

National Portrait Gallery

773rd MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on **Thursday 5 July 2018**

Present:

Mr David Ross (Chair)
Dr Brian Allen
Ms C Allegra Berman
Mr Roger Blundell
Ms Kim Evans
Sir Michael Hintze
Dr Joanna Kennedy
Dr Andrew Roberts
Mr Bjorn Saven
Sir Peter Stothard
Ms Rachel Wang

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
[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information], Taylor Wessing

1. Chair's business

The Chair thanked Trustees and Directors for their contribution at the Review Day in June.

The Chair welcomed [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information] at Taylor Wessing, who would undertake the Governance Review regarding Board effectiveness. It was suggested that a small group of Trustees met with [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information] for a one to one session to give further feedback.

Action point: Trustees to contact PB if they would like to meet with [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information]

The Chair reported that recruitment for the Artist, Legal and Art Historian Trustee positions was progressing well.

The Chair reported that there had been a discussion with DCMS regarding a fixed term, non-voted, co-opted Board member who could enhance the Boards' commercial knowledge. The Chair, the Director and the Deputy Director suggested a candidate for the position.

Trustees agreed the proposal and noted that defined parameters will be decided.

2. Apologies and Declarations of Interest

Apologies for absence were received from The Rt Hon Andrea Leadsom MP, Mr Christopher Le Brun and Mr Rob Dickins CBE. No new declarations of interest were made.

3. Minutes of the previous meeting

Subject to some amendments, the minutes of the 772nd meeting held on Thursday 10 May 2018 were agreed by the Trustees.

4. Matters arising

There were no other matters arising.

5. Director's Report

The Director reported that *Michael Jackson: On the Wall* opened on 28 June and had received a positive response.

The Director reported that the *Tudors to Windsors* exhibition would tour until 2022 and two more venues had been confirmed, securing additional income for the Gallery.

Ben Weaver, Director of External Relations, joined the meeting and updated the Board on marketing plans for the *Michael Jackson* exhibition.

The Chair thanked the Director and Ben Weaver for their reports.

6. Offers for Consideration

Dr Alison Smith, Chief Curator, [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information] Head of Collection Displays (Victorian – Contemporary), [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information] Senior Curator of Contemporary Portraits, presented the works on offer. The works consisted of an ink and watercolour portrait of Philip James Stanhope, Baron Weardale by Max Beerbohm; a self portrait of the artist Iain Macnab, various works on paper by Milein Cosman, a photograph of Neil MacGregor by Wolfgang Tillmans, a photograph of Malala Yousafzai by Shirin Neshat and a photograph of Audrey Hepburn by Anthony Beauchamp.

The Trustees approved the acquisition of the portraits on the appended list.

7. Update on current commissions

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information], Senior Curator of Contemporary Portraits, presented an update on current commissions.

Joanna Kennedy asked about. [INFORMATION REDACTED in accordance with section 36 of the Freedom of information Act 2000 – prejudice to effective conduct of public affairs]

8. Exhibitions Programme 2018-2022

Sarah Tinsley, Director of Exhibitions and Collections, presented the Gallery's future exhibition programme to the Board (from 2019 until 2023).

Sarah Tinsley introduced the current principles of the Gallery's exhibition programme; to host 6 exhibitions a year, 2 being competitions. Over a 3-5 year period, the programme aimed for a balance of exhibitions focusing on history, biography, photography and contemporary, with one large-scale popular exhibition per year as well as research based activity, new discovery or historic repositioning of individuals. Since 2012 the Gallery had also hosted 'event scale' exhibitions, which included *Vogue 100* (2016) and *Michael Jackson: On the Wall* (2018).

Trustees were presented with the 2019 programme, which includes exhibitions on Martin Parr's photographs, Hilliard and Oliver's miniatures and work by Cindy Sherman.

Sarah Tinsley then presented the Gallery's 2020-2023 exhibition programme, as well as ideas for the period after the *Inspiring People* project ends.

The Chair thanked Sarah Tinsley for her report.

9. (a) Inspiring People Update

Pim Baxter, Deputy Director, gave the Board an update on the *Inspiring People* Project following the Trustees' Strategic Review Day in June. Pim Baxter reported that Trustee comments had been passed to Jamie Fobert Architects and there had been a discussion regarding plans for the East Wing refurbishment, the ambition for future visitor figures, the conversations with the Henry Irving Society and Westminster City Council, Gallery redesign and refurbishment budget, the North Façade Forecourt and other key issues.

Pim Baxter confirmed that an Interpretation Developer would be appointed following a tender process in July.

The Board then discussed two different construction plans for the *Inspiring People* Project. Trustees would make a decision on the construction plan by the end of July, after the *Inspiring People* Project Board meeting on 19 July.

(b) Inspiring People Finance Update

Clare Rolfe, *Inspiring People* Interim Finance Director, joined the meeting.

Clare Rolfe gave Trustees a presentation on financial sustainability and discussed the project's potential impact on Gallery revenue.

Trustees received an overview of the years during project development and years post project. The Board discussed the financial pros and cons of both construction plans and were given a top-level review of the income stream in comparison to the 18/19 budget.

The Chair emphasised that Trustees would need to be aware of all potential costs relating to the construction plans, as well as clear timelines for each.

10. (a) Management Report for the twelve months to 31 March 2018

Nick Hanks, Director of Finance and Planning, joined the meeting.

Allegra Berman summarised the Management Report for the Trustees.

The NAO Audit had gone smoothly and no significant issues had arisen.

(b) 2017/18 Audited Accounts and Annual Report

The 2017/18 Annual Reports and Accounts were tabled for Trustee approval. The report outlined the actions the Gallery had taken in year to achieve its eight corporate objectives.

(c) Updated 2018-23 Budget

Nick Hanks, Director of Finance and Planning, presented the updated 2018-23 budget to the Board and explained what work had taken place since the previous Trustees' meeting in May. This included further design and project facing work carried out by JFA, which had implications for the exhibition programme.

The Board discussed the measures that were in place to manage resources during the transition period.

Nick Hanks reported that on 9 July, the Director and Chair had a meeting with DCMS, in which they would update them on actions taken since the last meeting in March.

Nick Hanks summarised the Gallery's next steps for Trustees. The Finance & Planning Director reported that there would be an increase in marketing for the permanent Collection to try and increase footfall, planning for the 2019 auction was progressing, the Late Night programme had been streamlined and work on the future Exhibition Programme was underway.

(d) Investment Report

Allegra Berman gave Trustees a brief Investment Report.

11. Audit & Risk Committee update (a) Risk Management

Roger Blundell updated Trustees on the Audit & Risk Committee meeting for year-end.

Roger Blundell reported that the Committee had discussed the Risk Register in detail and noted that whilst improvements had been made to the format, some changes were still needed in order to highlight the interconnectivity of various risks.

Roger Blundell reported that other items discussed were the audit of the Company, which was clear, the internal audit report by the outgoing auditors Moore Stephens and the audit by the NAO. Roger recommended that the Gallery looked at its accounts two years in advance, rather than one, going forward. The Audit & Risk Annual Report was also discussed and the Board noted that after Kim Evans' term finished at the end of October, there would only be one Trustee on the A&R Committee.

Action point – It was decided that the Chairs of the five Gallery Committees would meet in September.

(b) Audit & Compliance Committee Annual Report

The Annual Report was approved and signed by the Chair and the Director as Accounting Officer.

Trustees noted that some changes were needed in order to make the report clearer. Trustees also agreed that the report would need to be more vigorous, more readable and more engaging in future. A Chair and Director's introduction had been discussed and would be included next year.

Action point – It was agreed that the process for signing off the Annual Report would be refined going forward.

11. (a) Collections Development Policy

Sarah Tinsley, Director of Exhibitions and Collections re-joined the meeting and welcomed, **[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information]** Head of Collections Services.

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal information] summarised the revisions to the Collections Development Policy for Trustees. Sarah Tinsley added that the accreditation process would take place at the end of 2018 or start of 2019.

(b) Collections Storage

Sarah Tinsley outlined the options for the storage of the Collection and updated Trustees on the Gallery's position regarding storage.

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

Collections Storage would come back to a future Trustees meeting.

13-18. The Trustees noted reports on Estates and Operations, Development, External Relations, Participation, HR, Learning and outgoing loans.

17. Any other business

Joanna Kennedy noted that **[INFORMATION REDACTED in accordance with section 43(2) – commercial interest]**

The Chair noted that the 2019 Board of Trustees meeting would be held on Wednesdays.

The Chair thanked Kim Evans for her service and contribution to the Board. The Board also extended their thanks to Kim.

Action point - forward looking agendas were requested in order to provide Trustees with a frame of reference regarding future business.

The Chair thanked Directors and Trustees.

Appended list of portraits on offer

PHILIP JAMES STANHOPE, BARON WEARDALE, politician and trustee of the National Portrait Gallery, ink and watercolour by Max Beerbohm, c. 1907.

Offered as a gift by Carol Blackett-Ord 'In honour of Peter Funnell and in memory of Rosemary Blackett-Ord', accepted.

IAIN MACNAB, artist and wood engraver, oil on canvas, self portrait by Iain Macnab, c. 1928. Offered as a gift by Julian Francis through the Art Fund, accepted.

ELIAS CANETTI, writer, ink on paper by Milein Cosman, c. 1959.

JEAN COCTEAU, poet, playwright, film-director and artist, ink on paper by Milein Cosman, c. 1959.

ELISABETH FRINK, sculptor, ink and wash on paper by Milein Cosman, c. 1968.

ERNST GOMBRICH, art historian, ink on paper by Milein Cosman, c. early 1970s.

IMOGEN HOLST, composer, writer and musical organizer, etching after a drawing by Milein Cosman, c. 1985.

IDA HAENDEL, violinist, etching after a drawing by Milein Cosman, c. 1980.

BARBARA HEPWORTH, sculptor, drypoint etching after drawing by Milein Cosman, c. 1980s.

HAROLD JONES, children's illustrator and author, etching and aquatint by Milein Cosman, 1977.

PATRICK REYTIENS, stained glass artist, ink on paper by Milein Cosman, 1968.

MSTISLAV ROSTROPOVICH, cellist, etching after a drawing by Milein Cosman, 1980.

ARTHUR RUBINSTEIN, virtuoso concert pianist, etching by Milein Cosman, c. 1980.

LEONARD SCHAPIRO, historian, ink on paper by Milein Cosman, 1983.

WILLI SOUKOP, sculptor and art teacher, ink and wash on paper by Milein Cosman, c. 1968.

BERTHOLD VIERTEL, film and theatre director by Milein Cosman, c. 1949.

All various works on paper by Milein Cosman, all offered as a gift by the artist's estate, accepted.

SIR RANULPH FIENNES, explorer, archival inkjet print by Chris Levine, 2017.

Offered as a gift by the artist, accepted.

NEIL MACGREGOR, art historian and former Director of the British Museum, inkjet print on paper mounted on aluminium in artist's frame by Wolfgang Tillmans, 2015.

Offered for purchase at, **[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial interests]** accepted.

MALALA YOUSAFZAI, activist and Nobel Prize laureate, ink on silver gelatin print by Shirin Neshat, 2018.

Commissioned by the Trustees of the National Portrait Gallery and funded by Outset **[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial interests]** accepted.

AUDREY HEPBURN, actress, gelatin silver print by Anthony Beauchamp, 1955.

Purchased at auction: 'Audrey Hepburn: The Personal Collection, Part III' sale at Christies online, 2-9 May 2018 for £875.00 with funds from the Bernard Lee Schwartz Foundation, accepted.

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Signed by the Chairman

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Date