

**Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on
Wednesday 18 September 2013 held at Tate Liverpool, Fourth Floor, Auditorium**

Present The Lord Browne of Madingley Chairman
Tomma Abts
Lionel Barber
Tom Bloxham, MBE
Professor David Ekserdjian
Lisa Milroy
Elisabeth Murdoch
Franck Petitgas
Seona Reid
Monisha Shah
Gareth Thomas
Wolfgang Tillmans

Staff Attendees: Sir Nicholas Serota Director
Caroline Collier Director, Tate National
Penelope Curtis Director, Tate Britain
Chris Dercon Director, Tate Modern
Samuel Jones Secretary to the Board of Trustees
Francesco Manacorda Artistic Director, Tate Liverpool
Andrea Nixon Executive Director, Tate Liverpool
Sian Williams Interim Director of Resources
Stephen Wingfield Finance Director

1. Apologies

- a. Apologies were received from Maja Hoffmann and Mala Gaonkar.
- b. The Chairman welcomed Lisa Milroy and Seona Reid to their first meeting, and welcomed Hannah Rothschild as an observer prior to her first meeting as a Trustee in November.

2. Confirmation of Minutes

- a. The minutes of the meeting of 3 July 2013 were agreed as a true record.

3. Matters Arising

- a. There were no matters arising.

4. Conflict of Interest Declarations

- a. As Trustees of Tate Foundation, Lord Browne, Franck Petitgas, and Sir Nicholas Serota declared a conflict of interest in respect of item 19.

5. Director's Report

5.1 Tate Britain Millbank Project

- a. Trustees were informed that the project is proceeding on time. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* They noted that the team is confident of the 18 November opening.
- b. It was reported that the building is looking very good, with detail brought back to its original finery. They were updated on the new staircase and the Grand Saloon in which the November Board will be held.
- c. Trustees were informed of the decision to add further elements to the project such as a cold-store for photography. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. Trustees were informed of plans to improve certain areas of staff accommodation.

5.2 The Tate Modern Project

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. Trustees noted progress in other areas, in particular the bridge across the Turbine Hall, which has been completed two weeks ahead of schedule.
- d. Trustees were informed that Keith Salway will chair the Tate Modern Project Board until Christopher Jonas' return from leave in January. They noted that the interim Chairman and the Director of Capital Projects will present at the January Board. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. It was confirmed that the overall final cost currently remains as forecast. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- f. Trustees were informed that Davis Langdon has been tasked with keeping a tight control on changes in the project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. Trustees were informed of ongoing and stringent testing of the more complicated aspects of the build and that advisors are clear on the threshold for tolerating risk.

5.3 Interim chairman of the Tate Modern Project Board

- a. Trustees ratified the appointment of Keith Salway as Chairman of Tate Modern Project Board during Christopher Jonas' period of leave.

5.4 Museum Accreditation Update

- a. Trustees noted that Tate has submitted an application for its accreditation as a museum to be renewed.

5.5 National Curriculum Update

- a. Trustees noted Tate's response to the proposed curriculum reforms.

5.6 Advocacy

- a. Trustees noted Tate's work in this area.

5.7 Annual Press Conference

- a. Trustees were informed of plans for the Annual Press Conference and the announcement of Bloomberg Connects and the IK Prize.

5.8 *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*

5.9 Art Everywhere

- a. Trustee noted the success of *Art Everywhere* and were informed of discussions to repeat it.

5.10 30th Reith lecture

- a. Trustees were informed that Grayson Perry will deliver the first of four Reith Lectures at Tate Modern.

5.11 Tate Family Conference 2013

- a. Trustees noted plans for the Family Conference, in particular the morning being programmed by Tate Collective.

5.12 Key Meetings Schedule 2014

- a. Trustees noted the Key Meetings Schedule.

5.13 Zero Hours

- a. Trustees were informed that some at Tate, either in its subsidiaries or through subcontractors are engaged on zero hours contracts. These are most frequent in Tate Catering. It was noted that these contracts offer terms that are mutually beneficial and carry the same benefits as other contracts. They were informed that all Tate contractors are required to comply with current employment legislation and best practise.
- b. Trustees were informed that a review has been conducted to ensure that practice across Tate and its subsidiaries is fair and consistent.
- c. Trustees noted that Zero Hours contracts take very different forms and that those offered within Tate and its subsidiaries offer terms that are mutually beneficial.

5.14 Staff Update

- a. Trustees noted the appointment of Rosemary Lynch as the Director of Collection Care and that she will begin in post in late November.
- b. Trustees had been updated on the satisfactory progress of recruiting a Managing Director during the closed session.
- c. Trustees noted the departure of Martin Clark as Artistic Director of Tate St Ives in early September and noted the schedule for appointing his successor.
- d. Trustees were informed of the sad news that Peter Evans, a longstanding member of the Tate St Ives team, has passed away. Peter had been a Gallery Assistant and tour provider at Tate St Ives since April 1996; his kind and gentle manner and enormous knowledge of the town and its artist colony will be greatly missed.
- e. With sadness, Trustees were informed of the fatal accident earlier in September involving Chiara Giacomini, a very popular member of staff who had worked at Tate for eight years before leaving in August. They noted that a celebration of her life will take place at Tate Britain in late September.

5.15 Staff Networks Event

- a. Trustees noted that an event will be held for staff networks in November.

5.16 Sponsorships and Donations

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

5.17 Tate Programme Update

- a. Trustees noted the programme update.

5.18 Key Papers for Forthcoming Meetings

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

6. Key Points from Minutes of Councils and Committees

- a. The Chairman of the Collection Committee reported on a presentation of the Photography Strategy.
- b. Trustees noted the report of Tate Members Council.
- c. The report of Tate Modern Project Board had been discussed at item 5.2.
- d. In the absence of the chair, Lionel Barber reported that the discussion of finance and budgets by the Finance and Operations would be covered in the item below. Trustees noted that the discussion had focused on the need to generate footfall and to address the issue of pay as soon as operational freedoms allow.

- e. The Chair of Tate Modern Council reported a discussion of revenue-generation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹ and Information has been exempted under Section 22 of the Freedom of Information Act 2000²*
- f. The Chairman of the Ethics Committee reported that members had authorised Tate to pursue funding from prospects *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. Trustees noted the report of Nominations and Government Committee.
- h. Trustees noted the report of Tate Britain Council.

7. Finance Report

7.1 Report from Chair of Finance and Operations Committee

- a. In the absence of the Chair of the Finance and Operations Committee, Lionel Barber updated Trustees on the Committee's discussion. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. Trustees were also updated on the Committee's discussion of the digital strategy and the expectation that investment in this area will drive income.

7.2 Management Information Pack

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. *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. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- f. Trustees discussed fundraising to date in this financial year. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. Trustees discussed exhibition performance in general and were informed that impact on overall budget performance is greater when targets are exceeded on shows that generate large numbers of visitors.
- h. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- i. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

- j. Trustees discussed the length of shows, noting that *Lowry* had been well-received in critical terms and had attracted record numbers of advance bookings. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- k. Trustees discussed website visitors and were informed that *Damien Hirst* drove significant traffic, and that analysis would continue as more data is available.
- l. A further draft of the business plan for Tate Modern 2 will be brought before Trustees in the coming months.
- m. Trustees discussed the appeal of smaller shows and opportunities of attracting more people to them.

8. Programme Frameworks in context of economic outlook

- a. Trustees noted that the paper focused on specific exhibitions rather than the mix of the entire programme and was an update after fuller discussion at a Trustees' session in March during which the vision, policy and approach of each site was laid out.
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ and *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ and *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- d. Trustees suggested that footfall of the permanent displays be examined alongside temporary exhibitions.
- e. Trustees were informed that the current budget projections do not reflect the Tate Modern extension. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- f. Trustees were informed that most visitors to Tate Modern come for the permanent displays.
- g. Trustees discussed audience segmentation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- h. Trustees discussed the importance of temporary exhibitions to Tate's profile and as the driver of income in other areas, in particular Members.
- i. Trustees noted the very strong performance of *Choucair*. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- j. The Chairman summarised the discussion. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- k. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

The Curator of Photography entered the meeting.

9. Photography Strategy

- a. Trustees were informed that the Photography Strategy has been developed over four years since the Curator of Photography was appointed. It aims to increase photographic displays at all four sites, and diversify the kinds of work in the collection and on show.
- b. They noted that it has been developed to strengthen the national collection overall, avoiding duplicating holdings of other institutions and collecting with a broad geographic remit. Tate is working with other leading collections, for example the V&A and the national photographic collection at the National Media Museum, Bradford in this regard.
- c. Trustees were informed of major possibilities for donation in time and that the strategy takes this into account, focusing on other areas.
- d. The exhibition strategy look looks at large groups of works, showing them in depth and in the context of the history of art, integrating photography into the collection displays, rather than separating photographs from work in other media. Tate is best-placed to do this.
- e. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹ and Information has been exempted under Section 22 of the Freedom of Information Act 2000²* At Tate Liverpool, photography has successfully been blended into the collection displays, and at Tate St Ives there have been specific photographic shows, such as *Peter Fraser*.
- f. Trustees were updated on conservation needs in respect of photography. More significant levels of acquisition have brought the need for a coolstore, particularly in relation to small-format black and white work. This will also be an important teaching facility. They were informed that fundraising target has been met in respect of this within the Tate Britain project.
- g. Trustees were informed of developing plans in relation to photobooks and working with artists digitally, plans that have been worked on with Wolfgang Tillmans.
- h. Trustees noted the challenges of collecting in certain periods. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* It was discussed that photography gives curators new opportunities to connect to advertising and commercial artistic practice.
- i. Trustees were informed of three areas of particular strength: Japanese photography, new topographics and post-war landscape photography. It was also noted that the generous gift of the Eric and Louise Franck collection represents a significant strength in its own right.
- j. The Curator of Photography told Trustees of approaches to the display of photographs, in particular the focus on photographers making art, as opposed to artists making photographs and the integration of displays as seen recently at Tate Modern in a display of work by Lewis Baltz alongside Carl Andre.
- k. Trustees discussed how photography might further be integrated into the programme and displays at Tate Britain. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* They noted that it is possible to darken

spotlight galleries and work by Keith Arnatt, Keith Shaw and Chris Killick had been displayed in this way. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²

- l. Trustees discussed loans of photographic work. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ They were informed of ongoing discussions with other institutions to establish better loan protocols.
- m. Trustees thanked the Curator of Photography and recognised the work that he has done in establishing Tate's global reputation in this area. They noted that this has encouraged private collectors to work with Tate and has also enabled Tate to collaborate internationally on major shows.

The Curator of Photography left the meeting; Elaine Bowker, Chief Executive of Liverpool Community College and Member of Tate Liverpool Council joined the meeting.

10. Tate Liverpool: Vision and Partnerships

- a. The Executive Director of Tate Liverpool introduced Elaine Bowker Chief Executive of Liverpool Community College and Member of Tate Liverpool Council and explained that Liverpool Community College is a partner of Tate Liverpool.
- b. The Artistic Director of Tate Liverpool updated Trustees on Tate Liverpool's Vision, which sits underneath Tate's overall Vision. The principle is to 'generate new knowledge with our audience through art' and establish Tate Liverpool as a place of discovery and adventure. Trustees noted the emphasis on the civic mission of the museum and the co-creation of knowledge.
- c. Trustees were updated on the intention of incorporating public involvement in the programme, using art to encourage debate. They noted the magazine principle used in the displays, which helps visitors find their way around art. They were informed of programming by Tate Collective and Tate Liverpool's participation in the young people's festival that will be hosted in Liverpool in 2014.
- d. They were informed of partnerships in Liverpool, including those with the Biennial and universities and a research post shared with Liverpool John Moore's University. They noted budget-relieving partnerships, for example the in-kind support that has been received in the form of a lease for storage facilities.
- e. Trustees were also informed of Tate Liverpool's participation in the Waterfront partnership, contributing to Liverpool's status as a destination, both nationally and internationally *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- f. Trustees noted how learning at all levels has been embedded in the programme, reinforcing the principle of the 'museum as a learning machine' and were informed of ongoing work with Tate Media in relation to the collection displays.
- g. Trustees were informed of Tate Liverpool's work with the City of Liverpool College. They noted that the college has 17,000 students and its catchment extends to some of the hardest to reach parts of the city. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ and *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²

- h. Trustees emphasised the importance of supporting engagement by providing a welcome in the building and in curatorial practice.
- i. The Chairman of Tate Liverpool Council thanked Tate for its support of the city, and the region.
- j. Trustees discussed the importance of action in this area in light of changes in the curriculum in relation to arts. They noted the growth of Tate's work with young adults, growing from Young Tate and continuing to Tate Collective today.

Elaine Bowker left the meeting.

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

Henrik Waersted Bjornstadt of McKinsey and the Diversity Projects Manager joined the meeting.

12. Non-Executive Governance Review

- a. Trustees were presented with recommendations for the non-executive element of the review and a revised set of Terms of Reference for non-executive councils and committees. They were informed that these represent tightening and strengthening of the current structure and not major change.
- b. They noted and thanked the McKinsey team for the work that its members had done over the summer. They were informed that the report had informed Tate's internal review of its governance.
- c. They were informed that the review had concluded that Tate's governance is efficient and meets with best practice, but had highlighted areas in which it could be further improved, specifically, clarifying the role of site councils as being advisory to the site director. They also noted the institution of a Governance and People Committee to bring greater focus on issues such as staff welfare and development, reflecting Trustees' commitment to these areas.
- d. Trustees were informed that, with the non-executive elements concluded, work was continuing on the executive governance and Trustees will be updated on developments in this area in November.
- e. Trustees AGREED the Terms of Reference and APPROVED the appointment of three Trustee members of the Governance and People Committee: Lord Browne as Chair, and Elisabeth Murdoch and Monisha Shah as members.

Henrik Waersted Bjornstadt of McKinsey left the meeting.

13. Tate for All Annual Report of Diversity Goals

- a. Trustees were updated on progress against diversity goals.

- b. They were informed of strong correlation across the museum sector between younger visitors and ethnic diversity.
- c. Trustees were updated on success in attracting younger audiences, especially at Tate Modern. They noted success in respect of ethnic diversity at Tate Britain and were updated on increase in this area across all four galleries. Trustees noted the importance of Tate Collective in reaching younger audiences.
- d. Trustees were informed of progress in the first year of the family strategy. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. Trustees noted diversification in the programme and a growing number of international projects. Diversification of the collection is a long-term project and Trustees noted an increase over the last decade in the acquisition of work by female artists and artists from beyond Europe and North America.
- f. Trustees were informed of the success of the intern programme, with paid internships attracting a more diverse group of applicants. They were informed of progress in BAME new starters depends on turnover and will take some time to meet, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*. They noted challenges in the curatorial areas that are influenced by trends in the wider sector and in particular academic training.
- g. They noted that targets in respect of applications by people who have declared a disability may be too high. They were informed that Tate has recently deployed the 'Two Ticks' scheme whereby disabled applicants who meet essential criteria are guaranteed the offer of an interview.
- h. Trustees were informed of actions to be taken. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹ and Information has been exempted under Section 22 of the Freedom of Information Act 2000²*
- i. It was thought that *Matisse: Cut Outs* will be a good opportunity to attract family visitors.
- j. Trustees noted that work on families will be addressed in next year's budget.
- k. Trustees welcomed the rigour of reporting in respect of diversity and noted congratulated the team on progress made. They discussed research into experience and satisfaction and it was thought that this could be addressed in the new programme.
- l. Trustees discussed workforce diversity; success in respect of internships was noted. It was thought that more could be done in curatorial areas, although it was noted that this is influenced by the wider educational and academic environment. Trustees noted that the diversification of Tate's collection and programme will contribute to diversity in this area.

14. Acquisitions Financial Statement

- a. There were no acquisitions to report to the Board.

15. Lease of Copperas Hill, Liverpool between Liverpool John Moores University and The Board of Trustees of the Tate Gallery

- a. Trustees APPROVED a lease agreement with Liverpool John Moores University in respect of a rent-free arrangement for storage facilities and AUTHORISED the Head of Legal to sign the lease.

16. Progressing the Tate St Ives 2 Project

- a. Trustees APPROVED the terms and AUTHORISED the signing of various documents that will enable the project to progress. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. They also delegated decision-making on the appointment of contractors and consultants to the TSI2 Project Board. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. They approved an expenditure commitment to deliver TSI2 *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

17. Whistleblowing Policy Update

- a. Trustees APPROVED an update to the Whistleblowing Policy to reflect recent changes in legislation that ensure the public interest test.

18. Pay and Reward Review

- a. Trustees noted the progress of the ongoing pay review.
- b. They were informed of that after a benchmarking exercise. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. Trustees were informed of the difficulty in benchmarking against international institutions because of different tax and pension arrangements. They noted that benchmarking would consider sectors from which Tate recruits beyond the museum and gallery sectors.

19. Grant Agreement with the Tate Foundation for the Tate Modern Project

As Trustees of Tate Foundation, Lord Browne, Franck Petitgas and Sir Nicholas Serota recused themselves for this item; Lionel Barber took the chair.

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. Trustees APPROVED the amendment to the grant agreement.

Lord Browne resumed the chair.

20. Appointments to Councils and Committees

- a. Trustess RATIFIED the appointments of David Bell and Emma King and the reappointment of Councillor Paul Brant to Tate Liverpool Council.
- b. Trustees RATIFIED the appointments of Councillor Joan Symons and Councillor Colin Nichols to the Tate St Ives Advisory Council.
- c. Trustees RATIFIED the reappointment of Bob and Roberta Smith to Tate Modern Council.

21. Any Other Business

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. Trustees thanked David Ekserdjian for his service on the board as a liaison Trustee; David Ekserdjian thanked fellow trustees and noted his enjoyment of the time he has spent on the Board.

22. Date of Next Meeting

- a. Trustees noted the date of the next meeting as being Wednesday 20 November, in the newly-opened Grand Saloon 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 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).*