

MINUTES OF A MEETING OF THE BOARD OF CONTROL OF THE ART STUDENTS LEAGUE OF NEW YORK, HELD MAY 12, 2021, PURSUANT TO NOTICE DULY GIVEN, VIA INTERNET TELECONFERENCE (ZOOM).

1. The meeting was called to order at 5:30 p.m. with President Robin Frank in the chair.

Board of Control (BoC) Members Present: Robin Frank, Beth Berns, Charlotte Bialek, Marcie Bronkar, Charles Sincero Chenet, Jack Gordon, Stephen Rosenthal, Jacquetta Szathmari, Charles van Horne, and Brian Zukauskas. Absent: Cathy Blake, Jack Howard-Potter.

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

2. **Approval of Minutes:** The minutes of the previous meeting of the BoC, held April 14, 2021, having been circulated to the Board Members, were approved as amended.
3. **Certificates of Completion:** There were no Certificates of Completion for approval.
4. **Membership Reinstatement Requests:** There were no requests for membership reinstatement for approval.
5. **President's Report:** President Robin Frank introduced new Board Member Marcie Bronkar. President Frank then discussed plans for a Board of Control retreat to give Board Members the opportunity to discuss long term strategic planning.
6. **Executive Director's Report:** Executive Director Michael Hall reviewed departmental reports.
7. **Committee Reports:**

Finance: Committee chair Beth Berns reviewed the proposed operating and capital budgets, and the Board reviewed the League's endowment draw-down policy.

Board member Charles Van Horne led a discussion on the transition from in-person to internet-based classes and the new opportunities this presented for The League.

President Frank asked CFO Karen Gaines to review revenue forecasts and to provide a presentation on revenue margins at the next Board meeting. Ms. Gaines discussed the process of financial planning used by The League.

Resolution to accept the proposed FY 2022 Operating Budget: Upon a motion duly made and seconded, the Board voted, with one abstention, to accept the FY2022 Operational Budget of \$12.3MM with a \$5.75MM of portfolio draw-down, as follows: \$4.12MM towards the Operational Budget, and \$1.63MM towards the Capital Budget. The resolution passed.

Resolution to accept the proposed FY 2022 Capital Budget of Board-Designated Funds: Upon a motion duly made and seconded, the Board voted, with one abstention, to accept the FY2022 Capital Budget of Board-Designated Funds in the amount of \$1.63MM. The resolution passed.

Resolution to increase the Annual Registration Fee: Upon a motion duly made and seconded, the Board voted, with one abstention, to increase the Annual Registration Fee to \$55. The resolution passed.

Programs: Vice President Charlotte Bialek discussed the committee meeting of April 27th, reviewed current registration numbers, and discussed programming plans for outdoor Saturday workshops.

Collections: President Robin Frank stated that the committee will continue to recommend artwork for acceptance to the Permanent Collection from the temporary collection.

Constitution Reform: Committee Chair Vice President Charlotte Bialek provided an overview of the April 21st Members Meeting voting process.

Resolution to certify the April 21, 2021 vote on amendments:

POLL	Members Present	YES	NO	Abstentions	% YES Votes
Exec. Director+	178	172	1	5	97%
President	197	172	6	19	87%
Treasurer	189	168	4	17	89%
Financial matters	184	163	3	18	89%

Upon a motion duly made and seconded, the Board voted to certify the April 21, 2021, amendment voting results. The resolution passed.

Resolution to approve posting of the amended By-Laws to the League's website: Upon a motion duly made and seconded, the Board voted to approve publication of the amended Constitution & By-Laws to The League's website.

Development: Committee Chair Jacquetta Szathmari reported on a recent committee meeting with staff, and on preparations for the next meeting with new committee members.

Building: Committee Chair Stephen Rosenthal reported on in-progress HVAC work, and beginning planning for studio lighting upgrades. Executive Director Michael Hall provided an update on working with a lighting designer and on financial planning for this project. Mr. Rosenthal also reported on a recent building inspection regarding the Temporary Certificate of Occupancy, and discussed plans for elevator renovations, as well as office planning. Mr. Rosenthal concluded his report with a discussion of an upcoming committee meeting on building planning.

Member Outreach & Communication: Committee chair Brian Zukauskas discussed responses to the recent "Notes from the Board" newsletter, and noted that the next email was being planned for the end of the summer.

There were no further committee reports.

8. **New Business**: The Board discussed the question of requiring vaccination of staff, students, and instructors. Executive Director Michael Hall discussed the administration's stance on not making vaccination mandatory while observing general trends and guidelines around businesses and vaccination, noting The League's ability to easily pivot if needed due a to monthly registration system. Board Member Stephen Rosenthal discussed approaches to vaccination requirements, and suggested that the Board take a vote on this issue prior to September. There followed a discussion on the variables underlying virus transmission, and also on the best approach to take. President Robin Frank and Board Member Beth Berns advocated for a wait-and-see approach to this question.

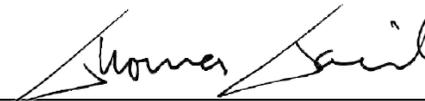
There being no further business, and upon a motion duly made and seconded, the meeting was adjourned at 8:15 p.m.



Robin Lechter Frank, President

6/9/2021

Date



Thomas Tacik, Staff Member (Taking Minutes)

6/9/2021

Date