Virginia Museum of Fine Arts

Meeting of the Executive & Governance Committee

Wednesday, June 5, 2019, 2:00pm

Founder’s Conference Room

There were present:

Dr. Monroe E. Harris, Jr., President

Jil Harris

Ivan Jecklin

Kenneth S. Johnson

H. Hiter Harris III, Ex-Officio

Absent:

David Goode

By Invitation:

Alex Nyerges

Stephen Bonadies

Caprice Bragg

Cindy Norwood

Tom Gutenberger

Jan Hatchette

Laura Keller

Hossein Sadid

Michael Taylor

Kimberly Wilson

1. CALL TO ORDER

Trustee President Dr. Monroe Harris called the meeting to order at 2:01pm and welcomed the group.

**Motion:** proposed by Mr. Jecklin and seconded by Mr. Johnson to approve the minutes of the January 22, 2019 meeting of the Executive & Governance Committee as distributed. Motion approved.

1. PRESIDENT’S REPORT

2:02pm, the meeting went into closed session.

**Motion:** proposed by Dr. Harris and seconded by Mr. Jecklin that the meeting go into closed session under the Virginia Freedom of Information Act, Section 2.2-3711(A), subsections (6) and (10) of the Code of Virginia to discuss the investing of public funds where competition or bargaining is involved, where, if made public initially, the financial interest of the Museum would be adversely affected, and to discuss and consider matters relating to specific gifts, bequests, and grants. Motion approved.

At 2:44pm, the meeting resumed in open session.

**Motion:** proposed by Dr. Harris and seconded by Mr. Jecklin that the Executive & Governance 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 approved.

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

Dr. Harris invited the committee members to attend the Annual Board Dinner on June 18th, an event for all current and former board members. During the dinner, the John Barton Payne Award will be bestowed upon Frank Raysor, one of the museum’s most generous patrons.

Dr. Harris noted that he would be submitting nominations for appointment and reappointment to the board following the June Trustee meetings. He encouraged the committee members to send any ideas for new Trustees to Caprice Bragg. He also explained that the museum would be distributing a survey to the Board of Trustees regarding engagement, committee assignments, and other topics.

Next, Dr. Harris thanked Ivan Jecklin for his service on the committee and as chair of the Art Acquisitions Sub-committee and the Art & Collections Committee.

1. FOUNDATION PRESIDENT REPORT

Dr. Harris thanked Hiter Harris for his two years as Foundation President, during which he increased engagement and giving on the Board of Directors. Mr. Harris reported that the Foundation Board has elected Co-Presidents Jim Klaus and Lilo Ukrop, as well as new Foundation Directors Page Evans Corey, Tyler Harris, and Charlotte McGee.

1. DIRECTOR’S REPORT

Director Alex Nyerges reported that the exhibition *Jean Schlumberger: Twentieth Century Treasures from the Virginia Museum of Fine Arts* opened at the National Museum of China (NMC) in Beijing at the end of May. The exhibition is the result of a five-year cooperative agreement between the VMFA and NMC to celebrate the 40th anniversary of the establishment of formal diplomatic relations between the United States and China. Mr. Nyerges shared a draft of the Director’s Goals for FY20, encouraging the committee members to reach out with any feedback. He explained that the full report on the FY19 goals would take place in September. He encouraged the committee members to attend the exhibition opening reception for *Cosmologies from the Tree of Life: African American Art from the South*. He also informed the committee that the feasibility study results will be presented at the June 12 meeting of the Campaign Planning Task Force, to which both the Trustee Executive & Governance Committee and the Foundation Executive Committee have been invited. The Trustees will review the study results at the Full Board meeting on June 19th.

1. OTHER BUSINESS/ADJOURNMENT

**Motion:** proposed by Dr. Harris and seconded by Mr. Jecklin to adjourn the meeting. Motion approved.

MOTION: Dr. Harris MEETING: Executive & Governance Committee

SECOND: Mr. Jecklin DATE: June 5, 2019

**CERTIFICATION OF CLOSED MEETING**

 **WHEREAS**, the Executive & Governance 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 (A) 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 Executive & Governance 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 & Governance Committee.

VOTE

AYES: M. Harris / J. Harris / Jecklin / Johnson

NAYS: NONE

ABSENT DURING VOTE: NONE

ABSENT DURING MEETING: Goode