

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 16 November 2016 at Tate Britain

Present:	The Lord Browne of Madingley Lionel Barber Tom Bloxham, MBE Tim Davie Jayne-Anne Gadhia Maja Hoffmann Dame Seona Reid Hannah Rothschild Gareth Thomas Stephen Witherford	Chairman
Staff Attendees:	Sir Nicholas Serota Caroline Collier Alex Farquharson Samuel Jones Kerstin Mogull Frances Morris Stephen Wingfield	Director Director, Partnerships and Programmes Director, Tate Britain Secretary to the Board of Trustees Managing Director Director, Tate Modern Finance Director
Item 7 only:	Jo Dunnett	Tate Modern Project Director
Item 10 only:	Polly Bidgood	Director of Development

1. Apologies

Apologies were received from John Akomfrah, Mala Gaonkar, Moya Greene and Lisa Milroy.

2. Confirmation of Minutes

- a. The minutes of the meeting of 21 September were agreed as a true record, subject to a minor amendment.

3. Matters Arising

- a. There were no matters arising.

4. Conflict of Interest Declarations

- a. Seona Reid declared a conflict of interest in relation to the funding of the Tate St Ives Project.

5. Summary of the process for appointing a new Director

- a. Trustees formally noted the process.

6. Finance Report

6.1 Report from Chair of Finance and Operations Committee

- a. The Chairman of the Finance and Operations Committee updated Trustees on the Committee's monitoring of ongoing financial pressures.
- b. Trustees were informed of the Committee's discussion of membership: a report will be brought to a forthcoming meeting.
- c. Trustees noted the strong attendance of Tate Modern. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. Trustees noted Luke Mayhew's last meeting as a member of the Committee, they thanked him for the contribution he has made here, and as a Director of Tate Enterprises Limited.
- f. Trustees were informed of work to examine revenue from ticketing; testing with dynamic pricing continues and reports will be given throughout the year.

6.2 Key points from the minutes of the Finance and Operations Committee and Audit Committee meetings held on 31 October 2016

- a. These were noted; Trustees were informed of the proceedings of a recent meeting of the Audit Committee and noted the mounting resource pressure caused by Freedom of Information requests.
- b. They were informed of the Committee's discussion of the risk schedule, noting the transition in executive and non-executive leadership as an addition.

6.3 Management Information Pack September 2016

- a. The Director of Finance updated Trustees. They were informed of the strong performance of *Paul Nash* at Tate Britain, *The Radical Eye* at Tate Modern and expectations of the forthcoming Hockney retrospective.
- b. Trustees were updated on contingency and risks. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* They were informed that measures in place to monitor recruitment continue. It was noted that cost control has proved successful. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. Trustees were informed of risk assessment against future revenue. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. Trustees discussed the marketing of shows and the possibility of enhancing visibility. It was thought that shows that are performing strongly might be used to test different techniques.
- e. Trustees discussed conversion in Enterprises and Catering; *The Radical Eye* is the first exhibition in the Switch House and so will be a test case. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

- f. Trustees discussed the overall picture. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- g. Trustees noted the need to raise the profile of catering outlets at Tate Modern relative to neighbouring offers, and improvements scheduled to the outside landscape.
- h. Trustees discussed the wider context of public subsidy and trends in corporate sponsorship. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*² and *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

The Tate Modern Project Director joined the meeting.

7. The Tate Modern Project

- a. It was agreed that, after a closing report in January, the Tate Modern Project will be taken off the agenda as a standing item.
- b. Trustees were informed of the concluding recommendations of the Infrastructure Projects Authority. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*² and *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- c. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*²
- d. Trustees were informed of work to improve signage informed by knowledge of the use of the building now in place.
- e. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- f. They discussed the Members Room. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- g. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- h. Trustees were updated on fundraising and were informed of a number of asks that have been made, and progress since the summer. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- i. Trustees congratulated the team on the settling of final accounts.

The Tate Modern Project Director left the meeting.

8. Tate and Debate

- a. Trustees were presented with a paper, the purpose of which is to establish a position in respect of Tate's engagement with wider socio-political issues that can guide staff, and with which Trustees are comfortable.
- b. Trustees noted the context of Tate Exchange.

- c. It was noted that, broadly speaking, Tate wants to be able to be bold in respect of matters related to its mission.
- d. It was agreed that Tate should not take party political positions but can stimulate debate through and with artists. Trustees emphasised that Tate should not be risk-averse. It was also felt that Tate should invite different perspectives and encourage conversation through and about art.
- e. Trustees noted the importance of guidelines and, where appropriate, the Ethics Committee as resources in these areas.
- f. It was emphasised that, while the ethos of Tate should be one of debate, the Director is 'editor in chief': ultimately, the Director needs to know about involvement in these areas and be the last word.
- g. *Information has been exempted under Section 36 of the Freedom of Information Act 2000²* It was thought that discussions should be scheduled with curatorial and public-facing teams. *Information has been exempted under Section 36 of the Freedom of Information Act 2000²*
- h. It was thought that moments could be planned in respect of issues raised in the programme to engage in debate and that the conversive nature of digital platforms social media could be used to continue debate and bring in different voices.

9. Museums Review

- a. Trustees were informed of Tate's responses to the Review.
- b. They noted that one of the prime issues is the relationship between national and regional museums and were informed of a second response that had been submitted by Tate working with partner museums of all sizes.
- c. Trustees noted that while the mechanisms of funding could fruitfully be looked at, the key issue remains the quantum of funding at all levels.
- d. Trustees noted the risk that Government seeks to push more responsibility for local and regional museums onto the nationals.
- e. Trustees noted the issue of commerciality being undermined by Governmental controls. It was thought that the Review should address how museums might be helped to monetise assets in their care.
- f. Trustees welcomed the introduction of tax reliefs against the cost of exhibition production.

The Director of Development joined the meeting.

10. Futures Fund

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. It was noted that a fund will be developed to support future innovation at a time of budgetary pressures.
- c. They were updated on progress.

- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

The Director of Development left the meeting.

11. Director's Report

11.1 Trustee Appointments

- a. Trustees welcomed Jayne-Anne Gadhia and Moya Greene to the Board.

11.2 Tate St Ives Project Update

- a. Trustees were informed of progress and meetings with contractors and project managers.
- b. They noted the complexity of combining the refurbishment of the current building with the construction of the new gallery.
- c. They noted the projected opening time of autumn and plans being developed for the launch. It was noted that the existing galleries will open on 31 March.
- d. Trustees noted the budget. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. Trustees noted and welcomed the appointment of Anne Barlow as Artistic Director of Tate St Ives.
- f. It was confirmed that Gareth Thomas will step down as a Trustee, but remain as chairman of Tate St Ives Advisory Council until the end of 2017, seeing in the opening of the new building.
- g. Trustees noted that the meeting of the Board in May 2017 will be held in St Ives, with the option of attending a meeting of the Tate St Ives Advisory Council.

11.3 Tate Exchange Launch

- a. Trustees were updated on the successful launch of Tate Exchange, noting that it is drawing attention and higher footfall than anticipated.
- b. It was reported that Tate Exchange is attracting audiences who would not otherwise have come to Tate Modern and represent a change in the audience profile.
- c. They noted the success of dance in the programme and were informed of learning in respect of how to use the space. It was reported that the Associates' programme will begin in January.
- d. Trustees were informed of the implementation of Tate Exchange at Tate Liverpool. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*

11.4 Aspire Update

- a. Trustees noted the update.

11.5 Visitor Experience Values

- a. Trustees noted the values. It was thought that these might be embedded in the appraisal process.
- b. They were informed of ongoing pressures arising from the cost of living.

11.6 Late at Tate events

- a. Trustees noted an update on these events.

11.7 Archive Update

- a. Trustees noted the update.

11.8 Departmental Oversight of ALBs

- a. Trustees noted the publication of this study and the Public Accounts Committee's subsequent report.

11.9 Tate Advisory Councils Conference 2017

- a. Trustees noted the date of the conference.

11.10 Board Effectiveness Review

- a. Trustees noted the process.

11.11 May Board 2017

- a. Trustees noted that the meeting will be held in St Ives.

11.12 Tate Programme update

- a. Trustees noted the programme update.

11.13 Health and Safety Update

- a. Trustees noted the health and safety update.

11.14 Tate Programme Update

- a. Trustees noted the programme update.

11.15 Sponsorships and Donations

- a. Trustees noted the update on sponsorships and donations.

11.16 Key Papers for Forthcoming Meetings

- a. Trustees noted the key papers for forthcoming meetings.

11.17 Staff Update

- a. Trustees were informed of a number of appointments and recruitment processes and noted work undertaken by the HR department in relation to training for Line Managers and the implementation of the Dignity and Respect Policy.

- b. *Information has been exempted under Section 36 of the Freedom of Information Act 2000²*

12. Key Points from Minutes of Councils and Committees

- a. Trustees noted the focus within Tate Modern Advisory Council on audiences.
- b. Trustees were informed that the Governance and People Committee had approved the role specifications for two forthcoming Trustee appointments to be submitted of Government.
- c. Trustees were updated on Tate Members Council and the process of strengthening the ties between Tate and the Council in its new format. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*
- d. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³* They noted the addition of the Director of Development as a Director of Tate Enterprises Ltd reflecting the move of corporate membership. They were informed of the setting of a stretching budget.
- e. Trustees noted the reports from Tate St Ives Advisory Council and Tate Foundation Executive.
- f. Trustees noted the discussion of Tate Exchange and the building at Tate Liverpool Advisory Council.
- g. Trustees were informed of the formal establishment of an investment committee within Tate Americas Foundation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- h. Trustees were informed of a meeting of the Ethics Committee and the discussion of issues raised by works on display. They noted the update of the Animal Welfare Statement and the discussion of corporate partnerships.

13. Policy Reviews

- a. Trustees approved revisions to the Data Protection Policy, the Whistleblowing Policy, and the Acquisition and Disposal Policy to include items relating to materials and studio practice. They approved the policy and procedure developed by Tate in accordance with the Modern Slavery Act 2015.

14. Acquisitions Financial Statement

- a. Trustees noted the acquisitions financial statement.

15. Acquisitions for Noting

- a. Trustees noted the acquisitions.

16. Acquisitions for Decision

- a. Trustees APPROVED the acquisition of works by Luc Tuymans and Richard Hamilton, noting that they had previously been agreed subject to funding being found.

17. Corporate Membership Programme

- a. Trustees APPROVED the move of corporate membership into Tate Enterprises Ltd.

18. Appointments to Councils and Sub-Committees

- a. Trustees RATIFIED the appointments, subject in one instance to a meeting scheduled subsequent to the date.

19. Updated Approval and Signing Matrix

- a. Trustees APPROVED the update noting an error amended to the effect that the purchase Authority of the Director is £100,000.

20. Any Other Business

- a. Trustees APPROVED the signing of a new lease on the Porthmeor Studios.
- b. Trustees noted that sessions of the Advisory Councils will be scheduled at which Tate Collective might attend.

21. Close

Date of Next Meeting

Trustees noted the date of the next meeting as being Wednesday 18 January 2017, 09.00 – 13.00 at Tate Britain.

Endnotes

¹ **Section 43 (2)** of the Freedom of Information Act provides that: *Information is exempt information if its disclosure under this Act would, or would likely to, prejudice the commercial interests of any person (including the public authority holding it).*

² **Section 36** of the Freedom of Information Act provides that: *Information is exempt information if its disclosure under this Act would be likely to have any 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*

³ **Section 22** of the Freedom of Information Act provides that:

- (1) *Information is exempt information if –*
 - (a) *the information is held by the public authority with a view to its publication, by the authority or any other person, at some future date (whether determined or not),*
 - (b) *the information was already held with a view to such publication at the time when the request for information was made, and*
 - (c) *it is reasonable in all the circumstances that the information should be withheld from disclosure until the date referred to in paragraph (a).*
- (2) *The duty to confirm or deny does not arise if, or to the extent that, compliance with section 1(1)(a) would involve the disclosure of any information (whether or not already recorded) which falls within subsection (1).*