

Executive Committee Meeting Minutes
The Claiborne Robertson Room
Wednesday, 4 September 2013, 12:00 pm

There were present:
William A. Royall, Jr., President
Martin J. Barrington
Susan S. Goode
John A. Luke, Jr.
Thurston R. Moore

By Invitation:
Alex Nyerges, Director
Stephen Bonadies
Ms. Suzanne Broyles
Dr. Lee Anne Chesterfield
Cameron O'Brion
Benjamin W. Rawles III
Ms. Jayne Shaw
Ms. Fern Spencer

Absent:
Thomas F. Farrell II
James W. McGlothlin

I. Report of the President – William A. Royall, Jr.

President, William A. Royall, Jr., called the meeting to order at 12:02 pm, and welcomed the group.

II. Minutes – William A. Royall, Jr.

Motion: proposed by Mr. Royall and seconded by Mr. Barrington that the minutes of the last meeting of the Executive Committee held on the 29th of July be approved as distributed on the 22nd of August 2013. Motion carried.

III. Report of the Director – Alex Nyerges

Alex Nyerges gave a Strategic Plan Task Force update stating that he is working out the details of the contract with the chosen consultant. It was thought that by this Friday the consultant would have a draft process for us and a strategic plan retreat could be held in late October or the first of November. The desired outcome for the retreat will be for everyone to agree on what our key issues are – that we are all on the same page. This will give the consultant the information needed to begin collecting data.

The Director explained that we are about to start advertising for the Division Head search after working with the search team comprised of Thurston Moore, Ben Rawles, Bill Royall, and Kelly Armstrong. He stated that we hope to hire by Thanksgiving or the

Christmas/New Year holiday. The search consultant is looking at deputy directors of museums who are very experienced in external affairs.

Mr. Nyerges explained that the Science Museum is exploring the idea of opening a branch in Northern Virginia. Secretary Fornash asked their Director, Rich Conti, to contact VMFA as she knew of our outreach interest in that area. A study grant has been proposed for all sections of Virginia to see what real and/or virtual services are needed. Those present advised that we continue to stay within the parameters of the strategic plan.

The Director called on Jayne Shaw who gave a development report. She provided an overview of restricted/unrestricted giving, total outright giving, and planned giving totals for fiscal years 2013 and 2014 and the percentage to budget. She announced that the total number of members on June 30th was 36,843, an increase of 23% over FY12. Total unrestricted funds raised from individuals was \$4.9 million, an increase of 33 percent. Corporate giving increased 42 percent over FY12 and exhibition support totals were \$1,038,626, 268% over FY12. She reminded the group that most of these increases were due to the great success of the Chihuly exhibition. Ms. Shaw said that FY14 priorities include unrestricted giving, technology upgrades and applications, and exhibitions. She reminded the group about the upcoming ARTrageous event saying 300 tickets have been sold to date and it was expected that one hundred more would be sold this week.

Fern Spencer provided the proposed decision packages for the 2014-2016 biennium and explained the following components to the group.

- Increase MEL and GF Funding for State Positions
- Support for Fabergé Gallery Reinstallation Capital Project
- Marketing Support for *Forbidden City*
- Increase for Enterprise MEL

Ms. Spencer provided the comparative statement of revenues, expenditures, and changes in fund balance – budget and actual for the month ending June 30, 2013 and 2012 for Museum Operations, Food Service Operations, and the Museum Shop.

President Royall welcomed Susan Goode to the Executive Committee noting that this was her first meeting since he appointed her to this committee.

Mr. Royall called for an in depth operational and IT audit saying he has asked the Foundation to consider paying for that.

At 1:00 pm the meeting went into closed session.

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 1:20 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Royall and seconded by Ms. Goode 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: Mr. Royall MEETING: Executive Committee
SECOND: Ms. Goode DATE: 4 September 2013

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Executive Committee has convened a closed meeting on this date pursuant to an affirmative recorded vote and in accordance with the provisions of The Virginia Freedom of Information Act; and **WHEREAS**, Section 2.2-3712 of the Code of Virginia requires a certification by this Committee that such closed meeting was conducted in conformity with Virginia law;

NOW, THEREFORE, BE IT RESOLVED that the Executive Committee hereby certifies that, to the best of each member’s knowledge, (i) only public business matters lawfully exempted from open meeting requirements by Virginia law were discussed in the closed meeting to which this certification resolution applies, and (ii) only such public business matters as were identified in the motion convening the closed meeting were heard, discussed or considered by the Executive Committee.

VOTE

AYES: Royall/Barrington/Goode/Luke/Moore
NAYS: None

[For each nay vote, the substance of the departure from the requirements of the Act should be described.]

ABSENT DURING VOTE: None
ABSENT DURING MEETING: Farrell/McGlothlin

IV. Meeting Adjourned

No other business was brought before the Committee and the meeting adjourned at 1:21 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
William A. Royall, Jr., President

Approved: _____ Date: _____
Alex Nyerges, Director