

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 18 November 2015 at Tate Britain

Present:	Lord Browne John Akomfrah Tom Bloxham, MBE Tim Davie Lisa Milroy Elisabeth Murdoch Franck Petitgas Dame Seona Reid Hannah Rothschild Gareth Thomas Stephen Witherford	Chairman
Staff Attendees:	Sir Nicholas Serota Caroline Collier Chris Dercon Alex Farquharson Samuel Jones Kerstin Mogull Rebecca Williams Stephen Wingfield	Director Director, Partnerships and Programmes Director, Tate Modern Director designate, Tate Britain (observer) Secretary to the Board of Trustees Managing Director Director of Audiences and Development Finance Director
Item 2 only	Christopher Jonas	Chairman, Tate Modern Project Board
Item 2 only	Jo Dunnett	Delivery Director, New Tate Modern
Item 8 only	Piers Warner	Head of Audience Experience
Item 10 only	Cheryl Richardson	Director of Human Resources
Item 16 only	Rob Halkyard	Head of Membership and Supporter Engagement

1. Apologies

Apologies were received from Lionel Barber, Mala Gaonkar and Maja Hoffmann.

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

2. The Tate Modern Project and Preparations for Opening

- a. The Director informed Trustees that this point marks twenty years of the Chairman of the Tate Modern Project Board's involvement in Tate Modern. Trustees thanked him for his service.
- b. Trustees were informed of good progress on the project in October and November.
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. Trustees were informed that the project is on schedule for the delivery of the building by the target *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

- e. Trustees noted the risk to projects that arises with weather at this time of year. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- f. Trustees were informed of the required rate of brick installation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. Trustees noted the provision of time contingency.
- h. They were informed of an unchanged outturn budget.
- i. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- j. *Information has been exempted under Section 41 of the Freedom of Information Act 2000² and Information has been exempted under Section 36 of the Freedom of Information Act 2000³*
- k. Trustees discussed the preparation for the opening. It was noted that the installation of displays will begin when the building is handed over.
- l. Trustees were updated on fundraising and informed that while Tate has funds to cover the project, fundraising remains a priority. They noted current negotiations with donors.
- m. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- n. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹ and Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*
- o. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

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

3. Confirmation of Minutes

- a. The minutes of the meeting of 23 September 2015 were confirmed as a true record.

4. Matters Arising

- a. There were no matters arising.

5. Conflict of Interest Declarations

- a. Seona Reid declared a conflict of interest in respect of item 15.

6. Finance Report

6.1 Report from the Chair of Finance and Operations Committee

- a. Items discussed by the Finance and Operations Committee were covered below.

6.2 Management Information Pack

- a. The Finance Director updated Trustees informing them of the challenging position caused by reductions in Grant in Aid.
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. They noted the strong performance of *Auerbach Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. They noted that the primary risk is the impact of cuts in the Spending Round.
- e. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- f. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- h. Trustees discussed returns of performance reviews and were informed that the figure had increased against 2014/15.

7. Spending Round Update

- a. Trustees were informed that Tate has modelled the impact of cuts varying from 25 to 40% as required by Government. They noted the severe impact that cuts at this level would have.

7.1 Financial Relationship with Government

- a. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³*
- b. They were informed that the level of Grant in Aid that Tate receives falls far short of supporting the cost of delivering its statutory duties.
- c. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³*
- d. It was agreed that a paper at the next Board meeting should present the outcome and implications of the Spending Round.

The Head of Audience Experience joined the meeting.

8. Visitor Experience Staffing Model

- a. Trustees were updated on the model deployed by Tate, which combines both Tate and contract employees, security teams and volunteers.
- b. They were informed that rotas are planned on a twelve-week cycle.
- c. It was reported that agency staff are paid in line with starting salaries for Tate staff.

- d. They noted that the model provides the flexibility required and that the permanent staff provide the benefit of knowledge and experience in role.
- e. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³*
- f. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³ and Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*
- g. Trustees discussed security arrangements. *Information has been exempted under Section 31 of the Freedom of Information Act 2000⁵*
- h. It was confirmed that all contracts are deployed fairly and that those on flexible contracts are free to work as they wish and engage in contracts elsewhere.

The Head of Audience Experience left the meeting.

9. Development Strategy 2015-2020

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
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- h. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- i. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* It was noted that fundraising strength will depend on skills and resource in teams beyond Development.
- j. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- k. Trustees discussed the need to support acquisitions in British and European Art. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- l. A paper will be brought to a forthcoming meeting proposing priorities for fundraising.

Franck Petitgas left the meeting. The Director of Human Resources joined the meeting.

10. Employee Survey Results 2015

- a. Trustees were informed of the results of the staff survey conducted in July.
- b. They were informed of a high response rate and strong overall engagement score.
- c. Trustees were informed that the survey had revealed a strong sense of connection to Tate's objectives and understanding of how individual roles connect to them. They noted good results in relation to pride in working at Tate.
- d. Trustees noted a positive score for the relationship with contractors.
- e. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- f. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- g. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- h. They were informed that analysis of the results shows that creativity and personal development have a strong effect on levels of satisfaction.
- i. It was noted that people enjoy working with colleagues, and that there is a strong sense of belonging in teams.
- j. Trustees were informed that the successes on which to build are the vision and its connection to people's roles, the welcomed connection with audiences and the benefits package. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* Specific work will focus on leadership training and management qualities throughout the organisation and collaboration and communication.
- k. Trustees discussed the importance of role modelling and setting an example as leaders. They recommended that developing leaders throughout the organisation be an objective. They were informed about a programme of inclusive leadership training that will begin in January.
- l. Trustees discussed benchmarking and recommended closer comparison to other creative organisations. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- m. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- n. *Information has been exempted under Section 36 of the Freedom of Information Act 2000³*
- o. They advised that work on leadership and communication be linked to the appraisal process.

The Director of Human Resources left the meeting.

11. Director's Report

11.1 Actions Arising from Away Day

- a. Trustees noted the actions arising from the Away Day.

11.2 Trustee Appointments

- a. Trustees endorsed the appointment of Lionel Barber as Senior Trustee commencing after the retirement of Franck Petitgas.

11.3 Trustees' Appraisal and Board Effectiveness Evaluation 2016

- a. Trustees agreed that the Board Effectiveness survey will be conducted on a biennial basis.
- b. A timetable will be proposed to Governance and People Committee.

11.4 Family Conference 2015: Friday 27 November

- a. Trustees noted the date and agenda of the Family Conference.

11.5 Board Away Weekend 2016

- a. Trustees noted the date and venue of the Away Weekend.

11.6 ICON Award

- a. Trustees congratulated Rachel Barker, Bronwyn Ormsby and Patricia Smithen on the award of the Institute of Conservation's Anna Plowden Trust Award for Research and Innovation in Conservation for the Rothko Conservation Project.

11.7 Update on Tate Exchange

- a. Trustees were updated on current thinking in relation to Tate Exchange *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*

11.8 Health and Safety Update

- a. Trustees noted the Health and Safety update.

11.9 Staff Update

- a. Trustees congratulated Sam Thorne on his appointment as the Director of Nottingham Contemporary. They were updated on discussions on appointing a successor as Artistic Director of Tate St Ives.
- b. They were informed that interviews will take place for the role of Director of Tate Modern in early January.
- c. They noted that the agreed pay increase has been implemented.
- d. Trustees were updated on Tate's work on diversity and a recent meeting of the Tate for All Board. They emphasised the importance of making successes visible.

11.10 Tate Programme Update

- a. Trustees noted the programme update.

11.11 Sponsorships and Donations

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

11.12 Key Papers for Forthcoming Meetings

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

12. Key Points from Minutes of Councils and Committees

- a. Trustees were updated on discussions at Councils and Committees.
- b. They were informed that Tate St Ives Advisory Council met at the Exchange in Penzance in light of refurbishment work on the building. They were informed of a good discussion of plans for the new spaces.
- c. *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*
- d. Trustees were informed that, in view of the need for consistency in fundraising activities, Franck Petitgas will remain as the Chairman of Tate Foundation after his retirement from the Board of Trustees. They welcomed this move.
- e. Trustees noted discussions at Tate Britain Advisory Council and the attendance of Jane Buttigeig and David Dibosa at their first meeting.

13. Acquisitions Financial Statement

- a. Trustees noted the acquisitions financial statement.

14. Acquisitions for Noting

- a. Trustees noted acquisitions approved by Collection Committee.
- b. The Director highlighted the generosity of Ed Ruscha's gift of prints to Tate and the National Galleries of Scotland. *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*

15. Acquisitions for Decision

- a. Seona Reid declared a conflict of interest by virtue of a connection with a potential funding party and did not take part in the discussion of this item.
- b. Trustees agreed in principle and subject to fundraising the acquisition *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*.

The Head of Membership and Supporter Engagement joined the meeting.

16. Tate Members Council

- a. Trustees were updated on discussions held at Tate Members Council.
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. *Information has been exempted under Section 22 of the Freedom of Information Act 2000⁴*

The Head of Membership and Supporter Engagement left the meeting.

17. Appointments to Councils and Committees

- a. Trustees ratified the appointment of Peter Williams to Tate Modern Advisory Council; the reappointment of Monisha Shah to Tate Modern Advisory Council and Governance and People Committee; the appointment of James Timpson to Tate Liverpool Advisory Council; the reappointment of Juan Cruz to Tate Liverpool Advisory Council; the reappointments of Elaine Bowker and Robert Hough to Tate Liverpool Advisory Council; the reappointment of Anne Carlisle to Tate St Ives Advisory Council; the appointment of Sir Paul Jenkins to Ethics Committee; and the reappointments of John Botts, Simon Palley and Christopher Stone to the Investment Committee.

18. Appointment to the Finance and Operations Committee and the Audit Committee

- a. Trustees ratified the appointment of Laurie Fitch to Finance and Operations Committee and Audit Committee.

19. Any Other Business

20. Date of Next Meeting

- a. Trustees noted the date of the next meeting as being Wednesday 20 January 2016, Tate Britain Board Room, 09.00 – 13.00 followed by lunch.

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 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.*

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 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 **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*