

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 18 May 2016 at Tate Liverpool

Present:	The Lord Browne of Madingley	Chairman
	John Akomfrah	
	Lionel Barber	
	Tom Bloxham, MBE	
	Tim Davie	
	Lisa Milroy	
	Dame Seona Reid	
	Hannah Rothschild	
	Stephen Witherford	
Staff Attendees:	Sir Nicholas Serota	Director
	Caroline Collier	Director, Partnerships and Programmes
	Alex Farquharson	Director, Tate Britain
	Samuel Jones	Secretary to the Board of Trustees
	Effie Koliou	Governance and Policy Manager, (observer)
	Francesco Manacorda	Artistic Director, Tate Liverpool
	Kerstin Mogull	Managing Director
	Judith Nesbitt	Director of National & International Programmes
	Andrea Nixon	Executive Director, Tate Liverpool
	Stephen Wingfield	Finance Director
Item 6 only:	Jo Dunnett	Delivery Director, new Tate Modern
Item 6 only:	Christopher Jonas	Chairman, Tate Modern Project Board
Item 8 only:	Sarah Bailey	Head of Legal

1. Apologies

- a. Apologies were received from Mala Gaonkar, Maja Hoffmann, Elisabeth Murdoch and Gareth Thomas.

2. Confirmation of the Minutes

- a. The minutes of the meeting held on Wednesday 16 March 2016 were approved as a true record.

3. Matters Arising

- a. Trustees congratulated the team at Tate Liverpool on a successful opening of *Francis Bacon: Invisible Rooms* and *María Lassnig*.

4. Conflict of Interest Declarations

- a. There were no conflicts of interest to declare in respect of the business of this meeting.

5. Finance Report

- a. The Finance Director provided an update to Trustees.

- b. In the absence of the Chair of the Finance and Operations Committee, the Chairman of the Board of Trustees gave an update of the recent meeting in which the Committee discussed the opening of the new Tate Modern, examining risks. It was reported that the national and international strategies to be considered later in this meeting had also been discussed and that the Committee had recommended that further detail of finance and profit be provided. The Committee was also updated on the Tate St Ives project.
- c. Trustees discussed the budget in detail and *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹ and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- d. The Finance Director reported on the closing of the 2015/16 year, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- e. Trustees discussed the importance of developing a new income model *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²* They noted the importance of AA shows in driving secondary income and that a balanced mix across all sites, ensuring one of these each year, is essential. Finance and Curatorial teams are seeking to extend planning over a five year period to facilitate this.

The Chairman of the Tate Modern Project Board and Delivery Director, Tate Modern joined the meeting

6. The Tate Modern Project and Preparations for Opening

- a. The Chairman of the Tate Modern Project Board reported on the practical completion of the project, noting that a few tasks remain in progress, but that all had been budgeted and agreed. He noted that there remained a significant amount for management to deliver before opening, but that the project had been delivered on time.
- b. The Chairman of the Board of Trustees thanked the Chairman of the Project Board *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- c. The Chairman of the Project Board updated Trustees on outturn costs *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- d. The Chairman of the Project Board thanked Trustees and management for their support during the project, noting the contribution of Alex Beard in its earlier stages. He thanked the Project Board – Roger Madelin, Paul Morrell and Keith Salway – for the considerable generosity of their time and expertise throughout.
- e. The Chairman of the Board of Trustees thanked the Chairman and members of the Project Board for their support and contribution to the project. These thanks were endorsed by Trustees. The Director expressed institutional and his personal thanks, noting that the Chairman of the Tate Modern Project Board has been involved in the project from its outset in 1996.
- f. The Delivery Director, Tate Modern updated Trustees on the final stages of installing and preparing the building.
- g. Trustees were informed of progress in installing the lifts *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*

- h. Trustees discussed operational risks during the opening week, *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹* It was reported that a group of senior managers will meet each morning of the opening week to review operations and take action accordingly.
- i. Trustees discussed catering and noted the pressure during the opening week. It was recognised that it will not be possible to seat and serve all demand, but that a simplified menu is being developed to facilitate the accommodation of as many as possible.
- j. It was reported that office space is being fitted out, with Visitor Experience and Learning teams due to move in in the coming weeks.
- k. Trustees discussed communications and public relations. They were informed that a list of statistics relating to art on display and space relative to other major museums is being prepared. *Information has been exempted under Section 36 of the Freedom of Information Act 2000²* Trustees emphasised the importance of visitor experience.
- l. It was reported that the refurbishment of the Boiler House is near complete and on budget and time.
- m. Trustees noted the addition of an extra event to accommodate travelling members of Tate's International Councils. They were informed of the management of high profile guests at the opening.
- n. Trustees will receive a full briefing for the opening week and events.
- o. Trustees discussed the navigation of the building. It was noted that displays are best experienced beginning in the Boiler House and continuing in the Switch House.
- p. Trustees were updated on fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²* It was confirmed that the cost of the project is covered *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²* Trustees were informed of a number of live prospects at major levels. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- q. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- r. Trustees congratulated the Delivery Director on the completion of the building and thanked her for her work on the project.

The Chairman of the Tate Modern Project Board and the Delivery Director, Tate Modern left the meeting.

7. Tate Liverpool 2016

- a. The Executive and Artistic Directors of Tate Liverpool presented Trustees with a review of activity at the gallery.
- b. It was reported that shows had been curatorially strong, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- c. Trustees noted the success of spring season in which the Art Gym was co-curated with Tate Collective. They were informed that it had brought a young people into the building and had strengthened links with the community. They were informed of the success having balanced this with the Matisse collection display, *Information has*

been exempted under Section 43 (2) of the Freedom of Information Act 2000² It was noted that this balance of a community with a strong general offer will be continued and that the lead names have been tested in audience research. It was noted that the period of the Matisse display also saw an increase in the donations box Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²

- d. Trustees noted the efficiencies achieved at Tate Liverpool, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- e. Trustees were informed of the touring of top floor shows, which generates revenue for the gallery and recoups costs. They noted that the current Maria Lassnig show will travel to Essen, Denmark, Warsaw and Prague and were informed of future collaborations.
- f. Trustees were informed of the plans to launch Tate Exchange in Liverpool, with the first associates having already been convened. It was noted that this builds on and complements community work at Tate Liverpool.
- g. Trustees were updated on audience research for 2015/16, which shows that regular visits, the number of visits by younger audiences and students and levels of satisfaction have increased. It was also reported that a greater number of visits from outside the region have been registered.
- h. Trustees noted Tate Liverpool's success in working in partnership and were informed that this delivers income *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- i. It was reported that a new commissioning circle has been developed to provide financial support for new work.
- j. Trustees discussed the political context of the Liverpool City Region and devolution. They were informed of the role that Tate Liverpool plays in the development and promotion of the Waterfront. They noted the leading role that the gallery plays for the city as a whole in respect of access to the arts and culture in education and working with the curriculum.
- k. Trustees discussed the operations of the gallery and were informed of ongoing work with Finance to adapt the operating model to respond to cuts in public funding.
- l. Trustees were updated on Estates *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹ and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- m. Trustees discussed funding, *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- n. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹ and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- o. Trustees were informed that the International Festival of Business will take place in Liverpool in June. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*

The Head of Legal entered the meeting.

8. Freedom of Information Tribunal

- a. Trustees were updated on and discussed the proceedings of the Tribunal.
- b. It was noted that the decision had yet to be announced and will be reported to Trustees when it is.

The Head of Legal left the meeting.

9. Framework for Tate's National Activity 2016-20

- a. The Director of Partnerships and Programmes introduced the framework for Tate's national activity.
- b. Trustees noted the context set by debates about regional funding and cuts to public subsidy.
- c. Trustees were informed of Tate's lending activity *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- d. They noted the progress and success of the Plus Tate network, which has provided a continuous way of working. An update was given on Tate's other national programmes, including the British Art Network, ARTIST ROOMS and learning activities.
- e. Trustees welcomed the leading role that Tate has taken in its national work. They discussed the national impact of ARTIST ROOMS. It was thought that there is a growing threat to regional collections, and a risk that arises with the loss of expertise and leadership in the sector. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- f. Trustees discussed future funding, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*

10. Framework for Tate's International Activity 2016-20

- a. The Director of Partnerships and Programmes introduced the framework for Tate's national activity, noting that it is designed to have application across all of Tate's activities. They noted that the framework is designed to help identify where and when to act and the level of resources that can be devoted.
- b. Trustees were informed that Tate has adopted an approach based on informal networks and discrete projects, rather than a franchise model used by other institutions. It was noted that partnerships are based on collections, shared interests and abilities and span a wide range of activities. These general principles of partnership are overlaid with a geographic view.
- c. Trustees discussed the framework and emphasised the importance of balancing drivers for partnership, ensuring that all considerations are met. They were informed that priorities within the list of identified countries will be further refined through discussion with teams across Tate. Trustees noted that wider governmental and diplomatic priorities will also be factored into this process.
- d. Trustees discussed the potential of touring exhibitions to develop audience, income and profile. They were informed of the range of fees that different shows can attract, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*

- e. Trustees discussed the geographic spread identified. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- f. Trustees discussed the relationship between the framework and loan policies. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- g. Trustees discussed the Tate Britain's role in the international vision. It was noted that international work gives British Art and the gallery significant profile.
- h. Trustees discussed the need to evaluate impact and provide a sense of a three year outcome, identifying strengths and, as appropriate, weaknesses. They requested that this be the subject of a further paper with case studies later in the year.

11. Tate Consultancy and Training

- a. The Director of Partnerships and Programmes updated Trustees on Tate's activities in consultancy and training.
- b. Trustees were informed of the resourcing of these activities *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- c. Trustees noted that Tate brings a particular brand advantage to the field. They were informed of successes thus far and profits made.
- d. Trustees were informed of ambitions in this area. They requested a fuller analysis of opportunity costs *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*

12. Director's Report

12.1 Trustee Appointments

- a. Trustees were updated on the advertisement and process of recruiting two new Trustees.

12.2 Culture White Paper

- a. Trustees noted the publication of the Culture White Paper and the announcement of a review of museums.

12.3 The Starr Cinema

- a. Trustees noted the refurbishment of the cinema and the change in name from the Starr Auditorium to the Starr Cinema.
- b. It was confirmed that the cinema is one of the spaces at Tate available for hire and is therefore a source of revenue.

12.4 Health and Safety Update

- a. Trustees were informed that the Health and Safety update had been discussed by the Finance and Operations Committee and that the Committee will review incidents in detail allowing a closer assessment of risk.

- b. Reporting will in the future distinguish between incidents involving the public and those involving staff.

12.5 Staff Update

- a. With sadness, Trustees formally noted the passing of Rebecca Williams.
- b. *Information has been exempted under Section 40 (2) of the Freedom of Information Act 2000³ and Information has been exempted under Section 41 of the Freedom of Information Act 2000⁴ and Information has been exempted under Section 22 of the Freedom of Information Act 2000⁵*
- c. Trustees were informed of the establishment of a Tate-wide apprenticeship scheme and the creation of two initial apprenticeships.
- d. They noted that the Spring 2016 staff forums had been held.
- e. They noted the appointment and start of Barry Palmer as Head of Safety and Security.

12.6 Tate Programme Update

- a. Trustees noted the programme update.

12.7 Sponsorships and Donations

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

12.8 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 updated on a recent meeting of Tate Britain Advisory Council and a presentation of strategy by the Director of Tate Britain.
- b. Trustees noted the outcome of the Tate Members Extraordinary General Meeting, and were informed that the merger of the charity is being implemented.
- c. Trustees noted the update from a meeting of the Tate Foundation Executive and its approval of the audit plan for the Foundation. They were informed of its approval to transfer funds in respect of certain initiatives. They noted the approval to amend the Grant Framework Agreement according to the terms specified.
- d. Trustees noted the update from a meeting of the Tate Modern Advisory Council and the proposal that Tim Davie succeeds Elisabeth Murdoch as Chairman on her retirement as a Trustee. It was agreed that the Directors of Tate Modern and Tate Britain will each present their visions to the Council of the other London gallery.
- e. Trustees noted the report of a recent meeting of the Ethics Committee.

14. Acquisitions Financial Statement

- a. Trustees noted the acquisitions financial statement.

15. The New Tate St Ives

- a. Trustees were updated on the Tate St Ives project.
- b. They were informed of action taken to reduce risks. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- c. They were updated on project management, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²* As the Tate Modern Project concludes, the Managing Director has joined the Tate St Ives Project Board. Weekly reports will be provided to the Director, Managing Director and Director of Finance.
- d. Trustees noted that negotiations with contractors were continuing and would be resolved in the coming weeks. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000²*
- e. They noted progress on site.
- f. *Information has been exempted under Section 36 of the Freedom of Information Act 2000¹*
- g. A further report will be given at the next meeting.

16. Acquisition for Approval

- a. *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁵*
- b. Following the in principle approval in July 2015, they APPROVED the acquisition.

17. Energy Procurement – Electricity Contract

- a. Trustees APPROVED Tate's entry into a new three-year framework for Electricity Procurement through the Government Procurement Service – Crown and Commercial Services. They delegated the signing of the contract to the Managing Director and/or the Director of Finance and Estates.

18. Appointments to Councils and Committees

- a. Trustees appointed a Trustee Member to the Tate Members Council for the duration of their term of office as a Trustee: it was noted that a candidate will be identified outside the Board meeting and their appointment confirmed with fellow Trustees.
- b. Trustees APPROVED the appointment of Tim Davie in succession to Elisabeth Murdoch as Chairman of the Tate Modern Advisory Council.
- c. It was reported that Elisabeth Murdoch has succeeded Maja Hoffmann on her stepping down as Chairman of Tate's International Council.
- d. They noted that Luke Mayhew will remain on the Finance and Operations Committee and Audit Committee until October and thanked him for his commitment to Tate.

- e. *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁵*

19. Trustees and Directors Registers of Interests 2015-16

- a. Trustees noted and APPROVED the Trustees and Directors Registers of Interests.

20. Any Other Business

- a. There was no other business.

21. Date of the Next Meeting

The date of the next meeting was noted as being Wednesday 6 July 2016 at 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 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 40(2)** of the Freedom of Information Act provides that: Information is exempt where either:

- 1) disclosure would contravene the Data Protection principles, or would be likely to cause damage or distress, or
- 2) the data subject would not have a right of access/right to know under the Data Protection Act

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 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).