

Minutes of the Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 19 May 2010 at Tate Modern, 9 am – 4 pm, Level 7 East

Present	Lord Browne Helen Alexander Tom Bloxham Howard Davies Jeremy Deller Professor David Ekserdjian Mala Gaonkar 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 Julian Bird	Director Deputy Director Head of the Director's Office and Secretary to the Board of Trustees Chief Operating Officer
Report 11 only	Sue Cambridge	Director of Finance
Report 6 -7	Martin Clark	Artistic Director, Tate St Ives
Report 6- end	Caroline Collier	Director, Tate National
Report 6 – end	Dr Penelope Curtis	Director, Tate Britain
Report 6 - 7	Mark Osterfield	Executive Director, Tate St Ives
Report 6 - end	Marc Sands	Observer
Report 6 - end	Vicente Todolí	Director, Tate Modern

The Chairman welcomed Mala Gaonkar and Gareth Thomas to their first full meeting. It was noted that this would be Sir Howard Davies' last meeting as a Trustee and that he would make a short statement at the end of the meeting. It was also noted that this would be Vicente Todolí's last meeting before his departure from Tate in June. The Chairman summarised the Trustees' discussion held at their dinner on 18 May 2010.

1. Apologies

- a. There were no apologies. It was noted that a number of Trustees had been delayed and would arrive at the meeting shortly.

Agenda items 2, 3, and 4 were considered following Trustees' discussion of item 5.

2. Confirmation of Minutes

- a. The Trustees

CONFIRMED the minutes as a true record and the minutes were signed by the Chairman after the meeting.

3. Matters Arising

- a. Trustees were updated on the appointment of a new Director of Tate Modern. It was reported that a strong field of candidates had applied for the role and that a number of candidates were interviewed in the days preceding the Board meeting. It was noted that three candidates would be interviewed by a selection panel which would include a number of Trustees.

4. Conflict of Interest Declarations

- a. There were no conflict of interest declarations. Reference was made to the Trustees' register of interests detailed under agenda item 19.

5. Challenges and Effectiveness

5.1 Introduction

- a. The Director of Tate updated Trustees on recent staff presentations and highlighted that the strategy is increasingly understood and embedded internally. The Director introduced the discussion and presented a review of Tate's vision, strategy and current position. Trustees agreed that the vision and strategy are compelling, and that it would be helpful to return to them in considering progress for Tate in the future.

Bob and Roberta Smith and Wolfgang Tillmans joined the meeting.

5.2 Future Challenges

- a. Trustees discussed the level of government funding that might be relied upon in the future and core principles and priorities for Tate, in light of the political and economic environment.
- b. The importance of research, scholarship and thought leadership was highlighted, as was the strong relationship of these areas to creating compelling programme and experiences for audiences. It was emphasised that Tate must remain true to its principles, and continue to present inspiring, challenging and educational programme. Trustees discussed creative approaches to continuing to develop the Collection. The link between the capital programmes and audience experience was highlighted, as was the need to articulate Tate's contributions in the field of learning. Trustees also discussed the importance of digital and online engagement. It was agreed that Tate should continue to differentiate by remaining confident and being an exciting place to visit; appealing to both hearts and minds.

Howard Davies joined the meeting.

- c. The role of culture in economic regeneration and the arts as the research and development engine for the creative industries was highlighted. Trustees agreed on the need to advocate strongly for both public and private support. It was also noted that we should better articulate what public funds allow Tate to do, which other forms of funding do not.
- d. It was noted that Tate's growth over the past 15 years had been largely facilitated through self-generated funding. Trustees discussed opportunities to generate additional income through online, brand and commercial development. Investments required in support of this, and the need to reallocate funds if necessary, were discussed. It was also agreed that more collaboration between the online, enterprises and development teams would be required. Trustees also discussed the corporate sector, and how Tate might generate further corporate supporters in light of an improving economy. The Deputy Director summarised four focus areas which included online, individual giving, corporate support and working in a more joined up way to maximise return on core activity, with special emphasis on selected exhibitions each year. Trustees also drew attention to opportunities for income generation internationally.
- e. It was suggested that emphasis should be placed on areas where Tate can do better than others and on initiatives that contribute to bringing further funds into the organisation. The need to continue considering the future business plan and impact of the capital developments was noted. Trustees agreed that Tate's forward plans would need to continue to be tested in light of upcoming funding discussions with the DCMS. It was agreed that Tate would consider options for generating additional funds; that the strength of Tate's brand rests on its ability to challenge and be a thought leader in the visual arts; and that emphasis should be placed on online opportunities for richer engagement and income generation.

5.3 Board Effectiveness

- a. It was noted that Trustee feedback from the Board effectiveness evaluation and discussions with the Chairman were generally positive. It was agreed that there should be more discussion of Tate's financial position at Trustee meetings; Councils would report annually alongside the Directors of each gallery site; Committee Chairs would report to the Board as close to each meeting as possible; and that the roles of the Councils and Foundation would be reviewed. It was noted that the current level of detail in the Board minutes is considered to be satisfactory and that effort should continue to be made to reduce the length of Board papers. It was noted that the Director's Office would take Trustees' suggestions forward.

Trustees considered agenda items 2, 3, and 4.

The meeting adjourned for a short break.

Julian Bird, Martin Clark, Caroline Collier, Penelope Curtis, Mark Osterfield, Marc Sands and Vicente Todolí joined the meeting. Trustees considered agenda item 7 head of item 6.

6. Breaking Down Walls – Tate’s National Strategy to 2015

- a. The Director of Tate National introduced the discussion by reviewing programme aims, recent activity and potential risks. It was noted that evaluations had indicated audience visits at Tate Connects partners tend to increase when Tate works and / or ARTIST ROOMS are on display and that audience impact would be emphasised going forward. The nature of the partner agreements was discussed, as was the process for broadening partnerships and the evolution of the institutional relationships over time. Trustees agreed that Tate’s national activities contribute to improving accessibility to art across the country, and also provide an opportunity to boost Tate’s brand profile. Trustees emphasised the importance of both projecting and protecting Tate’s brand.
- b. Trustees agreed that Tate’s national activities are very important, are changing the audiences for art across the UK and also help to demonstrate leadership during a time of constraint.

The meeting adjourned for a lunch break.

7. Tate in Cornwall

- a. The Artistic Director and Executive Director of Tate St Ives introduced the discussion by setting out the programme vision for Tate in Cornwall. Trustees were updated on a number of potential development projects linked to the vision. Trustees questioned recent attendance levels and income generation. It was noted that Tate should consider the different development options with care, balancing those activities which are best done by Tate against opportunities to work in partnership with other organisations.
- b. Trustees commended the progress that the Directors at St Ives have made in recent years in working together with local Cornwall community and stakeholders and in developing relationships and cultural and economic benefits for the region. The Trustees strongly endorsed the vision for Tate in Cornwall and agreed that opportunities that arise should continue to be tested against this vision, balancing demands on management and appropriate timeframes for future development.

The Trustees

AGREED to an exchange of letters as outlined in the report.

Bob and Roberta Smith left the meeting.

8. Tate Brand Review

- a. The Deputy Director presented the brand architecture, visual identity and results from audience testing. Trustees expressed their strong support of the brand values and architecture. It was noted that there were concerns about legibility, and that care should be taken to ensure clarity of use in the context-specific execution of the brand guidelines. Trustees endorsed the brand architecture and it was agreed that it will be up to individual designers to give the inflected brand identity energy, and to ensure appropriate execution and legibility as it is put into practice.

9. Director's Report

9.1 Transforming Tate Britain Update Phase 1

- a. It was reported that the planning application had been submitted and that there had been a positive response to the designs from potential donors.

9.2 Transforming Tate Modern Update

- a. Trustees were updated on recent demolition and substructure works. *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*¹ It was also reported that discussions are underway regarding Tate Modern's participation in Festival 2012. Trustees were updated on project fundraising. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*² It was also reported that responses to Tate's determination and decision to commence works have been very positive. The positive public response to Tate Modern's 10th anniversary was also highlighted.

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).*

9.3 Update on implementation of Pop Life actions

- a. It was reported that a checklist was being tested with senior curators, and would be communicated more widely. It was agreed that a statement about the arms length relationship between Tate and Tate Enterprises Limited (TEL) would be included in a future TEL Board report. It was also agreed that the appendix would be further reviewed by Tate's legal advisors.

9.4 Trustee Appointments

- a. The Trustees noted the report.

9.5 Wednesday 14 July Board meeting at Tate Liverpool

- a. The Trustees noted the report.

9.6 Tate Liverpool Award ('Freedom Roll of Association')

- a. The Trustees noted the report.

9.7 2011 Board Dates

- a. The Trustees noted the 2011 Board dates.

9.8 Staff

- a. It was noted that an appointment for the Tate Modern Director position is expected to be made by mid-June, with a start date in the autumn. Trustees were also updated on the American Patrons of Tate Artists Dinner held in New York on 6 May 2010 at which the artist Trustees were present.

9.9 Tate Programme Schedule 2010

- a. The Trustees noted the programme schedule.

9.10 Sponsorships and Donations

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

10. Key Points from Minutes of Councils and Committee

- a. It was noted that Jon Snow had agreed to chair the Tate Members Council, taking over from Francine Stock when her term comes to an end in November. It was noted that the Tate Enterprises Limited Directors had asked for a re-prioritisation of the information services strategy at their last meeting, and that it was the final meeting attended by Celia Clear and Robin Bidgood. Trustees were updated on the Ethics Committee meeting, at which corporate sponsorship had been discussed. The Trustees endorsed the recommendations of the Ethics Committee, and agreed with the proposal for a further review of all corporate sponsorships at Tate in due course.

11. Finance Report

- a. The Chair of the Finance and Operations committee reported on the positive year-end result achieved in the context of broader economic uncertainty. It was also noted that the Audit Committee had received the report of the internal auditors and had also approved the Statement of Internal Control.

11.1 Approval of Financial Statements

- a. The Trustees

APPROVED the financial statements and the changes to the annual accounts approval procedure as proposed in the report.

12. Acquisitions Financial Statement

- a. The Trustees

NOTED the acquisitions financial statement.

13. Acquisitions for Decision

- a. Trustees were updated on recent acquisition efforts. It was noted that the National Heritage Memorial Fund had elected not to support the acquisition of the portrait of Sir Anthony van Dyck at the level required and that Tate and the National Portrait Gallery would keep the painting under review.
- b. The Trustees

APPROVED and welcomed the gift of two works by Morris Louis.

Elisabeth Murdoch left the meeting.

14. Collection Strategy

14.1 Gifts from artists since 2004

- a. Trustees noted the report on gifts from artists. It was agreed that consideration would be taken of artists' individual circumstances.

14.2 British Art from 1500-1900

- a. Trustees noted the report on acquisitions of British Art. It was agreed that the acquisition strategy would be discussed further by the Collection Committee.

15. Transforming Tate Modern

- a. The Trustees

NOTED the progress update and

RATIFIED the decision of the Transforming Tate Modern Board in respect to the contract award of the Substructure Trade Package.

16. Tate Modern Lease

- a. The Trustees

APPROVED the option to commute the lease, delegated authority to Tate Directors to sign the option, and approved the payment terms as outlined in the report.

17. Investment Policy

- a. The Trustees

APPROVED the investment policy, the delegations and appointments outlined in the report. For cash management placements, the Trustees APPROVED the addition of Santander UK Plc to the list of banking counterparties.

18. Risk Register

- a. The Trustees

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

19. Trustees' Register of Interests 2009 - 10

- a. The Trustees

APPROVED the Registers of Interests and noted that the registers will be published on Tate's website.

20. Safety, Health and Environmental Policy

- a. It was noted that the policy and incidents are monitored regularly by the Audit Committee.

- b. The Trustees

APPROVED the Safety, Health and Environmental Policy.

21. Appointments to Councils and Committees

- a. The Trustees

APPROVED the appointments to the Tate Liverpool Council and the Finance and Operations committee and

NOTED the appointment to the Tate Enterprises Board.

22. Minutes from Councils and Committees

- a. The Trustees

NOTED the minutes from the Councils and Committees.

23. Key Papers for Forthcoming Meetings

- a. The Trustees

NOTED the key papers for forthcoming meetings.

24. Any Other Business

- a. Sir Howard Davies made a valedictory statement. Sir Howard stated that he had learnt much from the Chairmen under whom he had served, and from the Director, about the management of complicated organisations and the ability to combine both artistic and business leadership in an excellent way. Sir Howard also highlighted his admiration of the high quality of the management and operations at Tate and stated that the combination of artistic and non-artistic Trustees on the Board works very well. Sir Howard drew attention to the forthcoming period and encouraged Tate to continue to look to diversify funding streams and build flexibility into the cost base where possible. The Trustees and Directors expressed their enormous gratitude to Sir Howard for the years he had served as a Trustee of Tate and in particular for his exemplary leadership and chairmanship of the Finance and Operations and Audit committees.

25. Date of Next Meeting

- a. The Trustees

NOTED the date of the next meeting on 14 July 2010 at Tate Liverpool.