

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 20 March 2013 in the Board Room, Tate Britain

Present: Lord Browne Chairman
Tomma Abts
Lionel Barber
Tom Bloxham
David Ekserdjian
Mala Gaonkar
Patricia Lankester
Elisabeth Murdoch
Franck Petitgas
Monisha Shah
Bob and Roberta Smith
Gareth Thomas

Staff present: Sir Nicholas Serota Director
Alex Beard Deputy Director
Dr Penelope Curtis Director, Tate Britain
Samuel Jones Secretary to the Board of Trustees
Stephen Wingfield Finance Director

Trustees only – closed session 09.00-09.20

During a closed session of the Board, Trustees discussed the outcomes of the 2012-13 Board Effectiveness Survey.

The Staff joined the meeting.

1 Apologies

- a. Apologies were received from Maja Hoffmann, Wolfgang Tillmans, Caroline Collier and Chris Dercon.

Trustees' Away Day Report

- a. Trustees discussed the notes of the recent Board Away Day and accepted them as an accurate reflection of discussions.
- b. Trustees discussed the impacts of the pay constraints imposed on Tate by HM Government. They reiterated their commitment to resolve this situation *Information has been exempted under Section 36 of the Freedom of Information Act 2000*¹. Trustees requested that key messages on the issue should be circulated to them for advocacy purposes. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*.¹
- c. Trustees reflected on the discussion of digital at the Away Day and it was concluded that the next steps should be to establish a digital culture across all of Tate.
- d. Trustees endorsed the principles of Tate's long-term Vision document, and recommended developments following discussion at the Away Day. They discussed the importance of finding a clear and outward-facing expression of

purpose, demonstrating relevance and the importance of Tate as an institution that takes risks on behalf of society.

- e. Trustees endorsed the components outlined as the basis for further development of Tate's brand. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*² Trustees stated the importance of reflecting the brand in the communication of the launch of the new Tate Britain.
- f. The Deputy Director will develop timetable for actions ensuing.

2 Confirmation of Minutes

- a. Trustees APPROVED the minutes of the meeting of 16 January 2013.

3 Matters Arising

- a. There were no matters arising.
- b. It was clarified that action taken on 20 March 2013 by the Public and Commercial Services Union was general across the civil service. Trustees noted good relations between the unions.

4 Conflict of Interest Declarations

- a. There were no conflicts of interest to be declared.

5 Trustee Appointments Update

- a. Trustees were updated on the recent trustee interviews and informed that the panel, comprising the Chairman, Monisha Shah and Bob and Roberta Smith had recommended candidates for appointment to the Department for Culture, Media and Sport. At the time of the meeting, no response had yet been received.
- b. They were updated on the forthcoming interviews to fill the upcoming vacancy of an Artist Trustee role. The Chairman thanked David Ekserdjian and Maja Hoffmann for agreeing to participate in the interviewing panel.

6 Director's Report

6.1 Tate Britain Millbank Project Update

- a. Trustees noted the update. They were informed that the trade contract for joinery had been transferred following the administration of the previous contractor.
- b. They were updated on the opening date of the new building. *Information has been exempted under Section 22 of the Freedom of Information Act 2000.*³
- c. The Trustees of the National Gallery will be invited to the opening. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*³

6.2 Tate Modern Project Update

- a. Trustees noted the update.

- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*²
- c. Trustees were informed that the Chairman of the Tate Modern Project Board will join the May Board in advance of the July decision point on the fit-out phase.
- d. Trustees were informed of the opportunity for onsite visits; the Secretary to the Board of Trustees will circulate a range of dates before the next board meeting.
- e. Trustees were updated on good progress in fundraising. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*²

6.3 Key Stage 4 Reforms

- a. Trustees were updated on the recent change in plans to introduce the English Baccalaureate Certificate. However, they noted that there remains concern that the arts will be squeezed out by pressure on students to pursue other subjects.
- b. They were informed that Tate is responding to the current consultation on Curriculum reform. They noted that the Director had recently met with both students from Thomas Tallis School and the schools team from Tate Modern to seek their opinion in developing the consultation response.

6.4 *Information has been exempted under Section 36 of the Freedom of Information Act 2000*

6.5 Conference on Freedom of Expression

- a. Trustees noted the keynote speech delivered by the Director at a conference on Freedom of Expression and cultural institutions.

6.6 Update on Tate Liverpool Review

- a. Trustees noted the successful conclusion of the review at Tate Liverpool and congratulated the Executive Director and Artistic Director on their work.

6.7 APOT Name Change

- a. Trustees noted the change in the naming of the American Patrons of Tate to Tate Americas Foundation effective from 18 March 2013.

6.8 Travel Policy

- a. Trustees noted changes that improve efficiency and reduce carbon usage.

6.9 *Information has been exempted under Section 36 of the Freedom of Information Act 2000*

6.10 Progress made on International Strategy

- a. Trustees noted positive progress in delivering Tate's international strategy.
- b. They noted that the Turner exhibition had opened in Adelaide to great success.

6.11 Photographic Material

- a. Trustees were informed of changes to the credit of specific papers in Tate's archive.

6.12 Creative Commons Update

- a. Trustees were updated on the adoption of Creative Commons licensing in relation to material digitised as part of the HLF-funded Archives and Access project. They noted that this is the first of a series of moves that will liberalise access to archive material. Trustees welcomed the move and will receive an update on the quantity of material involved.

6.13 Board Dates 2014

- a. Trustees noted the Board dates. They noted that the September meeting will be held in Tate Liverpool and requested that events be arranged to coincide with the meeting. They requested that a visit to Tate St Ives be arranged to coincide with an opening. The Secretary to the Board of Trustees will circulate dates of the meetings of Councils and Committees.

6.14 Staff Update

- a. Trustees note with sadness the departure of Kate Sloss as Director of Collection Care and thanked her for her contribution to Tate.
- b. Trustees noted and congratulated the Deputy Director, Alex Beard on his appointment as Chief Executive of the Royal Opera House.

6.15 Sponsorships and Donations

- a. Trustees noted the report on Sponsorships and Donations.
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²* They were informed that HLF will respond to the request for funding of TSI2 in March. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000².*

6.16 Tate Programme Update

- a. Trustees noted the programme update.

6.17 Key Papers for Forthcoming Meetings

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

7 Key Points from Minutes of Councils and Committees

- a. Trustees noted the key points from minutes of Councils and Committees.
- b. The Chair of Tate Britain Council updated Trustees on discussions on audience development in relation to the launch of the new Tate Britain.
- c. The Chairman of Tate St Ives Council updated Trustees on the Council's discussion of the capital project and ongoing fundraising. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000².* It was noted that the January meeting of the Council was the first at which the new management team of three was present.
- d. The Chair of Tate Modern Council reported its consideration of its advisory role and the need to clarify expectations around it.

- e. Lionel Barber reported on behalf of the Chair of Finance and Operations Committee on the committee's discussion of the changes in the online team, planning permission for TSI2 and the impact of the contractor changes in the Tate Britain Project.

8 Finance Report

- a. Trustees noted the Finance Report.
- b. The Chair of the Finance and Operations Committee suggested that the Committee consider the organisational chart at its next meeting.

9 Management Information Pack

- a. Trustees noted and welcomed the reviewed format of the Management Information Pack which includes performance indicators in relation to people, and benchmarking against peer institutions.
- b. Trustees noted the overall financial position. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*. Trustees were informed that *Schwitters* is performing above forecast and that *Lichtenstein* is above budget.
- c. They were informed of the news from the DCMS that in the budget there was likely to be a further cut of 1% in 2012/13 and 2013/14 in addition to the previously announced cuts of 1% and 2% in those years. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*.
- d. Trustees discussed the benchmarks included in the Management Information Pack, noting that different means of measurement make comparison between statistics on web traffic misleading. They were informed that Hitwise place Tate second in the list of most visited arts websites, behind the *Guardian* which addresses all forms of arts and entertainment. They recommended that Tate report to the Board on deeper statistics in respect of its digital work, including benchmarks on social networks and dwell-time on the website. Trustees noted Tate's strength in generating its own income relative to the benchmark of its peers. They also discussed the importance of Grant in Aid per visitor more widely as an indicator of performance.

The Director of Tate Media and Audiences and the Head of Tate Online entered the meeting.

10 Digital Strategy 2013-15: Digital as a Dimension of Everything

- a. The Chairman updated staff on the Trustees' discussion of Tate's digital work at the Away Day.
- b. Trustees were presented with the latest version of the digital strategy. They noted the shift from thinking of projects as being initiated by the digital team, to developing collaboration with and contributions from across the organisation. Tate will move to having many voices, from being a heavily mediated brand, to a brand constructed of many talking across the organisation.
- c. Trustees discussed the normalisation of digital media in audiences' lives and the context that this sets for Tate's ambition to become a brand for a global community, acting as a means of navigation as well as an authority.

- d. Trustees were updated on progress in digitising archives and collections. They were informed that HLF funding has provided for both the digitisation of about 10% of the archives and the infrastructure for future digitisation projects. Funding will be sought for future digitisation and Trustees will be updated on the plan for this in due course. Trustees were also informed that Tate will present its archives material digitally using the same user-interface as the collection, which is more challenging to achieve but provides a better experience for audiences.
- e. Trustees were updated on research projects online. It was discussed that the scale of the material is *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*.
- f. Trustees were informed of work sponsored by Bloomberg that will see interactive screens in circulation spaces at Tate Modern and will feature artists and give audiences the chance to ask them about their work.
- g. Trustees were updated on Tate's aim to use its own channels to become a centre for discussion and debate around art, with people across the organisation blogging. They discussed the potential of social media beyond marketing, particularly in relation to learning, as has been done in *Circuit*.
- h. Trustees discussed the relationship between blogs and more scholarly content that is available online. They were informed of different tones to be used according to the format of material online. They noted that curatorial content on blogs has attracted a lot of comment. They discussed the spread of resource between edited content and blogging, and noted that the ambition is that, as digital working becomes more embedded in the organisation, balancing between the two will become part of the way that the organisation works rather than a matter of resource allocation. At the moment, however, the process of establishing the website as an authoritative platform has led to a focus on more edited content. Trustees recommended the need to encourage comment and interaction but maintain respect for the scholarly; it was thought that the recent commentary of a curator visiting Ghana provided an informative account and a good balance between the scholarly and the informal. It was noted that this article had been widely read and picked up in social media.
- i. Trustees noted Tate's aim that people engage with the Collection directly, writing and uploading own opinions and upload content. They discussed the importance of Tate's adoption of Creative Commons licensing in respect of certain content in helping people link to and engage with the Collection.
- j. Trustees noted the greater efficiency that will come with paperless ticketing.
- k. They were informed of the ambition to increase revenue from the online shop *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*. They noted the prospective introduction of a dedicated eCommerce role in Tate Enterprises with direct links into the digital team. Success will be measured by web analytics, which will be reported to Trustees.
- l. They were updated on the installation of Wi-Fi at Tate Britain, its upgrade at Tate Modern and forthcoming introduction at Tate Liverpool and Tate St Ives. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²* They were also informed of the TASK programme, which will upgrade hardware for staff across Tate.
- m. Trustees discussed digital fundraising and were updated on plans for the first step in this direction. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*

- n. They were updated on plans to integrate Tate's CRM (Customer Relationship Management), which is currently held in different systems around the organisation. Trustees welcomed this, and recommended that Tate develop more targeted communications to its audiences.
- o. They were informed that digital working will be part of organisational development. In a transitional period, roles focused on digital engagement, both internal and external, will be created in different departments and these will link into a Head of Digital Transformation. Trustees noted the need to identify digital pioneers in departments and a Tate-wide training programme.
- p. Trustees were informed of digital governance at Tate, in particular that it will become more centrally coordinated in the digital team, but that leadership will be devolved to key individuals in departments. Trustees asked for greater clarity on management and organisational development in respect of digital.
- q. They were updated on performance measurement, which will become more sophisticated as Tate looks at the number of visits and repeat visits by segment or type of website visitor in respect of content; comments, re-use, the number of 'shares' and followers in respect of community; and online sales in the shop and donations in respect of revenue.
- r. Trustees commented on the need for a continuum between the digital experience in galleries and outside through apps and mobile media. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*
- s. Trustees discussed the importance of connecting with members online *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*. They were informed that a fuller set of proposals around membership overall will be brought to the July meeting of the Board.

Lionel Barber left the meeting.

- t. Trustees were updated on the draft budget for Tate's digital plans. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²* They noted that the Finance Director is working to integrate the digital strategy into the medium-term budget.
- u. The Chairman stated Trustees' interests and aspirations in the digital arena, concluding that the content of the strategy is good but that further detail is required in respect of the complicated processes of developing governance in this area and taking steps to build a digital culture within the organisation.

Mala Gaonkar and the Head of Tate Online left the meeting. The Director of Human Resources joined the meeting.

It was decided to take item 13 at this point in the meeting.

11 Tate Britain Media and Audiences integrated marketing and communications proposals to launch the New Tate Britain in 2013

- a. Trustees were presented the plans for launching the New Tate Britain.
- b. It was thought that this is a key opportunity to bring in new audiences and address multiple constituents. Trustees had high expectations for the impact achieved, noting that the launch should be in tune with the warmth and welcome of the new Vision.

- c. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*³
- d. Trustees noted that *Lowry* will attract visitors, who will then be introduced to the rehang.
- e. Trustees were presented with the principles *Information has been exempted under Section 22 of the Freedom of Information Act 2000*³
- f. Trustees were informed that internal groups at Tate had responded warmly to the proposition, and members of Visitor Experience staff expect that it will have a constructive effect on the manner in which they meet and help people engage with Tate. Trustees noted the importance of the welcome that is offered to visitors, emphasising emotional connection.
- g. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000*² It was noted that the campaign is a general invitation to engage with Tate Britain, in particular to audiences nervous about art. It was clarified that the execution would take further shape over the coming months.
- h. Trustees discussed means by which to distinguish the launch and were informed of ongoing discussions with artists.
- i. It was noted that the context of developments in digital gives Tate greater scope to allow different conversations to take place around the launch and art.
- j. Trustees discussed audience expectations *Information has been exempted under Section 22 of the Freedom of Information Act 2000*³ They noted that the ambitions of the programme are also new.
- k. Trustees discussed the digital communication of the launch, noting that, in the digital sphere, the individual voice is much more vernacular and welcoming. It was thought that this presents an opportunity to engage people in the new Tate Britain and encourage them to support it.
- l. Trustees welcomed and felt encouraged by the proposals.

12 People and Organisational Development Strategy and 12, Employee Survey Results

- a. It was decided to consider items 11 and 12 together.
- b. The Chairman emphasised Trustees' concern over issues of pay. Trustees are committed to make progress in this regard.
- c. The Director of Human Resources presented the People Strategy and the results of the Employee Survey. They noted the strategy's focus on Organisational Development, addressing ways of working and leadership in the organisation and its overall culture. They were updated on the focus in the strategy on engaging, listening and communicating with staff and developing people's skills and capabilities.
- d. Trustees noted that the issues of pay and recognition come through most strongly in the survey. It was recognised that this is a direct result of the government-imposed pay freeze.
- e. Trustees noted that the strategy also looks at internships, international exchange and training. They were informed that its purpose is to prepare the organisation as a whole to adapt to the new circumstances of the completed capital projects and the new vision, particularly working digitally, a greater focus on audience engagement across all functions and growing private sector revenues.

- f. Trustees noted that the senior management and governance structure would be reviewed with a focus on inspiring collaboration across the organisation.
- g. It was clarified that there has been greater mobility within the organisation as a result of internal promotion and that staff numbers include interns, those on short-term contracts and other forms of paid work.
- h. Trustees discussed mechanisms for checking progress between surveys. Trustees were informed that plans are being made to monitor progress and a decision is being made as to whether to repeat the survey next year, or to undertake a pulse survey in anticipation of a biennial survey in 2014.
- i. Trustees discussed the transmission of ideas up the organisation. The Director of Human Resources updated them on plans to develop leadership capabilities.
- j. Trustees laid particular emphasis on development opportunities. The Director of Human Resources explained that a lot of work has been done in this area. It was discussed that concern in respect of pay influences results in this area because of the link between career progression and pay.
- k. Trustees requested an update on progress against the People Strategy at every second Board Meeting. They were informed that, while representation to the Government in respect of the constraints on pay is prioritised, work will be done to examine what further non-pay benefits might be developed.

The Director of Human Resources left the meeting.

13 Acquisitions Priorities Report

- a. It was decided to postpone discussion of this item to the next meeting in order to give it greater time.

14 Acquisitions for Decision

- a. Trustees were informed that the two acquisitions covered in this item have been discussed and agreed previously. They AUTHORISED partial payment while fundraising is being completed.

15 The Acquisition of work in the Collection

- a. A duplicate of a work in the collection was acquired as part of a package of works in June 2012. Trustees APPROVED the deaccession of a duplicate editioned print.

16 Acquisitions Financial Statement

- a. Trustees noted the Acquisitions Financial Statement.

17 Acquisitions for Noting

- a. Trustees noted acquisitions *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000*²

18 Liaison Trustee to The National Gallery

- a. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*

19 British Art at Tate and the National Gallery – a draft Memorandum of Understanding

- a. *Information has been exempted under Section 22 of the Freedom of Information Act 2000³*
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000²*

Tomma Abts left the meeting.

20 Option to tax for VAT purposes

- a. Trustees AGREED to opt to tax for VAT purposes on various sites occupied by Tate, which will allow Tate to recover VAT in full.

21 LDA Grant Agreement

- a. Trustees APPROVED the execution of a deed to conclude payment obligations in respect of the LDA grant to Tate relating to the Tate Modern Project.

22 Update on the Treatment of Mark Rothko's *Black on Maroon*

- a. Trustees noted the report and that Tate has consulted extensively on the treatment to be pursued. They were informed that preparatory work is progressing well. They noted an auditor's report on security following the incident and changes in security arrangements that have been made.

23 Any Other Business

- a. The Chairman noted that this was Patricia Lankester's last meeting before stepping down as a Trustee and thanked her for her tremendous service over eight years. The Director of Tate Britain expressed particular thanks for her contribution as Chair of Tate Britain Council and the Deputy Director thanked her for her support in respect of Learning, Development and as Chair of the Ethics Committee.
- b. *Information has been exempted under Section 22 of the Freedom of Information Act 2000.*

24 Date of Next Meeting

Wednesday 15 May 2013; Away day, Tate Modern, East Room, 09.00 – 16.00

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).*