

# National Portrait Gallery

## 768<sup>TH</sup> MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on **Thursday 4 May 2017**

**Present:**

- Sir William Proby (Chairman)
- Dr Brian Allen
- Professor Dame Carol Black
- Dr Rosalind (Polly) Blakesley
- Mr Rob Dickins
- Ms Kim Evans
- Dr Joanna Kennedy
- Dr Andrew Roberts
- Mr David Ross
- Sir Peter Stothard
- Ms Rachel Wang
- Mr Bjorn Saven

**In attendance:**

- Dr Nicholas Cullinan, Director
- Mrs Pim Baxter, Deputy Director and Secretary to the Board
- Miss Gabriella Swaffield, Manager, Director's Office (minutes)

### **1. Chairman's business**

The Chairman welcomed three new Trustees to the meeting, Ms Rachel Wang, Sir Peter Stothard and Mr Bjorn Saven. The Chairman announced that Dr Andrew Roberts had been reappointed for his second term as a Trustee and congratulated him on behalf of the Trustees. The Chairman also announced that this was David Ross' final meeting and thanked him for his significant contribution and for Chairing the Audit and Compliance Committee.

The Director updated the Trustees on the Chair appointment process and *[INFORMATION REDACTED in accordance with section 36 of the Freedom of Information Act 2000 – Prejudice to effective conduct of public affairs]*. The Director thanked all the Trustees for their assistance and *[INFORMATION REDACTED in accordance with section 36 of the Freedom of Information Act 2000 – Prejudice to effective conduct of public affairs]*.

The timetable set by DCMS for the Chair appointment process was circulated to Trustees and the Director asked the Trustees to ensure that those who wished to be considered for the panel are available in the third week of July for interviews. The Deputy Director will confirm this date with DCMS. The Trustees also noted that 17<sup>th</sup> July would be the date set for the Director, Deputy Director and Trustees to informally meet with the shortlisted candidates. The Trustees agreed that the Chair advertisement should be extended beyond the Gallery's website and the Director agreed to look into a broader variety of channels to advertise the post more widely, such as newspapers, depending on budget constraints.

The Trustees agreed to utilise their own personal social media channels in order to reach as many candidates as possible. It was also suggested that Executive Search firms were investigated, such as Saxton Bampfylde or Odgers Berndtson, to see if it would be possible to advertise the post via their websites or for the recruiters to provide the Gallery with a list of names to approach.

The Chairman also noted that election manifestos should be looked into to monitor how arts and culture may be affected after 8 June.

## **2. Apologies and Declarations of Interest**

Apologies for absence were received from Sir Michael Hintze, The Rt Hon David Lidington MP, Mr Christopher Le Brun and Ms Allegra Berman. The Trustees noted a declaration of interest *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information]*.

## **3. Minutes of the previous meeting**

Subject to a small amendment, the minutes of the 767<sup>th</sup> meeting held on Thursday 9 March 2017 were agreed by the Trustees and signed by the Chairman.

## **4. Matters arising**

The Chairman queried the circulation of Gallery Membership cards and suggested the introduction of photographs on the cards or a penalty for misuse. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*

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

The Director reported that visitor figures had decreased which was a trend reflected across London museums and galleries. *[INFORMATION REDACTED in accordance with section 41 of the Freedom of Information Act 2000 – Information provided in confidence]* *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information]* suggested that museum and gallery Chairs should meet to continue discussions to attempt to reverse this trend. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*

The Director reported on the removal of the collection from Bodelwyddan Castle, which is now complete, and noted that a lunch was arranged for the staff at the Gallery to thank them for their hard work.

The Director reported that Paul Moorhouse (Head of Collections Displays) has stepped down from his position at the Gallery after 12 years. The Trustees thanked Paul for his contribution. The Director noted that Paul will still be involved in the refurbishment and re-hang of Gallery 30 and Gallery 31 which opens in October 2017 and that he will be curating the *Cindy Sherman* exhibition in 2019. The Director wished Paul well in his future endeavours.

The Director reported that Peter Funnell (Head of Research) had recently contacted the Trustees highlighting the external funding needed for the *Later Victorian Portraits* catalogue from July onwards and asked Trustees to notify the Director of any funding opportunities. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

*[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*

The Director reported on the Employee Handbook and the Gallery's seventeen employment policies and the Director thanked, Director of HR, Lornette Pemberton for her hard work on the HR policies. The Trustees agreed that the Director should sign off the policies without the necessity of Trustees' approval.

The Director reported that the *Gillian Wearing and Claude Cahun* exhibition as well as the *Howard Hodgkin* exhibition had received excellent reviews, *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*. The Director reported that he recently visited the *House Style* fashion exhibition at Chatsworth House and noted that they had employed a social media advisor to assist with utilising other people's platforms to expand their reach with new audiences. Rachel Wang suggested meeting with the Gallery's Digital and Communications team to discuss this idea further. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*

The Director reported on the National Programmes stating that the *Van Dyck* exhibition will be travelling to Edinburgh in June and that the Deputy Director recently travelled to Hull University for the *BP Portrait Award Commissions* opening event as part of the City of Culture celebrations.

The Director reported on the success of the International Programme and how the pace was increasing with three to four venues abroad confirmed for the *Michael Jackson* exhibition which was encouraging. International touring partners for future exhibitions such as *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]* were also being investigated and it was noted that at least four to five years of foundation work was needed in advance of the exhibition opening abroad.

## **6. Offers for Consideration**

The Curatorial Director, Tarnya Cooper, and Curators presented the portraits on offer to the Gallery, which included a portrait of Marie Cosway (née Hadfield) by Richard Cosway, a Self-Portrait of Sir Nathaniel Bacon, a portrait of Chitqua by John Hamilton Mortimer, a portrait of Joseph Boruwlaski by Philip Reinagle, a portrait of Daniel Lambert by Benjamin Marshall and *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*.

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

*[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

## **7. Update on Current Commissions**

The Chairman welcomed Sarah Howgate, Curator of Contemporary Portraits, to the meeting. Sarah Howgate (SH), reported that progress had been made on a number of new commissions since the March 2017 meeting. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]* SH met with Jim Bradshaw to discuss a list of twenty names of British Film Directors. It was agreed that SH would discuss the list with the Director and the list of names, including why those names have been chosen, would be brought back to the July Trustees' meeting for discussion. The Trustees suggested names such as *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*. SH reported that *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*. SH reported that *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*.

## **8. Inspiring People update**

The Deputy Director updated the Trustees on the progress of the *Inspiring People* project. She reported that the Inspiring People Project Planning team had worked hard to produce their best application to the HLF and that the result wouldn't be announced until after the completion of purdah on 12<sup>th</sup> June. In the meantime, the Gallery will continue to fundraise. The Deputy Director also reported that in the recent meetings of the Campaign Council, the council members had been fully supportive of *Inspiring People* and fully understand the reasons why the Gallery needs to go ahead with the project.

The Deputy Director reported that Cathy Arnold, Director of Estate and Operations, is currently working on a design brief for the project in order to be ready as soon as the result is announced if it is positive. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]* The Trustees agreed that Cathy should attend the next Trustees' meeting and update the Trustees on the progress of this side of the project.

The Deputy Director also reported that the Gallery had received 'letters of comfort' from *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]* which the HLF had requested as part of the overall application. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

Joanna Kennedy reported that the team would continue to work with colleagues to ensure the sustainability of the Gallery during the construction phases and that a good process and logistics plan will be put in place. The plan would be ambitious, yet cost effective in the long term so that the Gallery would be able to sustain itself in the future.

The Chairman thanked Kim Evans and Joanna Kennedy for their assistance with the project board meetings.

## **9. Finance and Planning**

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

### **9(a) Management Report for six months to 31 March 2017**

*[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication; and 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

The Chairman thanked BA for the report.

*[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

### **9(b) Revised 2017-20 Budget**

*[INFORMATION REDACTED in accordance with section 41 of the Freedom of Information Act 2000 – Information provided in confidence; and 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

### **9(c) Portrait Trust**

The Director of Finance and Planning explained the status and purpose of the Portrait Trust for the benefit of the new Trustees and that it had been continued as a potential repository for funds for the *Inspiring People* project. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

The Trust last met in April and the Trustees were updated on the progress of the Gallery with its bid to the HLF. The Head of Participation had made a bid to the Trust for support with a

Creative Connections programme with the Nottingham Contemporary and the Trust agreed to help fund the programme from donor money already received.

#### **9(d) Investment Report**

The Director of Finance and Planning, in the absence of the Chair of the Investment Committee, updated the Trustees on the performance of the Gallery's investment portfolios. As of 31<sup>st</sup> March, the Investment and Contingency Fund Portfolio stood at £4.270m, up from £3.937m, at that same point in 2016, increasing in value by 8.5%. This was a highly defensive portfolio and so had performed much better than intended and was also considerably ahead of its benchmark. NH reported that in the light of markets being highly volatile at present, further de-risking of the portfolio had been undertaken.

NH reported that the Catalyst Fund had been subsumed into Portrait Fund, which was the main fund for providing support for the acquisition of portraits. The Fund was established in 2006, starting with £2m, but had accrued value and further investment since then and now stood at *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*, which was a combination of the Portrait Fund and Catalyst Fund.

*[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

#### **10(a) Audit and Compliance Committee: Risk Management update**

David Ross (DR), Chair of the Audit and Compliance Committee (A&CC), updated the Trustees on the Committee's recent business. At its last meeting, the A&CC reported that the Committee had undertaken an effectiveness review to assess how well it was performing as an audit committee. The conclusion was that the Committee believed it was effective, but that certain improvements could be made and that DR's successor should take these improvements forward. Succession planning was also discussed in the light of DR's term as chair ending in June. DR suggested that one of the newly appointed Trustees should take over from DR as Chair of the A&CC. The A&CC also suggested that it would be beneficial for a new member of the Board to have expertise in Cyber security and IT issues. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]* Other risks which also remained at an increased level were Regional Partners which was due to the removal of the collection from Bodelwyddan Castle, as well as the risk posed by the *Inspiring People*.

#### **10(b) Risk Appetite**

DR updated the Trustees on the Annual Review of Risk Appetite. DR provided a summary to Trustees and it was agreed by the Board that it was not appropriate for the Gallery to accept a high risk appetite for speculative projects valued at over £100,000 in this current climate and so this has been reduced to a medium risk appetite. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*

The Risk Appetite as amended was approved by the Trustees.

#### **10 (c) Risk Management Annual Report**

NH updated the Trustees on the Risk Management Annual Report and explained the specific significant areas of risk for 2017/18. *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

The Risk Management Annual Report was approved by the Trustees.

The Director agreed to be in touch with the Trustees regarding the replacement Chair for the A&CC and noted that a Trustee for the Investment Committee was also required.

## **11. Publications Review**

Head of Publishing, Nicola Saunders (NS), was welcomed to the meeting to present the Publications Review. NS presented an update on the previous year and reported that 2016 publishing figures had recently been announced, showing a 7% growth in the UK, taking the industry to £4.8 billion. The Gallery had an excellent year in 2016, generating income of £1.1m above the budget of £893,000. This was mainly due to the *Vogue 100* exhibition which boosted catalogue sales for the end of 2015/2016 and beginning of 2016/2017. Foreign language editions have also done well and Amazon sales just before Christmas have continued into the New Year.

NS reported that the *Lucian Freud's Sketchbooks* were published within 6 months and 1,700 copies have already been sold. The *William Eggleston Portraits* catalogue has also proved highly successful, more so in the trade than at the Gallery. Additionally, for the first time, a limited edition of the *William Eggleston Portraits* catalogue was produced, which was cloth bound and signed. 128 copies were sold, many internationally, and limited editions are something that the Publishing team will look into reproducing again.

NS reported that the new souvenir book *100 Portraits* was introduced to replace the existing *Visitor Guide* and over 2000 copies have already been sold. Thames and Hudson and Waterstones have also taken copies of these. NS also reported on *Speak Its Name*, which celebrates LGBT rights, and relates to the *I Am Me* season. Retail sales and distribution have recently had their best year with Thames and Hudson which has doubled income in the trade. International publishing continues to do well and Yale University Press and Princeton University Press have recently partnered with the Gallery for the *Cézanne Portraits* exhibition. Postcard sales also continue to do well, particularly at the Brontë Parsonage Museum. Digital Publishing has become less popular; however, physical book sales are rising. The Publishing team are currently looking to launch a selection of books on to publishing platforms instead. NS reported that the Gallery is looking to collaborate with Usborne Children's Books to discuss a future partnership with the Gallery on children's books. NS also noted that the new Picture Researcher position has made a considerably positive difference to the department in terms of financial savings and resources.

NS reported that the next special edition publication is likely to be centred on *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*, but this is yet to be confirmed. The Chairman and Director thanked Nicola Saunders for her update and for the publications that her team have produced.

## **12. Loans Policy**

Tarnya Cooper, Curatorial Director, presented the updated Loans Policy to Trustees. TC reported that the Loans Policy has not been updated since 2012 and the volume of loans has grown significantly over the previous 4-5 years. The Gallery has always been a generous lender with a good reputation for collaborations with other museums and galleries and reciprocal loans. TC noted that last year the Gallery lent 121 objects to 30 venues but limited income was generated. TC reported that the update to the Loans Policy will enable the Gallery to exercise greater flexibility and to administer a more rigorous procedure.

TC noted that small amendments had been made in the International and Reasons for Lending sections, along with Criteria and Assessment for Loans. In addition, the length of time needed to inform the borrower of its decision to lend or not has been changed from 2 to 3 months and

international loan charges have also been clarified. The Loans Policy was agreed by Trustees and the Chairman thanked TC and her team for their work on this.

**13. Reports to Note**

The Trustees noted the reports on Estates and Operations, Communications and Development, Participation and Learning and outgoing loans.

**14. Any other business**

The Director reported that the Gala was a reputational success and thanked Madolyn Grove, Head of Events, and her team for their help. The Deputy Director reported that over £530,000 (pending the Gift Aid claim) was raised against a target of £400,000 and the next Gala will be held in 2019, with a smaller fundraising dinner to be held in 2018.

Rachel Wang suggested that following the story of the portrait commissioning process using photography and films would be a useful way to digitally engage the public in the Gallery's current activities and provide a behind-the-scenes insight.

**Appended list of portraits on offer:**

**MARIA COSWAY (NÉE HADFIELD) (1760-1838)** by Richard Cosway (1742-1821),  
Pencil and watercolour on paper, 1839  
Offered for purchase by Bonhams

**SELF PORTRAIT BY SIR NATHANIEL BACON (1585-1627),**  
Oil on canvas, c.1620  
Offered for long term loan by Viscount and Viscountess Grimston

**CHITQUA (TAN CHET QUA) (1796)** attributed to John Hamilton Mortimer (1740-1779),  
Oil on canvas, 1770-71  
Offered for long term loan by the Royal College of Surgeons

**JOSEPH BORUWALKSI (1739-1837)** by Philip Reinagle (1749-1833),  
Travelling performer and memoirist  
Oil on canvas, 1783-93  
Offered for long term loan by the Royal College of Surgeons

**DANIEL LAMBERT (1770-1809),** attributed to Benjamin Marshall (1767-1835),  
Keeper of Leicester Gaol and heaviest man on record,  
Oil on panel, early 19<sup>th</sup> century  
Offered for long term loan by the Royal College of Surgeons

*[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication; and 43(2) of the Freedom of Information Act 2000 – Commercial interest]*

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Signed by the Chairman

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Date