

MINUTES OF A MEETING OF THE BOARD OF CONTROL OF THE ART STUDENTS LEAGUE OF NEW YORK, HELD NOVEMBER 10, 2021, 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, Cathy Blake, Charles Sincero Chenet, Jack Gordon, Jack Howard-Potter, Stephen Rosenthal, Jacquetta Szathmari, Charles van Horne, and Brian Zukauskas. Absent: Marcie Bronkar,

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

2. **Approval of Minutes:** The minutes of the previous meeting of the Board of Control, held October 13, 2021, having been circulated to the Board Members, and upon a motion duly made and seconded, were approved.
3. **Membership Reinstatement Requests:** Upon a motion duly made and seconded, the following requests for membership reinstatement were approved:

Richard Fallica	Celine Son
Alexander Flikshteyn	Rudyard Tatarinov
Luis Romero	
4. **President's Report:** President Robin Frank discussed the process of appointing new board members and called for Board Members to volunteer for the search committee. There followed a brief discussion of the interview process. Also discussed was the date of the first meeting of the new board in December.
5. **Executive Director's Report:** Executive Director Michael Hall reviewed departmental presentations and provided updates on the following:
 - Report on Ai WeiWei interview with PBS/Frontline filmed in the gallery
 - A recap of the Gala
 - November classes update
 - In-person and online enrollment
 - Instructor response (in-person)
 - Building/Scaffolding update: 57th Street side removed; only sidewalk bridge remains; 58th Street side remains half yet to be removed pending DOT moratorium, projected for January 2022 completion
 - Forecast of November and December activities

Mr. Hall then asked Director of Development Elizabeth Kingman to report on the Gala.

6. **Committee Reports:**

Development: Ms. Kingman provided an overview of the Gala's objectives and reviewed the event's expenses and revenue. The board thanked Ms. Kingman and congratulated her on the successful evening.

Board member Beth Berns thanked President Frank and Dr. Ron Frank for their contribution to the Gala.

Board member Jacquetta Szathmari underscored the effectiveness of President Frank's Gala speech.

Finance: CFO Karen Gaines reviewed current financial statements and stated that the next committee meeting was scheduled for November 30th.

Programs: Committee Chair Vice President Charlotte Bialek discussed the committee's potential role in the next year.

Constitution Reform: Committee Chair Vice President Charlotte Bialek discussed the results of voting for amendments to the by-laws presented at the October 27th members meeting and called for a resolution to certify the results.

Resolution to certify amendments voted on at the 10/27/21 Members Business Meeting:

Poll 1: COMMITTEES - 172 voters - 100% approved

Poll 2: ENTERTAINMENT - 172 voters - 99% approved

Poll 3: NON-DISCRIMINATION - 165 voters - 100% approved (By floor resolution and 168 voters - 99% approved - added 'religion' and 'gender identity'.)

Upon a motion duly made and seconded, the Board voted to certify the October 27, 2021, amendment voting results. The resolution passed.

Resolution to endorse amendments on Voting, Membership, and BoC Terms & Term Limits to be presented for vote at the Annual Meeting (12/1/21)

Upon a motion duly made and seconded, the Board voted to endorse amendments to be presented at the Dec. 1 Annual Meeting.

Collections: Committee Chair President Robin Frank stated that artworks being recommended for acquisition to the Permanent Collection would be presented at the next board meeting.

Member Outreach & Communication Committee Chair Brian Zukauskas stated that the issue of membership eligibility based on registration hours between online and in-person classes would be important in the following year. Mr. Zukauskas also voiced his hope that the sidewalk awning could be re-installed.

Building: Committee Chair Stephen Rosenthal discussed that status of scaffolding removal and subsequent façade inspection. Executive Director Michael Hall provide an update regarding the inspection process and schedule. Mr. Rosenthal provided an update on the bidding process for elevator renovations. Mr. Hall discussed the condition of the roof and noted that a full inspection would be needed following removal of final scaffolding. Mr. Rosenthal closed his remarks by reminding Board Members of the upcoming "blue sky" special building committee meeting, noting that the purpose of this meeting was discussion of issues pertaining to the building. Board Member Beth Berns remarked on the purpose of board designated air rights monies for capital improvements to preserve the building.

There were no further committee reports.

7. New Business:

Vice President Charlotte Bialek lead a discussion regarding the policy on membership eligibility and the inclusion of online course hours, noting that this policy would expire at the end of the year and would have to be taken up by the new board. Vice President Bialek made the recommendation that the board hire attorney Joshua Nathan to advise on this issue. Vice President Charles Van Horne expressed his hope that retiring Constitution Reform Committee members would be available to advise the new Constitution Reform Committee.

Board member Jack Howard-Potter raised the question of The League's lack of social media presence and recommended investing in this area. Executive Director Michael Hall outlined recent online posts to social media platforms. Vice President van Horne suggested that this discussion be included in upcoming strategic planning meetings. President Frank suggested reviewing committee structures to address such questions more effectively.

Board Members also discussed the format of online members meeting on Zoom, whether the meetings should continue as webinars or as open meetings so that all present could see one another.

President Frank thanked retiring Vice President Charlotte Bialek and Board Members Cathy Blake, Beth Berns, and Brian Zukauskas for their service to The League.

There being no further business, and upon a motion duly made and seconded, the meeting was adjourned to Executive Session at 7:30 p.m.



Robin Lechter Frank, President

12/8/21

Date:



Thomas Tacik, Staff Member & Asst. Secretary
(Taking Minutes)

12/8/21

Date: