

MINUTES OF A MEETING OF THE BOARD OF CONTROL OF THE ART STUDENTS LEAGUE OF NEW YORK, HELD MARCH 17, 2021, PURSUANT TO NOTICE DULY GIVEN, VIA INTERNET TELECONFERENCE (ZOOM).

1. The meeting was called to order at 5:35 p.m. with Vice President Charlotte Bialek in the chair.

Board of Control (BoC) Members Present: Beth Berns, Charlotte Bialek, Cathy Blake, Charles Sincero Chenet, Michael Jacobs, Stephen Rosenthal, Jacquetta Szathmari, Charles van Horne, and Brian Zukauskas. Absent: Nelsena Burt-Spano, Robin Frank, Jack Gordon

Also present: Michael Hall, Executive Director; Karen Gaines, CFO; Elizabeth Kingman, Director of Development; and Manager Thomas Tacik, taking minutes.

2. **Presentation of Audit:**

Vice President and Audit Committee Chair Michael Jacobs and CFO Karen Gaines introduced the audit documentation for Fiscal Year 2020. Ms. Gaines reviewed audited statements and the management letter. Vice President Charlotte Bialek remarked on the tremendous efforts of Ms. Gaines and the finance staff to keep The League financially afloat during the past year. Executive Director Michael Hall thanked Ms. Gaines on the clarity of the presentation.

Board Member Beth Berns led a discussion concerning the audit process:

1. Formation of the Audit Committee: Michael Jacobs, Chair; Beth Berns; Jacquetta Szathmari
2. Committee met to review the audit
3. Approved audit was presented to the Board of Control

3. **Approval of Minutes:** The minutes of the previous meetings of the BoC, held February 3 and February 10, 2021, having been circulated to the Board Members, were approved.
4. **Certificates of Completion:** There were no Certificates of Completion for approval.
5. **Membership Reinstatement Requests:** There were no requests for membership reinstatement for approval.
6. **President's Report:** There was no report presented.
7. **Executive Director's Report:** Executive Director Michael Hall introduced newly hired Director of Development Elizabeth Kingman.

Mr. Hall went on to review recent departmental activities.

Ms. Berns asked how many classes would be restarted in April, and how many students were anticipated. Mr. Hall responded by discussing the slow and cautious restart of select classes.

Board Member Stephen Rosenthal asked if vaccination would be required of returning students. Mr. Hall responded that the administration would follow guidelines from the Centers for Disease Control and New York State for similar businesses.

Board Member Charles van Horne asked about the willingness of instructors to return to in-person teaching, how many would want to stay with remote teaching or engage in both. Mr. Hall discussed a recent meeting with instructors, who expressed a variety of experiences and expectations.

Mr. Hall concluded by noting that a memo regarding the Learning Management System, Canvas, would be reviewed by the Finance Committee.

Vice President Charlotte Bialek proposed a review of The League's locker retention policy.

Ms. Berns asked about the status of development grant applications submitted in the previous year.

Mr. Hall reviewed responses from several foundations and noted the pending response from the NEH.

8. Committee Reports:

Finance: Committee chair Beth Berns called for the following resolution:

Upon a motion duly made and seconded, the Board unanimously approved application to the Payroll Protection Program for a loan to cover payroll expenses.

CFO Karen Gaines reviewed consolidated financial statements through January 31, 2021, and reported on the League’s portfolio.

Ms. Berns stated that the Board of Control was reaffirming that all \$1.1M capital projects for FY2021 were previously approved and are being funded from Board-designated capital funds.

Audit: Vice President and Audit Committee Chair Michael Jacobs reaffirmed the work on the audit by CFO Karen Gaines.

Programs: There was no committee report.

Collections: Committee Chair Vice President Charlotte Bialek reported on a recent committee meeting, noting that the committee continues its work on the collection management policy.

Development: Committee Chair Jacquetta Szathmari stated that the committee would be focusing on scholarship fundraising procedures.

Building: Committee Chair Stephen Rosenthal reviewed items reported by the facilities department: the progress of HVAC work, installation of a spray booth, and additional cooling for the elevator mechanical room and Information Technology office. Mr. Rosenthal also noted that a survey of the building’s exterior would be postponed to the summer, and that there was a forthcoming meeting to evaluate lighting design in the studios.

Constitution Reform: Committee Chair Vice President Charlotte Bialek called for a vote on the following resolution:

Upon a motion duly made and seconded, the Board unanimously approved the posting of proposed amendments to the By-Laws concerning: President and Vice-Presidents; Treasurer/Finances; Indemnification/Insurance; and Executive Director/Management

Ms. Berns raised the question of board endorsement of the proposed amendments. Ms. Bialek stated that this would be discussed in the next board meeting.

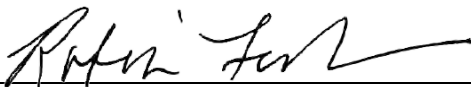
Outreach: Committee chair Brian Zukauskas thanked members of the committee and reported on recent committee activities.

There were no further committee reports.

6. New Business:

Manager Tom Tacik led a brief overview of the Microsoft Teams application group created for board members.

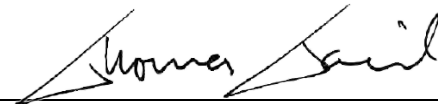
There being no further business, and upon a motion duly made and seconded, the meeting was adjourned at 7:20 p.m.



Robin Lechter Frank, President

4/14/2021

Date



Thomas Tacik, Staff Member (Taking Minutes)

4/14/2021

Date