

**Minutes of the 779<sup>th</sup> Meeting of the Board of Trustees  
held at the National Portrait Gallery, London WC2 on 5 February 2020**

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<b>PRESENT:</b>	David Ross	Chair of the Board of Trustees
	Dr Brian Allen	
	Roger Blundell FCA	
	Rob Dickins CBE	
	Marcus Harling	
	Dr Andrew Roberts	
	Rebecca Salter PRA	(items 1-11)
	Sir Peter Stothard	
	Christopher Townsend OBE	
	Rachel Wang	
	Professor Shearer West	(items 1-11)
	Jonathan Yeo	
<b>APOLOGIES:</b>	Dr Joanna Kennedy OBE	
	The Rt Hon Jacob Rees-Mogg MP	
	Bjorn Saven	
<b>IN ATTENDANCE:</b>	Dr Nicholas Cullinan	Director
	Laura Down	Head of National Programmes (item 10)
	[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data]	
	Sarah Howgate	Senior Curator, Contemporary Portraits (items 12-13)
	Effie Koliou	Head of Governance (Minutes)
	Ros Lawler	Chief Operating Officer
	Jessica Litwin	Director of Development (item 9)
	Dr Alison Smith	Chief Curator (items 12-13)
	Sarah Tinsley	Exec. Director, Programmes & Partnerships (item 10)
	Lesley Williams FCA	Chief Financial Officer

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## **1. WELCOME AND APOLOGIES**

- 1.1 Apologies had been received from Dr Joanna Kennedy, Bjorn Saven and The Rt Hon Jacob Rees-Mogg MP.
- 1.2 The Trustees welcomed Rebecca Salter PRA as the Gallery's new *ex officio* Trustee.
- 1.3 It was noted that Sir Michael Hintze had stepped down as a National Portrait Gallery Trustee in December 2019. On behalf of the Board and the executive, the Chair and Director recorded their thanks to Sir Michael Hintze for his contribution and service to the Board.

## **2. DECLARATIONS OF INTEREST**

- 2.1 Except as previously declared by Trustees, there were no conflicts of interest to be declared in respect of the business of the meeting.

### **3. MINUTES OF THE MEETING HELD ON 6 NOVEMBER 2019**

- 3.1 The minutes of the 778th meeting held on Wednesday 6 November 2019 were agreed by the Trustees and signed by the Chair.

### **4. MATTERS ARISING AND ACTION SCHEDULE**

- 4.1 The Director of Learning and Engagement had at lunch before the meeting presented the Activity Plan, an extensive programme of activities delivered on site, online and nationwide and central part of the *Inspiring People* project aiming to engage audiences during and after the capital works. The Trustees had discussed the strategy for encouraging sustained audience engagement and how success would be measured at the end of the project. The importance of effective partnership building and working closely with schools in developing resources linked to the curriculum and young people's interests had been noted by the Trustees. It was agreed that a further update on national activity would be presented to Trustees at a future meeting.

### **5. DIRECTOR'S BUSINESS**

- 5.1 The Director presented his report. Trustees were updated on exhibition performance and the forthcoming exhibitions programme noting the launch of *David Hockney: Drawing from Life* and *Cecil Beaton's Bright Young Things* on 28 February and 12 March respectively.
- 5.2 Trustees received an update on the workforce change programme and support in managing the practical aspects of the change process available to all staff.
- 5.3 The Director reported strong interest from museums and galleries nationwide for sharing expertise and the Collection during the Gallery's temporary closure. It was noted that as part of the *Inspiring People* touring exhibitions programme, *Tudors to Windsors: British Royal Portraits* would open at the National Maritime Museum in April.

### **6. INTRODUCTION FROM CHIEF OPERATING OFFICER**

- 6.1 Trustees welcomed the Chief Operating Officer who presented her initial impressions and early reflections on future areas of priority. She noted that in the first two months in her role she had sought to meet and speak with individuals and teams across the Gallery, and had been impressed by the dedication and commitment of staff and scale of organisational ambition despite its size and limited resources available.
- 6.2 The Chief Operating Officer outlined her initial thinking noting the importance of developing new revenue streams during closure in ensuring future sustainability and establishing new partnerships across areas of activity to increase impact and maximise reach. Trustees noted a number of specific priority areas, including:
- Developing the Gallery's digital presence, capitalising on opportunities to encourage digital innovation and setting up a new Digital Committee to support work in this area.
  - Bringing all elements of the *Inspiring People* project together to ensure seamless integration and deliver a holistic experience for both visitors and Gallery staff.
  - Developing a brand identity which reflects the transformational nature of *Inspiring People* and serves as a platform for future activity.

- 6.3 Trustees welcomed the update noting the importance of a strong organisational culture in supporting new ways of working. It was agreed that further information about the Digital Committee would be provided after the meeting.

**Action: Chief Operating Officer**

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

## **7. INSPIRING PEOPLE UPDATE**

- 7.1 [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] introduced this item noting the *Inspiring People* Project Board had recommended in late January that the Trustees approve the RIBA Stage 4a.  
[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].
- 7.2 The Trustees endorsed the Project Board’s recommendations.  
[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].
- 7.3 Trustees APPROVED the RIBA Stage 4a Design. They thanked the *Inspiring People* Project Board and project team for their considerable work.

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

## **8. STRATEGIC OBJECTIVES AND 2020-23 BUDGET**

- 8.1 The Chief Financial Officer introduced this item noting that, following the Trustees Away Day, the Gallery’s Strategic Objectives had been reviewed to reflect the key strategic priorities the Trustees had considered important for the next three-year period.
- 8.2 Trustees APPROVED the revised Strategic Objectives noting that a Plan setting out how these would be delivered over the period 2020-23 was being developed for discussion at the next meeting.
- 8.3 The Chief Financial Officer presented the 2020-23 Budget.  
[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].
- 8.4 The Chief Financial Officer drew the Trustees’ attention to key financial issues and risks and proposed mitigations. It was noted that more detailed work would be performed on the requirements of re-opening, specifically around building new teams and transforming the operating model.
- 8.5 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].
- 8.6 Trustees emphasised the need to closely monitor and manage cashflows to ensure sufficient liquidity during the capital works.  
[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].

- 8.7 Trustees APPROVED the Budget and thanked the Chief Financial Officer and her team for their work.

*The Director of Development joined the meeting.*

## **9. DEVELOPMENT STRATEGY**

- 9.1 The Director of Development presented the fundraising strategy, outlining both the current position and future plans. She noted a significant increase in self-generated income in recent years, with the Gallery generating more than £1 in fundraising income for every £1 of Grant-in-Aid in 2018/19. Development had performed strongly across fundraising streams in 2018/19, raising a total of £15 million towards core activity and the Inspiring People project.
- 9.2 The strategy for achieving the fundraising target for *Inspiring People* was considered by the Trustees. It was reported that discussions with potential funders were ongoing, with positive indications on a number of fronts. Trustees requested that further information on gifts remaining available and current and future approaches be provided after the meeting.

**Action: Director of Development**

- 9.3 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].
- 9.4 Trustees were informed that following the completion of the *Inspiring People* fundraising campaign a key priority for the Gallery would be to develop a strong culture of giving.
- 9.5 Trustees welcomed the update. They noted the role of external communications and the work around brand in increasing awareness of the Gallery's status as a charity. Trustees discussed how they could further support the Gallery's strategy in this area during the period of temporary closure.

*The Director of Development left the meeting.*

*The Executive Director, Programmes and Partnerships and the Head of National Programmes joined the meeting.*

## **10. NATIONAL PROGRAMMES ANNUAL UPDATE**

- 10.1 The Executive Director, Programmes and Partnerships and the Head of National Programmes presented the update noting that the Gallery had continued to develop a strong national presence in 2019, sharing the Collection, skills and expertise and engaging with audiences across the UK, attracting close to 900,000 visitors until the end of January 2020 across the Gallery's COMING HOME and touring exhibitions programmes.
- 10.2 Trustees were updated on future plans noting a strong national programme of events, touring exhibitions and loaned works underpinned by an extensive skills and knowledge sharing programme as part of the *Inspiring People* project. It was noted that future activity was dependent on funding (e.g. the extension of COMING HOME beyond 2021) and the additional funding for the Subject Specialist Network from the Arts Council was due to end in June 2020.

- 10.3 Trustees noted the update and thanked the National Programmes team for their excellent work. They reviewed the list of expressions of interest received from museums and galleries across the UK noting opportunities for leveraging impact and reach and working with new regional partners.

[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].

*The Executive Director, Programmes and Partnerships and the Head of National Programmes left the meeting.*

## **11. FINANCE REPORT**

- 11.1 The Chief Financial Officer presented the Finance Report.

[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].

*Professor Shearer West and Rebecca Salter left the meeting.*

*The Chief Curator and Senior Curator of Contemporary Portraits joined the meeting.*

## **12. OFFERS FOR CONSIDERATION**

- 12.1 Dr Alison Smith, Chief Curator, presented the works on offer. It was noted that the works were offered under Rule Three:

*The Trustees may consider the admission of portraits of persons of eminence, whether living or deceased within the previous five years. As to portraits of the living, if a person is not already represented in the [Primary] Collection, and if so many as three Trustees shall personally at the meeting, or previously by letter, state their dissent to the acquisition of a portrait, no portrait of that person should be considered by the Trustees for a period of three years from that date.*

- 12.2 [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future Publication] & [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].

- 12.3 The acquisition of an oil portrait of Sir Andy Murray by Maggi Hambling and four preparatory sketches, offered as a gift by the artist, were APPROVED by the Trustees.

- 12.4 The Trustees considered and APPROVED an oil on canvas portrait of William Pope, 1st Earl of Downe by Robert Peake and an oil on panel portrait of King Richard III offered on long-term loan to the Gallery.

[INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests].

**Actions: Chief Curator**

### **13. NEW COMMISSIONS: SITTER PRIORITIES FOR 2019/20**

- 13.1 It was requested that any further nominations for future Trustee Commissions be sent to the Board Secretary so that a shortlist may be developed in consultation with the Director and curatorial team, for discussion at the next meeting.
- 13.2 The Gallery's approach to rapid response commissioning was discussed. It was noted that developing a commissioning strand that responds to important current events and topical issues, acknowledging those who are making a significant contribution to British history and culture at present, was an important part of the Collections Development strategy and further work would be undertaken in this area, for discussion at a future Trustees meeting.

**Action: Chief Curator**

*The Chief Curator and Senior Curator of Contemporary Portraits left the meeting.*

### **14. ADMINISTRATIVE AND STATUTORY MATTERS**

- 14.1 A banking, statutory and administrative report was taken as read.
- 14.2 It was reported that the following items of business had been APPROVED since the last meeting of the Trustees:
- (a) Code of Practice in Research.
  - (b) Appointments and reappointments to the Board's Committees, as set out in the November report to Trustees.
  - (c) [INFORMATION REDACTED in accordance with section 31 of the Freedom of Information Act 2000 – Law Enforcement].
- 14.3 Trustees reviewed and APPROVED the Finance Committee and the Audit and Risk Committee Terms of Reference.
- 14.4 Trustees RATIFIED the appointments of Professor Shearer West to the Advisory Ethics Committee and David Hickey MBE to the *Inspiring People* Project Board. They noted that Sir Michael Hintze had stepped down from the Audit and Risk Committee and the Remuneration Committee following his retirement from the Board.
- 14.5 Trustees reviewed and APPROVED the Data Protection Policy.

### **15. COMMITTEE REPORTS**

- 15.1 Trustees noted the reports of Committees.

### **16. STANDING REPORTS**

- 16.1 The Quarterly Reports were noted by the Board.

### **17. FORWARD BOARD AGENDA**

- 17.1 Trustees noted the forward agenda plan.

**18. ANY OTHER BUSINESS**

18.1 There being no other business the Chair declared the meeting closed.

**19. DATE OF NEXT MEETING**

19.1 Trustees noted the date of the next meeting as Wednesday 13 May 2020.

David P. J. Ross

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Chair

13 May 2020

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Date

## Appendix

### List of portraits on offer ACCEPTED under Rule Three

[INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future Publication]

**SIR ANDREW BARRON ‘ANDY’ MURRAY**, Oil on canvas by Maggi Hambling, 2019  
Offered by the artist as an anonymous gift.

**SIR ANDY MURRAY 9.9.19/1; SIR ANDY MURRAY 9.9.19/2; SIR ANDY MURRAY 9.9.19/3; SIR ANDY MURRAY 10.9.19**, Four preparatory sketches, charcoal on paper, by Maggi Hambling, 2019  
Offered by the artist as an anonymous gift.

### List of portraits ACCEPTED as a long-term loan

**William Pope, 1<sup>st</sup> Earl of Downe**, Oil on canvas by Robert Peake, c. 1605  
Offered by a Private Collector (via Nevill Keating Pictures) as a long-term loan for a period of three years

**King Richard III**, Oil on panel, English School, sixteenth century  
Offered by a Private Collector (via Nevill Keating Pictures) as a long-term loan for a period of three years

David P. J. Ross

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Chair

13 May 2020

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Date