

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 21 November 2018 held at Tate Modern

Present:	Lionel Barber John Akomfrah, CBE John Booth Dexter Dalwood Tim Davie, CBE Jayne-Anne Gadhia, CBE Michael Lynton Dame Seona Reid, DBE Roland Rudd James Timpson, OBE Jane Wilson Stephen Witherford	Chairman
Staff Attendees:	Maria Balshaw Alex Farquharson Samuel Jones Kerstin Mogull Stephen Wingfield	Director Director, Tate Britain Secretary to the Board of Trustees Managing Director Director of Finance & Estates
Additional staff attendees: Item 5	Anna Cutler	Director of Learning & Research

1. Welcome and Apologies & Declarations of Interest

- a. Apologies were received from Dame Moya Greene and Frances Morris.

2. Minutes of the Meeting held on 19 September 2018 and Matters Arising

- a. The minutes of the meeting of 19 September 2018 were approved as a true record. Trustees asked for an update on marketing of non-ticketed programme and displays: it was reported that the campaign associated with *The Clock* had been a successful example.

3. Director's Report

- a. Trustees were updated on the recent court case relating to the viewing platform at Tate Modern. It was noted that the verdict had yet to be delivered. Trustees emphasised the importance of public rights. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*¹
- b. Trustees were updated on the development of a five-year plan and associated budgets.
- c. They noted two reviews. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*²
- d. Trustees discussed planning for Tate Liverpool. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*² They noted the importance of situating this in the context of the overall redevelopment of the city.
- e. They were updated on the process of appointing a new Director of Tate Americas Foundation.

- f. They noted the movement of some named galleries at Tate Modern reflecting the decision to use different spaces for exhibitions.
- g. Trustees were informed of a project led by Karen Salt of Nottingham University to examine what has been learned from past projects and programme in respect of diversity.

4. Brexit Update

- a. Trustees were updated on planning in respect of Brexit. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹ and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- b. They noted and endorsed the importance of EU workers to Tate.
- c. They saw an opportunity in Tate's positioning in respect of openness, emphasising the importance of being open to all and the importance of a positive message.
- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*

The Director of Learning and Research joined the meeting.

5. Tate Exchange

- a. Trustees were given an overview of Tate Exchange as a response to both artistic practice and the wider context of arts education.
- b. They were updated on the internal change it has brought about, notably greater collaboration across departments and the identification of barriers that can be overcome.
- c. They were informed of the effect on Tate Exchange Associates, who have formed a collective of practice, and an observable overall shift in public engagement and audience demographic.
- d. Trustees were informed of strengthening connections to the collection displays.
- e. Specific examples of projects were outlined for Trustees, including 'Raspberry Jam', a digital coding project devised by a fantastic ten-year-old and now run over half-term enabling coding with art.
- f. Trustees discussed learnings from the project in respect of audience engagement, noting insight into the impact of age and socio-demographic. They were updated on different interests observed in engagement by different audiences. They welcomed the invitation to new collaborations Tate Exchange represents.
- g. They were updated on future themes. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*
- h. They noted the impact in the wider sector, with national and international institutions developing ideas based on Tate Exchange.
- i. Trustees discussed the challenges of the operating model, with funding cuts in other sectors impacting on the ability of different organisations to participate.

- j. Trustees emphasised the importance of long-term evaluation.
- k. They re-endorsed the project, noting continuing discussion in respect of funding, but cautioning against over-extension and dilution.

The Director of Learning and Research left the meeting.

6. Finance Report

- a. The Chair of Finance and Operations and Audit Committee updated Trustees on the recent meetings of those Committees. They were informed of early discussion of the budgeting and planning process, noting the principle of balancing the empowerment of individual directors with accountability to budget and a greater emphasis on forecasting.
- b. Trustees noted that costs around transport and insurance have increased. They were informed that this is being reviewed.
- c. Trustees were informed that trends in departmental budgets are being reviewed, and Trustees will be updated on a quarterly basis.
- d. Trustees noted that the Finance and Operations Committee had considered pressing maintenance needs, particularly in respect of Tate Britain and Tate Liverpool. It was noted that a paper on Estates is scheduled in the new year.
- e. Trustees were informed of the appointment of new auditors, who will meet the Chair of Audit Committee independently.
- f. Trustees were informed of work to test and ensure Tate's cyber-security.
- g. Trustees noted the need to ensure PCI DSS compliance.
- h. Trustees were informed that the accounts on the Tate St Ives Project have been settled and congratulated the Managing Director and the Director of Finance and Estates on achieving this.

7. Acquisitions Report

- a. Trustees RATIFIED the acquisition of works in the Acquisition and Collection Committee report. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*
- b. They thanked donors for gifts. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*
- c. They discussed the future acquisitions strategies, which will be brought to Trustees for approval in May.

8. Governance Matters

- a. Trustees reviewed and approved the Scheme of Delegation.
- b. They reviewed and approved the Approval and Signing Matrix.
- c. They noted recent developments, including the Criminal Finances Act and guidance published for charities connected with non-charitable organisations.

- d. They approved changes to the Conflict of Interest Management Policies. It was agreed that these should be circulated to all members of Councils and Committees.

9. Appointments to Councils and Committees

- a. Trustees RATIFIED the nomination of Lionel Barber, Tim Davie, Jayne-Anne Gadhia and Dame Moya Greene and as members of the Remuneration Committee.
- b. Trustees RATIFIED the reformulation of the Governance and People Committee as the Nominations and Governance Committee, with Lionel Barber, John Akomfrah, Dame Moya Greene and Dame Seona Reid as members. With this Committee newly in place, the process of appointments to Councils and Committees will be clarified at its first meeting in January.
- c. Trustees RATIFIED the reappointment of Vivian Hunt to the Tate Modern Advisory Council for a further term of one year and the appointment of John Booth to the Finance & Operations Committee and Audit Committee until the end of his term as a Tate Trustee. The reappointment of Edward Harley to Tate Britain Advisory Council was also ratified for a further year.
- d. Trustees noted that Juan Cruz will retire from Tate Liverpool Advisory Council at the end of his term and that Dexter Dalwood will retire from the Collection Committee at the end of his term as a Tate Trustee.
- e. They approved amendments to Terms of Reference.

10. Key Points from Minutes of Councils and Committees

- a. Trustees noted the updates from Councils and Committees. They noted discussion at the Ethics Committee *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹ and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- b. They were informed of performance at the shop at Bicester Village shopping centre.

11. Any Other Business

- a. Trustees were updated on current discussions with the Unions.

12. Date of Next Meeting

Wednesday 16 January 2019, Tate Britain, 09.15 – 13.00

Endnotes

¹ **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

² **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).

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).