

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 16 January 2013 in the East Room, Tate Modern

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

Staff present: Sir Nicholas Serota Director
Alex Beard Deputy Director
Caroline Collier Director, Tate National
Dr Penelope Curtis Director, Tate Britain
Chris Dercon Director, Tate Modern
Samuel Jones Secretary to the Board of Trustees
Stephen Wingfield Finance Director
Hannah Stuckey Governance and Policy Manager (Observer)

Trustees only – closed session 09.00-09.30

The Staff and Chairman of the Tate Modern Project Board joined the meeting.

1. Tate Modern Project Update

- a. The Chairman introduced the Chairman of the Tate Modern Project Board.
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.¹*
- c. Trustees were informed that the Tate Modern Project Board will give a more detailed update on the status of the project in the Spring. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- f. Trustees discussed risks within the project, and were informed that these have been managed well to date and that the Spring report will provide more

information on future risks. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

- g. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- h. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- i. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- j. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- k. Trustees discussed progress in fundraising. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- l. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- m. The Chairman thanked the Chairman of the Tate Modern Project Board.

The Chairman of the Tate Modern Project Board left the meeting.

2. Apologies

- a. There were no apologies for this meeting.

3. Confirmation of Minutes

- a. Trustees APPROVED the minutes of the meeting of 21 November 2012 and these were signed by the Chairman after the meeting.
- b. Trustees requested that a copy of the full McKinsey report be sent to them for information.

4. Matters Arising

- a. There were no matters arising.

5. Conflict of Interest Declarations

- a. There were no conflicts of interest declared.

6. Director's Report

6.1 Tate Britain Millbank Project Update

- a. Trustees noted that progress has been good.
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- c. The Chair of Tate Britain Council reported on the last Council meeting, in which the need to focus on the media around the reopening of Tate Britain was discussed. *Information has been exempted under Section 22 of the Freedom of Information Act 2000².* They were informed that the marketing team are working to crystallise plans. Trustees asked that an update on this work be presented at the March meeting.
- d. *Information has been exempted under Section 22 of the Freedom of Information Act 2000.*

6.2 Trustee Reappointment

- a. Trustees welcomed the reappointment of Tom Bloxham as a Trustee for four years, commencing on 23 February 2013.

6.3 Chancellor's Autumn Statement

- a. Trustees noted the implications of the Chancellor's Autumn Statement which announced a 1% cut to allocations for 2013/14, rising to 2% in 2014/15.
- b. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³.*

6.4 Representations on the proposed changes to Key Stage 4 (EBC)

- a. Trustees noted representations made in respect of plans to exclude the arts from the English Baccalaureate (EBC).
- b. They were informed that Tate, in response to its submission to the Government's consultation on EBC, has received a letter from the Secretary of State for Education in which he sets out his view. *Information has been exempted under Sections 36 and 41 of the Freedom of Information Act 2000⁴.*
- c. Trustees noted that representation from a number of the Trustees of the Paul Hamlyn Foundation had been published in *The Times*.

6.5 *Information has been exempted under Sections 31 and 43(2) of the Freedom of Information Act 2000.*

6.6 Henry Moore Draped Seated Woman 1957-8

- a. Trustees noted the report.

6.7 *Information has been exempted under Section 22 of the Freedom of Information Act 2000.*

- a. Trustees noted the report.

6.8 Employee Survey 2012 Update

- a. Trustees were informed of the positive overall number of returns. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.* Trustees will be given a fuller report in March.

6.9 Family Conference 2012 Feedback

- a. Trustees were informed of the positive feedback from the Family Conference and added their own recognition of its success.
- b. The Director reported that many of the themes covered in the speech given by Dame Fiona Reynolds are applicable to Tate and that this has been reinforced by recent research into Tate's brand. These issues will be discussed during the Board away weekend in March. Trustees noted the need to make clearer Tate's need and to ask for support from visitors.
- c. Trustees asked for a short summary of the outcome of the Family Conference and other actions in readiness for the Away Weekend.

6.10 *Information has been exempted under Section 41 and Section 43(2) of the Freedom of Information Act 2000.*

6.11 Incident at Tate Modern, Coroner's Report

- a. Trustees noted the report. *Information has been exempted under Section 41 of the Freedom of Information Act 2000.*
- b. *Information has been exempted under Section 31 of the Freedom of Information Act 2000.⁵*

6.12 Criminal Proceedings pursuant to the vandalism of Mark Rothko's *Black on Maroon*

- a. Trustees noted that Wlodzimierz Umaniec had been sentenced to two years' imprisonment.
- b. They were informed that Tate continues to receive support from the Rothko family and Rothko Foundation. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

6.13 Tate Members AGM – 7 December 2012

- a. Trustees were informed that the meeting had been well-attended.
- b. They were informed that the meeting had been attended by representatives of Liberate Tate who had asked several questions and were given time to do so by

the chairman of Tate Members. Trustees noted that these would be discussed at the next meeting of Tate Members Council.

6.14 Kraftwerk at Tate Modern

- a. Trustees were informed that tickets for the event had sold out.
- b. They noted the decision to sell tickets through the Tate website with the encouragement of Kraftwerk. They were informed that a number of lessons had been drawn from the sale of the tickets.

6.15 Trustees' Away Weekend – 9 and 10 March 2013

- a. Trustees noted plans for the away weekend.

6.16 Tate Liverpool 25th Anniversary Celebrations

- a. Trustees were updated on plans for the 25th Anniversary of Tate Liverpool. They noted that events will be local and there will be reminders of the anniversary throughout the summer. They noted that the opening of *Chagall* on 7th June will be an important event and that Trustees are invited to attend.

6.17 Turner Prize 2015

- a. Trustees were updated on strong submissions by four shortlisted institutions. They were informed that the jury had decided in favour of Glasgow. *Information has been exempted under Sections 36 and 22 of the Freedom of Information Act 2000.*

6.18 Cataloguing the Turner Bequest

- a. Trustees noted the successful launch of Phase 1. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

6.19 Staff Update

- a. Trustees congratulated Alex Beard on being awarded a CBE.
- b. Trustees were informed that Tate has won an award for Green Week.
- c. They were also updated on the Bizot Group's signature of a protocol that sets new guidelines for environmental conditions in museums and galleries and the couriering of work.

6.20 Sponsorship and Donations

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

6.21 Tate Programme Update

- a. The Director described the historical arrangement with the National Gallery in respect of collecting and showing international art and described the history of the relationship in respect of British art. *Information has been exempted under Sections 41 and 43(2) of the Freedom of Information Act 2000.*
- b. It was decided that the Programme Update would be discussed in the context of the March away weekend.

6.22 Key Papers for Forthcoming Meetings

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

7. Key Points from Minutes of Councils and Committees

- a. It was agreed by the Nominations and Governance Committee that, except where necessary, any changes or appointments should be deferred by six months to allow time for the implications of the recent report into non-executive governance to become clear. The implications of the report will be discussed at the away weekend and will be implemented at the following meeting of the Nominations and Governance Committee.
- b. Trustees were informed that the advertisements for Trustee appointments have been placed.
- c. The report of Collections Committee was noted.
- d. The Chairman of the Tate Foundation reported that the accounts have been approved.
- e. Trustees were updated on the meeting of Tate Modern Council and the good press and public reaction to the Tanks. They were also updated on a positive reception of the international programme and launch of the African Acquisitions Strategy. The Council discussed the management of the forthcoming Kraftwerk concerts. 'Circuit' was discussed, in particular in respect of the collaboration with other institutions. The Council also discussed the current situation around the English Baccalaureate and the interest of the non-executive and Tate Family in using their advocacy and influence in this cause. The Council also discussed the balance of blockbusters and niche exhibitions in the programme, in particular the representation of young artists. Members of the Council also discussed the need to develop the catering offer. It was noted that the next Tate Modern Council meeting will address the role of the Council in the run up to the reopening of the building.

8. Finance Report

- a. The Chairman of the Finance and Operations Committee reported that the committee's discussion of the Finance Strategy, Budget and Digital Roadmap had been useful in helping focus attention on key questions.
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

- c. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

9. Finance Strategy 2012 to 2016

- a. The Chairman summarised the issues covered in the Financial Strategy. *Information has been exempted under Section 36 and Section 43(2) of the Freedom of Information Act 2000.*
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- c. The Finance Director updated Trustees that the strategy has been developed to reflect the Government's announcement of 1-2% cuts. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

10. 2013/14 Budget and 11. Management information Pack

- a. Trustees discussed the Management Information Pack in the context of the 2013/14 Budget.
- b. Trustees discussed the implications of the budget. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- c. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. Trustees noted the importance of delivering the whole programme with no slippage on cost.
- f. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- g. *Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000.*

- h. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.* They requested specific updates on progress towards meeting points 'a' to 'e' in the Finance Strategy presented.
- i. Trustees APPROVED the Budget.

The Director of Development joined the meeting.

11. Corporate Prospect for Consideration

- a. Trustees were reminded that the Ethics Policy allows the acceptance of money in the form of sponsorships or donations from all companies and individuals acting within the law as the default position, with the Ethics Committee reviewing on a case by case basis based on the assessment of the risk to Tate in accepting.
- b. Trustees were informed that the company in question is active in the arts sponsorship market. *Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000. Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000.*
- c. *Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000.*
- d. *Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000.*
- e. *Information has been exempted under Sections 43(2) and 36 of the Freedom of Information Act 2000.*
- f. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- g. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- h. Trustees AGREED that the possibility of sponsorship from this source should not be pursued.

The Director of Development left the meeting; the Director of Tate Media and Audiences, the Head of Tate Online and the Head of National and International Initiatives joined the meeting.

12. Tate's Vision to 2023

- a. Trustees noted the paper.
- b. It was decided that the Vision would be addressed in detail at the March Away Day and would be considered alongside papers summarising the Family Conference and the research and work on brand.

13. Digital Strategy – The Future Roadmap

- a. The Director of Tate Media and Audiences outlined the principle of the Digital Roadmap as being to ask what could be done digitally that isn't at the moment, and what would be developed digitally if it were being developed anew.
- b. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- c. Trustees noted specific and immediate areas of opportunity. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. The Head of Tate Online presented areas of future activity including the digitisation of the Archive and the installation of Wi-Fi at Tate Britain. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. Trustees noted the strength of Tate's current offers. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.* They were also informed that it is now possible to segment online audiences.
- f. The Director of Tate Media and Audiences described the need to develop digital literacy within the organisation and integrate digital thinking into the conception of projects and programmes. It was discussed that there is a need to engage curators in digital spaces, representing their knowledge in Tate's digital offer. Trustees asked that the Digital Strategy include reference to Human Resources, appraisals and training and feature performance measures to indicate progress.
- g. Trustees discussed the importance of focusing on digital in 2013 as a major strand of change, and the need to do so through partners and collaboration, which will allow both scale and access to broader capabilities.
- h. Trustees discussed the presentation of the Digital Strategy at the March Away Day. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- i. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.* Trustees noted Tate's strong presence in some social media, for example Twitter and Facebook, but not in others, such as Tumblr and Pinterest.
- j. Trustees discussed the relationship between in-gallery digital experiences and the art on display. It was felt that digital media should be a gateway to context and information about art and not a barrier to the direct experience of art in the galleries. They requested a clearer indication of how in the future digital media might enhance the experience of visiting Tate.
- k. Trustees discussed online retail and it was noted that the more successful a retail offer is, the more one has to invest in it and the products available. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- l. Trustees commented on the need to ensure that Tate's internal information systems develop in line with its external offer.

- m. Trustees discussed the importance of senior leadership in Tate's digital future, specifically in respect of governance and change management programmes.
- n. Trustees discussed the financial implications of digital growth and reiterated the need for granularity in the strategy in order to understand this.
- o. The Director summarised the discussion, noting that the roadmap can be developed in greater detail, addressing how Tate is organised to meet the targets set and giving digital a greater place within the organisation.

Elisabeth Murdoch, the Director of Tate Media and Audiences and the Head of Tate Online left the meeting.

14. Art, Ideas and Reciprocity, Tate's International Strategy to 2015 and Beyond

- a. The Head of National and International Initiatives presented Tate's International Strategy.
- b. Trustees noted that Tate has to address an expanding range of institutions, the diversity of art and artists in the UK and abroad and the need to broaden Tate's support base.
- c. Trustees were reminded that Tate's preferred international model is partnership and knowledge exchange and not franchise. They noted examples of Tate's partnerships, including Pinacoteca in Brazil. *Information has been exempted under Section 22 of the Freedom of Information Act 2000.* Trustees noted that these partnerships will help ensure that Tate is well-equipped with networks and knowledge. They noted the importance of research and the development of the collection in reaching international audiences. They were updated on Memoranda of Understanding underway and in place and on the collection exhibition, *Turner: the Makings of a Master*. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- d. The Head of National and International Initiatives identified three areas of opportunity to be pursued in the next decade alongside the development of the Collection and diversification of the site programmes. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- e. Trustees were updated on the governance role of the International Strategy Board, which comprises the Director, the Deputy Director, the Director of Tate Modern and the Director of Tate Britain, and is attended by the Head of the Director's Office.
- f. Trustees noted that the International Strategy responds to demand. *Information has been exempted under Section 36 of the Freedom of Information Act 2000.* It was thought that it is important to be clear about the nature and expectations of relationships, particularly in respect of working in international markets.
- g. The Head of National and International Initiatives acknowledged the complexity of international work and noted the need for care in how Tate's activities are

perceived by different audiences and to ensure that international work supports core activities. Trustees were informed that artists want to see Tate engage in knowledge exchange in relation to art in their region. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

- h. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- i. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- j. The Director noted progress made in international work in recent years. He emphasised that it is important across Tate's galleries. It was noted that the 2009 Triennial showed international work in a British context in an exciting way.
- k. It was discussed that Tate Britain was the first contact for many overseas artists, for example those who emerged in India in the 1950s through to the 1970s.
- l. Trustees were informed that Tate's international work covers its own costs. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*
- m. Trustees discussed the comparisons with other major institutions and were informed of instances in which lack of understanding had resulted in reputational damage to those institutions. It was noted that long-term investment in knowledge will serve Tate's ambitions much better.

The Head of National and International Initiatives left the meeting; the Director of Human Resources joined the meeting.

15. Safeguarding Policy

- a. The Trustees noted the paper and considered it an extensive and clear response to the Protection of Freedoms Act 2012.
- b. They noted that Tate has reviewed its Safeguarding Policy, making minor amendments that reflect new changes in vetting and barring arrangements.
- c. They were informed that Tate has strengthened risk assessment in this area and ensured that policies cover the entire Tate group, including Tate Enterprises, Tate Catering and contractors. They noted the further action that will be taken on training and raising awareness.
- d. Trustees APPROVED the Safeguarding Policy.

The Director of Human Resources left the meeting.

16. Acquisitions Financial Statement

- a. Trustees noted that the Acquisitions Financial Statement is in balance for the current Financial Year. They were informed that Tate has not made commitments for future years. *Information has been exempted under Section 43(2) of the Freedom of Information Act 2000.*

17. Acquisitions for Noting

- a. Trustees noted the Acquisitions.

18. Management Agreement 2012-2015

- a. The Director informed Trustees that the Finance and Operations Committee has discussed the Management Agreement in its revised form. They noted the extensive process required in reporting back.
- b. Trustees authorised Tate to inform the Department of Culture, Media and Sport that the Management Agreement is acceptable and to proceed with the process of producing a copy for signature by the Chairman and Director.

19. Minutes from Councils and Committees

- a. Trustees noted the Minutes from Councils and Committees.

20. Any Other Business

- a. The Director encouraged Trustees to visit the new Collection displays at Tate Britain, which show both new and familiar works and already give a very coherent feel to the entire building.

21. Date of Next Meeting

Wednesday 20 March 2013, 09.00, Tate Britain Board Room (Block 12 Meeting Suite)

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).*

³ **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*

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.*

⁵ **Section 31** of the Freedom of Information Act provides that:

Information is exempt if disclosure would prejudice:

- *the prevention or detection of a crime, apprehension or prosecution of offenders; administration of justice etc,*
- *an investigation by the authority into illegality, improper conduct, anyone's professional/managerial fitness or competence,*
- *protection of charities against misconduct or mismanagement; the protection or recovery of the property of charities,*
- *an investigation of an accident; ensuring the health, safety and welfare of employees; protecting the health and safety of other persons.*



