's financial position; ensuring a clear, deliverable and convincing case for the 2022-25 HES application submission; and continuing to develop EWH's culture. The associated quarterly outcomes for 2021-22 were noted.
24. Key areas for Board support were noted, including overcoming challenges around building financial resilience. The Integrated Business Plan for 2021-22 was approved.

Action

25. The Board noted that the date for submission of the HES application for 2022-25 was expected to be in late August 2021 however confirmation of any details relating the application were still awaited from HES. The capital funding for 2021-22 was still not expected to be confirmed by HES until June. This would cause a challenge for the executive in simultaneously preparing for the new application whilst reopening applications and delivering projects for the 2021-22 period.
26. The Board conveyed that it was important for Trustees to buy into the HES 2022-25 application and that the Board should not be presented with any surprises at a late stage in the submission process. The Director confirmed that the application would follow the strategic direction set by the Board / executive working group in spring / summer 2021 as part of the 2021-22 application which assumed a one plus three year approach and that there would be no notable deviation from this.
27. On this basis, another working group to oversee the 2022-25 submission would not be set up, however it would be important for the application to be discussed at the first meeting of the Projects & Programmes Committee meeting on 31<sup>st</sup> May 2021 as well as in detail at the next Board meeting on 12<sup>th</sup> July 2021.
28. It was noted that approval of the final submission by the Board would likely take place in late August via email.
29. The update on major planning applications was noted.

CS

**Update on Historic City Management** (*report circulated*)

30. The Director provided a brief update on the Historic City Management strategic programme. The Head of External Relations joined the meeting to present an update on the mainstreaming heritage report.
31. This report had been enabled by the AtlasWH project and revealed four main barriers preventing the mainstreaming of heritage in Edinburgh. It also recommended ten interventions to help realise the potential of the heritage sector to make a greater contribution to the life of the city.
32. Although the report was primarily aimed at CEC, it would be important to work with other key partners, in particular HES, to help deliver the recommended interventions.
33. The executive would proceed to implement these recommended interventions, including a programme of advocacy with CEC senior leadership and politicians.
34. Progress on the other Historic City Management initiatives was noted. The secondment of the World Heritage Site Project Manager into CEC had been successful in both mainstreaming heritage into CEC discussions and decision making and also enabling the delivery of EWH World Heritage Site projects. Extension of the secondment had been proposed to CEC. The World Heritage Site Project Manager would attend the next Board meeting to discuss her secondment in more detail.

NH/ CS

FR

Action

35. The development of the Management Plan review into a firm programme for delivery and action, including active consultation via the NHLF-funded Community Outreach and Resilience projects was being led by Jenny Bruce in partnership with EWH.

**Community Outreach and Resilience project** (*update and methodology circulated*)

36. The Head of External Relations presented the update on the Community Outreach and Resilience project, which had been successfully awarded NLHF funding in March. The summary of the project and project plan was noted.
37. There was a discussion of the Community Heritage methodology which would form the basis of the approach for the community heritage elements of the project. It was noted that the methodology was based on best practice being led by the museums sector across the UK and academic literature.
38. It was noted that language such as “co-design” was appropriate for the methodology being proposed and would be better received by the communities with which EWH was seeking to engage.
39. It was noted that EWH was already working with and providing support to some of the project partners, for example through the conservation work with Deaf Action and support for the Edinburgh Slavery and Colonialism Legacy Review Group, however other opportunities to give back to partners would be explored.
40. Diversity training for staff and Board would be provided as part of the project.

**Fundraising Strategy** (*circulated*)

41. The Head of External Relations presented the update on the Fundraising Strategy. The key pillars of the strategy for 2021-22 were the HNWI programme, individual membership programme, corporate programme and the gala dinner. The Board was supportive of the strategy although noted the challenges.
42. It was noted that the gala dinner could be impacted by COVID-19 and that this was a risk. Financial risks associated with potential cancellation would be minimised as far as possible. There was also a risk that delaying the plan for the dinner could result in our supporters being booked up elsewhere and so the executive would push forward. NH
43. It was agreed that our ethical fundraising policy would be reviewed to ensure it was in line with our climate emergency strategy. NH/ KM

**Digital Strategy** (*circulated*)

44. The digital strategy was noted. Oversight of the delivery of this strategy would remain with the Finance & General Purposes Committee for the time being. F&GP

Action**Project Updates** (*report circulated*)

45. The report was noted. The International Training Officer would present an update on the AtlasWH project at the next Board meeting. GL

**COVID-19** (*report circulated*)

46. The report was noted.

**Organisational risk register** (*circulated with covering report and governance document map*)

47. The organisational risk register was noted. A new risk covering the digital strategy had been added.

**Any other business**

48. None

**Date of next meeting:** Monday 12<sup>th</sup> July 2021 at 4pm by video conference