

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 21 May 2014 at Tate Modern

Present:	The Lord Browne of Madingley	Chairman
	Lionel Barber	
	Tom Bloxham, MBE	
	Mala Gaonkar	
	Maja Hoffmann	
	Lisa Milroy	
	Elisabeth Murdoch	
	Franck Petitgas	
	Dame Seona Reid, DBE	
	Hannah Rothschild	
	Monisha Shah	
	Gareth Thomas	
	Wolfgang Tillmans	
Staff Attendees:	Sir Nicholas Serota	Director
	Penelope Curtis	Director, Tate Britain
	Chris Dercon	Director, Tate Modern
	Samuel Jones	Secretary to the Board of Trustees
	Kerstin Mogull	Managing Director
	Rebecca Williams	Director of Development and Audiences
	Stephen Wingfield	Finance Director
Item 1 only	Christopher Jonas	Chairman, TTM Project Board
Item 13 only	Judith Nesbitt	Head of Head of National and International Partnerships
Item 13 only	Stephen Nicol	Regeneris

The Chairman of the Tate Modern Project Board joined the meeting.

1. The Tate Modern Project

- a. Trustees were informed that the Tate Modern Project Board had met twice since the last meeting, and that a working group of Trustees had also convened in late April.
- b. They were updated on the items covered by the Project Board. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. The Chairman of the Tate Modern Project Board reported on the project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. Trustees were updated on the progress of window installation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

- f. Trustees were informed of forward planning in respect of the interface between forthcoming contracts, such as the brickwork.
- g. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- 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*
- j. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- k. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- l. *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 43 (2) of the Freedom of Information Act 2000¹*
- o. Trustees discussed public communications around the project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- p. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- q. Trustees discussed the report of the MPA and noted that all of the recommendations are being implemented. Tate is next due to report to the Major Projects Authority in September. *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 2000²*

2. Apologies

- a. Apologies were received from Tomma Abts and Caroline Collier.

3. Confirmation of Minutes

- a. The minutes of the meeting of 19 March 2014 were agreed as a true record.

4. Matters Arising

- a. There were no matters arising.

5. Conflict of Interest Declarations

- a. There were no conflicts of interest to declare in respect of this meeting. Maja Hoffmann would declare a conflict of interest in respect of item 20, specifically.

6. Director's Report

6.1 Progress Against Away Day Objectives

- a. Trustees noted progress against the away day objectives.
- b. It was thought that Trustees could play a role in promoting Tate's work; this would be discussed further at a later point in the meeting.

6.2 Tate St Ives 2 Project

- a. Trustees were informed that the enabling works package is underway. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* Trustees were informed that Cornwall Council is very much supportive.

6.3 Tate Britain Media Coverage

- a. The topics raised by recent media coverage would be addressed in discussion of the Tate Britain Programme later in the meeting.

6.4 Vision Workshops

- a. Trustees congratulated all involved in the very successful Vision workshops and noted that more than a 1000 staff took part. They welcomed the enthusiastic response.

6.5 Pay Project Update

- a. Trustees were updated on good progress in discussions. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* Trustees thanked the Human Resources Director for her work on the pay project and noted. *Information has been exempted under Section 41 of the Freedom of Information Act 2000³*

6.6 Staff Update

- a. Trustees congratulated the Director of Visitor Experiences and Estates on his appointment at the Whitney Museum. They were informed that the Managing Director is consulting his senior team in determining the most appropriate strategy for replacing the role. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*

6.7 Due Diligence

- a. Trustees noted a report on due diligence research and that the final tranche will be published on the Cultural Property Website in September.

6.8 Cultural Valuation

- a. Trustees were updated on ongoing discussions. *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*

6.9 Tate Volunteers Programme

- a. Trustees were updated on the valuable role played by Tate's volunteers and thanked all for their work. They noted the success of Tate's volunteers and were informed of plans to extend the programme further.

6.10 Tate Publishing Update

- a. Trustees congratulated Tate Publishing on its nomination as one of the five Best Children's Publishers of the Year in Europe at the recent Bologna Children's Books Fair. They were informed that *Henri Matisse: The Cut-Outs* featured in the top ten highest selling non-fiction paperback in the UK.

6.11 Rothko's *Black and Maroon 1958*

- a. After having seen the work newly rehung in the Rothko Room at Tate Modern, Trustees congratulated the project team – Rachel Barker, Paintings Conservator; Bronwyn Ormsby, Conservation Scientist; and Patricia Smithen, Head of Conservation (Programme) – on the success of the treatment. They were informed of the popularity of the online film focusing on the project and of plans to publish research undertaken in respect of the conservation treatment over the course of the coming year.

6.12 Trustee Reappointments

- a. Trustees were updated on proposals to reappoint Trustees.

6.13 Sponsorships and Donations

- a. Trustees noted a report on Sponsorships and Donations.

6.14 Tate Programme Update

- a. Trustees noted an update on the Programme.

6.15 Out of Hours Visits

- a. Trustees were reminded of the procedures in place for Trustees' visits to exhibitions out of hours.

6.16 2015 Board Dates

- a. Trustees noted the dates of Board meetings in 2015.

6.17 Key Papers for Forthcoming Meetings

- a. Trustees noted a list of key paper for forthcoming meetings.

7. Key Points from Minutes of Councils and Committees

- a. The report of the Tate Modern Project Board had been discussed at item 1.
- b. Trustees noted a report of a meeting of Tate Modern Advisory Council in which the Vision workshops and the Tate Modern Project were discussed.

8. Finance Report

- a. The Chairman of the Finance and Operations Committee reported to Trustees the Committee's discussion of the Tate Modern Project. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* She reported a discussion of the Tate Britain Programme in which members of the Committee were pleased with forthcoming shows. Trustees noted the discussion of revenue streams and the Committee's request for thorough benchmarking in respect of enterprises, catering, donations, admissions and fees. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. Trustees requested a more precise outline of fundraising requirements in respect of digital and were informed that this will be an element of a refreshed digital strategy that will go to Finance and Operations Committee and the Board in July. Trustees advised that the strategy should retain ambition. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. The Finance Director reported on year end and the accounts. *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 2000²* *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- e. Trustees discussed budgets for admissions income. *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* They were informed that there is a greater tendency in the corporate market for last minute bookings. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹* Trustees discussed whether the softer market might be a longer-term issue, and advised that opinion be sought from the Corporate Advisory Group based on members' experience and in respect of how Tate's Events offer might best be marketed in the current climate. It was thought that the closure of many catering businesses in recent years could mean that Tate will benefit from an upturn in the economy.
- g. The Finance Director explained the impact of rises in utility costs. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- 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*
- j. Trustees welcomed the breakdown of trading income provided in the Management Information Pack; *Information has been exempted under Section 41 of the Freedom of Information Act 2000³*; they requested similar information for catering and corporate events.

9. Tate's Estate and the Millbank Site

- a. Trustees were updated on the context of the Queen Alexandra Military Hospital Site (QAMH). *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- c. Trustees discussed staff accommodation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- d. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000¹*
- 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*

Mala Gaonkar left the meeting.

10. Tate Britain Programme Update

- a. Trustees were presented with a paper that had been to Finance and Operations Committee in March and May.

- b. The Director of Tate Britain updated Trustees on exhibition performance. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- c. It was noted that the Collection rehang and building project have both been very well received – this success will be capitalised upon in the autumn with *Late Turner*. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- d. Trustees were informed of additions to the programme. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*² They noted that options in respect of commercial hire are being explored. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- e. Trustees discussed opportunities in focusing communication of the new programme. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- f. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- g. It was noted that major contemporary shows have significant appeal. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- h. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- i. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*² and *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹

The Head of National and International Partnerships joined the meeting.

11. Tate Britain: An Opportunity to Generate Additional Income

- a. Trustees approved the trial use of spaces at Tate Britain for commercial hire.

12. Increasing Tate's Income in the Global Market

- a. The Head of National and International Partnerships updated Trustees on the overall international strategy and also presented a paper exploring revenue-generating opportunities. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- b. Trustees were informed of the good progress of pilot international fellowships and the successful delivery of the components of the Oman training programme thus far. They were reminded of memoranda of understanding signed with international partners.

- c. Trustees noted that Tate is continuing to develop fee-paying exhibitions. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- d. They were informed that Tate often receives requests for training and advice. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- e. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- f. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- g. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- h. Trustees approved the plans. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- i. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- j. Trustees discussed the need to separate a light-footed ambassadorial role from a business proposition.

The Head of National and International Partnerships left the meeting; Stephen Nicol of the economic consultancy Regeneris entered the meeting.

13. Advocacy Project

- a. Trustees were presented with a summary of the interim findings of a study into Tate's economic impact.
- b. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- c. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹
- d. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*²
- e. They felt that the report would be a very useful tool in advocacy.

Stephen Nicol of Regeneris left the meeting; Maja Hoffmann left the meeting.

14. Acquisitions Financial Statement

- a. Trustees noted that the statement presents detail at year end; the current year will be addressed in forthcoming meetings.

- b. Trustees noted the value of gifts against purchases.

15. Acquisitions for Decision

- a. Trustees considered and approved the gift of eight works by Cy Twombly.
- b. They were informed of the aim of announcing the gift before the summer.
- c. They thanked the Twombly Foundation for its generosity.
- d. It was noted that the gift shows the importance of supporting emerging artists early in their careers.

16. Constable

- a. Following the recommendations of the Spoliation Advisory Panel and based on the information presented, the twelve Trustees present voted unanimously to deaccession the work and transfer possession to the claimants.

17. Trustees' and Directors' Registers of Interests 2013-14

- a. Trustees noted and approved the registers of interest.

18. Updated Approval and Signing Matrix

- a. Trustees approved the signing matrix.

19. Forward Currency Exchange Facility

- a. After due consideration of all the circumstances and on being satisfied that it is for the benefit of Tate and in the interests of Tate for the purpose of carrying on its business to enter into:
 - (i) A Facility Letter in the form now produced in respect of Foreign Currency Forward Exchange Facility provided by Coutts & Co which is made available to the Client subject to the Foreign Currency Forward Exchange Facility - General Terms and Conditions (Non-personal) (as varied from time to time), and
 - (ii) all other documents referred to in the Letter (including without limitation any security documents) together with any other agreements or documentation required by the Bank in connection with the Agreement from time to time
- b. They authorised the Managing Director and Finance Director to sign the Facility Agreement letter.

20. *Information has been exempted under Section 22 of the Freedom of Information Act 2000²*

21. Appointment of a Director of Subsidiary Companies

- a. Trustees approved the appointment of Kerstin Mogull as a director of Tate Gallery Projects Limited and Tate Gallery Publishing Limited.

22. Terms of Reference of the Governance and People Committee

- a. Trustees approved an amendment to the terms of reference of the Governance and People Committee that delegates to it the power to authorise amendments to the terms of reference of other advisory councils and committees.

23. Revenue Streams Review

- a. It was decided to defer this item to the next meeting.

24. Any Other Business

- a. Trustees were informed that the final copy of the Management Agreement had been received from the Department for Culture, Media and Sport and that it would be signed and returned to the Department.
- b. Trustees were informed that all four Tate galleries have received full Museum Accreditation from Arts Council England.
- c. Trustees were informed of the visit of the new Secretary of State for Culture, Media and Sport, Rt Hon. Sajid Javid to *Henri Matisse: The Cut-Outs* at Tate Modern.
- d. Trustees congratulated Tate Britain and all those involved for being shortlisted in the Art Fund's Museum of the Year prize; they were informed that the new Tate Britain has also reached the second round of the Royal Institute of British Architects' award.

25. Date of Next Meeting

- a. The next meeting of the Board of Trustees will be on Wednesday 2 July, 09.00, Tate Britain Board Room.

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 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).*

³ **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.*