



The James Hutton Institute

**BOARD MEETING**

Calton Room, Apex Waterloo Hotel, Edinburgh

**28 November 2012, 09:00am**

**Chair:** Ray Perman (RP)

**Board members:** David Boxer (DB) Sandy Morrison (SM)  
 Julia Brown (JB) Wayne Powell (WP)  
 Brian Clark (BC) George Salmond (GS)  
 Laura Meagher (LM) Allan Stevenson (AS)  
 Alan Werritty (AW)

**Apologies:** George Thorley (GT)

**Attendees:** Iain Gordon (IG)  
 Colin Campbell (CC)  
 Beth Corcoran (BeC)  
 Bob Ferrier (BF)  
 Dianne Haley (DH)

**Secretariat:** Anne Pack (AP)

	<p><b>Closed session</b>          Members of the Board.</p>
<b>1</b>	<p><b>Apologies</b>          Apologies were received from George Thorley (GT).</p>
<b>2</b>	<p><b>Register of Interests</b>          AS asked the Board to note that he had been appointed Chairman of the Bidwells company pension scheme.</p>
<b>3</b>	<p><b>Minutes</b>          The minutes of the meeting held on 19 September were approved.</p>
<b>4</b>	<p><b>Matters arising</b>  <i>Action Point 2: Audit and Finance committee to make a recommendation to the Board on an appropriate amount to be held as reserves.</i>          AS said that this action would be delivered on 6 December at the next Audit and Finance Committee meeting. This committee has not met since the Board meeting on 19 September.</p> <p><i>Action Point 9: IG to speak to Julian Pace, Scottish Enterprise, to discuss potential for renewables energy investment in Hartwood.</i>          IG said that he would be meeting with Julian in January.</p>

	Other action points were either completed or dealt with elsewhere in the agenda.
5.1	<p><b>Minutes of sub-committee meetings since last Board meeting ACS – 18 September 2012</b> The minutes were received for information.</p> <p><b>Update from the previous evening’s meeting of the ACS.</b> BC gave a verbal update from the previous evening’s meeting of the ACS.</p> <p><b>Review of Ecological Sciences</b> The first of the science reviews, for Ecological Sciences (ES), took place on 9 -11 October 2012. Panel members had been an excellent choice who engaged well with the staff. The report has been received and is very positive. The report listed conclusions which will be translated to recommendations, and will be considered by ACS in discussion with CC, senior management and Pete Goddard, Head of ES. BC said that this had been a time-intensive process for senior management and the Group, but the model used for the first review had been successful and will be used for future reviews, with adjustments where required. IG will produce a summary of the report for general consultation. The response to the report will come from IG, with approval from ACS. Actions arising from review reports will be built into the Group Implementation Plans. CC said the verbal feedback immediately following the review had been helpful in understanding the final report itself. He added that panel members had offered to provide continued help if we wished.</p> <p><b>Action: Members to continue to provide suggestions for review panellists.</b></p> <p><b>Metrics</b> One of the other topics being considered by ACS is metrics. This is of critical importance and is being developed by CC and colleagues. It is planned to have a workshop for the Board on the afternoon of 22 January, prior to the Board meeting, to facilitate an in-depth discussion on metrics.</p> <p><b>Action: BC/AP to organise a meeting at Craigiebuckler on the afternoon of the 22 of January to discuss metrics.</b></p>
6	<p><b>Minutes of commercial subsidiary meetings and reports</b> <b>6.1 MRS</b> The minutes were received for Information.</p> <p>RP reported that MRS was having a good year. MRS will be holding an Away Day on the 11 of December, at which there will be a session on activities MRS should pursue and preclude. RP will report to the Board at its January meeting.</p> <p><b>Action: RP to report on the MRS Away Day, to the Board on 23 January 2013.</b></p>
	<p><b>6.2 MSC</b> The minutes were received for Information.</p> <p>SM said that a discussion needed to be held on overhead costs, but that would be for the MSC Board.</p> <p>AS commented that overhead cost questions were included in several papers, and in order</p>

	<p>to bring clarity, requested that the executive provide a briefing to the Audit and Finance Committee for its meeting on the 6 of December. BeC said that overhead costs could be viewed in different ways, in part due to the way the institute bids for various contracts. BeC said that she would table a discussion paper on current overhead cost rules, to the Audit and Finance meeting on 6 December. A follow up discussion will take place at the Board meeting in January.</p> <p><b>Action: BeC to table a discussion paper on current overhead cost rules to the Audit and Finance meeting on 6 December.</b></p> <p><b>Action: BeC to provide a paper on overhead costs for discussion at the Board meeting in January.</b></p>
<b>7</b>	<b>Regular Reports</b>
	<p><b>7.1 Chief Executive’s report</b></p> <p>IG said that this continued to be a busy period, as outlined in the activities covered in the Chief Executive’s Report. It demonstrates the efficacy of the Executive and the organisation.</p> <p>When asked to comment on the recent Ash Dieback publicity, IG said that the Institute has a large skill set around plant health and disease, and the types of organisms that interact with Ash. In the summer of 2012 IG and CC had a meeting with Professor Ian Boyd, Chief Scientific Adviser to Defra, who is co-ordinating plant health activity north and south of the border. He was aware of the skills that the James Hutton Institute could provide and invited IG and Professor Iain Toth to join a discussion hosted by Scottish Government (SG) on Monday 26 November. IG said that in addition to offering <i>e.g.</i> analytical facilities to organisations trying to combat the disease, the institute is involved in developing a long-term strategy to deal with plant health in the UK.</p> <p>IG highlighted that the Institute is working with Forest Research on this area, strengthening our commitment to the Statement of Intent. He said that CEH is also doing a lot of work on plant health and ecological sciences, and that we are in discussion with them about this.</p> <p><b>Research Councils – income generation</b></p> <p>RP said that it would be useful to have a forward look at the number of proposals we are submitting and the likelihood of external income, in order to plan ahead. BF said that he was currently preparing this information from both sites on proposal submissions, and work through historical data to build up a database, which will aid profiling.</p> <p><b>Action: BF to provide stats to the board on external income.</b></p>
	<p><b>7.2 Media digest</b></p> <p>JB said that it was useful to receive this information.</p>
	<p><b>7.3 Health and Safety</b></p> <p>RP reported that GT, <i>in absentia</i>, had nothing to add to the report.</p>
<b>8</b>	<b>Strategy Planning and Budget</b>

	<p><b>8.1 H1 financial review and full year re-forecast</b></p> <p>BeC said that it had been useful to attend the last Board meeting and Audit and Finance meeting as an observer. We are forecasting that the external contracts income will be on budget in the second half of the financial year. It is planned to balance the books.</p> <p>AS asked the Board to note that the Chief Executive’s report highlighted 7 months results whereas the finance report covers the half year results. BeC said that she had detailed period 6 in order to prepare a forecast, and that only a high-level view could be prepared for period 7. AS said that it would be helpful, on the subsidiary page, to have the year-end projection, replicated from the previous sheet.</p>
	<p><b>8.2 Estates and Facilities Strategy</b></p> <p>CC said that at the last Board meeting the farm Implementation Plans had been discussed. At that time the Board had asked that the plans be broadened and CC updated them accordingly. CC said the there was no wish to replicate services on both the main sites. Facilities were located where most needed or appropriate. The main issue with the Dundee site is the fabric of the buildings, some of which are sub-standard. On the positive side the Dundee site includes a lot of land and excellent glasshouse facilities. A feasibility study will be prepared to present the institute’s vision to SG, and funding for the project will be sought from SG and other sources.</p> <p>The Board were in support of this exciting project. It was agreed that it was important to emphasise the national importance of the proposed development and therefore strong linkages and partnerships with other institutions are important.</p> <p>AS asked about progress on the sale of Lonsdale. DH said that a land evaluation had been done and it was progressing towards being put on the market.</p>
	<p><b>8.3 Science Staffing costing and options</b></p> <p>Discussion took place around staffing costs and the Board stressed that they were keen that the science and innovation base grows, but would like more information about benchmarking operating costs. AS said that it was standard business practice to assume 10 to 15% of a business’s turnover would be on administration and support costs. SM suggested it may be prudent to revisit the A D Little report and ask them to provide a supplementary report.</p> <p><b>Action: RP to revisit A D Little report and if necessary ask for a supplementary report.</b></p>
	<p><b>8.4 BES review report (closed session with Board and IG)</b></p>
	<p><b>8.5 Briefing on Horizon 2020</b></p> <p>BF gave a presentation as an update on developing a strategy for European engagement in order to tap into new funding vehicles. We are currently approaching the end of FP7, and are preparing for Horizon 2020 and FP8. BF outlined the difference between FP7 and FP8 and how the institute would be approaching these as they will be more bottom-up driven; communities and networks of interest working together around major topics that are supported by the Commission. SME engagement will be greater, with a focus on economic growth in Europe, and with Europe as a global Leader. Longer-term regional centres of excellence will be developed. In Scotland, the two key areas we are keen to promote are life sciences, and agri-environment sciences.</p> <p>BF gave a brief overview of the components of Horizon 2020. The three pillars consider</p>

	<p>science excellence, infrastructures and better links to industry, and addresses global challenges. BF said we would be considering the institute's role across a wide spectrum of expertise in order to maximise opportunities for funding. The traditional technology platforms such as EPSO will become increasing superseded by European Innovation Partnerships.</p> <p>The Theme Leaders are currently working with Scotland Europa to position the institute in the relevant networks in preparation for the launch of Horizon 2020 on the 1 January, 2014.</p>
<b>9</b>	<b>Audit and Finance</b>
	<p><b>9.1 Wind up of legacy institutes</b></p> <p>The Board gave its approval to wind up the two legacy institutes.</p> <p>RP explained that a number of steps needed to be undertaken before this could be done. The final accounts for the two legacy institutes required approval from the SCRI and MLURI Directors and these would need to be done at an AGM. The Board, as the sole member of each legacy institute, gave its approval to hold AGMs at short notice.</p> <p>RP sought approval for the final accounts and it was planned to approve both sets of accounts at the Audit and Finance meeting on the December and hold all the necessary meetings on that day.</p> <p>DH outlined what was required before we could apply to Companies House to strike off the legacy institutes:</p> <ul style="list-style-type: none"> <li>• Transfer any remaining EU grants to the James Hutton Institute</li> <li>• Obtain OSCR consent for the wind up</li> <li>• Carry out due diligence to ensure no assets or liabilities remain in the legacy institutes</li> </ul> <p>DH said that, ideally, we would file the papers with Companies House to strike off the legacy institutes by the start of 2013 as it can take a maximum of three months to complete the process and we did not want to keep the institutes open beyond the end of the financial year. However, there were a number of items outside our control and the important thing was to complete them as soon as possible. It was agreed that we would seek OSCR approval to the wind up, transfer the EU grants and complete the due diligence, before circulating the Board minute round Directors to obtain their approval for the strike off application to Companies House. This would be done by email, hopefully by the end of December.</p> <p><b>Action: DH to complete the necessary steps to wind up the legacy institutes.</b></p>
	<p><b>9.2 Annual Report proof</b></p> <p>The draft annual report was tabled. Members were asked to provide comments to Phil Taylor by Friday 7 December.</p> <p><b>Action: Members to provide Phil Taylor with comments on the Annual Report proof by Friday 7 December.</b></p>
<b>10</b>	<b>Governance</b>

	<p><b>10.1 Board agendas and timetable</b></p> <p>Board members thought the production of the timetable and agendas paper very useful. DH asked for a note of additional sub-committee meeting dates and any additional information that the Board would find useful. DH said that the agendas paper as it stands provides the core list on strategy planning, etc and that it will continue to develop. DH noted some suggestions from members, which will be added to the document. SM felt it would be useful to hold a pre-discussion on budget at the January meeting each year, and annually have an overview of the science review process, and Health and Safety. IG said that the planner and agenda list would be refreshed on a quarterly basis. IG sought Board's opinion on the value of having a Board meeting in Edinburgh once a year. Members were in favour of this, particularly in winter when travel problems were more likely. It was agreed to hold each January meeting from 2014 in Edinburgh.</p>
<b>11</b>	<b>Verbal updates</b>
	<p><b>11.1 ACS</b></p> <p>This was given in 5.1.</p>
	<p><b>11.2 Health and Safety</b></p> <p>RP said that GT had nothing to report.</p>
<b>12</b>	<p><b>AOB</b></p> <p>GS raised the point that in the Annual Report there is a large number of papers being published by the institute and asked if there was a policy on the subscription versus open source publishing model. CC said that PLOS ONE is becoming the most popular journal across the board in the institute. He added that the publications strategy would be taking into account the costs of that.</p> <p>IG reported to the Board that Professor Derek Stewart has been appointed to the BBSRC Committee B. The Board asked IG to pass on their congratulations to Professor Stewart.</p> <p><b>Action: IG to convey the Board's congratulations to Derek Stewart on his appointment to the BBSRC Committee B.</b></p>
<b>Date of next meeting: 23 January 2013, Craigiebuckler</b>	

Action No.	Action	Owner	Deadline	Completed by (date)
1	Members to continue to provide suggestions for review panellists, taking into consideration the wish to create a gender balance and science/non-science balance.	All	Ongoing	Ongoing
2	IG to produce a summary of the ES review report, for general consultation.	IG	21.1.13	Complete
3	BC/AP to organise a meeting at Craigiebuckler on the afternoon of 22 January to discuss metrics.	BC/AP	22.1.13	Complete
4	BeC to table a discussion paper on	BeC	6.12.12	Complete

	current overhead cost rules to the Audit and Finance meeting on 6 December.			
5	BeC to provide a paper on overhead costs for discussion at the Board meeting in January.	BeC	23.1.13	In agenda Item 8.3
6	RP to report on the MRS Away Day, to the Board on 23 January 2013.	RP	23.1.13	In agenda Item 6.1
7	BF to provide stats to the board on external income.	BF	23.1.13	
8	Revisit A D Little report and if necessary ask for a supplementary report.	RP	23.1.13	
9	DH to complete the necessary steps to wind up the legacy institutes.	DH	ASAP	Still waiting for EU and OSCR responses
10	Members to provide Phil Taylor with comments on the Annual Report proof by Friday 7 December.	All	7.12.12	
11	Convey the Board's congratulations to Derek Stewart on his appointment to the BBSRC Committee B.	IG	20.12.12	