

Virginia Museum of Fine Arts
Minutes of the Executive & Governance Committee Meeting
Thursday, 2 March 2015, 2:30 pm
Founder's Conference Room

There were present:

William A. Royall, Jr., President
Kelly B. Armstrong
Martin J. Barrington
Margaret Irby Clement
John H. Hager
John A. Luke, Jr.
James W. McGlothlin

By invitation:

Alex Nyerges, Director
Stephen D. Bonadies
Dr. Lee Anne Chesterfield
Ronald Forehand
Claudia Keenan
Laura Keller
Hossein Sadid

Absent:

Michael M. Connors
Thomas F. Farrell, II
Cynthia Fralin
Susan S. Goode

I. CALL TO ORDER

William A. Royall, Jr.

At 2:34 p.m., Trustee President Bill Royall called the meeting to order and thanked the board members for attending.

II. MINUTES APPROVAL

William A. Royall, Jr.

Motion: proposed by Mr. Luke and seconded by Mr. Barrington to approve the Minutes of the Feb. 3, 2015 Executive Committee meeting as distributed.

III. REPORT OF THE PRESIDENT

William A. Royall, Jr.

Mr. Royall introduced Deputy Attorney General Ronald Forehand. He encouraged the committee to contact Alex Nyerges with any questions they may have about the 2020 Strategic Plan. Mr. Royall reminded trustees of the upcoming event in celebration of *Van Gogh Manet, and Matisse: The Art of the Flower* being held at the home of the French Ambassador on March 6.

IV. REPORT OF THE FOUNDATION

Kelly Armstrong

Kelly Armstrong, President of the Foundation Board of Directors, reported that the foundation endowment is up 4.25% this year to \$252 million. She added that the proposal for the Lizzie E. Boyd Fund has been approved by the Board of Directors.

V. REPORT OF THE DIRECTOR

Alex Nyerges

Mr. Nyerges informed trustees of strategic planning progress in relation to the budget.

He reported on the status of the staff search for a Chief Curator/Deputy Director for Art & Education, adding that top candidates have scheduled interviews with trustee leadership. He noted that progress is underway for the Curator of American Art search. VMFA staff is working to draft a position description for the Curator of Modern & Contemporary Art position in light of John Ravenal's recent departure. Dr. Sarah Eckhardt has been promoted to Associate Curator of Modern & Contemporary Art.

VI. EXECUTIVE SESSION

At 2:44 pm the meeting went into closed session with the following motion.

Motion: proposed by Mr. Royall, and seconded by Mr. Barrington that the meeting go into closed session under the Virginia Freedom of Information Act, Section 2.2-3711 (A) subsections (1) of the Code of Virginia to discuss a **personnel matter** which is not public. Motion carried.

At 2:50 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Royall, and seconded by Mr. Barrington that the Committee certify that the closed session just held was conducted in compliance with Virginia State law, as set forth in the Certification Resolution distributed. Motion carried.

A roll call vote was taken, the results of which are outlined in the Certification Resolution.

Motion: proposed by Mr. Barrington and seconded by Mr. Luke that the President be authorized to negotiate and execute a new contract with the director consistent with the terms discussed in closed session. Motion approved.

There being no further business, the meeting was adjourned at 5:07 p.m.

Recorded by: Rebecca L. Morrison
Assistant for Trustee Board Relations & Museum Planning