

## Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 22 March 2017 at Tate Modern

Present:	The Lord Browne of Madingley Lionel Barber Dexter Dalwood Tim Davie Jayne-Anne Gadhia Mala Gaonkar Moya Greene Lisa Milroy Dame Seona Reid Gareth Thomas James Timpson Stephen Witherford	Chairman
Staff Attendees:	Sir Nicholas Serota Caroline Collier Alex Farquharson Samuel Jones Kerstin Mogull Frances Morris	Director Director, Partnerships and Programmes Director, Tate Britain Secretary to the Board of Trustees Managing Director Director, Tate Modern
Additional staff attendees:		
Items 5-7 only	Lesley Williams	Head of Finance
Item 9 only	Daniel Slater	Head of International Collection Exhibitions
Item 10 only	Mark Osterfield	Executive Director, Tate St Ives
Item 11 only	Ros Lawler	Digital Director
Item 11 only	Julian Thomas	Consultant
Full meeting	Maria Balshaw	Director Elect
Full meeting	Michael Lynton	Trustee Elect
Items 8-20	Jen Mergel	Observer, CCL Fellow

### 1. Apologies

Apologies were received from John Akomfrah, Maja Hoffmann and Stephen Wingfield.

### 2. Confirmation of Minutes

- a. The minutes of the meeting of 18 January 2017 were agreed as a true record.

### 3. Matters Arising

- a. There were no matters arising.

### 4. Conflict of Interest Declarations

- a. Dame Seona Reid declared an interest as an Heritage Lottery Fund Trustee in relation to the update at 10.

## **5. Finance Report**

### **5.1 Report from Finance and Operations Committee and Audit Committee meetings held on 6 March 2017**

- a. The Deputy Chairman of the Finance and Operations Committee reported on the recent meeting, noting the work done to strengthen contingency allocation.

### **5.2 Management Information Pack January 2017**

- a. The Head of Finance updated Trustees on the position as of the end of January. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>* The transfer of Tate Members into Tate Gallery has been finalised. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- b. Trustees were given detail of strong performance in membership *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>* They noted that the strength of the programme in the coming year gives some confidence in retaining these members.
- c. Trustees discussed audience predictions *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>* They were informed of audience testing that has been put in place.
- d. Trustees discussed seasonal trends in exhibitions, noting the weakness of the pre-Christmas period and that forthcoming programming will seek to avoid opening shows at this time.
- e. Trustees noted information on the operations of Tate Modern based on its first few months of operation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*

## **6. 2017/18 Plan and Budget: Response to Trustee Comments**

- a. Trustees noted the Plan and Budget and that they had recently been considered and approved by Finance and Operations Committee. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- b. Trustees noted the planning put in place as contingency covering all scenarios, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- c. The incoming Director expressed her support for the Plan.
- d. Trustees recommended some medium to long term actions. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- e. Trustees discussed the labour model *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- f. Trustees recommended metrics that address staff engagement and visitor satisfaction.
- g. It was noted that the experiment in variable pricing will be reported throughout the year.

- h. Trustees approved the Plan and Budget for 2017-18 as the base for further development for the period 2018-19 onwards.

Lisa Milroy joined the meeting.

## **7. Development Update**

- a. Trustees were informed that the further donation *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup> They noted that an announcement will be made in late April in relation to the naming.
- b. They were informed of payments scheduled from other donors *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- c. They were informed of other pledges. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- d. Trustees welcomed progress made. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- e. They were informed of a further prospect *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- f. Trustees were updated on recent fundraising meetings. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- g. Trustees congratulated the Director and team on the progress made.
- h. They discussed corporate support, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- i. Trustees noted a shift in focus on the part of the strategy, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>

Jen Mergel, shadowing the Director of Tate Modern joined the meeting.

## **8. Tate Modern Strategy**

- a. The Director of Tate Modern updated Trustees on the vision and strategy for the gallery. They noted the focus on Tate Modern being a civic space.
- b. Trustees were informed of the process of settling facilities and operations *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>
- c. Trustees discussed interstitial spaces and their possible use.
- d. Trustees discussed Tate Modern in the context of the wider museum sector. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup> In the same context, it was noted that the traditional place of the authority and expert is changing. They noted further significant changes in audiences, which now seek a more event-driven culture.
- e. Trustees discussed lending, *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>

- f. Trustees were informed of the programme, which has been set around audience framework. They noted that it examines the relationship between those who make and those who consume art. It was noted that the programme will encourage discovery and aims to dismantle barriers to access.
- g. The Director of Tate Modern informed Trustees of the structure of the gallery. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>* Trustees were informed of plans to celebrate teams and encourage volunteering across departments.
- h. Trustees discussed the importance of Tate Modern as place in which artists and audiences can experiment and take risks *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>* They noted a greater focus on event-based programming. They noted the ambition to be a place where artists and audiences can take risks.
- i. Trustees discussed partnership working, which will bring different ways of working into the organisation and will also provide innovation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>* They noted the learning that can be taken from Tate Exchange.
- j. Trustees were informed of the place of learning in Tate Modern's Vision and the ambition to provide points of engagement for all age groups. *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*
- k. Trustees noted work that continues to sustain the diverse nature of Tate Modern and the profile it presents to the public, including ensuring that the team helping to deliver that programme represents the audience. Trustees discussed the potential of working with partners on temporary projects. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- l. They noted the greater integration of the physical and the digital.
- m. Trustees were informed of thinking in respect of animating the space around Tate Modern. *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*
- n. Trustees welcomed the visitor appeal of Tate Modern and discussed the importance of maintaining it in the context of tremendous competition for people's attention. They discussed the importance of clear and efficient sign-posting, making clear to visitors what is available.
- o. Trustees discussed Tate Modern's national role, noting the role that it plays in the Plus Tate network. They discussed how Tate's own galleries contribute in complementary ways.
- p. The Chair of Tate Modern Advisory Council informed Trustees of the Council's strong support for the vision and the development of a content group.
- q. Trustees discussed Tate Exchange, noting the success of the first year, particularly in encouraging new visitors and partners; it was thought that the relationship with the rest of the gallery could be clearer.

The Executive Director of Tate St Ives and the Head of International Collection Exhibitions joined the meeting.

## 9. Collection Exhibitions Strategy

- a. The Director of Partnerships and Programmes introduced the paper.
- b. The Head of International Collection Exhibitions outlined Tate's work in this area, noting the value in introducing Tate to new audiences and territories.
- c. Trustees were informed that all sites contribute to and assist in the strategy. It was noted that exhibitions are drawn from Tate's collections. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- d. Trustees noted that while Tate approaches some venues, others come to Tate and request exhibitions.
- e. They were informed of revenues *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- f. It was noted that the exhibitions are presented as Tate exhibitions, with both Tate and partners also benefiting from collaboration.
- g. Trustees discussed the length of tours and numbers of venues, noting variation according to demand.
- h. They discussed opportunities in relation to showing exhibitions at different Tate sites. They discussed activity around exhibitions overseas, for example public programming and publications that will further Tate's profile and brand.

The Head of International Collection Exhibitions and the Head of Finance left the meeting.

## 10. Tate St Ives Project

- a. The Executive Director of Tate St Ives updated Trustees on the project.
- b. Trustees noted that the project is on track, with the existing spaces due to reopen on 31 March and in line with the budget. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>*
- c. Trustees were updated on plans to reopen the building, noting the combination of the artistic legacy of St Ives and the contemporary in the programme. They were informed of the timing of the launch on 14 October. *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*
- d. They welcomed the new resources available for learning.

The Executive Director of Tate St Ives left the meeting. The Director of Digital and Julian Thomas joined the meeting.

## 11. Digital Strategy Update

- a. Trustees were informed of growth in web traffic and social media and reduced bounce rates.
- b. They noted the refreshment of the website, and welcomed resultant increases on organic search and mobile traffic *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>1</sup>. Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*
- c. They were informed of measures taken to make the website responsive to mobiles.

- d. The Director of Digital reported progress made in the Tate App, which is now available at Tate Britain, Tate Modern and Tate Liverpool with the launch for the version for Tate St Ives being timed to coincide with the launch of the new galleries. *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>* They congratulated the team on the winning of a gold design award.
- e. Trustees were informed of performance in social media, noting the strong presence of Tate Exchange. They noted the growth of Facebook as a channel by which people access Tate.
- f. They were informed of the refresh of Tate Kids, which has been designed working with local schools.
- g. Tate Digital's work in the galleries was reported, for example the Surrealist Photo Booth at Tate Modern.
- h. Trustees welcomed a strong online retail performance in early 2017.
- i. Trustees were informed of progress made in the project to improve digital infrastructure. They noted the programme for completing work on digital commerce *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*

The Director of Digital and Julian Thomas left the meeting.

## **12. Director's Report**

### **12.1 Trustee Appointments**

- a. Trustees welcomed the appointment of Michael Lynton for a four year term.
- b. They were informed of the current campaign to recruit an International Business Trustee to succeed the Lord Browne of Madingley on his retirement in July.
- c. They welcomed the reappointment of Dame Seona Reid for a second term of four years.
- d. They were informed that a campaign will be run over the summer to appoint an artist trustee to replace Lisa Milroy.

### **12.2 Trustee Strategy Day**

- a. Trustees noted the report of the recent Strategy Day held at Tate Modern.

### **12.3 Turner Prize**

- a. Trustees noted the decision made to remove the age limit on the Turner Prize.

### **12.4 Enterprises and Catering Update**

- a. Trustees noted the update.

### **12.5 Tate Programme Update**

- a. Trustees noted the update.

**12.6** *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>3</sup>*

- a. Trustees noted the update.

**12.7 Collection Care Update**

- a. Trustees noted reports on the completion of the Archives and Access project and the Digital Repository project, congratulating teams involved.

**12.8 Director's Purchase Authority**

- a. Trustees noted that final approval is with the Director, on the recommendation of the Directors of Collections, with the support of Collection Group, which includes the Directors of Tate Modern and Tate Britain.

**12.9 Collection Work**

- a. Trustees were updated on a conservation proposal for a collection work.

**12.10 Sponsorships and Donations**

- a. Trustees noted the update.

**12.11 Staff Update**

- a. It was reported that Tate has featured in the top 100 of Stonewall's Workplace Equality Index and has the ambition to go higher.
- b. They noted the appointment of Anna Abbott as Director of Audiences.
- c. They noted the departure of Jeroen Schuijt as Chief Executive of Tate Catering after nine years and the appointment of Hamish Anderson as Interim Chief Executive.
- d. They congratulated Andrea Nixon on winning the Decade in Business Excellence category at the Downtown Women in Business Awards 2017.

**12.12 Health and Safety Update**

- a. Trustees noted the update.

**12.13 Data Protection**

- a. Trustees noted the update.

**12.14 May 2017 Board Meeting**

- a. Trustees noted details for the meeting of 19 May in St Ives.

**12.15 Key Papers for Forthcoming Meetings**

- a. Trustees noted the papers for forthcoming meetings. It was requested that Trustees be presented with fuller detail on the achievement of the Archives and Access project.

### **13. Key Points from Minutes of Councils and Committees**

- a. Trustees were informed of a presentation to the Tate St Ives Advisory Council by the incoming Artistic Director; they were informed of discussions at the Ethics Committee; they noted the discussion by Tate Foundation of the Tate Modern Project; they noted that Tate Modern Advisory Council supported and endorsed the Tate Modern strategy; they were informed of Tate Enterprise Ltd's discussion of the ongoing reviews; they noted proceedings of the Collection Committee; they noted discussion of the Audience Strategy at Tate Liverpool Advisory Council; they were informed of Tate Britain Council's discussion of plans for collection displays *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>* and they noted the proceedings of Governance and People Committee.

### **14. Acquisitions Financial Statement**

- a. Trustees noted the Acquisitions Financial Statement.

### **15. Acquisitions for Noting**

- a. Trustees noted acquisitions *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup>*

### **16. Appointments to Councils and Sub-Committees**

- a. Trustees RATIFIED the appointment of Jayne-Anne Gadhia to Tate Britain Advisory Council and of Moya Greene to Finance and Operations and Audit Committees.
- b. They RATIFIED the appointment of Dexter Dalwood to Collection Committee and of James Timpson as Chairman of Tate Liverpool Advisory Committee.
- c. They RATIFIED the appointments of Mark Hallett, Katie Razzall and Justin O'Shaughnessy to Tate Britain Advisory Council.
- d. They RATIFIED the appointment of Lorraine Candy to Tate Modern Advisory Council. *Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 40(2) of the Freedom of Information Act 2000<sup>4</sup>*
- e. They RATIFIED the appointments of Edward Harcourt and Jenni Lomax to Tate Liverpool Advisory Council.
- f. They RATIFIED the appointment of Sir Paul Jenkins to the Freedom of Information Appeals Committee.
- g. They RATIFIED the reappointment of Seona Reid to Tate Britain Advisory Council and, each for a further year, of Wolfgang Tillmans and Lisa Milroy, with effect from her retirement as a Trustee. They RATIFIED the reappointments of Andrew Stephenson and Gabrielle Hase to Tate Britain Advisory Council, each for a further four year term.
- h. They RATIFIED the reappointment of Tom Bloxham and Juan Cruz for a further year to Tate Liverpool Advisory Council.
- i. They RATIFIED the reappointments of Malcolm Bell, Michael Uva, Mark Titchner and Roger Tonkinson, each for a further term to Tate St Ives Advisory Council.

- j. They RATIFIED the reappointments of Jon Snow, Rachel Lloyd, Alan Yates, Chris Chinaloy and Brian Chadwick to Tate Members Council for a further term of one year each.
- k. They noted the retirements of Frederic Ogee, Elizabeth Sims, Jeffrey Berman, Mary Ann Sieghart, James Thompson, Gareth Thomas and Emmanuel Roman from Councils and Committees and thanked them for their generous service.
- l. It was noted that James Timpson was recommended for appointment as a Company Director and Chair of Tate Enterprises Ltd Board.

## **17. Security Tender**

- a. Following an EU Procurement Process, trustees noted the award of Tate's safety and security contract to Wilson James, and authorised the executive to sign the contract.

## **18. Any Other Business**

- a. There was no other business.

## **19. Close**

## **20. Date of Next Meeting**

- a. Trustees noted the date of the next meeting as being Friday 19 May, 12.00 – 16.00, at Tate St Ives.

## Endnotes

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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).*

<sup>3</sup> **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*

<sup>4</sup> **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*