

Minutes of a Meeting of the Board of Trustees of the Tate Gallery held on Wednesday 16 November 2005 at 9.30 am in the Board Room, Tate Britain

Trustees present:	Paul Myners Helen Alexander Victoria Barnsley Melanie Clore Sir Howard Davies Patricia Lankester Professor Jennifer Latto Chris Ofili Julian Opie Fiona Rae Jon Snow	Chair
Staff present:	Sir Nicholas Serota Alex Beard Jan Debbaut Stephen Deuchar Sarah Exeter Brian Gray Will Gompertz Andrea Nixon Vicente Todoli Sian Williams	Director Deputy Director Director, Tate Collection Director, Tate Britain Acting Secretary to the Board of Trustees Director of Operations Director of Communications Director of Development Director, Tate Modern Director, Finance and Resources

1 Apologies

John Studzinski.

2 Confirmation of Minutes: Meeting of Wednesday 21 September 2005

The minutes were approved and signed.

3 Conflict of Interest Declarations

There were no conflicts declared.

4 Matters Arising

The Chair said that he felt that when we revamped the Board papers earlier this year by replacing the Reporting Pack with Soundboard extranet site it was a positive change but that the Board had lost some visibility of the work of the Councils. He suggested that we continue to list at the end of the Board agenda, those meetings that have taken place since the last meeting of the Board. Another trustee suggested that an email update should be sent when new reports and minutes are added to the Soundboard site.

5 Director's Report

5.1 Fundraising and Support Groups

The Board noted with approval that a review of the Tate Foundation, as well as its patron and acquisition groups is proceeding with a view to a relaunch early in 2006.

5.2 London Olympics 2012

The Director reported that the Head of National Initiatives, Caroline Collier will attend a meeting called by the DCMS to discuss progress on the cultural elements of the Olympics on 30 November 2005.

5.3 Appointment of Artist Trustee

Trustees noted that the process to appoint an Artist Trustee to replace Chris Ofili is continuing. Two strong candidates have been interviewed and recommended to the Minister for Culture, David Lammy requesting that he recommend one of the two candidates to the Prime Minister for appointment. An announcement should be made by Number 10 within the next month.

5.4 Request to Waive Requirement for In Situ Terrorism Cover

The Board noted that the National Gallery of Art in Washington has confirmed that revised US Treasury indemnity arrangements do not apply in relation to Tate's loan of two Cézannes for their *Cezanne in Provence* exhibitions and the loan will proceed without in situ terrorism cover as agreed by the Board in July.

5.5 Library and Archive Review

Jan Debbaut, Director, Tate Collection informed Trustees that the Library and Archive Review had looked at Tate's needs for a library and archive and how they are met. The review concluded that the existing structure of the Library and Archive should not be changed and that a new Head of Library and Archive should be recruited into the existing structure.

Julian Opie, Chair of the Collection Committee reiterated that the Committee considered the review at their October meeting and endorsed all of its recommendations. However he addressed the Committee's concern about the cataloguing backlog which needs to be focused on specifically. Nicholas Serota said that new fundraising strategies will need to be looked at by the new Head of Library and Archives. He said that there are donors who care passionately about historical archiving who may be willing to contribute to funding this project.

5.6 Tate Christmas

Trustees noted that Gary Hume has been commissioned to create this year's Christmas Tree at Tate Britain and that the staff Christmas party will be held on Wednesday 14 December at Tate Britain.

5.7 Tate/National Gallery: 1900 Divide

The November issue of *The Art Newspaper* quoted the Director of the National Gallery as saying that the matter of the 1900 divide between the National Gallery and Tate's collections has been a subject of discussion at a recent National Gallery Board meeting. It was expected that this subject would be discussed at the forthcoming dinner between the museums' trustees this evening.

The 1997 agreement, whereby the Collections would be divided around the year 1900, was reviewed in 2002. The agreement came on the back of discussions between curatorial teams at both galleries about the fact that the national collection of European painting covering the period 1875 to 1910 was divided between the two institutions in a way that left neither with a very satisfactory representation. The Director noted that the agreement was not in Tate's favour in the short term because it meant that 50 paintings were loaned to the National Gallery with only 14 paintings loaned reciprocally to Tate; however the deal meant that in the long term Tate knew where it stood and could go ahead and collect confidently.

Trustees agreed, noting that the Museums and Galleries Act requires Tate to build and maintain a collection of British, twentieth century and contemporary art. For this reason it would be difficult to move the dividing line forward.

One Trustee noted that in the context of the Collection Campaign and our relationship with collectors and donors in general, Tate needs continuing clarity about where the divide lies.

5.8 National Gallery Loan Request for the Holbein Exhibition

Trustees noted that with regret the National Gallery has declined Tate's loan request for *The Ambassadors*, 1533 on the advice of their Head of Conservation who does think that the picture could not safely be lent under any circumstances. Numerous discussions have taken place between the two museums but they have now ended negotiations on this matter. One trustee enquired why the work was considered so fragile. Stephen Deuchar replied that the painting is made up of 9 planks that move in different ways to one another. The painting was damaged at one time suffering a number of cracks before undergoing extensive restoration in the mid 1990s.

5.9 Finance Report

Sian Williams, Director, Finance and Resources presented the Finance Report for September which had been considered in detail by the Finance and Operations Committee at their meeting on 2 November 2005. She noted that after a down turn in visitor numbers during July and August, attendance has picked up recently, especially at Tate Britain which is experiencing high visitor numbers because of the *Degas, Sickert and Toulouse-Lautrec: London and Paris 1870-1910* show.

Trustees noted that there continues to be significant pressure on utility costs.

Professor Latta joined the meeting.

Business Items for Discussion

6 Integrated Fundraising Strategy 2006-2011

Andrea Nixon, Director, Development, presented her paper which develops an outline integrated fundraising plan following John Nickson's recent proposals for individual giving. She explained that the paper was prompted by the need to deliver a significant increase in fundraising to Tate over the next five years including capital funds for Tate Modern, Tate Britain, Tate St Ives and Tate Store.

Information has been exempted under s. 43(2) of the Freedom of Information Act 2000.

Andrea's paper was commended for the clarity with which it identifies the complexities of the fundraising issue.

7 Museums, Libraries and Archives Council Registration Scheme

Trustees considered the paper on options for progressing Tate's registration with the Museums, Libraries and Archives Council. Tate's acquisition policy does not currently comply with the criteria to gain full registration in respect of disposal of works and as such Tate only has provisional registration. In order to comply Tate must change its policy and agree that when it deaccessions an item it must agree to offer the item first to other public museums.

Trustees agreed that Tate should accept the terms that would allow it to gain full registration but agreed that it should continue to discuss MLA's deaccession policy.

8 Completing Tate Modern Update

Vivienne Bennett, Director – Completing Tate Modern joined the meeting to address the Board.

Information has been exempted under s. 43(2) of the Freedom of Information Act 2000.

Vivienne was pleased with the plans to date, which she says, fit requirements and aspirations for the development. Trustees enquired whether Brian Gray, Director – Operations had been consulted on the 'visitor experience' and he responded that he had.

Information has been exempted under s. 43(2) of the Freedom of Information Act 2000.

The meeting adjourned for a ten minute break.

9 Henry Moore Loan to Charing Cross Hospital (Hammersmith)

Trustees agreed that the Henry Moore sculpture, *Working Model for Reclining Figure* (Lincoln Center), 1963-5 (T02295) should be returned to its former location outside Charing Cross Hospital in Hammersmith.

Information has been exempted under s. 43(2) of the Freedom of Information Act 2000.

10 Chris Ofili - *The Upper Room*

A report was tabled on recent events regarding Tate's acquisition of Chris Ofili's *The Upper Room*. Ben Newman, Acting Head of Legal, joined the meeting. The Chair expressed his sympathy to Chris over the events of the past few weeks, when this matter had been the subject of considerable press interest, some of which had been inaccurate or incomplete.

Chris Ofili left the meeting.

Information has been exempted under section 42 of the Freedom of Information Act.

As a result of the press interest, Tate had been approached by the Charity Commission and subsequently the Head of Legal (with Tate's solicitors) met with the Commission on 2 November 2005 when he outlined Tate's history of purchasing acquisitions from its serving trustees in exceptional circumstances, referring in particular to the acquisitions from Chris Ofili, Bill Woodrow and Michael Craig-Martin. The Commission had asked that Tate prepare a detailed report for their consideration and work on that was proceeding. We now await an assessment from the Charity Commission.

Information has been exempted under section 36 of the Freedom of Information Act.

Chris Ofili rejoined the meeting at 12.07pm.

The Chair reiterated the need to bring this matter to a conclusion as soon as possible. The Audit Committee would consider our conflict of interest and compliance processes carefully.

Turner Recovery (tabled item)

The Director discussed another tabled paper on a television programme relating to the recovery of the two stolen Turner paintings.. The programme featured staged reconstructions and an interview with Sandy Nairne, a former Tate Director who was involved in the day to day negotiations of the recovery operation. Sandy's appearance on the programme had been sanctioned by Tate.

11 Acquisitions Financial Statement

Trustees noted the Financial Statement acknowledging that the Kippenberger acquisition on page 2 of the statement has been confirmed.

12 Acquisitions for Noting

Trustees approved the acquisitions made by the Collection Committee as illustrated and described in the acquisitions booklet (18 October 2005).

Purchases

Lawrence Weiner

TAKEN TO AS DEEP AS THE SEA CAN BE (cat # 908) 2005

Richard Dadd

Wandering Musicians circa 1878

Mario Merz

Untitled (A Real Sum is a Sum of People) 1972

Cristina Iglesias

Pavilion Suspended in a Room II 2005

Stan Douglas

Inconsolable Memories 2005

In Lieu

Wingfield Digby Collection

Gifts

Marcel Mariën

1. *Peace during Wartime 1940*
La Paix en guerre
2. *Waiting 1945*
L'Attente
3. *The Woman of Alost (Memory of a Rendez-vous) 1966*
L'Alostoise (souvenir d'un rendez-vous)
4. *The Prostitute r... 1966*
La putain r...
5. *The Animal Kingdom (1953) with English Translation (1967) 1967*
Le regne animal (1953) avec traduction anglaise (1967)
6. *Why are we Fighting 1970*
Pourquoi nous combattons
7. *Monsieur Courbet's Good Days 1970*
Les bons jours de Monsieur Courbet
8. *Untitled 1974*
9. *The Tomb of Jack the Ripper 1976*
Le Tombeau de Jack l'éventreur
10. *All Gum 1979*
Toute la gomme
11. *Desperate Attempt to Save Andy Warhol from Oblivion 1989*
Tentative désespérée pour sauver Andy Warhol de l'oubli
12. *Star Dancer 1991*
La Danseuse étoile

Frank Bowling

Who's Afraid of Barney Newman? 1968

Jock McFadyen

Purfleet: from Dracula's Garden 2001

Langlands & Bell

Adjoining Rooms 1989

Mark Dion, Morgan J Puett

The Ladies Field Club of York 1999

Brad Lochore

Ladder 1992

Donald Rodney

My Catechism 1997

Recommended for Further Discussion

Frank Auerbach

Reclining Head of Julia II 2004

R. B. Kitaj

Los Angeles 5 (Abstract Creation) 1969-2001

The Board agreed that further discussion should take place with Auerbach and Kitaj their representation in the Collection.

Director's Purchases

Ivan Meštrović

The Archers of Domagoj 1917

Basil Beattie

The Difference Between II 2005

Frank Bowling

Sascha Jason Guyana Dreams 1989

Richard Wentworth

Making Do and Getting By and Occasional Geometries 1974-2005

Cumulus 1991

Francis Alÿs

Pebble Walk 1999

Druming 2004

The Nightwatch 2004

Guards 2004

Shady/Sunny 2004

Ice/Milk 2004-5

Tacita Dean

Palast 2004

Jeremy Deller

The Battle of Orgreave Archive 2004

Martin Creed

Work No.112 1995-2004

Archive Gifts

Ben Nicholson
Stanley William Hayter
Prunella Clough
Peter Cochrane
Lumley Cazelet Limited
Brook Street Gallery
Dr A. M. Hammacher
Leslie Marr
Colin Self
AICA-UK
Stanley Dorfman
Ronald Beckett
David Brown
London Group
Paule Vezelay
JRM Brumwell

The Chair of the Committee said that Tate should institute a more formal process for considering unsolicited gifts. The Chair stressed that it is important that we make clear that we are grateful to receive gifts, and we need to be careful when we turn them down. Jan Debbaut, Director, Collection said that he would look into a procedure and present this to the Collection Committee.

13 Acquisitions for Decision

Trustees approved the acquisitions as illustrated and described in the acquisitions booklet (18 October 2005).

Joshua Reynolds

Trustees confirmed formally the allocation of £300,000 from the Collection Fund and £280,000 from general funds towards the purchase of *The Archers* by Joshua Reynolds.

John Constable

View in the Stour Valley looking towards Langham Church from Dedham 1805

Michelangelo Pistoletto

- 1 *Venus of the Rags 1974*
- 2 *Standing Man 1982*
- 3 *Door 1997*
- 4 *Doormats 1997*
- 5 *Bed 1997*
- 6 *Bookcase 1997*
- 7 *Bookcase 1997*

Jeff Wall

- 1 *Morning Cleaning, Mies van der Rohe Foundation, Barcelona 1999*
- 2 *View from an Apartment 2004-5*

14 Funding Agreement

The Board considered the Funding Agreement 2005-2008. Some of the targets require further clarification before agreement can be reached. The Board delegated authority for the Chair to sign the Agreement on their behalf as the Agreement will not be signed off until December 2005.

15 Freedom of Information and Board Minutes Review

The Board considered Report 15 which considered the Board's minutes and Freedom of Information processes one year on from the enactment of the Freedom of Information Act.

The Director reminded trustees that as an outcome of the Governance Review of September 2004 the Board resolved to revise its minutes by making them more decision focused and unattributed. It also agreed to publish its minutes on Tate Online to enhance transparency and accountability.

The Chair suggested an alternative to the recommendations in Report 15 minutes; it was agreed that the Board's minutes should be written and published on Tate's website, redacting under the Freedom of Information Act only where necessary.

The Board agreed to the establishment of a FOI Appeals Committee and the draft Terms of Reference with one amendment that the Committee should report to the Board once a year. The Board delegated responsibility to the Chair to invite another Trustee to join him on the FOI Appeals Committee.

16 Banking - Approval of Borrowing Terms

The Board approved the Advice of Borrowing Terms and authorised two "A" signatories to sign it.

17 Investment Manager for Absolute Return Vehicles

The Board agreed to the appointment of TriAlpha Investment Advisors Ltd and Coutts as the fund managers for investments in Absolute Return Vehicles and to invest in accordance with the recommendations of the Tate Foundation Trustees.

The Board also approved Sir Nicholas Serota, Alex Beard, Sian Williams and Stephen Wingfield as signatories for the fund. They amended the asset allocation policy to the following:

"The funds are to be allocated 45% equities, 45% bonds, 10% absolute return vehicles for all funds over £2.5 million. All funds under £2.5 million are to be allocated 50% bonds, 50% equities."

18 Appointment to the Finance and Operations Committee

The Board approved Mee-Yan Cheung Judge's appointment to the Finance and Operations Committee for a term of one year. Ms Cheung Judge's experience fills the Committee's need for a member with specialist expertise in people and organisational development in order to support Tate's aim to prioritise people management in coming years.

19 Exhibitions Schedule 2005-06

The Board noted the exhibitions schedule. There was some comment about the extent of programming contemporary British art over the next twelve months, and about programming of Cornish artists at Tate St Ives. It was suggested and agreed that there should be an annual discussion about programming policy.

20 Any Other Business

Nicholas Serota updated Trustees on how St Ives Phase 2 was progressing; in particular on the public meeting which was held on Monday 14 November which was attended by some 500 people. It was an opportunity for the architect, Jamie Foubert to present his plans to the public. Jamie Foubert has produced a sensitive and beautiful scheme which commands considerable support from many people in the town. However, many members of the public spoke against the proposals as they stood; car parking and congestion remained particular areas of concern in the local community.

Information has been exempted under s. 43(2) of the Freedom of Information Act 2000.

The Chair introduced Robert Jones of Wolff Olins who will be facilitating the Trustees' Away Day in January which will be used to formulate a succinct and clear statement about what Tate wants to achieve over the next ten years.

Robert Jones recognises that this opportunity for a blank sheet piece of thinking is rare for a Board and so it is important to make best use of the day. He asked Trustees to identify the particular questions they would like to address on the day.

21 Forward Agendas

Chris Ofili said thank you to all trustees for five enjoyable years on the Tate Board. The Chair of the Board thanked Chris on behalf of the broader Tate community and said that Tate has been greatly helped by his advice and contribution.

22 Date of the Next Meeting

Wednesday 18 January 2006 in the Board Room at Tate Britain, 2.30pm. (Lunch in the Duffield Room at 1.30pm).