

**Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 19 January 2011 at Tate Britain in the Board Room, 9 am**

Present:	Lord Browne Helen Alexander Tom Bloxham Jeremy Deller David Ekserdjian Mala Gaonkar Patricia Lankester Franck Petitgas Monisha Shah Gareth Thomas Wolfgang Tillmans	Chairman
Staff present:	Sir Nicholas Serota Alex Beard Masina Frost	Director Deputy Director Head of the Director's Office and Secretary to the Board of Trustees
Additional staff:		
Report 7 only	Sue Cambridge	Director of Finance
Reports 7-9	Chris Dercon	Director, Tate Modern
Report 7 until end	Caroline Collier	Director, Tate National
Report 8 until end	Dr Penelope Curtis	Director, Tate Britain
Report 8	Rebecca Williams	Director of Development and Tate Foundation
Report 9 only	Marc Sands	Director of Tate Media and Audiences
Report 9 and 10	Laura Wright	Chief Executive, Tate Enterprises
Report 9 and 10	Jeroen Schjuit	Chief Executive, Tate Catering

The Chairman welcomed Trustees to the meeting. It was noted that this would be the last meeting at which Helen Alexander and Jeremy Deller would be present and that they would have an opportunity to speak at the end of the meeting. It was also noted that Patricia Lankester would take over as Senior Trustee on the Board from Helen Alexander, and that Helen Alexander and Jeremy Deller would remain involved with Tate as co-opted non-executives on the Ethics Committee and Tate Britain Council respectively.

**1 Apologies**

- a. Apologies were received from Maja Hoffmann, Elisabeth Murdoch, and Bob and Roberta Smith.

**2 Confirmation of Minutes**

**Minutes of the Meeting held on Wednesday 17 November 2010**

- a. The Trustees  
  
CONFIRMED the minutes as a true record and the minutes were signed by the Chairman after the meeting.

### **3 Matters Arising**

- a. There were no matters arising.

### **4 Conflict of Interest Declarations**

- a. There were no conflict of interest declarations.

### **5 Director's Report**

#### **5.1 Transforming Tate Britain Update**

- a. It was noted that enabling works had begun on site and that funding milestones had been met. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000.*<sup>1</sup>

#### **5.2 Transforming Tate Modern Update**

- a. It was reported that ownership of the switch station on the south side of Tate Modern had transferred smoothly from EDF Energy to UK Power Networks (UKPN) and that plans remained on schedule for the handover of the switch station to Tate on 1 February. It was noted that the procurement programme continues on track and that progress had been made on some of the more complex elements of the build. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*<sup>2</sup> *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>

#### **5.3 Unilever Commission 2010/11**

- a. It was reported, following further investigation, that the public would not be able to interact with the Ai Weiwei work *Sunflower Seeds*. It was noted that the issue had been discussed at length at the Tate Modern Council and that in the future an independent view would be obtained in addition to securing third party assurances.

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<sup>1</sup> **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).*

<sup>2</sup> **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).*

#### **5.4 Trustee Appointment Update**

- a. It was reported that the Secretary of State had endorsed the recommendations of the Trustee selection panel, that the appointments were currently with the Office of the Deputy Prime Minister, and that it was hoped the appointments would be confirmed in the coming weeks.

#### **5.5 Tate Family Conference 2010 Feedback**

- a. It was noted that positive feedback had been received on the Tate Family Conference for non-executives and the wider Tate Family which was held on 1 December 2010 at Tate Modern. It was also noted that the shorter format would be retained in future years.

#### **5.6 Philanthropy Update**

- a. It was reported that there are a number of initiatives recently launched in different areas of Government relating to aspects of philanthropic giving. It was noted that further discussions would proceed by Tate in coordination with colleagues in the sector.

#### **5.7 Legal Advice**

- a. The Trustees noted the legal advice discussed at the Tate Enterprises Limited Board meeting. The Chair of the TEL Board reported that in general it is not the role of the Board to comment on issues such as this but that in this case the Board had considered the advice and agreed with the recommended course of action.

#### **5.8 Print Room Review**

- a. The Trustees noted the report on the Print Room Review.

#### **5.9 Awards**

- a. The Trustees noted the recently received Institute of Conservation and British Interactive Media Awards.

#### **5.10 Tate Employee Survey 2010 Update**

- a. The Trustees noted the update on the employee survey. It was noted that in the future the survey would be undertaken every two years.

#### **5.11 Staff Update**

- a. The Trustees noted the staff update.

#### **5.12 Tate Programme Schedule 2010**

- a. The Trustees noted the programme schedule.

### **5.13 Sponsorships and Donations**

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

### **5.14 Key Papers for Forthcoming Meetings**

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

## **6 Key Points from Minutes of Councils and Committees**

- a. The Trustees noted the key points from the minutes of the Councils and Committees of the Board.

Sue Cambridge, Caroline Collier, Dr Penelope Curtis and Chris Dercon joined the meeting.

## **7 Finance Report**

### **7.1 Report from Chair of Finance and Operations Committee**

- a. It was reported that the Finance and Operations Committee had considered the draft budget for 2011/12 in detail at their meeting and were happy to recommend the budget for approval to Trustees. It was also reported that the Committee had discussed progress on the financial plans for 2012/13 through to 2014/15. A number of assumptions on both the revenue and cost sides were highlighted by the Chair. It was noted that the Committee had also discussed the pay freeze, which would affect some staff for as long as three years, and had recommended that Tate further explore non-monetary benefits. It was also noted that the redesignation of reserves and VAT option to tax items had been reviewed and were recommended by the Committee.
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*

### **7.2 Management Information Pack**

- a. The Director of Finance introduced the Finance Report. It was noted that at the end of November a small surplus was forecast for the current financial year, and that this position had recently improved, due to the elimination of an overspend on acquisitions and lower salary costs due to vacancies being filled more slowly than expected. It was noted, with respect to performance indicators, that once the Tate Movie and ARTIST ROOMS learning programmes had been taken into account the outreach indicator would increase. Commenting on the reported benchmarking

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numbers, it was noted that Tate should compare itself to organisations outside the sector as well as within, and that this work might be solicited on a pro-bono basis.

### **7.3 Budget Commentary**

a. A number of assumptions in the 2011/12 budget were highlighted. It was noted that the contributions forecast from Tate Enterprises Limited as well as the Tate Members were subject to meetings of the TEL Board and Tate Members Board in March. In response to a question it was reported that management was confident on the fundraising targets and that there are good prospects for both corporate and individual fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>4</sup>*

b. The Trustees

APPROVED the 2011/12 budget.

### **7.4 Four-Year Financial Plan: Update**

a. The Trustees noted the update. It was agreed that there was more work to be done to develop forward plans and budgets and to meet the planning parameters agreed previously by Trustees; that Trustees would receive a further update at their meeting in March.

### **7.5 Redesignation of Reserves**

a. The Trustees

APPROVED the redesignation of reserves.

Sue Cambridge left the meeting. Rebecca Williams joined the meeting.

## **8 Tate Modern: Fundraising**

a. Trustees were updated on fundraising for the Tate Modern development project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>4</sup>*

b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000.<sup>4</sup>*

c. Trustees commented on the need to enhance the profile of the project, so that there was wider awareness that progress on-site continues to plan. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>4</sup>* It was agreed that Trustees would be updated on further fundraising progress at the next Board meeting or sooner, as was necessary.

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Rebecca Williams left the meeting; the meeting adjourned for a short break.

Marc Sands, Jeroen Schuijt and Laura Wright joined the meeting.

## **9 Tate Media and Audiences**

- a. The Director of Audiences and Media introduced the report. Highlights from the integrated campaign in support of the *Gauguin* exhibition were presented spanning advertising, partnerships, film, mobile, online, social media and other e-campaigns. It was also pointed out that the campaign sought to enhance collaborative working, coordination and engagement across internal departments.
- b. Seven key priorities for Tate Audiences and Media going forward were presented. It was noted that the role of the division is to amplify and communicate current activity, except in rare circumstances where a project contributed in an extraordinary way to Tate's priority development of audiences (such as the Tate Movie Project), and to continue to embed audience focus and research into how Tate works. It was noted that this would be done through developing Tate's digital and CRM capabilities, the Membership scheme, supporting the delivery of Tate's brand promise, and developing the process of content generation at Tate so that it is platform neutral. Early proposals from the campaign to support Tate Britain were also presented. It was suggested that the campaign might give stronger emphasis to free entry, opening times, and travel directions to the Gallery.
- c. Trustees welcomed the direction presented, in particular efforts to bring the voice of visitors and customers closer to Tate. While there is much progress to be made, pilots carried out with individuals, such as those tested during the *Gauguin* campaign, will contribute to changing attitudes within Tate. It was noted that Tate should continue to focus on reaching new and developmental audiences, and to use digital technology to support this. The Tate Etc magazine was discussed. It was reported that some Trustees felt that the current publication plays an important role for Tate and that any changes to the magazine should be considered very carefully.

Marc Sands and Chris Dercon left the meeting.

## **10 Tate Enterprises Ltd**

### **10.1 Tate Enterprises**

- a. The Chief Executive of Tate Enterprises introduced the discussion. The developing mission and vision for Tate Enterprises were highlighted, as were the enhanced focus on particular types of audiences and the intention to support more collaborative and joined-up working between Tate Enterprises and Tate gallery staff.

- b. It was agreed that Tate Enterprises should be involved in planning and working with artists at an earlier stage, and advanced planning on exhibitions and similar projects should occur in order to facilitate the timely making of key publishing and our product development decisions. The pricing of the *Gauguin* catalogue was discussed and it was noted that there was clearly a tipping point for demand and that this would be considered further. The inter-relationships between pricing, content, target audiences and research were also discussed. The need for mutual understanding in order to meet the range of organisational objectives was highlighted.
- c. Trustees urged Tate to look outside the immediate sector for innovative ideas, inspiration and best practice. The need to make the organisation more flexible was discussed, and current versus potential models of product production were welcomed. It was noted that the financial plan would be presented to the Tate Enterprises Limited Board at their next meeting, and that the areas presented would also be further discussed.

## **10.2 Tate Catering**

- a. The Chief Executive of Tate Catering introduced the discussion. It was noted that Tate Catering now intends to focus on current sites and audiences to return performance to previous levels of profitability. The plan to provide a clearer framework and more distinctive culinary offer at each of the various sites was welcomed. It was also noted that there should be consistency and coherence across the brand strategy and the commercial elements of the offer at each gallery.
- b. Substantive changes to the offer at the Tate Liverpool café and Café 2 at Tate Modern were discussed, as were growth opportunities in the areas of wine clubs and event catering. It was noted that staff retention at Tate is high compared to the rest of the catering sector. It was also pointed out that both Tate Enterprises and Catering were increasingly integrated within the gallery and that Trustees would look forward to seeing both operations develop to a new level. The ongoing support and advice provided to Tate by Jeremy King was also highlighted and recognised.

Laura Wright and Jeroen Schuijt left the meeting.

## **11 Acquisitions Financial Statement**

### **11.1 Allocations of Acquisitions Funds**

- a. The Trustees

NOTED the Acquisitions Financial Statement and

APPROVED the allocations of acquisition funds as outlined in the report.

## **12 Acquisitions for Noting**

- a. The Trustees

NOTED the acquisitions.

*Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>5</sup>*

## **13 VAT Option to Tax**

- a. The Trustees

APPROVED to VAT option to tax, as outlined in the report and discussed previously under agenda item seven.

## **14 Tate Safeguarding Policy**

- a. It was agreed that Tate should also consider advertising and sponsorships, in particular as they relate to children as well as online content.
- b. The Trustees

APPROVED the Safeguarding Policy.

## **15 Data Protection Policy**

- a. The Trustees

APPROVED the Data Protection Policy.

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## **16 Approval of Signatories**

- a. The Trustees

APPROVED the designated signatories as outlined in the report.

## **17 Bank Mandate**

- a. The Trustees

APPROVED the bank mandate.

## **18 Minutes from Councils and Committees**

- a. The Trustees

NOTED the minutes from the Councils and Committees.

## **19 Any Other Business**

- a. *Information has been exempted under Section 42 of the Freedom of Information Act 2000<sup>6</sup>*
- b. Jeremy Deller addressed the Trustees. He stated that the experience of being an Artist Trustee had been extraordinary and said that he would like to see Artist Trustees used more to inform programme and Collection development. He added that he has tremendously enjoyed the experience of being a Trustee, particularly in light of the relationships he has developed.
- c. Helen Alexander also addressed the Trustees. She indicated that she had learnt much from her time on the Board, in particular from serving on the Ethics Committee and from observing the Chairman lead the group through difficult and sometimes emotive discussions. Helen stated that if she could she would make working with government simpler and improve working conditions and accommodation for staff. She also stated that she would not change the ability of Tate to excite and surprise audiences, and the professionalism and commitment of the Tate staff and senior team.

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<sup>6</sup> **Section 42** Legal Professional Privilege

- (1) Information in respect of which a claim to legal professional privilege or, in Scotland, to confidentiality of communications could be maintained in legal proceedings is exempt information.
- (2) The duty to confirm or deny does not arise for to the extent that, compliance with section I(1)(a) would involve the disclosure of any information (whether or not already recorded) in respect of which such a claim could be maintained in legal proceedings.

- d. The Board expressed their sincere appreciation to both Jeremy and Helen for the time, dedication and passion with which they approached their duties as Trustees and committee members, and for their willingness to continue working closely with and supporting Tate in the future. It was noted that Trustees would have an additional opportunity to thank Jeremy and Helen on Monday 24 January.

## **20 Date of Next Meeting**

- a. The date of the next meeting was noted as Wednesday 16 March 2011, at 9.00 am.