

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 18 May 2011 at Tate Britain in the Board Room, 9 am

Present:	Lord Browne Tomma Abts Lionel Barber Tom Bloxham David Ekserdjian Maja Hoffmann Patricia Lankester Elisabeth Murdoch Franck Petitgas Monisha Shah Bob & Roberta Smith 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 1 to end	Caroline Collier	Director Tate National
Report 1 to end	Dr Penelope Curtis	Director Tate Britain
Report 7 to end	Chris Dercon	Director Tate Modern
Report 1 to end	Deirdre Robertson	Chief Operating Officer
Report 8 and 9	Nigel Llewellyn	Head of Research
Report 8 and 9	Marc Sands	Director Tate Media and Audiences

1. Apologies

- a. Apologies were received from Mala Gaonkar. It was noted that Franck Petitgas and Lionel Barber would join the meeting shortly.

2. Confirmation of Minutes

Minutes of the Meeting held on Wednesday 16 March 2011

- a. It was noted that The Lodge is included in the Queen Alexandra Military Hospital site as referenced in the item on the staff survey. It was noted that Tate Enterprises should be included in the next staff survey and that this would be added to the minutes of the last meeting.
- b. The Minutes were

CONFIRMED as a true record, subject to the noted amendment, 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. It was noted that Morgan Stanley, the company for which Franck Petitgas works, was mentioned in the tabled Board report.

5. Director's Report

5.1 Tate Britain Millbank Project Update

- a. It was reported that the strip out of the galleries had begun and the project remains on budget and on time. The Trustees were updated on fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

Franck Petitgas joined the meeting.

5.2 *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

Lionel Barber joined the meeting.

5.3 The Tate Modern Project Update

- a. It was noted that the contracts previously reported to the Board had been let within the agreed budgets. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ Trustees were informed that designs continue to be refined, and that the Director of Tate Modern is deeply involved in the development of the programme for 2012. It was also reported that sponsorship negotiations related to this are taking place. The reduced inflation forecast was also highlighted and it was reported that, while there are different cost consultants on the Tate Modern and Tate Britain capital projects, the two forecasts are broadly in line.
- b. Trustees were updated on fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

5.4 Tate Movie Project Update

- a. It was noted that Trustees would receive invitations to the planned premier on 29 June in Leicester Square. It was also noted that following the initial screenings the movie will be shown in cinemas across the UK and on the BBC, and that Tate is exploring options for screening the film during the Olympics period.

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).*

5.5 Tate Liverpool ENTRUST Registration for Environmental Body status

- a. The Trustees noted the report.

5.6 Ai Weiwei

- a. Recent events in relation to the detention of the artist Ai Weiwei were reported. It was also highlighted that a recent campaign led by the Times newspaper had also been supported by the arts community. It was confirmed that Tate had been in contact with Human Rights Watch and with close associates of the artist, and that the reaction to Tate's actions had been largely positive. It was noted that a discussion on delegation would be held under item 10.1 on the agenda.

5.7 Employee Survey

- a. Trustees noted the five strands of work being taken forward in response to the staff survey, and that Directors are also developing individual action plans which address issues raised in relation to their areas of responsibility. It was noted that regular implementation updates would be provided to the Finance and Operations Committee and that an updated whistle blowing policy would be presented to the Audit Committee, after which it would be rolled out to all staff. It was also reported that a 360-degree performance evaluation scheme had been piloted with three directors and would be rolled out to the senior team during the year.

5.8 Staff Update

- a. The Trustees noted the report.

5.9 June Dates for Noting

- a. Trustees were reminded that, as there is no Board meeting in Liverpool this year, they are invited to attend the Tate Liverpool Council meeting and the *Rene Magritte: The Pleasure Principle* exhibition opening on 22 June.

5.10 2012 Trustee Board meeting dates

- a. The Trustees noted the report.

5.11 Tate Programme Schedule 2011

- a. The Trustees noted the programme schedule.

5.12 Sponsorships and Donations

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

5.13 Key Papers for Forthcoming Meetings

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

6. Key Points from Minutes of Councils and Committees

- a. The Chair of the Tate Modern Council highlighted that the most recent meeting was the first attended by new Director of Tate Modern Chris Dercon. *Information has been exempted under Section 41 of the Freedom of Information Act 2000*² It was also reported that the Director had indicated his desire to maintain the composition of the Council in its present form.
- b. The Chair of the Tate Britain Council reported that the Council had discussed the Turner Cataloguing Project, that the implications of developments in digital technology had been discussed, and that a report on the project should be brought to the Board in due course.
- c. The Chairman of the Tate Foundation reported that the Investment Committee had recently considered investments. It was also reported that the Executive Committee requested monthly reports and that this is being implemented.
- d. The Chairman of the Tate St Ives Council reported that the Council had discussed communications and integration with the local Cornwall community.

Chris Dercon joined the meeting.

7. Finance Report

7.1 Report from Chief Operating Officer

- a. The Chief Operating Officer updated Trustees on the meetings of the Finance and Operations and Audit Committees on behalf of the Chair, who was unable to attend the Board meeting. It was reported that operational restructuring, the challenge to organisational independence resulting from government procurement and spending controls, and cash flow requirements for the capital projects were considered by the committee. It was also reported that the Audit Committee had considered a number of internal audits and the risk register, and that there was nothing significant to report to the Board.

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.*

7.2 Management Information Pack

- a. It was reported that the Deputy Director had met with a representative from the Cabinet Office to discuss spending and procurement controls. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*³ Trustees queried operational costs which, it was noted, had been driven by expenses relating to the Gauguin exhibition and the Tate Movie Project.
- b. It was noted that at their dinner Trustees discussed the digital strategy, which it was suggested merits more discussion and might be treated as a capital project in its own right. Concern was expressed over the current timeline for developing digital and CRM capabilities. It was felt that Tate should not compare itself with other museums and galleries, but with organisations that have been successful in this area from beyond the museums sector. It was also highlighted that outside expertise may be required.

Nigel Llewellyn and Marc Sands joined the meeting.

7.3 2012-2015 Financial Plan: Update

- a. It was reported that the balance of income to expenditure continues to be monitored closely as the forward budgets are further developed. It was also reported that some adjustments will be made to reserves to better reflect fundraising risk and that work continues on forecasting cost levels in the later years of the Comprehensive Spending Review period.

8. Research Strategy Update

- a. The Head of Research introduced the discussion. It was highlighted that projects with strong local leadership and management support, and which engage directly with the programme, have been found to work particularly well in the museum environment. It was noted that the Rethinking Modernism research centre had been launched during the year and that discussions will take place with the new Director of Tate Modern to consider a further centre based around global arts practice. It was also noted that partnerships will be increasingly important in Tate's research activity and that the possibility for Tate to gain Independent Research Organisation (IRO) status in relation to a broader range of research councils would help to facilitate further funding opportunities.
- b. Trustees highlighted that Tate's ability to avoid being constrained by academic culture is a distinct advantage, as is the ability to work directly with works of art. It was also highlighted that the ability to communicate the results of research to large audiences through actualisation of the public programme is also seen as a key strength, and that this is being recognised by those who fund research projects. It was noted that there are scale benefits in certain areas of research, for example technical art history and

³ *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).*

conservation, and that options for more collaboration are in the early stages of being explored. It was noted that research collaborations linked to future programme should be explored with other museums, and not only academic partners. It was agreed that the Tate Encounters project would be shared with Trustees at an appropriate stage.

8.1 Tate Research Advisory Council

- a. It was noted that the suggested number of meetings per year would be tested and fixed at a number that seems appropriate. It was also noted that where possible effort would be made to facilitate cross fertilisation between the gallery site councils and the Research Advisory Council through their membership, and that a physical scientist should also be represented on the Council. The need to actively manage any potential conflicts of interest that might arise was noted.

- b. The Trustees

AGREED to the formation a new Research Advisory Council, a sub-committee of the Board of Trustees, as detailed in the report.

Nigel Llewellyn left the meeting.

9. Audiences Strategy

- a. The Director of Tate Media introduced the discussion. It was reported that progress had been made in capturing audience information, understanding visitors better and sharing this information across Tate. The Visitor Audit conducted last year, consistency of research methodology across museums, recent research on Collection Displays and online development research were highlighted. It was also reported that an Audience Insight Manager had been recruited and was helping Tate Audiences and Media work laterally across Tate. It was noted that Tate's approach of 'engaging with' rather than 'presenting to' audiences appears to be ahead of peers.
- b. It was discussed that there is room for further progress to be made to reflect better the diversity of London in audiences who visit Tate. Trustees discussed the balance between the need to focus on deeper commitment and engagement with core audiences and to develop new audiences. It was suggested that Tate Members and Patrons should have a distinct strategy within the core audiences category. It was noted that Tate can and should be a trailblazer in developing new audiences, as once people visit a museum or gallery for the first time they will be more likely to go again. It was also noted that many artists also wish to reach the next generation and more diverse audiences with their art. It was highlighted that were learning programmes to be included in the figures the picture would look different, but that this is difficult. Issues around converting learning participants into regular visitors were also raised.

- c. The need to continue work to instil a common audience language and the value of the audience strategy across the organisation was underlined as an urgent priority. Trustees expressed a desire to understand better how curators envision programmes will engage core and new audiences in the planning stages. It was agreed that the Director of Tate Audiences and Media and the individual gallery directors would work together to develop and capture this thinking. It was also noted that targets should be set and progress monitored against them.
- d. The concepts of being audience led and leading audiences were discussed. It was suggested that when developing programme a range of audiences and stakeholders are instinctively considered, and that the scope of this consideration can be widened. Trustees expressed a desire to understand better how programme is seen to contribute to audience development by those who conceive it. The importance of having a consistency of programme with diverse appeal was highlighted. It was emphasised that Tate Modern's ambition to consider art in the context of what is happening in other fields and geographies will contribute to this.
- e. The Chairman summarised that there are a number of philosophical and practical issues which will continue to be addressed in relation to this topic. It was agreed that significant change will be facilitated through the programme; that there is a need to continue to lead artistically while responding to considerations of audience engagement and development; and that the Directors of media and the individual galleries would work together to articulate this in relation to programme choices.

The meeting adjourned for a short break.

The Trustees and Masina Frost returned for the discussion on Board Effectiveness.

10. Board Effectiveness

- a. The Trustees discussed Board effectiveness. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*⁴

Nicholas Serota, Alex Beard, Caroline Collier, Penelope Curtis, Chris Dercon and Deirdre Robertson joined the meeting.

10.1 Delegated Authorities

- a. The Chairman summarised that no changes to the current delegated authorities are desired. It was confirmed that Trustees would be kept informed of key political developments in a timely manner by such means as are appropriate.

⁴ *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*

11. Acquisitions Financial Statement

- a. The Trustees noted the Acquisitions Financial Statement.

12. Approval of a Trustee Benefit

Tomma Abts left the meeting.

- a. It was noted that the work *Zebe* 2010 by Tomma Abts had been under discussion with the artist for a period of two years and that a decision to acquire it had been taken by Trustees in November of 2010, prior to the artist being appointed as a Trustee of Tate by the Prime Minister on 31 January 2011. It was also reported that, in order to follow best practice, the issue of Trustee benefit has been brought back to the Board for approval. It was noted that internal discussions with a view to acquiring a work by the artist had begun over one year and a half prior to Trustees' approval of the acquisition in November 2010. It was also noted that Tate has secured the permission of the Charity Commission to make payment for the work to the artist's gallery, subject to approval of the payment by the Board of Trustees.
- b. The Trustees

AGREED that Tate's policies regarding Artist Trustees had been followed; that the purchase of the work is clearly in the interests of Tate, and is a sound use of resources, in accordance with these policies; and that payment for the previously agreed acquisition could be completed on this basis.

Tomma Abts joined the meeting.

13. Gifts of Works from Artists to ARTIST ROOMS

- a. The Director presented the background to the proposed gifts.
- b. The Trustees

APPROVED the gifts of works to the ARTIST ROOMS collection as outlined in the report.

Franck Petitgas and Chris Dercon left the meeting.

14. Acquisition for Decision

- a. Trustees discussed the acquisition highlighted in the report. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*⁵

⁵ *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).*

15. DCMS Interim Funding Agreement

- a. The Trustees

APPROVED the Interim Funding Agreement with the DCMS.

16. Appointments to Councils and Committees

- a. The Trustees

APPROVED the appointments to the Councils and Committees.

17. Risk Register

- a. The Trustees

APPROVED the Risk Register and NOTED the issues arising for Tate.

18. Trustees' Register of Interests 2010-11

- a. The Trustees

APPROVED the Registers of Interests and NOTED that they will be published and are available to the public on request.

19. Safety, Health and Environmental Policy

- a. The Trustees

APPROVED the Safety, Health and Environmental Policy and the policy was signed by the Chairman after the meeting.

20. Minutes from Councils and Committees

- a. The Trustees

NOTED the minutes from the Councils and Committees.

21. Any Other Business

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000⁶*

⁶ *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).*

22. Date of Next Meeting

- a. The date of the next meeting was noted as Wednesday 6 July, at Tate Modern at 9.00 am.