

National Portrait Gallery

727th MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on
Thursday 1 March 2007

Present: Professor David Cannadine (Chairman, in Chair until item no. 6)
Ms Zeinab Badawi
Mr Nicholas Blake
Professor Robert Boucher
The Marchioness of Douro
Ms Flora Fraser
Professor Ludmilla Jordanova
Mr David Mach
Professor Sara Selwood
Miss Alexandra Shulman (in Chair from item no. 6)

In attendance: Mr Sandy Nairne, Director
Mr Jacob Simon, Chief Curator

1. Apologies for Absence

Apologies for absence were received from Baroness Amos, Ms Amelia Fawcett, Sir Nicholas Grimshaw, Sir Christopher Ondaatje, Mr David Ross and Sir John Weston.

2. Chairman's Report

The Chairman apologised that a commitment to give a public lecture in Cambridge meant that he would not be able to be present for the whole meeting. Alexandra Shulman had kindly agreed to take the Chair in his absence. The Chairman reported that Nicholas Blake had agreed to become a member of the Audit and Compliance Committee. He suggested that the internal audit report on Corporate Governance would form a suitable subject for discussion at the Trustees Review Day in September. He reported that the Director had been awarded a visiting fellowship at the Clark Art Institute, Williamstown, Massachusetts, in July and August. The Chairman also reported that the Trustees of the Portrait Fund have recommended the appointment of Matthew Freud and Sir Christopher Ondaatje as Trustees of the Portrait Fund.

- THE TRUSTEES approved the appointment of Matthew Freud and Sir Christopher Ondaatje as Trustees of the Portrait Fund

3. Minutes of the Last Meeting

The minutes of the meeting held on 23 November 2006 were approved.

4. Matters Arising

There were no matters arising.

5. Director's Report

The Director reported on visitor numbers and exhibitions. He said that the Gallery would carry out an analysis of benefits and lessons learnt from the 150th anniversary programme.

He reported that it was proposed to make a one-off payment of £150 to staff to mark the conclusion of a highly successful year.

The Director reported on the process of the Comprehensive Spending Review. He also reported that the Director's annual dinner would now be held on 16 May.

The Chairman drew attention to the award of the title of Large Visitor Attraction of the Year 2006 at the Visit London Awards. The Trustees asked that their warm thanks to John Wykeham, Head of Administration, who would be leaving the Gallery after 22 years service, should be recorded.

6. Portraits on Offer

The Chief Curator reported on offers for consideration. The Trustees asked that their thanks should be expressed to the Bernard Schwartz Foundation for the gift of photographs and negatives by Bernard Schwartz, and the donation to cover the cost of cataloguing, associated costs and a series of lectures.

- THE TRUSTEES agreed to the acquisition of the portraits on the appended list, and noted portraits purchased since the previous meeting
- THE TRUSTEES approved the acquisition of the portrait of John Collier subject to obtaining financial support

7. Commissions

The Director reported that consideration is being given to a suitable choice of artist for a portrait of Tony Blair so that an approach can be made once he ceases to be Prime Minister. Progress was being made on various other ongoing commissions. The Trustees considered preferences for new commissions. Discussion would continue at the November meeting of Trustees. Before commencing a further group photograph commission, a list of existing commissions would be brought to Trustees, together with ideas on prospective new commissions, whether a series of photographs of individuals within a particular area of achievement, or a photograph of a group of individuals. The Trustees commended the work of Terence Pepper and Anne Braybon in commissioning photographs.

8. Finance and Planning

Barbara Jotham presented the Management Report for the 10 months to 31 January 2007 and reported on the likely surplus for 2006/7. Robert Boucher said that the surplus would allow us to invest a significant sum now, as part of the 2007/8 budget, and a further sum in due course, depending on the success of the exhibition, *Face of Fashion*. In response to a question concerning the Gallery's progress in meeting targets for children visiting when not in school groups, the Director said that the Gallery was actively developing work in this area. The Trustees noted the contents of the Management Report.

- THE TRUSTEES approved the designation of the final distribution from the Eccles legacy to the Portrait Fund.

Barbara Jotham presented the Draft Business Plan and Budget 2007-10. There would be very few new permanent staff posts. A substantial bid for capital funding for the period 2008-11 had been made to DCMS. With the new Trading Company there would be some write-offs before the transfer of stock from the Gallery to the Company. Robert Boucher commended the Draft Business Plan and Budget.

- THE TRUSTEES approved the Business Plan and Budget 2007-10

- THE TRUSTEES agreed to release funds from the Investment and Contingency Fund in three tranches, for priority A immediately, priority B bids subject to a successful start to *Face of Fashion*, and priority C bids subject to there being sufficient funds available following the release of contingency funds, the outcome of capital bids and/or additional audited 2006/7 surpluses

On the Financial Regulations including the Reserves Policy for 2006/7, Robert Boucher said that due process had been met. The Trustees congratulated Barbara Jotham on the completion of the Financial Regulations.

- THE TRUSTEES approved the Financial Regulations

The loan to the National Portrait Gallery Trading Company would provide working capital for the new company. Management of cash flow within the company would need to be monitored quite closely. Barbara Jotham reported that the proposed loan arrangement meets the requirements of a commercial loan and is appropriate for the Trustees to make.

- The Trustees approved the loan facility of £300,000 from the Gallery to National Portrait Gallery Co Ltd

9. Audit and Compliance Committee

In the absence of the Chairman of the Audit and Compliance Committee, the Director reported on the recent review of the Risk Management Register. On risk B1, the External economic environment, the Committee had asked that the Planning Team consider further how this risk, over which the Gallery had no control, should be treated in the risk register. On B4, Funding levels, information on the results of the Comprehensive Spending Review would not be available until late this year. Turning to the internal audit programme, the Director reported that, in response to the report on corporate governance, a simple questionnaire would be circulated to provide an annual assessment of Board performance and that the 2007/8 programme had been approved, with specialist external advice to be sought on Gallery security. Barbara Jotham added that the trading company would be audited early in the new financial year. She reported that the results of the audit of PAYE by HMRC had been very positive, although there were a couple of relatively minor points, which had been anticipated, for which there would be a small back-tax assessment.

10. Communications Policy

The Director reported that the Chairman wished to draw the attention of Trustees to Appendix 3, Guidelines on contacts with the press, to encourage Trustees to refer approaches from the press to the Gallery's Press Office.

- THE TRUSTEES approved the Communications Policy

11. Fundraising Strategy

Pim Baxter reported on the fundraising strategy 2007-10, outlining both the current position and future planning. She drew attention to the dangers of having a number of major sponsorships up for renewal at the same time. Corporate fundraising was going well although the market has become tougher. The Patrons were now firmly established and the Associates were beginning to build. Consideration is being given to a Collections fund raising group. Work with Trusts and Foundations has become particularly demanding. The Trustees welcomed the report.

12. Collections Centre

Sarah Tinsley updated the Trustees on the proposed partnership with Tate. We need to confirm the spaces that the National Portrait Gallery requires in the Collections Centre. Certain operational concerns need to be resolved, as do questions relating to public access. It would be very desirable to include a conservation facility for the Gallery but it would also be possible to restrict ourselves to storage, should we so choose. The Director indicated that the Gallery has other options should the partnership with Tate prove not to be feasible financially. The Trustees welcomed the report on the Collections Centre.

13. Matters for Report

Reports on Communications and Development, Resources, Corporate Governance, Learning and Access, Digitising and Cataloguing the Collection and Loan requests were noted. The Trustees considered that congratulations were due to everyone at the Gallery for their work on the 150th anniversary celebrations.

14. Any Other Business

Two matters were raised, namely the possibility of meeting Trustees from other National Museums, which the Director welcomed, and the impact of certain photographs in the *Face of Fashion* exhibition. The Director added that he would circulate a note to Trustees on the *Between Worlds* exhibition and the Abolition of the Slave Trade trail.

Appended list of portraits on offer, 1 March 2007

6805 **THOMAS PAINE**, painting by Laurent Dabos, circa 1791
Purchase at £129,205 from Philip Mould Ltd approved

6810 **SIR UVEDALE PRICE**, drawing by an unknown artist, 1805
Purchase at £4,900 from W/S Fine Art Ltd approved

P1133 **The Rossetti Family Photograph Album**, photographs by Lewis Carroll and other photographers
Purchase at £11,250 from Ian Hodgkins & Co Ltd approved

6811 **JOHN COLLIER**, painting by Marion Collier, circa 1882-3
Purchase at £40,000 approved, subject to finance

6806 **PHILIP WILSON STEER**, drawing by Edward Stott
Gift from Arthur Grogan accepted

6807 **EDWARD STOTT**, drawing by Philip Wilson Steer, 1894
Gift from Arthur Grogan accepted

6808 **CHARLES HOLDEN**, painting by Benjamin Nelson, 1910
Gift from Jean Lomax-Ward accepted

6812 **PANDIT RAM GOPAL**, watercolour, gouache and silkscreen on paper by Feliks Topolski, circa 1972
Purchase at £10,000 from the Trustees of the Ram Gopal Estate approved

L240 **ARNOLD GOODMAN, BARON GOODMAN**, bronze head by Sir Anthony Caro, 1988
Loan from Sir Anthony Caro for three years approved

6809 **SIR CHRISTOPHER ONDAATJE**, bronze bust by Sarath Chandrajeewa
Gift from Sir Christopher Ondaatje accepted

P1129-1132 Four photographs by James Craig Annan for T. & A. Annan & Sons, 1907-1923

GILBERT KEITH ('G.K.') CHESTERTON

JOSEPH CONRAD

GEORGE BERNARD SHAW

HERBERT GEORGE WELLS

Purchase at £475 from Bernard Quaritch Ltd approved, using the Dame Helen Gardner Fund

Gift of Bernard Schwartz Collection by the Bernard Schwartz Foundation through the American Friends of the National Portrait Gallery noted