

**Minutes of the 788<sup>th</sup> Meeting of the Board of Trustees  
held at the Wolfson Room, The British Academy, on 11 May 2022**

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<b>PRESENT:</b>	David Ross	Chair of the Board of Trustees
	Roger Blundell FCA	
	Dr Mark Cecil	
	The Rt Hon Chris Grayling MP	
	Marcus Harling	
	Inaya Folarin Iman	
	Dr Joanna Kennedy OBE	
	Simon Sebag Montefiore	
	Rebecca Salter PRA ( <i>from item 8</i> )	
	Bjorn Saven	
	Blake Shorthouse	
	The Rt Hon Mark Spencer MP ( <i>from item 8</i> )	
	Sir Peter Stothard	
	Christopher Townsend CBE	
	Rachel Wang	
	Professor Shearer West CBE	
	Jonathan Yeo	
<b>IN ATTENDANCE:</b>	Dr Nicholas Cullinan	Director
	Alix Gilmer	<i>Inspiring People</i> Project Director
	Effie Koliou	Head of Governance (Minutes)
	Ros Lawler	Chief Operating Officer
	Dr Alison Smith	Chief Curator
	Anna Starling	Director of Commercial
	Sarah Tinsley	Exec. Director, Programmes & Partnerships
	Denise Vogelsang	Director of Communications and Digital
	Lesley Williams FCA	Chief Financial Officer
		External Consultant
		External Consultant
		External Consultant

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

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## **1. WELCOME AND APOLOGIES**

- 1.1 The Chair welcomed Blake Shorthouse to his first meeting. Mark Spencer MP was welcomed in absentia and it was noted that he would join later in the meeting.
- 1.2 It was noted that a quorum was present.

## **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 MEETINGS HELD ON 2 FEBRUARY 2022**

- 3.1 The minutes of the 787<sup>th</sup> meeting held on Wednesday 2 February 2022 were agreed by the Trustees as a true and accurate record.

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

- 4.1 The action points log was reviewed by the Board and it was noted that all actions were completed, in hand or covered elsewhere on the agenda.

### **5. CHAIR'S BUSINESS**

- 5.1 The Chair of the Board of Trustees thanked the Director of Communications and Digital, Denise Vogelsang, for presenting at lunch before the meeting an overview of digital plans noting the importance of digital in enhancing visitor experience and access to the Collection.
- 5.2 Trustees congratulated Roger Blundell on his reappointment to the Board.
- 5.3 The Board thanked Jacob Rees-Mogg MP who had recently retired from the Board of Trustees for his service as Trustee.

### **6. DIRECTOR'S UPDATE**

- 6.1 The Director introduced his report noting excellent progress with the *Inspiring People* project and plans for the rehang of the national Collection. It was advised that focus remained on completing the capital works and ensuring operational readiness for the relaunch.
- 6.2 Trustees were updated on several meetings with the DCMS which had taken place since the last Board. It was noted that the Gallery's Grant in Aid for the year had been confirmed. Covid relief support was also available to museums and galleries, subject to strict eligibility criteria.
- 6.3 Trustees were informed that work was underway to develop the Gallery's next 10-year plan, with a series of workshops involving staff and Trustees planned in the autumn. A verbal update was provided on fundraising. It was advised that new strategies for areas for growth including Membership, Events and Corporate Development would be presented to the Trustees over the coming months.
- 6.4 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]

### **7. INSPIRING PEOPLE PROJECT UPDATE**

- 7.1 The *Inspiring People* Project Director introduced this item. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]

- 7.2 Trustees were advised that the procurement process for interpretation and in gallery digital packages was underway. [INFORMATION REDACTED in accordance with section 31 of the Freedom of Information Act 2000 – Law Enforcement] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication] It was also confirmed that digital proposals for the new galleries would continue to be considered by the Curatorial Committee as content plans develop.
- 7.3 The Board welcomed the update. It was agreed that a site tour for Trustees, to include examples of digital elements being considered for the new galleries, would be held prior to the next meeting.
- 7.4 Trustees received a verbal update on catering. It was noted that the tender process for both catering spaces would be launched in early June. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 7.5 Trustees noted the project financial summary to 31 December 2021 and the strategy for managing future cost and programme risks. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]

*Mark Spencer and Rebecca Salter joined the meeting.*

[INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] *joined the meeting for this item.*

## **8. VISION, VALUES AND BRAND**

- 8.1 [INFORMATION REDACTED in accordance with section 40 of the Freedom of Information Act 2000 – Personal Data] presented an update on the Brand concept development. It was noted that since the last update the proposed brand concept had been further developed based on qualitative and quantitative feedback and audience research, including a series of workshops with Gallery staff and Trustees.
- 8.2 The Board welcomed and endorsed the revised Vision and Values, which had been previously presented for discussion and included in the meeting pack by way of background. Trustees noted the importance of developing a clear brand identity style guide to ensure consistency across all materials and Gallery communications. It was noted that design work on key assets of the Gallery's brand identity was underway and would conclude over the coming months. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 8.3 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 8.4 The Board discussed the process for signing off imagery and campaign materials noting that the reopening campaign would be reviewed by the Reopening Committee prior to being finalised.
- 8.5 Trustees confirmed that they approved the overall direction of travel and agreed to delegate the detailed sign off of the new brand identity proposals to the Reopening Committee.

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

## **9. OPERATIONAL READINESS UPDATE**

- 9.1 The Board received a progress update on strategic and operational planning for the relaunch noting good progress across all work streams. It was reminded that these work streams sat outside of the formal *Inspiring People* project scope however they were essential for the successful re-opening of the Gallery in 2023.
- 9.2 Trustees noted that since the last meeting a countdown calendar of activities with monthly project milestones had been developed to more effectively monitor progress against all work streams. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]. Trustees welcomed the opportunity these strategic reviews offered to realise the *Inspiring People* ambitions and make the Gallery more accessible and welcoming to all.
- 9.3 Trustees discussed the Launch Communications Strategy noting ongoing discussions with potential content partners and sponsors. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 9.4 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 9.5 Trustees noted the significant amount of work to be delivered, particularly in relation to the reopening events. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]

## **10. REPORT FROM CURATORIAL COMMITTEE**

- 10.1 The Chair of the Curatorial Committee presented the report.
- 10.2 Trustees noted the update on the writing programme. [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication] It was confirmed that texts for panels and captions would be shared with the full Board following their review by the Curatorial Committee.
- 10.3 The Board considered and endorsed the Curatorial Committee's recommendations regarding the list of additional works proposed for inclusion as part of the reopening displays. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 10.4 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]

- 10.5 Dr Alison Smith, Chief Curator, presented the works on offer. The Board APPROVED the acquisition of [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication].
- 10.6 The Board considered and endorsed the Curatorial Committee’s recommendation [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication].
- 10.7 [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]

## **11. ADMINISTRATIVE AND STATUTORY MATTERS**

- 11.1 Trustees noted the matters approved since the last meeting. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] and [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 11.2 The Board ratified the outcome of the meeting held Thursday 31st March 2022. [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 11.3 Trustees considered proposed changes to the Board’s sub-committee membership and structure and AGREED:
- To establish a Reopening Committee tasked with overseeing planning arrangements for the full reopening campaign period and to delegate the final drafting of the Reopening Committee Terms of Reference and appointments to the Committee to the Chair’s Group;
  - The revised Curatorial Committee and Remuneration Committee Terms of Reference;
  - To reappoint Sir Nicholas Blake to the Ethics Committee for a further term of four years, from July 2022;
  - The proposal to set a maximum term of office for independent members of four plus four years, subject to satisfactory performance, to allow for periodic refreshing.
- 11.4 Trustees APPROVED the deed of covenant between the Gallery and the Trading Company and authorised the Chair of the Board to sign this on the Board’s behalf.
- 11.5 Trustees APPROVED the revised Scheme of Delegation, Expenses Policy and Exhibitions and Displays Policy.

## **12. FINANCE UPDATE**

- 12.1 The Board reviewed the Management Information Pack as at 28 February 2022. It was advised that the year-end financial position had since improved as a result of additional DCMS support received in the last quarter and year-end adjustments to the statutory accounts.
- 12.2 The Board emphasised the need to continue to take a cautious approach in order to maintain a sound financial position in the context of increasing inflationary pressures and the significant investment required prior to the reopening.

**13. COMMITTEE REPORTS**

13.1 Trustees noted the reports of Committees.

**14. QUARTERLY REPORTS**

14.1 The quarterly reports were noted by the Trustees.

**15. FORWARD BOARD AGENDA**

15.1 Trustees noted the forward agenda plan.

**16. ANY OTHER BUSINESS**

16.1 There was none.

**17. DATE OF NEXT MEETING**

17.1 Trustees noted the date of the next meeting as Wednesday 6 July 2022.

David P. J. Ross

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Chair

6 July 2022

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Date

## Appendix

### List of works on offer ACCEPTED by the Board UNDER RULE THREE<sup>1</sup>

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

### List of works on offer ACCEPTED by the Board as Long Loans In for display as part of Inspiring People

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

David P. J. Ross

6 July 2022

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Chair

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Date

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<sup>1</sup> *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.*