Virginia Museum of Fine Arts

Minutes of the Executive Committee Meeting

Monday, 8 February 2016, 3:00pm

Founder’s Conference Room

and 1800 Atlantic Boulevard, Key West, Florida

There were present:

William A. Royall, Jr., President

Michael J. Schewel, Executive Vice President

Dr. Monroe E. Harris, Jr. Vice President

Martin J. Barrington

W. Birch Douglass III

Thomas F. Farrell II

Susan S. Goode (conference)

Terrell Luck Harrigan

Satya Rangarajan

Kelly B. Armstrong, Ex-officio

By invitation:

Alex Nyerges

Stephen Bonadies

Lee Anne Chesterfield

Jody Green

Laura Keller

Claudia Keenan

Susan Nelson (conference)

A. Cameron O’Brion

Hossein Sadid

Michael Taylor

Kimberly Wilson

Absent:

Tyler W. Bishop

Ivan Jecklin

John A. Luke, Jr.

James W. McGlothlin

1. CALL TO ORDER & MINUTES APPROVAL

At 3:05 PM, Trustee President Bill Royall called the meeting to order and welcomed the committee.

**Motion:** proposed by W. Birch Douglass III and seconded by Dr. Monroe E. Harris, Jr that

the minutes of the November 18, 2015 meeting be approved. Motion approved.

1. REPORT OF THE PRESIDENT

Mr. Royall encouraged the committee members to attend the upcoming March Board of Trustee meetings that will be held in Norfolk, Virginia, and will include a tour of the Chrysler Museum. He noted that it will be a wonderful and rewarding opportunity for viewing art and discussing business. He also noted that the June 22nd Annual Full Board Meeting would include both Trustees and former Trustees and the VMFA Foundation and former Foundation board members. Mr. Royall also stated that Kelly Armstrong, Foundation President, was present and would report on the museum’s operating agreement during today’s meeting. President Bill Royall also introduced Terrell Luck Harrigan, the new chair of the Fiscal Oversight Committee, and Satya Rangarajan, a new member of the Trustee Executive Committee.

1. REPORT OF THE DIRECTOR

Director Alex Nyerges introduced new staff appointments: Kimberly Wilson, Deputy Director of Human Resources, Jody Green, Administrative Assistant to the Director’s Office, Jonathan McNamara, Chief Communications Officer, Marketing and Communications, and Paula Saylor-Robinson, Director of Audience Development and Community Engagement.

Next, the Director noted that more than 450 people attended the January 30th event, *A Floral Jubilee: The Art of Louise Cochrane*, honoring the life and artwork of former Trustee Louise Cochrane. He encouraged all of the committee members to view the exhibition of her paintings while on display. President Bill Royall then asked if a multimedia tribute could be made to Louise at the March Trustee meetings. Director Alex Nyerges noted that the Museum would plan a larger tribute at the annual meeting.

Then, Mr. Nyerges announced that the Museum has been working with AAMD and UNCF to create a paid internship that will help to support the Strategic Plan with the goal of bringing diversity into the museum through staffing. He also discussed the Cochrane budget, noting that the Museum under-spent on the budget for the event and is asking for a motion to approve the expenditures for the event.

**Motion:** proposed by Michael J. Schewel and seconded by W. Birch Douglass III that the budget for the Cochrane event be approved. Motion approved.

Lastly, Mr. Nyerges introduced Susan Nelson of Technical Development Corporation (TDC)—who was present by conference call due to snow—to present on the Strategic Plan.

1. STRATEGIC PLANNING CONSULTANT PRESENTATION

Susan Nelson of TDC updated the committee on the operationalization of the museum’s 2016 -2020 Strategic Plan. She outlined progress made this fiscal year toward creating a business model for the next five years, especially in identifying priorities and efficiencies within the existing framework, and prioritizing the use of funds.

As she reviewed the Strategic Plan, Ms. Nelson focused on the four main goals: (I) on the museum’s campus, create exceptional experience of art and culture that engage, captivate and delight a growing and diverse visitor base; (II) build the industry-leading education platform to reach every corner of Virginia; (III) elevate the Museum’s reputation in the museum field to match its outstanding collections, exhibitions and engagement; and (IV) build the organizational capacity to achieve the Plan, align these resources to the Plan and ensure long-term financial sustainability.

1. EXECUTIVE CLOSED SESSION

At 4:34 pm the meeting went into closed session with the following motion.

**Motion**: proposed by Trustee President Bill Royall and seconded by Mr. Schewel that the

meeting go into closed session under the Virginia Freedom of Information Act, Section 2.2-3711 (A) subsection (1) of the Code of Virginia to discuss a **personnel matter** which is not public. Motion carried.

At 4:58 pm, by motion proposed, seconded, and carried, the meeting resumed in open session.

**Motion:** proposed by Mr. Royall and seconded by Mr. W. Birch Douglass III

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.

1. OTHER BUSINESS/ADJOURNMENT

There being no further business, President Royall adjourned the meeting at 4:59 pm.

Recorded by: Jody Green

 Administrative Assistant, Director’s Office

MOTION: Mr. Royall MEETING: Board of Trustees

SECOND: Mr. Schewel DATE: 8 February 2016

CERTIFICATION OF CLOSED MEETING

**WHEREAS**, the Full Board of Trustees 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 Board that such closed meeting was conducted in conformity with Virginia law;

**NOW, THEREFORE, BE IT RESOLVED** that the Full Board of Trustees 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 Full Board of Trustees.

**VOTE**

AYES: Royall / Schewel / Harris / Douglass / Farrell / Goode / Harrigan / Rangarajan

NAYS: None

ABSENT DURING VOTE: None

ABSENT DURING MEETING: Barrington / Bishop / Jecklin / Luke / McGlothlin