

MINUTES OF A MEETING OF THE BOARD OF CONTROL OF THE ART STUDENTS LEAGUE OF NEW YORK HELD SEPTEMBER 23, 2020, PURSUANT TO NOTICE DULY GIVEN, VIA INTERNET TELECONFERENCE (ZOOM).

1. The meeting was called to order at 6:00 p.m. with President Robin Frank in the chair.

Board of Control (BoC) Members Present: Robin Frank, Beth Berns, Charlotte Bialek, Ezra Bookstein, Nelsena Burt-Spano, Michael Jacobs, Stephen Rosenthal, Julia Salinas, Jeff Sundheim, and Jacquetta Szathmari. Absent: Cathy Blake.

Also present: Karen Gaines, CFO; Eric Raff, HR Officer; Development Consultant Rachel Weingeist and Manager Thomas Tacik, taking minutes.

2. **Approval of Minutes:** The minutes of the previous meeting of the BoC, held August 19, 2020, having been circulated to the board members, were approved, as amended.
3. **President's Report:** President Robin Frank reported on the following items:
 - Mold remediation and contract for renovations
 - Floor-by-floor review of work to be conducted
 - Engineering review of basement HVAC systems
 - 58th Street entrance gates
 - Lighting to be provided for models
 - New Voice Over Internet (VOI) telephone system upgrade
 - Recent meetings with instructors

There followed a brief discussion regarding lighting for models.

At this point in the meeting there took place a series of resolutions, as follows:

- 1) Upon a motion duly made and seconded, Board members present voted unanimously for Michael Jacobs to Chair the Audit Committee;
- 2) Upon a motion duly made and seconded, Board members present voted unanimously to accept Amendments to the League's By-Laws as voted on by the Art Students League Membership on August 12, 2020;
- 3) Upon a motion duly made and seconded, Board members present voted unanimously to increase the hourly rate of models hired by the League from \$18 to \$22, effective October 1, 2020, and to purchase lighting to be distributed to models for use in online classes;
- 4) Upon a motion duly made and seconded, Board members present voted unanimously to accept a \$5,000,000 Line of Credit from Chase Bank, as recommended by the Investment Advisory Committee and the Finance Committee.

4. **Committee Reports:**

Artistic/Executive Director Search: Committee Chair Charlotte Bialek updated the Board on the progress of the search for the Artistic/Executive Director position, noting that the field has been narrowed to three candidates who have been interviewed by the Board, which will meet shortly to make a final decision.

Constitution Reform Committee: Committee Chair Charlotte Bialek stated that the next round of amendments were being prepared for a vote by the Membership at the Annual Meeting in December. There followed a discussion regarding the caucus meeting on October 14 and plans for a town hall meeting to follow.

Programs: Committee Chair Charlotte Bialek reported on a recent committee meeting and provided an update on enrollment and tuition figures. Vice President Bialek then discussed the Online Learning Manager position and recommended funding for this position. There followed a discussion regarding improving online classes and the possibility of hybrid online and in-person classes.

Development: Committee Chair Jeff Sundheim provided an overview of recent grant applications and iWave data management. Mr. Sundheim also discussed the concept of a gala as a combined development and member outreach event, noting the importance of bringing the community together at this time.

Mr. Sundheim and Development Consultant Rachel Weingeist discussed communication strategies for reaching out to the Ford Foundation. Mr. Sundheim also discussed a possible planned giving event and tribute exhibition for members who passed-away this year.

Ms. Weingeist went on to discuss a recent meeting, which included Board Member Michael Jacobs, with New York City Commissioner of Cultural Affairs Gonzalo Casals. Ms. Weingeist also provided an update on the 10-year grant history report, and iWave data analysis of prospective donors.

Building: Board Member Stephen Rosenthal briefly discussed an upcoming meeting with a building engineer to review HVAC issues.

Member Outreach: Vice President Charlotte Bialek discussed an upcoming committee meeting to develop member outreach initiatives. President Frank discussed a request to instructors to donate their artwork to the League's Permanent Collection. President Frank also discussed the purchase for the Permanent Collection of a pastel by Harvey Dinnerstein and his donation of a self-portrait.

Finance: Committee Chair Beth Berns reviewed the Colonial Consulting Investment Summary. Board Members present agreed upon the reopening of the League's art supply store. CFO Karen Gaines reviewed the revenue report. There followed a discussion regarding tuition increases, the timeline for reopening the League, revenue from online classes, the cost of conducting online classes, and comparative tuition rates with competitive programs.

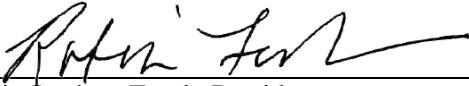
Mr. Jacobs led a discussion regarding investment drawdown. CFO Karen Gaines reviewed current financial figures. Mr. Jacobs recommended delaying a tuition increase until January, based on the investment portfolio's performance. Board Member Julia Salinas recommended communications to the Membership regarding ongoing building improvements and the cost of online classes. Vice President Bialek proposed revisiting the question of tuition increase in November following a study of comparative tuition rates.

5. New Business:

Board Member Jacquetta Szathmari led a discussion regarding the Online Learning Manager position. Ms. Berns noted that funding for this position could be considered by the Finance Committee. Vice President Ezra Bookstein noted that the administration could be greatly aided by staffing this position. HRO Eric Raff provided an update on the interview process for the Online Learning Manager position.

Upon a motion duly made and seconded, Board members present voted unanimously to approve for inclusion in the budget the creation of the Online Learning Manager position, with an annual salary of \$70,000.

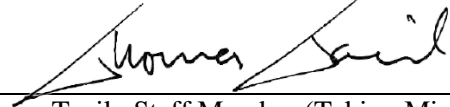
There being no further business, and upon a motion duly made and seconded, the meeting was adjourned at 8:20 p.m.



Robin Lechter Frank, President

10/27/2020

Date



Thomas Tacik, Staff Member (Taking Minutes)

10/27/2020

Date