

**Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 16 November 2011 at Tate Modern in the East Room, Level 7**

Present:	Lord Browne Tomma Abts Tom Bloxham David Ekserdjian Mala Gaonkar Maja Hoffmann Patricia Lankester Franck Petitgas Monisha Shah Bob & Roberta Smith Gareth Thomas	Chairman
Staff present:	Sir Nicholas Serota Alex Beard Caroline Collier Dr Penelope Curtis Chris Dercon Masina Frost  Deirdre Robertson	Director Deputy Director Director Tate National Director Tate Britain Director Tate Modern Head of the Director's Office and Secretary to the Board of Trustees Chief Operating Officer

It was noted that work would be undertaken in late 2012 with a view to optimising governance.

Trustees also discussed Tate Britain. It was agreed that the Tate Britain Council would discuss the current operation and forward plans together with the Director of Tate Britain, and that a report would be discussed by the Board in early 2012.

Franck Petitgas joined the meeting.

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

**1. Apologies**

- a. Apologies were received from Lionel Barber, Elisabeth Murdoch and Wolfgang Tillmans. It was noted that Maja Hoffmann would arrive during the scheduled break.

**2. Confirmation of Minutes**

- a. It was noted that an amendment had been made to the minute as reported for item 5.18.
- b. The Trustees

CONFIRMED the minutes 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 under agenda item 11 there are some works for consideration from the gallery Hauser and Wirth, where a relation of the Director of Tate Modern is employed. It was noted that the Director of Tate Modern withdraws from all acquisitions meetings at which artists represented by the gallery are discussed. There were no other conflicts of interest noted.

### **5. Director's Report**

#### **5.1 Tate Modern Project Update**

- a. The Trustees were updated on project progress. It was reported that work on site continues to progress well. Trustees were informed of recent discussions with the substructure contractor. It was also reported that the procurement of phase two works continues and that a full report will be given, with Christopher Jonas in attendance, at the January 2012 Board meeting.
- b. Trustees discussed project financing. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup> Trustees also discussed project fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>1</sup>

#### **5.2 Tate St Ives Phase 2 Project Update**

- a. It was noted that architectural submissions have been received back from the Official Journal of the European Union (OJEU) competition and that there is a strong short list of candidates who would be interviewed in early 2012.

#### **5.3 The Gatsby Foundation**

- a. The Trustees were updated on recent discussions with the Gatsby Foundation.

#### **5.4 Legacy10 Launch**

- a. It was reported that Tate had hosted the launch of the Legacy10 campaign, a government initiative which will benefit all charities.

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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).*

## **5.5 Exhibition Loans Liabilities**

- a. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>2</sup>*

## **5.6 Gallery Photography Policy**

- a. Trustees noted the change in the photography policy in Tate's galleries.

## **5.7 Family Conference**

- a. Trustees noted the date and topic of the annual Tate Family Conference.

## **5.8 Board Dates for 2012**

- a. Trustees noted the dates for Board meetings in 2012. It was noted that a date would be circulated for a Trustees' visit to St Ives in May 2012.

## **5.9 Actions from Employee Survey Steering Group**

- a. Trustees noted the update on actions from the Employee Survey.

## **5.10 Staff Update**

- a. Trustees were reminded of reviews currently underway and it was noted that the Board would be kept informed of progress as necessary.
- b. It was reported that recruitment was underway for the Artistic Director at Tate Liverpool and that the shortlist for interviews was strong. It was also noted that an international curator with a focus on African art had been appointed.
- c. It was also noted that there is a probability of industrial action on 30 November should unions vote to strike. Trustees discussed concerns around staff pay and the need to guard against a drain of talent as a result of the government imposed pay freeze.

## **5.11 Sponsorships and Donations**

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

## **5.12 Tate Programme Schedule 2011**

- a. The Trustees noted the programme schedule.

## **5.13 Key Papers for Forthcoming Meetings**

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

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## 6. Key Points from Minutes of Councils and Committees

- a. It was highlighted that the price of Tate membership had recently increased and that to date there had not been a negative impact on the proportion of direct debits. It was reported that Alex Beard attended the Tate St Ives Advisory Council meeting and that there had also been a good meeting with the Cornwall Council. It was noted that the Tate Foundation Trustees are considering potential additions to the Board, and that funds agreed by the Foundation had been released for the Tate St Ives Phase 2 project.

## 7. Finance Report

### 7.1 Report from Chair of Finance and Operations Committee

- a. The Chair of the Finance and Operations Committee drew Trustees' attention to discussions on capital project financing, the IS strategy and Tate's general operation. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>3</sup> It was reported that the Committee also discussed the delay in the delivery of the online element of the IS strategy and that steps are being taken to bring this back on track.
- b. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>3</sup>

### 7.2 Management Information Pack

- a. Trustees' attention was drawn to the strong performance of the Richter exhibition which, it was noted, was helping to offset risks related to the general economic environment. It was reported that retail conversion had improved slightly recently, and that it remained therefore difficult to ascertain any long term trend in relation to the external environment.
- b. It was agreed that an evaluation of Tate Britain's operation and plans would be undertaken, in particular to ground understanding in evidence and to agree a way forward. It was noted that though performance has not deteriorated, there is a need to make further improvements, given the overall financial outlook.

## 8. Tate Britain Millbank Project

- a. Trustees were updated on project progress. It was noted that construction is on schedule, on budget and remains ahead of project risk. It was also reported that phase 1b works are projected to be maintained within the agreed cost parameters and are ready to procure, subject to fundraising milestones being met. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>3</sup>

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- b. Trustees discussed fundraising. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>4</sup>

The meeting was adjourned for a short break. Maja Hoffmann joined the meeting.

## **9. Tate Priorities and Strategy to 2015**

- a. The Director presented the context in which Tate is operating, the Vision and proposed priorities to 2015. It was highlighted that the priorities outlined in the paper represented key areas and projects which it was felt were critical for Tate to develop for the future, and which would be focus areas for management attention.
- b. It was noted that Tate's social role, and the continuing centrality of art and Tate's mission, should be reflected strongly in the narrative. It was agreed that in addition to increasing the proportion of self-generated funding, Tate should continue to seek to increase the absolute level of government funding. It was agreed that Tate's current position and purpose would be summarised. It was suggested that Tate articulate how it wishes to be regarded in five to ten years time, and to check this against the priorities identified. It was also suggested that care be taken to ensure there are not too many priorities.
- c. Digital development was highlighted as an area requiring further focus. Trustees discussed the need for the right talent, skills and capabilities at all levels of Tate to push this forward. It was also highlighted that success in the digital space should drive visits and that digital should be thought of as part of a multi-channel approach to how Tate works normally.
- d. It was agreed that Trustees comments would be taken on board and that a paper would be brought for further discussion at the Board meeting in January.

## **10. Acquisitions Financial Statement**

- a. It was reported that acquisitions remain within budget. It was also highlighted that available funds are limited in relation to Tate's ambitions, and that acquisition groups and artists make significant contributions to Tate's ability to acquire works for the Collection.

## **11. Acquisitions for Noting**

- a. It was noted that the works in the report had been considered by the Collection Committee. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>4</sup> It was agreed that the Collection Committee would consider continuing progress on the potential acquisition, and that this would be considered again by Trustees as appropriate.

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- b. The Trustees

NOTED the acquisitions.

Franck Petitgas and Mala Gaonkar left the meeting.

## **12. Acquisition and Disposal Policy**

- a. The Trustees

APPROVED the amendments to the Acquisitions and Disposals Policy.

## **13. Working with Donors in Relation to Programme**

- a. Trustees discussed the draft guidelines as outlined in the report. It was agreed that guidelines are required and that, while being explicit and tightly drawn, they should also be sufficiently flexible. The importance of goodwill on the part of the donor was emphasised as an important consideration to be also taken into account.
- b. The principle that any agreements regarding programme commitments must be agreed by the relevant gallery Director, the Director of Tate and Trustees was agreed. It was also agreed that the draft guidelines would be reviewed and considered by the Collection Committee, prior to final consideration and agreement by Trustees.

## **14. Risk Register**

- a. The Trustees

APPROVED the high level risk register and NOTED the issues arising.

## **15. Appointments to Councils and Committees**

- a. The Trustees

APPROVED the appointment of Kylie McManus, as the rotating representative from the Young Tate group, to the Tate St Ives Advisory Council.

## **16. Minutes from Councils and Committees**

- a. The Trustees

NOTED the minutes from the meetings of the Councils and Committees.

## **17. Any Other Business**

- a. There was no other business.

**18. Date of Next Meeting**

- a. The date of the next meeting was noted as Wednesday, 18 January 2012, at 9 am at Tate Britain.