

Minutes of the 792nd Meeting of the Board of Trustees held in the NPG Boardroom and via MS Teams on 10 May 2023

PRESENT:	David Ross	Chair of the Board of Trustees
	Roger Blundell FCA	
	Dr Mark Cecil	
	Marcus Harling	
	Inaya Folarin Iman	
	Dr Joanna Kennedy OBE	
	Rebecca Salter PRA	
	Bjorn Saven	
	Sir Peter Stothard	
	Christopher Townsend CBE	
	Rachel Wang	
	Professor Shearer West CBE	
	Jonathan Yeo	
	The Rt. Hon. Chris Grayling MP	
	Blake Shorthouse	
IN ATTENDANCE:	Dr Nicholas Cullinan	Director
	Ros Lawler	Chief Operating Officer
	Dr Alison Smith	Chief Curator
	Sarah Tinsley	Exec. Director, Programmes & Partnerships
	Lesley Williams FCA	Chief Financial Officer
	Anna Chambers	Head of Governance (Minutes)
	Alix Gilmer	<i>Inspiring People</i> Project Director (items 1-8)
	Sarah Hilliam	Director of Development (items 1-8)

1. WELCOME AND APOLOGIES

- 1.1 The Chair welcomed the Board of Trustees to the meeting.
- 1.2 The Rt Hon Penny Mordaunt MP and Simon Sebag Montefiore had sent apologies.
- 1.3 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 MEETING HELD ON 1 FEBRUARY 2023

- 3.1 The minutes of the 791st meeting held on Wednesday 1 February 2023 were agreed by the Trustees as a true and accurate record.

4. MATTERS ARISING AND ACTION SCHEDULE

- 4.1 The action points log was received by the Board. The Chair confirmed that all items had been completed and could be closed.

5. CHAIR'S BUSINESS

- 5.1 Following a tour of the Gallery which preceded this meeting, on behalf of the Board of Trustees the Chair congratulated the NPG team and thanked the *Inspiring People* Project Board (IPPB) for the significant progress that had been made.
- 5.2 The Chair also expressed thanks to key staff and Trustees who were closely involved in the acquisition of the *Portrait of Mai (Omai)*. On behalf of the Board, the Chair also thanked the Seller for their cooperation with the Gallery during the fundraising campaign.
- 5.3 An update was provided by the Chair on the recruitment campaign for the upcoming Cultural Trustee vacancy. It was noted that interviews had been undertaken and recommendations presented to the Prime Minister for final approval.

6. DIRECTOR'S UPDATE

- 6.1 Tracey Emin doors: the Director provided an update on the commission, reminding the Board of the scope which was for representations of women in general, rather than of sitters within the Collection. The Board reviewed mock-ups of the bronze panels in the door frames and discussed the artist's explanation of the work which would be displayed alongside the doors. It was noted that the work did not yet have a title and that the doors would be announced at the official opening of the Gallery.
Action: artist's explanation of the doors to be circulated to the Board.
- 6.2 Portrait of Mai (Omai): the Director thanked everyone who had been involved in this significant acquisition for the Gallery. An event was being held on 15 June to formally thank major donors for their support.
- 6.3 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 6.4 Operational readiness: the Director updated the Board on mass recruitment campaigns for front of house roles and volunteers which were run in February. Intensive training was underway for these teams in readiness for reopening.
- 6.5 [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 6.6 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 6.7 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 6.8 Trustees discussed further ways in which they could support the Gallery in the run-up to reopening. It was recommended that Trustees could support with meeting Patrons and other key stakeholders at events during opening week. It was confirmed that a note with details of such events would be shared with the Trustees.
Action: Key dates document to be circulated to Trustees.
- 6.9 Trustees discussed possible press coverage following reopening on the Gallery's approach to the interpretation. The Directors and Trustees were confident that it had been well judged and balanced. It was confirmed that a Q&A document would be shared with Trustees which covered the approach in more detail.
Action: Q&A document to be circulated to Trustees.
- 6.10 The Director provided an update on the Opening Party on 20 June, including a summary of guests, timings and catering. It was confirmed that HRH The Princess of Wales would be officially reopening the Gallery in the morning, which would include a tour of the Gallery's new spaces and attending a small reception.

STRATEGIC BUSINESS

7. INSPIRING PEOPLE PROJECT UPDATE

7.1 Project Update

- 7.1.1 The Chair of the IPPB confirmed that despite pressures on the programme the Gallery was on track for reopening. [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication] On behalf of the IPPB, the Chair congratulated the team for the significant achievements that had been made.
- 7.1.2 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 7.1.3 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 7.1.4 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]
- 7.1.5 An update was provided on key handover dates for the forecourt, final commissioning and building certification, artist's installation on doors, Portrait Restaurant and Third Floor WCs, the East Wing fit out and completion of collections and interpretation installation. All was scheduled to be completed within the confirmed timeframes.
- 7.1.6 Due to additional capital funding confirmed by DCMS in mid-February, previously unfunded works reported at the previous Board meeting were now funded with the approval of the Board of Trustees. This included additional fit-out costs, including furniture and digital equipment for the Learning Centre, capital scope gaps, refurbishment of the gallery benches and enhancements to the Learning Centre garden.

7.2 The Financial Summary Overview

- 7.2.1 The Board of Trustees noted the financial summary report.
- 7.2.2 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]

Alix Gilmer and Sarah Hilliam left the meeting.

8. REPORT FROM THE CURATORIAL COMMITTEE

- 8.1 The Chair of the Curatorial Committee presented the report.
- 8.2 It was reported that members of the Committee continued to work with the Curatorial team reviewing final captions prior to production. It was noted that very positive progress had been made.
- 8.3 The Board was advised that members of the Curatorial Committee have also been reviewing progress on in-gallery digital. This included films to support with interpretation and the escalator wall projections. It was noted that these would be in place for reopening, however, in the case of the projections, may be further honed and developed over a longer period. It was confirmed that the Curatorial Committee would continue to work with the team and would view in-situ at their next meeting.
- 8.4 The Chair reminded the Board of approvals given by circulation in advance of this meeting, including: ratification of the amended scope of the bronze doors commission [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]; and, approval to acquire the Raqib Shaw self-portrait. These would be ratified by the Board under item 11.

- 8.5 The Trustees considered and APPROVED in accordance with the Gallery's Acquisitions Strategy several works presented for the Primary Collection:
- Mary Patricia ('Mollie') Panter-Downes by Eileen Robey (c.1930) – Approved
 - Self Portrait ('Red Stockings') by Erica Rutherford (1970) – Approved
 - Bishop Sentamu by Benjamin Sullivan (2022) – Approved
 - Russell Tovey by Doron Langberg (2022) – Approved
 - Self Portrait 25, Self Portrait 6, and Self Portrait 2, by Issy Wood (2022, 2021 and 2021) – Approved
 - 'Mai (Afterlife) after Sir Joshua's Portrait of Omai, c. 1776' by Elizabeth Peyton (2023) - Approved
 - Terrence ('Terry') Higgins by Curtis Holder (2023) – Approved

9. OPERATIONAL READINESS

- 9.1 The COO provided an update on the Co-ordinated Delivery Plan (CDP) which was shared with Trustees prior to the meeting. The following key risks were highlighted: resources within the Digital team; the lecture theatre refurbishment, and; general concerns of staff welfare due to workload and pressure during this reopening period.
- 9.2 An update was provided on the Portrait Restaurant and Weston Wing café. [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication] It was noted that there had been a very positive response to catering press activity and that the PR campaign has been very successful.
- 9.3 [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]

Security Update

[INFORMATION REDACTED in accordance with section 40(2) of the Freedom of Information Act 2000 – Personal Data]

- 9.4 [INFORMATION REDACTED in accordance with section 40(2) of the Freedom of Information Act 2000 – Personal Data] provided Trustees with an update on security arrangements for the Gallery including for the VVIP visit, the Opening Party and general day to day security once the Gallery reopens to the public. Trustees were also updated on progress of mobilising the new security services contract which had recently been approved.
- 9.5 Assurance was also provided to the Board on the training, expertise and experience of the security team in incident and protest management and counter terrorism and the various stakeholders, including the Met Police, the Gallery would be working with to manage such scenarios on a day to day basis when the Gallery was in operation.
- 9.6 The Board questioned the main risks relating to security. [INFORMATION REDACTED in accordance with section 31 of the Freedom of Information Act 2000 – Law Enforcement]
- 9.7 Overall it was agreed there was a need for balanced approach to be taken with security presence to ensure that it was not overwhelming for the visitor experience.

Professor Shearer West left the meeting.

- 9.8 It was agreed that an updated security plan, including a summary of main risks and mitigating actions, would be shared with the Reopening Committee (Opening Party and VVIP visit) and the Audit and Risk Committee (day-to-day security operations).
Action: Heritage Protection Manager to provide an update to the respective Committees.

[INFORMATION REDACTED in accordance with section 40(2) of the Freedom of Information Act 2000 – Personal Data]

- 9.9 The Board questioned the confidence of the executive team in the management of risks relating to site management and alignment/coordination of site activities, particularly given the recent changes to personnel in the estates team. The COO advised of actions which were in place to manage and coordinate site activities until reopening. Furthermore, a plan was also being put in place to increase the resource and expertise within the estates team.

Other operational updates

- 9.10 Communications – the COO provided a summary overview of communications activity scheduled in the forthcoming weeks, including press releases regarding recent acquisitions, the Gallery's catering offer, and the Paul McCartney exhibition. Partnerships with Transport for London, Blue Peter, Children in Need, Radio 4 and the Telegraph were also in place to promote the opening of the Gallery.
- 9.11 Portrait Mode – the COO confirmed that Portrait Mode would be live from 1 June where over 80 arts venues and organisations from across the country would be joining the Gallery in celebrating portraiture. Portrait Mode would also be introducing an annual 'International Portrait Day' to be celebrated on 23 June. It was agreed that the Portrait Mode toolkit would be shared with Trustees in order that they could participate.
Action: Portrait Mode toolkit to be circulated to Trustees.
- 9.12 Events – a summary of upcoming events was shared with the Board, including the Official Opening Event and Opening Party. Details of the First Look Festival were shared which included a series of 'in conversation' talks and open studio activities involving high profile individuals, such as Tracey Emin, Jamie Fobert, and Sir Paul McCartney. It was agreed that a summary of upcoming events would be shared with Trustees.
Action: Summary of events to be circulated to Trustees. All to feedback to Head of Governance on suggested guests.
- 9.13 Visitor Experience – the Visitor Charter and uniforms for the Visitor Experience team were reviewed by the Board. Over 100 members of staff have been recruited into the Visitor Experience team following the mass recruitment exercise in March and the COO informed that a comprehensive training programme was underway.
- 9.14 Retail product range – the COO provided a summary of the retail product ranges which would be available in the Gallery shop, featuring the core, exhibition, specialist, artist and limited editions, and bought in product ranges. Products included tote bags, mugs, t-shirts, prints, children's products, jewellery and home accessories.
Action: PowerPoint slides to be shared with Trustees.

10. FINANCE UPDATE

- 10.1 It was highlighted from the Management Information Pack (MIP), as at 28 February 2023 [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication]
- 10.2 The CFO highlighted that the valuation of the Portrait Pavilion and the Gallery was currently underway. It was agreed that this would be discussed with the Chair of the Audit and Risk Committee in the first instance.
- 10.3 The Board of Trustees was reminded that the budget for 2023-24 was approved by circulation following the previous meeting [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests]

Dr Alison Smith left the meeting.

11. GOVERNANCE, ADMINISTRATIVE, AND STATUTORY MATTERS

11.1 The Board RATIFIED the following approvals which were given by circulation: approval to expend the Drue Heinz fund towards the *Portrait of Mai* acquisition; [INFORMATION REDACTED in accordance with section 22 of the Freedom of Information Act 2000 – Future publication] approval of the security services contract; approval of the Gallery budget for 2023/24; approval to acquire *Self Portrait* by Raqib Shaw; [INFORMATION REDACTED in accordance with section 43 of the Freedom of Information Act 2000 – Commercial Interests] endorsement of the revised scope of the bronze doors commission, and; the approval to acquire the *Portrait of Mai* and delegation to the Chair for signing of the relevant agreements associated with the acquisition.

11.2 On the recommendation of the Audit and Risk Committee, Trustees AGREED the amendments of the Data Protection Policy and the Scheme of Delegation.

11.3 On the recommendation of the Trading Company Board, Trustees AGREED the Deed of Covenant between the Board of Trustees of the NPG and the NPG Company Ltd.

11.4 The Trustees reviewed the proposed Fundraising Trustee specification. All feedback on the revisions were to be shared with the Head of Governance to collate for further discussion at the next Chair's Group meeting.

Action: All Trustees to feedback comments on the role specification to Head of Governance.

11.5 The Trustees AGREED for authority to be delegated to the Director to sign the corporate sponsorship contracts with Bloomberg, Bank of America and Taylor Wessing.

11.6 [INFORMATION REDACTED in accordance with section 31 of the Freedom of Information Act 2000 – Law Enforcement]

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

11.8 Other matters contained within the report were noted.

12. COMMITTEE REPORTS

12.1 Trustees noted the reports of Committees.

13. STANDING REPORTS

13.1 Trustees noted the standing reports.

14. FORWARD BOARD AGENDA

14.1 Trustees noted the forward agenda plan.

15. ANY OTHER BUSINESS

15.1 Retirement from the Board of Trustees – on behalf of the Board, the Chair thanked Dr Joanna Kennedy OBE for her significant contribution to the Gallery during her tenure as a Trustee at NPG. The Board expressed their gratitude for her extraordinary support for the *Inspiring People* project and her chairmanship of the *Inspiring People* Project Board.

16. DATE OF NEXT MEETING

16.1 Trustees noted the date of the next meeting as Wednesday 5 July 2023.