

National Portrait Gallery

774th MEETING

Minutes of the Meeting of the Trustees held at the National Portrait Gallery on **Thursday 8 November**

Present:

- Mr David Ross (Chair)
- Dr Brian Allen
- Ms C Allegra Berman
- Mr Roger Blundell
- Mr Rob Dickins
- Mr Marcus Harling
- Sir Michael Hintze
- Dr Joanna Kennedy
- Mr Bjorn Saven
- Sir Peter Stothard
- Mr Chris Townsend
- Ms Rachel Wang
- Mr Jonathan Yeo

In attendance:

- Dr Nicholas Cullinan, Director
- Mrs Pim Baxter, Deputy Director and Secretary to the Board

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]

1. Chair's business

The Chair's business was conducted in private.

2. Apologies and Declarations of Interest

Apologies were received from Mr Christopher Le Brun, The Rt Hon Andrea Leadsom, Dr Andrew Roberts and Professor Shearer West.

3. Minutes of the previous meeting

The minutes of the 773rd meeting held on Thursday 5 July were agreed by the Trustees and signed by the Chair.

4. Matters arising

The Chair welcomed the new Trustees, Marcus Harling, Christopher Townsend (co-opted), Professor Shearer West and Jonathan Yeo, to the Board.

5. Director's Report

The Director, Nicholas Cullinan, summarised his report and noted the short, medium and long term aims of the Gallery. The Director reported that during the intense period of activity around *Inspiring People* the main areas of focus would be financial sustainability, the Fundraising Auction, the Gala and the *Inspiring People* Outline Business case for DCMS. The team would then focus on the building project and in the long term, future sustainability for the Gallery.

The Board discussed adapting the meeting cycle and structure over an interim period in order to deliver the above.

The Director reported that [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] had been appointed as [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] and would join the Gallery in January.

The Director reported that the Gallery's visitor figures showed an upward trend over the summer following the rectification of hardware provided by IPSOS.

The Director reported that exhibition targets would be scrutinised and examined in line with other factors, such as sponsorship and touring income, in order to create more overarching exhibition analysis going forward.

6. Offers for Consideration

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data], presented the works on offer. The works consisted of a watercolour miniature of Tobias George Smollett (with George Renner on the reverse) by an unknown artist; a watercolour miniature of Ignatius Sancho by an unknown artist (in partnership with Gainsborough's House); a self-portrait of Mervyn Peake; a pastel portrait of Mervyn Peake by Maeve Gilmore; a pencil drawing of Barbara Hepworth by Naum Gabo; a pencil drawings of Jeffrey Bernard and David Tindle by John Minton; a oil painting of David Patrick Maxwell Fyfe, Earl of Kilmuir, by Harold Knight, an oil painting of Robert John Graham Boothby, Baron Boothby, by Michael Noakes, an oil painting of Fergus Henderson by Paul Benney and an oil on linen of Claire Tomalin by Rebecca Driffield.

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 Data], presented an update on current commissions.

The Board agreed to review a long list of possible sitters in July 2019.

8. Annual Research Report

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] presented a research report to the Board.

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] reported that the Gallery had been awarded Archive Service Accreditation. The award allows the Gallery to retain its position as a nominated place of

deposit for public records, and therefore control and custody over its institutional archives and bolsters the Gallery's wider institutional reputation as a preeminent centre for research.

9. (a) Inspiring People Update

The Director and Deputy Director gave Trustees a presentation on the designs for the building work for the *Inspiring People* project.

[INFORMATION REDACTED in accordance with section 36 of the Freedom of Information Act 2000 – Effective Conduct of Public Affairs]

The Deputy Director gave Trustees an update on fundraising and key milestones for the project.

Action point – Roger Blundell would review the Inspiring People pledge documents.

The Board agreed that a smaller group of Trustees and one Project Board member would have authority to review and finalise the DCMS Outline Business Case on behalf of all Trustees. The Board agreed that David Ross, Joanna Kennedy, Roger Blundell, Peter Gist and Christopher Townsend would have responsibility for this task.

Action point – the presentation would be circulated to the Board.

10. (a) Financial Management Report

The Board welcomed *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]*, to the meeting.

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] updated Trustees on the Gallery's Core finances and on the latest five-year plan for *Inspiring People*. The Board discussed the impact of the building work on the Gallery's financials and possible opportunities it would allow, including regional partnerships, storage and various funding options.

Trustees noted that work on the 19/20 budget was a priority.

The Chair reported that at this critical stage in the *Inspiring People* project, the amount of committee meetings would need to be reduced temporarily in order to free up staff resources.

Action point - the Chair requested clear terms of reference for each committee.

(b) Inspiring People Finance Report

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] gave Trustees a financial update on the *Inspiring People* project.

The Board discussed the implications of the DCMS Outline Business Case submission date. The Deputy Director noted that the Secretary of State is not able to make a decision regarding the two different construction plans for the project until the Outline Business Case has been submitted.

Update – the Gallery is due to submit the DCMS Outline Business Case in April 2019.

11. Audit & Risk Committee update

(a) Risk Radar

Roger Blundell updated Trustees on the most recent Audit and Risk Committee meeting, in October 2018.

Roger Blundell reported that the Committee had discussed key areas of risk, including; the interconnectivity between risks, business continuity planning, financial sustainability, the need for a revised 19/20 budget and accurate forecasting, as well as a review of governance procedures (in order to free up staff resources).

(b) Risk Management

The Board discussed the Audit & Risk annual report. Roger Blundell requested that the Audit & Risk Committee reviewed the draft report in March 2019, earlier than in previous years.

The Audit & Risk Committee reported that follow up on the Internal Auditor's Business Continuity Planning recommendations was required. The Director reported that all recommendations would be implemented by the end of December 2018.

12. Updated Loans Policy

Trustees approved the loans policy.

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

17. Any other business

The Chair requested a meeting with the Chairs of the Gallery's sub-committees in the New Year.

Peter Stothard noted there would be a meeting of the Ethics Advisory Committee in November.

The Chair thanked Directors and Trustees.

Appended list of portraits on offer

TOBIAS GEORGE SMOLLETT with GEORGE RENNER, novelist, watercolour on ivory by unknown artist, c. 1757

Offered as an anonymous gift by *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]*, accepted.

IGNATIUS SANCHO, writer and musician, oil on canvas, watercolour on ivory by an unknown artist after Thomas Gainsborough, c. 1802.

Acquired at auction for hammer price of *[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]*, accepted.

MERVYN PEAKE, artist and writer, oil on canvas, self-portrait, c. 1932.

Long-term loan now offered as a gift by the Estate of Mervyn Peake, accepted.

MERVYN PEAKE, artist and writer, pastel by Maeve Gilmore, c. 1967.

Offered as a gift by the Estate of Mervyn Peake, accepted.

BARBARA HEPWORTH, sculptor, pencil drawing by Naum Gabo, c. 1940.

Offered as a gift by the *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]* accepted.

JEFFREY JOSEPH BERNARD, writer and journalist, pencil drawing by John Minton, 1949.

Offered as a gift by *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]* accepted

DAVID TINDLE, painter, pencil drawing by John Minton, 29 April 1952.

Offered as a gift by *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]*, accepted

DAVID PATRICK MAXWELL FYFE, EARL OF KILMUIR, politician, oil on canvas by Harold Knight, c. 1954-62.

Offered as a gift by *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]*, accepted

ROBERT JOHN GRAHAM BOOTHBY, BARON BOOTHBY, politician, author and broadcaster, oil on canvas by Michael Noakes, 1966.

Bequeathed by Lady Boothby, accepted.

FERGUS HENDERSON, chef and restaurateur, oil on canvas by Paul Benney, 2014.

Offered as a gift by *[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]* accepted.

CLAIRE TOMALIN, biographer, oil on linen by Rebecca Driffield, 2017.

Offered at a reduced price of *[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]*, accepted.

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Signed by the Chairman

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Date