

National Portrait Gallery

771st MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on **Thursday 2 March 2018**

Present:

- Mr David Ross (Chair)
- Dr. Brian Allen
- Mr Rob Dickins
- Ms Kim Evans
- Dr Joanna Kennedy
- Ms Rachel Wang
- Sir Peter Stothard
- Ms C Allegra Berman
- Sir Michael Hintze
- Dr Andrew Roberts
- Dr Rosalind (Polly) Blakesley

In attendance:

- Dr Nicholas Cullinan, Director
- Mrs Pim Baxter, Deputy Director and Secretary to the Board
- Miss Mia Williams, Director's Assistant (minutes)
- Miss Angela Green, Executive Assistant to the Director

1. Chair's business

The Chair updated the board regarding ongoing positive discussions he and the Director are having with the DCMS concerning government funding.

The Chair reported that interviews for an Audit & Risk Trustee had taken place and recommendations would be sent to the Minister following review. It was noted that three vacancies would arise in 2018 and it was agreed that these positions would be recruited simultaneously. The Chairman asked for Trustee's views on potential candidates and skill sets that would benefit the Board.

Action point: The Skills Audit would be circulated to the Board.

The Chair reported that the Governance Review regarding Board effectiveness was ongoing, and *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*.

The Chair reported that the Gallery's decision to close in order to host the Erdem fashion show in February had been received positively.

The board congratulated Polly Blakesley for her award of the Pushkin Medal.

2. Apologies and Declarations of Interest

Apologies for absence were received from The Rt Hon Andrea Leadsom MP, Mr Christopher Le Brun, Mr Bjorn Saven and Professor Dame Carol Black. No new declarations of interest were made.

3. Minutes of the previous meeting

The minutes of the 770th meeting held on Thursday 2 November 2017 were not agreed by the Trustees and would be reviewed for signing at the meeting in May.

4. Matters arising

There were no other matters arising.

5. Director's Report

The Director reported that the Gallery had experienced an overall downturn in visitor numbers, which related to a wider pattern across some other museums and galleries in London. The Director informed Trustees of a joint research project with the National Gallery to try to understand the external factors that affected visitor numbers to the area, and noted that a meeting had been arranged with *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information]*, in early April.

The Director reported that in light of the current climate (in which visitors had less disposable income, travel costs had increased and the competition for paid exhibitions was strong), the Gallery would reconsider the balance of the temporary exhibition programme versus the Permanent Collection and noted that this work was ongoing.

6. Offers for Consideration

The Chief Curator and Curators presented the works on offer, which consisted of a miniature of Margaret, Lady Middleton by Jeremiah Meyer; an oil painting of John Osbourne Riches by Ford Madox Brown (on long term loan); a portrait of Maeve Gilmore by Mervyn Peake; a drawing of Sir Kenneth Branagh by Colin Davidson, and a photograph of Thelma Golden and Duro Olowu by Catheirne Opie

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

7(a) Update on Current Commissions

Sarah Howgate (SH), Contemporary Curator, presented an update on current commissions.

The Trustees viewed the commissioned portrait of Lord & Lady Djanogly by Wim Heldens, who won the *BP Portrait Award 2011*.

Following a request by the Board at the November meeting, a revised list of proposed sitters for a group portrait of British film directors by *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]* was presented. *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*.

The Board agreed [*INFORMATION REDACTED in accordance with section 36 of the Freedom of Information Act 2000 – Prejudice to effective conduct of public affairs*].

8. Inspiring People update

The Deputy Director updated the Board on the *Inspiring People* project.

The Gallery had completed the procurement of external consultants for the project. Jamie Fobert Architects had been appointed, along with Cost Consultancy, Turner and Townsend and Project Manager, Gardiner and Theobald.

The Deputy Director reported that a HLF Monitoring Meeting took place on 13 February and the Gallery had submitted a payment request to the value of £46k.

In recognition of the extra resources required to unite a thorough Activity Plan, recruitment was underway to employ an Activity Plan Developer and an Activity Plan Coordinator (the second of which would not be funded through the HLF grant).

The Deputy Director noted that the current fundraising target was £21.1m, with two major grant applications submitted so far this year as well as scheduled meetings with prospective individual donors. The Gallery needed to raise £14m by March 2019, with a public appeal launching once £30m had been achieved. The proceeds from the 2019 Portrait Gala would also support the project.

The Deputy Director reported that an Ethics Committee was needed to further discuss donations to the *Inspiring People* project. The committee would require one Trustee on the board, as well as 3-4 external members. The Deputy Director asked for Trustees suggestions regarding individuals with relevant experience.

Action point – Trustees to contact the Deputy Director regarding suggestions for Ethics Committee members.

The Chair would introduce the Deputy Director to [*INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information*].

Joanna Kennedy reported that the sign-off of Project Brief and Feedback of Feasibility Study (due in early May 2018) would require Trustee support and interaction to ensure that proposals could be approved at the May Trustees' meeting to keep within the project's timetable. The Chairman agreed and asked that the Project Brief be sent to Trustees ahead of the next Board meeting in order to obtain feedback and final approval in line with the design schedule.

Trustees discussed the working groups for the project. It was agreed that if a Trustee were interested in joining one of the working groups in order to harness expertise they would be welcome.

Action point – The Deputy Director to circulate information about working groups to Trustees

9. Finance and Planning

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

9(b) 2018-23 Budget

The Director of Finance and Planning presented the budget for 2018-2023 to the Board. Nick Hanks reported that *[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Information intended for future publication]*.

The Chair requested that the budget be examined in more detail at the next Finance Committee meeting.

9(c) Investment Report

Allegra Berman gave Trustees a verbal update on the Gallery's investment portfolio. It was agreed that in future that this report would be included within the Board papers, along with the minutes of Gallery sub-committees.

10. Audit & Risk Committee update

Kim Evans updated the Board on matters discussed at the Audit & Risk Committee meeting in February 2018.

Kim Evans reported that the Corporate Governance self-assessment return, which the DCMS sent to its Arms Length Bodies, had been presented. The Committee noted that one point raised was holding open Board meetings, and Kim Evans noted that they were not aware of other museums and galleries that held public Board meetings.

Kim Evans summarised the Quarterly Risk Management update for Trustees.

11. Safety and Wellbeing Policy

The Chair welcomed the Director of Estates and Operations to the meeting.

The Director of Estates and Operations summarised the Safety and Wellbeing Policy for Trustees, and noted a focus on staff wellbeing and a newly created Safety Champions Group, who would instil a culture of safety at the Gallery.

14. The Trustees noted reports on Estates and Operations, Development, External Relations, Participation and Learning and outgoing loans.

15. Any other business

The Board confirmed 28 June as the date for the annual Trustees' Away Day.

The Chairman thanked Professor Dame Carol Black and Dr Polly Blakesley for their service and contribution to the Board.

Appended list of portraits on offer

MARGARET, LADY MIDDLETON, abolitionist, watercolour on ivory, oval 45mm high, by Jeremiah Meyer, c. 1785.

Offered by Truman B. Crisler for purchase at *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*, approved.

JOHN OSBORN RICHES, commercial manager, oil on canvas, by Ford Madox Brown, 1874.

Offered by Michael Thompson on behalf of the owner for long-term loan with a view to a future purchase, accepted.

MAEVE GILMORE, artist and writer, oil on canvas, by Mervyn Peake, c. 1940s.

Offered by Robert Moller as a gift, accepted.

SIR KENNETH BRANAGH, actor and director, crayon on paper, by Colin Davidson, 2015.

Offered by Colin Davidson as a gift, accepted.

LORD AND LADY DJANOGLY, businessman and philanthropists, oil on canvas, by Whim Heldens, 2017.

Commissioned by the Trustees of the National Portrait Gallery *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*.

THELMA GOLDEN AND DURO OLOWU, Curator and Fashion Designer, pigment print, by Catherine Opie, 2017.

Offered by the Thomas Dane Gallery for purchase at *[INFORMATION REDACTED in accordance with section 43(2) of the Freedom of Information Act 2000 – Commercial interest]*, acquisition funded by a donor, accepted.

OLIVIER SHERWELL FRANKS, BARON FRANKS OF HEADINGTON, philosopher and public servant, gelatin silver print mounted on card, by Yousuf Karsh, 1950.

Offered as a gift by Dee Danchey in memory of Alex Danchey, accepted.

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Signed by the Chairman

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Date