

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 21 September 2016 at Tate Britain

Present:	The Lord Browne of Madingley Tom Bloxham, MBE Lionel Barber Tim Davie Lisa Milroy Dame Seona Reid Hannah Rothschild Gareth Thomas Stephen Witherford	Chairman
Staff Attendees:	Sir Nicholas Serota Alex Farquharson Samuel Jones Kerstin Mogull Frances Morris Stephen Wingfield	Director Director, Tate Britain Secretary to the Board of Trustees Managing Director Director, Tate Modern Finance Director
Item 6 only	Mark Osterfield	Executive Director, TSI
Item 7-9 only	Lesley Williams	Head of Finance
Item 8 only	Laura Stevenson	Consultant
Item 10 and 11 only	Rob Baker	Chief Marketing Officer
Item 10 and 11 only	Emma Green	Diversity Manager
Item 10 and 11 only	Cheryl Richardson	Human Resources Director

1. Apologies

- a. Apologies were received from John Akomfrah, Mala Gaonkar, Maja Hoffmann and Caroline Collier.

2. Confirmation of Minutes

- a. The minutes of the meeting of Wednesday 6 July were agreed as a true record.

3. Matters Arising

- a. There were no matters arising.

4. Conflict of Interest Declarations

- a. As a Trustee of the Heritage Lottery Fund, Seona Reid declared an interest in respect of the Fund's support of the Tate St Ives Project and a learning project; she did not take part in the discussions of these matters at this meeting.

The Executive Director of Tate St Ives joined the meeting.

5. Post Tate Modern Project Update

- a. Trustees were informed of the continued success of the building after opening and that the operation is moving to the status of business as usual.

- b. Trustees were informed of initial snagging issues that have been resolved. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- c. They were informed that meetings with the construction teams remain in place while the operation of the building settles.
- d. They were updated on very strong visitor numbers *Information has been exempted under Section 22 of the Freedom of Information Act 2000.²* These numbers are now reaching a steady state, more manageable from the point of view of operations but high. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000.³*
- e. In light of press attention, Trustees noted that the neighbours had been fully consulted and the opportunity to find out about the building or register objections throughout the planning stages.
- f. Trustees were informed of the final costs of the project *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- g. Trustees discussed the final fundraising for the project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- h. Trustees noted full overall cash cover *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³* and *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- i. Trustees agreed that the remainder of the uncommitted legacy should be formally committed to the building. *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*
- j. Trustees were informed of a number of prospects who have been approached and others who will be.
- k. Trustees requested continuing reports of the operations and Catering and Enterprises. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- l. Trustees were informed of a review being undertaken as a matter of due diligence on closing the project. They noted that the final of the reviews by the Major Projects Authority was about to begin.

6. Tate St Ives Project Update

- a. The Executive Director of Tate St Ives updated Trustees on the project.
- b. Trustees were informed of meetings with senior directors of the contractors *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- c. Trustees noted that the project is on course to open on time *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*
- d. They were updated on the building work. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

- e. It was reported that the project cost is unchanged. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- f. They were informed of due diligence in the form of an independent review of costs. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- g. Trustees were informed that risk in the project is managed by close working with the project managers.
- h. It was reported that the project will as a matter of course be considered by the Investment Committee of the Department for Culture, Media and Sport.
- i. They were informed of fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³* They noted very positive conversations with potential supporters.
- j. Trustees were informed of a forthcoming fundraising conversation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- k. Trustees were informed that Cornwall Council has been very supportive. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³* and *Information has been exempted under Section 41 of the Freedom of Information Act 2000⁴*
- l. Trustees discussed options. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- m. Trustees discussed overall finance. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- n. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

The Executive Director of Tate St Ives left the meeting; the Head of Finance joined the meeting.

7. Finance Report

7.1 Report from Chair of Finance and Operations Committee

- a. The Deputy Chairman of the Finance and Operations Committee informed Trustees of the discussions at the last meeting of the financial impact of the programme and a report on the early operations of Tate Modern.

7.2 Key points from the minutes of the Finance and Operations Committee meeting held on 5 September 2016

- a. The key points were noted.

7.3 Management Information Pack July 2016

- a. Trustees noted the management information reporting to the end of July.
- b. They were informed of attendance at charging exhibitions. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

- c. They noted that a reforecast is due in October. It was noted that this would be the first based on actual information about the running of the new Tate Modern. It was also noted that the efficiency of the building in respect of services and heating will be assessed over winter.

Laura Stevenson joined the meeting.

8. Working Towards a Sustainable Business Model

- a. Trustees were informed that an independent report had been commissioned to examine the future sustainability of the business model. They welcomed Laura Stevenson, who has been commissioned to work on this.
- b. It was noted that the report addresses the issue of increased activity based on audience demand, set against declining grant in aid. *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 2000³*
- c. *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 2000³*
- d. Trustees noted the objective. *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 2000³*
- e. *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 2000³*
- f. *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 2000³*
- g. *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 2000³*
- h. *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 2000³*
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- j. *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 2000³*
- k. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- l. *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 2000³*

- m. The Chairman summarised the discussion, noting that Trustees agreed the proposal. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- n. It was noted that the exhibition frameworks have been devised to provide a balanced programme while maximising income. *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 2000³*
- o. Trustees were informed that the focus of fundraising will be shifted. *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 2000³*
- p. Trustees noted a commercial opportunity. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

Laura Stevenson left the meeting.

9. Exhibition Frameworks

- a. Trustees noted the exhibition frameworks.
- b. They welcomed a strong forthcoming programme that balances major exhibitions with new and less familiar art.
- c. Trustees discussed the targets for exhibitions. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

The Head of Finance left the meeting; the Human Resources Director, the Chief Marketing Officer and the Diversity Manager joined the meeting.

10. Audience Framework Update

- a. The Chief Marketing Officer presented the Audience Framework.
- b. Trustees noted the principle of creating a single language that applies across the organisation and its activities, but is mindful of and adaptable to the local contexts of each gallery.
- c. It was noted that the framework is based on a national survey of audiences.
- d. They were informed of a key area of focus. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- e. It was noted that the framework supports work on the diversity of audiences. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*
- f. Trustees were informed of other areas that will be prioritised within the framework. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³* They noted the importance of advocacy and local work in this regard. It was also reported that work will also address the need to retain active audiences.

- g. Trustees discussed how audiences currently not engaged in Tate might be attracted and noted the need to overcome perceptions. They noted the potential of both the programme ahead and the brand in this respect. Trustees were informed of performance indicators. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- h. Trustees discussed the difference between the four galleries. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³* They asked for further exploration of this as the strategy is developed.
- i. *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*

11. Diversity Profile and Tate for All Update

- a. The Human Resources Director and the Diversity Manager provided Trustees with an update.
- b. They noted the changing context that has arisen around the EU Referendum and the impact of media coverage of events and issues on conscious and unconscious bias.
- c. They were informed that, separate to this, Tate has committed that all staff will attend a session to focus on the issues of unconscious bias and that the first of these have been run over the course of this year.
- d. Trustees noted targets in respect of the Stonewall Index. *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 2000³*
- e. Trustees were informed of the obligation to publish equal pay data by April 2018.
- f. They noted equality analysis in strategy development.
- g. Trustees were informed of ongoing work in respect of recruitment.
- h. They were informed of work led by curatorial and audience teams in relation to the programme and diversity.
- i. Trustees were informed of diversity targets and noted that they will be reviewed in line with the development of the strategy and the new audience framework.
- j. Trustees commended the work and welcomed the approach of working across teams, which ensures that work in this area is shared and owned across the organisation.

The Human Resources Director, the Chief Marketing Officer and the Diversity Manager left the meeting

12. Director's Report

12.1 Trustee Appointments

- a. Trustees noted an update on Trustee appointments.

12.2 Director

- a. Trustees formally noted the announcement of the Director's appointment as Chairman of the Arts Council England and his decision to step down as Director of Tate in 2017.

12.3 Annual Press Conference: Tate Annual Report

- a. Trustees noted the Annual Press Conference.

12.4 New Government

- a. Trustees noted the details of the Government appointments over the summer.

12.5 Museums Review

- a. Trustees were informed of the Review of Museums currently being undertaken by the Department for Culture, Media and Sport.

12.6 Consultation on Tax Credits

- a. Trustees were informed of the consultation process launched by the Government on the development of the proposals announced by the former Chancellor of the Exchequer.

12.7 Tate Intensive

- a. Trustees noted the success of the first year of the Tate Intensive programme.

12.8 ARTIST ROOMS on Tour and Future Funding

- a. Trustees were informed of the announcement of a new programme that will run until 2019.
- b. They were informed of plans being developed for future funding. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹; Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³ and Information has been exempted under Section 41 of the Freedom of Information Act 2000⁴*

12.9 Digital Update

- a. Trustees noted the update and were informed of growth in the number of visits to the website.
- b. They were informed of the success of the IK prize and congratulated the teams involved.

12.10 Health and Safety Update

- a. Trustees noted the Health and Safety Update.

12.11 Staff Update

- a. Trustees noted the appointment of Polly Bidgood as the Director of Development and congratulated her.

- b. They were informed that interviews had been scheduled for the appointment of a new Artistic Director of Tate St Ives.
- c. Trustees noted with sadness the death of Robin Hamlyn, formerly a senior curator at Tate.
- d. Trustees were informed of the implementation of the pay award.

12.12 Tate Programme update

- a. Trustees noted the programme update.

12.13 Sponsorships and Donations

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

12.14 Development Advisory Group

- a. Trustees were informed of the reformation of the Corporate Advisory Group and the Tate Foundation Campaign Group as the Development Advisory Group. Trustees thanked the Tate Foundation Chairman, Franck Petitgas for his willingness to chair this group in its initial period.

12.15 Key Meetings Schedule

- a. Trustees noted the key meetings schedule.

12.16 Key Papers for Forthcoming Meetings

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

13. Key Points from Minutes of Councils and Committees

- a. Trustees were informed of discussions at a recent meeting of the Tate Foundation.
- b. They noted a report on the recent meeting of Tate Members Council.
- c. They were informed of Tate Britain Advisory Council's discussion of the Director of Tate Britain's ideas for the future programme and the gallery.
- d. They noted the discussions of the Ethics Committee.

14. Acquisitions Financial Statement

- a. Trustees noted the acquisitions financial statement.

15. Legacy Strategy

- a. Trustees approved the proposal to honour a legacy that has been gifted to Tate. *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*
- b. They approved the use of the gift for Tate Modern. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000³*

16. Health and Safety Review

- a. Trustees noted the Health and Safety review.

17. Tate Modern Lease

- a. Trustees authorised the Executive in the terms outlined in the paper *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*³

18. Any Other Business

- a. Trustees noted ongoing media coverage of a legal action against the National Gallery. *Information has been exempted under Section 41 of the Freedom of Information Act 2000*⁴ and *Information has been exempted under Section 36 of the Freedom of Information Act 2000*¹
- b. Trustees were informed of an event scheduled at Tate Modern. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*¹; *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*³ and *Information has been exempted under Section 41 of the Freedom of Information Act 2000*⁴

19. Date of Next Meeting

- a. Trustees noted the date of the next meeting as being Wednesday 16 November, 09.00 – 13.00, Tate Modern.

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 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).

³ **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).

⁴ **Section 41** of the Freedom of Information Act provides that:

- (1) Information is exempt information if—
 - (a) it was obtained by the public authority from any other person (including another public authority), and
 - (b) the disclosure of the information to the public (otherwise than under this Act) by the public authority holding it would constitute a breach of confidence actionable by that or any other person.
- (2) The duty to confirm or deny does not arise if, or to the extent that, the confirmation or denial that would have to be given to comply with section 1(1)(a) would (apart from this Act) constitute an actionable breach of confidence.