

National Portrait Gallery

750th MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on
Thursday 1 November 2012

Present:

- Sir William Proby (Chairman)
- Dr Brian Allen
- Ms C Allegra Berman
- Professor Dame Carol Black (for part)
- Sir Nicholas Blake
- Dr Rosalind (Polly) Blakesley (for part)
- Dr Augustus Casely-Hayford
- Ms Kim Evans
- Lord Janvrin
- Ms Mary McCartney
- David Ross
- Mr Stephan Shakespeare
- Professor Marina Warner

In attendance:

- Mr Sandy Nairne, Director
- Mrs Pim Baxter, Deputy Director and Secretary to the Board
- Mrs Helen Hillman, Manager, Director's Office (minutes)

1. Chairman's business

The Chairman welcomed Brian Allen and Stephan Shakespeare to their first Board meeting. He was pleased to report that the Prime Minister had confirmed the reappointments of Gus Casely-Hayford, Lord Janvrin and Marina Warner as Trustees for a further four years from 15 October 2012. The remaining Board vacancy, which was for a Trustee with expertise in the field of British history, would be advertised shortly.

The Chairman confirmed that in occasional future meetings, time would be set aside in the agenda for Trustees to have a discussion without the Director present.

Action point: Helen Hillman to circulate to Trustees the role specification for the Historian Trustee vacancy.

2. Apologies and Declarations of Interest

Apologies for absence were received from The Rt Hon Nick Clegg and Mr Christopher Le Brun. Lord Janvrin declared a conflict of interests under item 8(c).

3. Minutes of the previous meeting

The minutes of the meeting held on 28 June 2012 were approved as an accurate record and were signed by the Chairman.

4. Matters arising

The Director was pleased to report that the Charity Commission had approved the appointment of Polly Blakesley as Curator of the Gallery's forthcoming exhibition on Russian portraiture. The Director reported that, following consideration at the last meeting, and with assistance from the Portrait Fund, the portrait miniature attributed to Isaac Oliver, *Elizabeth I and the Three Goddesses*, had been purchased for the

Collection. It would undergo conservation work before being displayed in early 2013.

5. Director's Report

The Director reported that, following positive discussions at the Trustees' Review Day in September, the Gallery's Senior Management Team and Planning Team would produce a document outlining the strategic themes and a timetable for the Gallery's 2020 Plan. This would be brought to the February Board meeting, and work with individual Trustees and members of staff on some of the key strands would take place in the spring. The draft Plan would be brought to the May meeting with a view to it being approved by the Trustees in July 2013. The 2020 Plan would provide the guiding framework for the Corporate Plans from 2014 onwards.

The Director reported that *The Queen: Art and Image* had not achieved its target visitor figures, which was partly due to the fact that it had been seen by many visitors in Belfast, Edinburgh and Cardiff before coming to London, and also because the Olympic and Paralympic Games had caused a drop in museum and gallery visitors across London during this time. The Gallery had, however, received a greater number of overseas visitors during the summer. The Director was also pleased to report that the Gallery's bees had produced their first crop of honey, which was available in the Gallery Shop.

Action point: Helen Hillman to circulate to Trustees the discussion notes from the Review Day.

6. Offers for Consideration

The Chief Curator and curators reported on acquisitions and portraits on offer. Offers accepted included a late nineteenth century photograph album containing over 300 portraits of sitters including Christina Rossetti, Henrik Ibsen, Leo Tolstoy and Winston Churchill; a plaster bust of Angelica Garnett by Sir Matthew Smith; a work on paper depicting Gerry Adams by Conrad Atkinson, and commissioned portraits of Dame Maggie Smith and HRH The Duchess of Cambridge. The Director reported that a clarification of Rule Three would be made during the review of the Acquisitions and Disposals Policy the following year.

- THE TRUSTEES approved the acquisition of the portraits on the appended list

7(a) Current Commissions

The Curator of Contemporary Portraits, Sarah Howgate, had provided a paper updating Trustees on commissions in progress, including Julia Donaldson, Dame Monica Mason and The Rt Hon The Baroness Boothroyd.

7(b) Future Commissions

The Trustees held a broad discussion on fields of achievement which they felt should be represented more strongly in the Gallery's Collection, including women in publishing; engineering and architecture, and philanthropy. David Ross suggested that, following the conclusion of the London 2012 Olympic and Paralympic Games, a reassessment should be made of the sitters represented in the *Road to 2012* project in order to consider for commissioned portraits individuals whose contributions to the Games had not been able to be recognised in the project. A note would be circulated to Trustees inviting them to nominate three sitters for consideration for future commissions.

8. Finance and Planning

The Chairman welcomed Nick Hanks, Director of Finance and Planning, to the meeting.

8(a) Management Report for six months to 30 September 2012

The Chairman reviewed the Management Report for the six months to 30 September 2012. Although *Lucian Freud Portraits* had been extremely successful, he expressed a note of caution going forward due to the likelihood of a further cut to Grant-in-Aid during the current Spending Review period. It was hoped that *Man Ray Portraits* would have a strong positive impact on income in the spring of 2013. The Trustees noted that income from major donors was ahead of budget, and wished to record their particular congratulations to Pim Baxter and her team, recognising that the fundraising climate in general had been particularly difficult.

The Trustees reviewed the Key Performance Indicators and noted that visitor satisfaction scores had improved year-on-year. Strengthening the number of visitors from ethnic minority backgrounds would remain a focus for additional work, and the Trustees were keen for this ambition to be picked up in the 2020 Plan.

8(b) 2013-16 Corporate Plan context and Strategic Objectives

The Director of Finance and Planning had circulated a draft framework for the 2013-16 Corporate Plan. The Trustees acknowledged that the three-year period would continue to be financially challenging, but recognised the strong advantages to the Gallery's ability to plan effectively, having secured a 25-year lease of the East Wing spaces from the National Gallery.

8(c) Appointment of Bankers

The Director of Finance and Planning reported that Partners Capital LLP, the Gallery's investment advisors, had recommended a change in the custodian bank for the Gallery's investments, from BNP Paribas to HSBC.

- THE TRUSTEES approved the setting up of a custodian bank account with HSBC Private Bank (Luxembourg). They authorised the Director and Director of Finance and Planning to sign all related contracts on behalf of the National Portrait Gallery.

8(d) Portrait Trust update

The Director reported that the Trustees of the Portrait Trust had held their second meeting in October. Professor Sir David Cannadine was welcomed to the Board of the Trust, and the Director briefed the Trustees on the Gallery's 2020 Plan. It was expected that a first grant from the Gallery would be transferred to the Trust in the next month, with the possibility of additional grants being conferred in the spring of 2013.

- THE TRUSTEES agreed in principle that a grant would be made to the Portrait Trust by the Gallery, in the current financial year, in two tranches up to a maximum of £500,000. The first tranche would be within the Director's delegated limit; however, the size of the second tranche would be agreed by Trustees at the February meeting in the light of the forecast outturn as at the end of January 2013.

8(e) Investment Committee update

Allegra Berman, Chair of the Investment Committee, reported that both the Investment and Contingency Fund (I&CF) and Portrait Fund portfolios had increased in value during the third quarter of 2012. The I&CF had outperformed its benchmark

references, which was thought to be by virtue of the portfolio now shouldering more risk than had been intended originally. The portfolio was to be rebalanced to reduce the risk. No asset reallocations were made to the Portrait Fund portfolio, which was deemed to be sufficiently defensive. However, the Committee agreed to a new benchmark against which the portfolio's performance would be compared, given that the present benchmark did not represent an appropriate comparator. The Committee recognised that the outlook continued to be challenging, and agreed that the risk appetite for both portfolios should be maintained at a low level. As reported above, Partners Capital had been advising on transferring to another custodian bank.

9(a) Risk Management

David Ross, Chair of the Audit and Compliance Committee (A&CC), reported that the Committee had reviewed the Corporate Risk Register and had acknowledged that the greatest risk going forward was of further cuts to Grant-in-Aid by the DCMS in the current Spending Review period. He reported that Internal Audit work for 2012/13 was running to timetable, and that the National Portrait Gallery Company was on track to deliver its profit as budgeted at the start of the year. The A&CC's Terms of Reference were reviewed and some very minor amendments made. The Committee had also discussed arrangements for Emergency Planning and Business Continuity.

The Chairman thanked Nick Hanks, Allegra Berman and David Ross for the reports.

10. Security Policy

Judith West, Director of Operations and Resources, reported that the Security Policy had been substantially rewritten to expressly state the responsibilities of every member of staff, and to underpin the idea that security in all areas runs through the Gallery's work. The Policy would be reissued to all existing staff and new starters. The Chairman thanked Judith West for her work on the Policy.

- THE TRUSTEES approved the Security Policy

11. Wellbeing Policy

The Deputy Director presented the Wellbeing Policy, which listed the responsibilities of the Gallery in ensuring the wellbeing of its staff; aimed to raise awareness amongst staff of the various health and wellbeing services the Gallery offered, and which outlined a forward plan for further work. The Deputy Director thanked Dame Carol Black and Caroline Wynter, Head of Personnel, for their work on the Policy and for their ongoing support. The Chairman echoed these thanks.

- THE TRUSTEES approved the Wellbeing Policy

12. Annual Health and Safety update

The Director of Operations and Resources provided the annual report on Health and Safety at the Gallery. She reported that an audit of Health and Safety had been carried out recently, the results of which had been presented to the Audit and Compliance Committee. All recommendations had either been implemented or were in progress. She was pleased to report that there had been fewer accidents (to visitors and to staff) over the 12 months to 30 September 2012 than in the previous year, although the main type of accidents continued to be slips, trips and falls, particularly on the front stairs. The Gallery's accident figures fell into the average range across the museums and galleries sector. The Chairman thanked Judith West for the update.

13. National Programmes update

Laura Down, National Programmes Manager, ran through some highlights of the last 12 months, including the *Road to 2012* touring exhibition, which had been the Gallery's first outdoor exhibition. She also looked ahead at forthcoming regional exhibitions, including a display about women scientists at the Discovery Museum in Newcastle which was being put together in partnership with the Science Museum. She reported that the fundraising landscape remained very difficult, and reinforced the importance of the Gallery continuing to offer as much as it can to venues outside London. Collaborations with other institutions were critical, and Laura was pleased to report that the Gallery had had good discussions with the National Trust about how to further develop this particular partnership. The Trustees were encouraging, and were keen to see an emphasis on National Programmes work reflected in the 2020 Plan. The Chairman thanked Laura Down for the update.

14. Trading Department restructure

The Director reported that two recruitments had been made as part of the Trading Department Restructure: Perry Bushell as Head of Retail and Nicola Saunders as Head of Business Development. The Trustees noted that both candidates had had excellent experience and agreed that the appointments were an important step forward in allowing the Trading Department to build on its recent successes and take advantage of further opportunities in the future.

15. Matters for report

Reports on Personnel and Training, Communications and Development, Resources, Research Partnerships, Learning and loan requests were noted.

16. Any other business

The Trustees wished to express their admiration and congratulations to Catharine MacLeod, curator of *The Lost Prince: The Life and Death of Henry Stuart*, for her work over a number of years in producing the exhibition and the accompanying catalogue.

Appended list of portraits on offer

6947 ELIZABETH I AND THE THREE GODDESSES, miniature on vellum attributed to Isaac Oliver, early seventeenth century

Purchase from Weiss Gallery for £329,010 approved (purchased following 28 June 2012 Trustees' meeting)

6949 SIR ERNEST BENN, 2nd Bt, publisher and libertarian, oil painting by Sir William Orpen, 1928
Purchase from Phillip Carroll for £13,000 approved

6950 MARGARET RAWLINGS (LADY BARLOW), actress; wife of Sir Robert Barlow, plaster bust by Frank Dobson, 1936
Gift from Jane Sacchi, the sitter's daughter, accepted

6951 ANGELICA GARNETT, writer and artist, oil painting by Sir Matthew Smith, circa 1957
Purchase from Alice Kadel (née Keene) for £16,500 approved

6952 SIR THOMAS MERTON, physicist, silverpoint by John Ralph Merton, 1960
Purchase from Sarah, Lady Morritt, for £4,000 approved

P1700 PHOTOGRAPH ALBUM including members of the Royal Family, Notable Figures in the Arts and Professions, and Contemporary Events, various photographers, circa 1890-1910
Gift from Martin Plaut accepted

P1701 DOROTHY DICKSON, actress and dancer, gelatin silver print by Angus McBean, 1938
Purchase from Terence Pepper for £535.92 approved

P1702 QUEEN ELIZABETH II (2011); P1703 QUEEN ELIZABETH II AND PRINCE PHILIP, DUKE OF EDINBURGH (2011); P1704 SIR PETER BLAKE (2012), inkjet prints by John Swannell
Gifts from John Swannell accepted

P1705 CATHERINE, DUCHESS OF CAMBRIDGE and members of the GB Women's Hockey Team, gelatin silver print by Jillian Edelstein, 2012
Commission from Jillian Edelstein accepted

6953 GERRY ADAMS, politician; President of Sinn Féin, giclée, oil pastel, gilding and collage by Conrad Atkinson, 2008
Purchase from the artist for \$5,000 (approximately £3,107) approved

6954 ERIC SYKES, actor, comedian, writer and producer, charcoal, graphite, carbon and ink drawing by Andrew Tift, 2012
Purchase from the artist for £800 approved

6955 DAME MAGGIE SMITH, actress, oil painting by James Lloyd, 2012
Commissioned by the Trustees at £10,000 approved

6956 CATHERINE, DUCHESS OF CAMBRIDGE, wife of Prince William, Duke of Cambridge, oil painting by Paul Emsley, 2012
Commissioned by the Trustees at £30,000 approved