

MINUTES OF A MEETING OF THE BOARD OF CONTROL OF THE ART STUDENTS LEAGUE OF NEW YORK HELD WEDNESDAY, APRIL 10, 2019, PURSUANT TO NOTICE DULY GIVEN, IN STUDIO 6 AT THE ART STUDENTS LEAGUE, 215 W 57TH STREET, NEW YORK, NY.

1. The meeting was called to order at 6:10p.m. with President Thomas Harvey in the chair.

Board of Control (BoC) Members Present: Thomas Harvey, Ezra Bookstein, Beth Berns, Charlotte Bialek, Cathy Blake, Luz-Mary Harris, Robert Morris, Julia Salinas, Raj Shahani, Jeff Sundheim (by telephone).

Absent: Mary Jo Anzel, Robin Frank

Also present: Executive Director Michael Rips, Jennifer Solomon, CDO, Karen Gaines, CFO, and Manager Thomas Tacik, taking minutes.

2. **Approval of Minutes:** The minutes of the previous meeting of the BoC, held March 13, 2019, having been circulated to the board members, were approved unanimously.
3. **Certificates of Completion:** There were no Certificates of Completion to approve.
4. **Membership Reinstatement Requests:** The following membership reinstatement request was approved:

Helen Ferrulli

Lillian Levy

Beth Roberts

5. **President's Report:** President Thomas Harvey delivered the following remarks:

Well, it's that time of year again — another Members Meeting this evening. I actually look forward to these as an opportunity to hear from some of our most vocal members, but also as a chance to let them know that their Board of Control, working with Executive Director Michael Rips and his management team, is keeping the League on track to be the successful, relevant, well respected, financially sound institution that it is for many generations to come. We have challenges, as does any organization attempting to respond to diverse constituencies. Hopefully we can embrace those and overcome them.

Our committees have been active, perhaps none more so than the Strategic Planning Committee under the leadership of Julia Salinas and with the very active support of Charlotte Bialek and Luz-Mary Harris. I look forward to hearing from them this evening. Also, the Development Committee under Beth Berns' leadership is doing some interesting things. I believe that Jennifer Solomon, Director of Development, will be discussing a recent trip she took to London and Paris in conjunction with our efforts to work with the Ford Foundation and its president, Darren Walker. A significant grant from an organization as prestigious as the Ford Foundation would be a particular validation for the League and our efforts. And, of course, we are also pursuing other grant opportunities.

Nothing brings out the membership like the inconvenience of having their studio space shut down unexpectedly. We all know that happened in Studios 15 and 16 two weeks ago. I have no doubt that that will be brought up tonight and Michael and Tim Sleeper are prepared to address it.

Another issue that I know will come up relates to the Saturday morning welding classes. Again, Michael will be prepared to discuss that.

And how do I know it will be coming up, you ask. In going through the various notes left in the whistleblower box, I saw one from a member who said he would bring it up. There were also notes complaining about the color of the 2nd floor hall way, saying that we should recycle more and complaining about the plaques in front of our building being hidden behind the scaffolding. When the

law was passed a few years ago mandating a whistleblower policy, these really weren't the issues envisioned as rising to this level — but I'll take whatever comments our members have to offer.

This evening we will also be asking Michael and his leadership team to sit together in the front of the room so that as questions are raised, they will be in a position to take a microphone and respond. This is something that was suggested by Mary Jo Anzel a year or so ago. The team has always been in the room, but sometimes just mixed in with the crowd.

In my remarks to the members, I'll be reminding them that the minutes of these meetings are posted on the League's web site so that, should they be curious, they can get an idea of what it is that we discuss. I hope they will find it reassuring to see that the deliberative process is laid out in some detail. Essentially, we are writing the history of the League by making all of this available.

My wife and I will be out of the country when we have our next meeting, so I have asked Mary Jo Anzel, as Vice President for Women, to chair that.

Again, thank you all for all that you do for the League.

6. **Executive Director's Report:** Executive Director Michael Rips delivered remarks on the following:

- Resolution of the studio 15 ceiling panel and skylight issue
- Exploration of online course offerings, expanding outreach, producing podcasts and using online media
- A meeting with board member Robin Frank and representatives from In Collect, a virtual gallery, to explore the potential of an online venue for League instructors
- Progress of current M2M fabrication and installation, and planning for the next iteration of the program
- On-going research and analysis of HVAC system replacement; report should be available within a month

At the conclusion of Mr. Rips' remarks, board member Robert Morris commented that podcasts and other online initiatives were excellent ideas and the League has a great pool of suitable talent.

7. **Finance Report:** Chief Financial Officer Karen Gaines reviewed financial reporting through the end of February 2019, and provided an update on expenses, revenue and the endowment, as well concerning upgrades to the payroll and registration systems.

8. **Development Report:** Chief Development Officer Jennifer Solomon made her remarks during the Development Committee Report.

9. **Committee Reports:**

Development Committee: Committee chair Beth Berns reported that only 16% of the membership have donated funds to the League. Ms. Solomon distributed an update on the response to President Harvey's e-mail to the membership. There followed a discussion on the response to donors regarding outreach and cultivation. Ms. Berns discussed the idea of board members speaking in their respective classes about development at the League. There followed a discussion regarding membership dues.

Ms. Solomon then reviewed notes from a recent committee meeting and highlighted plans for the upcoming gala, a grant application to NYSCA, meetings with Ford Foundation representatives and other contacts made during her trip to Paris and London, including meetings at the Royal Drawing School and Oxford University. There followed a general discussion about the concept and structure of the gala.

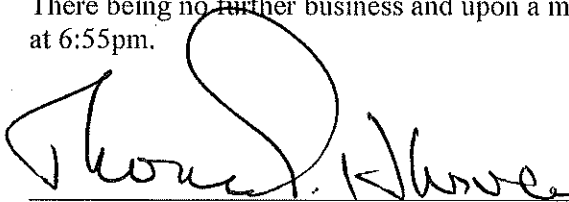
Strategic Planning: Committee chair Julia Salinas updated the board on weekly committee meetings that have been taking place and thanked Executive Director Rips for attending. Ms. Salinas likewise thanked the other committee members for sharing the work of the committee and announced the roll-out of a new survey intended to gather input from League members and to include them in strategic planning. Ms. Salinas concluded with a discussion of planned focus group meetings with instructors.

Finance: Board member Beth Berns, speaking on behalf of committee chair Mary Jo Anzel, discussed the schedule for the budget review. CFO Karen Gaines announced the committee meeting schedule.

10. New Business:


Upon a motion duly made and seconded, the board voted unanimously for the appointment of Michael Rips and Karen Gaines as Authorized Officers for 401(k) accounts and discharged Jennifer Solomon from this duty.

There being no further business and upon a motion duly made and seconded, the meeting was adjourned at 6:55pm.



Thomas E. Harvey, President
6/12/19

Date



Thomas Tacik, Staff Member (Taking Minutes)
6/12/19

Date