
1. The meeting was called to order at 6:30p.m. with President Robin Frank in the chair.

   **Board of Control (BoC) Members Present:** Robin Frank, Beth Berns, Ezra Bookstein, Charlotte Bialek, Cathy Blake, Nelsena Burt-Spano, Robert Ferguson, Thomas Greenbaum, Michael Jacobs, Nancy Smith, Julia Salinas. Absent: Jeff Sundheim

   Also present: Executive Director Michael Rips, Karen Gaines, CFO; Eric Raff, HR Officer; and Manager Thomas Tacik, taking minutes.

2. **Approval of Minutes:** The minutes of the previous meeting of the BoC, held January 11, 2020, having been circulated to the board members, were approved as amended.

3. **Certificates of Completion:** There were no certificates of completion to approve.

4. **Membership Reinstatement Requests:** The following membership reinstatement request was approved:

   Martine Bisagni

5. **President’s Report:** President Robin Frank delivered the following report:
   
a. First, I want to thank Board Members for their time and efforts. The committees have met and the reports are attached to the agenda and will be expanded on during the meeting.
   
b. Housekeeping
      ▪ Review of Roberts Rules (outline distributed)
      ▪ Communication: Every Wednesday I will be having a touch-base meeting with Michael (and a staff member who will be taking notes) to discuss any matters that need addressing. Michael will then communicate our concerns/questions, or any actions that need to be taken, with the appropriate staff member. Please avoid asking special favors of the staff, including asking for extensive information or chores, without at least prior consultation with the executive director or myself. We will be relying on Michael for an extensive Executive Director’s Report, which will enhance the Board’s understanding of what’s going on and will reduce Board members perceived need to question the staff. I will expand on this point during our executive session.
   
c. We are now forming a committee for review of the Constitution in order to bring our venerable document in line with the existing laws governing non-profits. Charlotte Bialek will be able to speak further on this initiative in new business.
   
d. Thanks to Tom Tacik we now have a schedule for the 57th street windows. There is a six week turn around and the Instructors are thrilled.
   
e. The exhibit on the first floor featuring works from the Permanent Collection is very exciting and I want to thank staff members and Instructor Frank O’Cain for organizing this fabulous exhibition. The next planned exhibitions are Instructors Harvey Dinnerstein, Michael Pellettieri and Sharon Sprung. Michael Rips will be elaborating more on this issue.
   
f. Instructor Ellen Eagle, who teaches a pastel painting class, informed me of the wonderful news that her portrait of Maxine Hong Kingston has been acquired by the National Portrait Gallery in Washington, DC. You may be familiar with Maxine Hong Kingston as a writer and human rights activist, and the recipient of two White House Medals conferred by Bill Clinton and Barack Obama.
   
g. 150th Anniversary; I have spoken with Karen Gaines about digitizing our Permanent Collection, catalogues and historical documents. Stephanie Cassidy, our archivist, has scanned a vast amount of
data. However, I feel that for historical purposes and transparency there is a need to have this data available to the public. I also wanted to be able to interview instructors for purposes of our legacy. The collections committee will touch on some of these issues.

h. We are also now planning for lighting upgrades and studio improvements.

6. Executive Director’s Report: Executive Director Michael Rips delivered remarks about:
   - An update on the sale of the Vytacil campus property in Rockland County
   - Visit to the League of Justice Sonia Sotomayor; discussion of plans for a dinner with the Justice and patrons of arts such as the Ford Foundation
   - A visit to Katonah Art Museum to view the exhibit “Sparkling Amazons: Abstract Expressionist Women of the 9th Street,” featuring several League artists
   - An interview with Benjamin Wolf of Forbes
   - Naming and dedication ceremony of the Fred Wong bench
   - The opening of Essentialism, the exhibition curated by Instructor Frank O’Cain
   - The upcoming exhibition of instructor Rick Brosen at Hirschl and Adler Gallery
   - Themed drawing event for Valentine’s Day
   - Discussion of new programs: John Varriano’s Tucson workshop is full; introduction of a class on Conceptual Art taught by Elizabeth Demaray; instructor Jill Nathanson’s master class for abstract painters, presenting a group of esteemed abstract painters who offer critiques of students works, lead discussion of issues in abstract art, discuss their own work
   - Reaching out to prospective instructors, following recommendations of current League instructors
   - Beginning to address issue of lights in studios
   - Discussion of Board-Staff communications protocols
   - An update on the Model to Monument program

Following Mr. Rips’s report, Director of Marketing and Creative Services Paul Livornese presented an overview of the League’s marketing strategy.

7. Committee Reports:

Finance: Committee Chair Beth Berns provided an update on recent committee meetings with the League’s portfolio managers Colonial and the Investment Advisory Committee. Ms. Berns suggested postponing Colonial’s presentation to the full board to April or May. MMs. Berns discussed the start of the budgeting process for the next fiscal year and announce the next committee meeting on February 26th, with March 5th as the next meeting of the Investment Advisory Committee.

CFO Karen Gaines stated that Michael Jacobs would join the IAC to strengthen ties between the IAC and the Board. Ms. Gaines went on to provide updates on new software for the general ledger, health insurance cost increases, and a 401(k) audit, which will result in an increase in the budget. Ms. Gaines discussed instructor 401(k) eligibility. There followed a discussion regarding the increase in healthcare premiums and the League’s coverage for employees. Upon a motion duly made and seconded, the Board voted unanimously to an increase $60 additional coverage by ASL for insurance.

Ms. Gaines went on to review financial reports. There followed a discussion regarding revenue and enrollment. Board member Thomas Greenbaum asked if this can be looked at in terms of data. MMs. Gaines replied that the new general ledger software will help us do this. There followed a discussion regarding organizational data analysis. Ms. Gaines concluded her remarks by discussing the budgeting process, noting that meetings with department heads to compile information would result in a presentation to the finance committee. A completed budget would then be presented to the to the full board.
**Strategic Planning:** Committee chair Julia Salinas provided the following report:

*We had 2 committee meetings for Strategic Planning in January. Jan 8th was the first SPC meeting with two new Board members and was a brief introduction to where we are in the process of strategic planning. It was great to hear from the new members about their previous outside experience in strategic planning, which will be a real boon for us at the League as we go through the writing and roll-out process this winter and spring. Michael Jacobs has been through the strategic planning process before with a couple different art institutions with many relevant similarities to the League. Thomas Greenbaum is an active strategic planning consultant with his own company and has helped scores of clients in strategic planning. They have already jumped in with many significant insights and recommendations and we are lucky to have them on the Board and joining our committee with Beth Berns, Charlotte Bialek and me as the returning members.*

*The second SP meeting was on January 29th and was a very large meeting involving several staff and administrators. This meeting was also a form of introductory meeting where we brought the attending staff up to date with the strategic planning process and introduced the new BoC members to these staff. Our topic of discussion Mission and Vision is also currently being actively worked on by the marketing department under Paul Livornese and by Genevieve Martin in External Affairs. They, along with other staff, produce public statements for marketing materials, grants and outside institutions dealing with who we are as an institution, our rich history, what our mission is, what exciting things the League is doing now, and the vision of where we are going as an institution in the future. At this meeting we heard a little bit from everybody on the topic of mission and decided that in a later small group work session we would "compare notes" on Mission and Vision, and try to work toward a consensus on the language we are using for consistency, which is so crucial to all of our messaging, and for the specific language used for all League external documents and in the Strategic Plan.*

*To that end, last week Paul, Genevieve, Charlotte Bialek (VP for Women), and I had a very productive working session devoted to Mission and Vision. It was the beginning of a reconciliation of the Board Strategic Planning work and the staff work on Mission and Vision concepts and language. That is, we are bringing together and comparing all the work we have done in strategic planning brainstorming and writing about mission and vision with all the work Paul and Genevieve have done on these same concepts, including the language they are using in their own contexts of marketing and external outreach. Of course we are always relying on key concepts from the several versions of Mission Statement that already exist in the ASL Constitution, on the League website, and on the 990's as a guiding framework. We are not reinventing the wheel or changing the mission of the League. Rather, we are trying to nail it down succinctly and make our existing mission clear and consistent. We came up with an initial short statement, a "Working Mission Statement" which we will share with the BoC and members very soon. We are meeting weekly to continue this collaborative work and to delve more in depth on both the mission and vision statements for the many uses we have for extended and more elaborated mission and vision statements.*

*On Feb 12th we have our next regular BoC meeting to discuss ways of involving the instructors, staff, and members in Strategic Planning and to go over and work on the latest draft of the Strategic Plan. We are including instructors and staff in these meetings to generate more transparency, share ideas, and bring wider circles of our community into the process.*

Following Ms. Salinas’s remarks, Mr. Rips discussed the enthusiastic participation of the staff in meetings with the committee. Ms. Salinas stated that the previous year had been focused on data collection, whereas this year the focus of the committee would be on engagement with the community with an emphasis on inclusion.
**Programming:** Committee Chair Charlotte Bialek reported on a recent committee meeting, at which was discussed committee goals. Ms. Bialek noted that the committee would serve as a means for Instructors to engage with the strategic planning process. The meeting also represented an opportunity to hear from Robert Telenick, Director of Programs. Board member Thomas Greenbaum asked if the administration was looking at programs which might be considered our competition. There followed a discussion regarding other art schools in the New York City area.

**Building:** Committee Chair Ezra Bookstein reviewed the following report of a recent committee meeting, held January 29, 2020:

We had an extensive conversation with Kenneth and Tim about the facilities. Below are details of where things stand:

Maintenance has begun a new system for submitting issues. Any email sent to maintenance@artstudentsleague.org will generate a new ticket and its progress will be tracked.

HVAC- We will be able to acquire the soon-obsolete refrigerant R22 (as needed in the near future) as we plan to replace the HVAC system in 4 or 5 years. The building may need to be closed for 3 months for that upgrade.

The Maintenance staff scheduling is being adjusted to better serve the League’s needs. This will affect those of the staff who are also taking classes and have scheduling conflicts.

The 1st floor bathroom renovation plan has been scaled back- We will not be switching the Men’s & Women’s rooms. The necessary permitting and plumbing would be too burdensome compared to the benefits.

We will be recruiting a handful of League members to form a new ad hoc Aesthetics Advisory Group, to help guide upcoming renovations to ensure a consistent League aesthetic. Its first project will be the 1st floor bathroom renovation.

The registration office flooring needs to be replaced. That will entail a big clear-out of workspaces, furniture and temp walls, and will take approximately 2 weeks. Hope to do this during Aug break.

Lighting in Studios- We will begin a formalized study, studio by studio, instructor by instructor, to determine each studio’s needs and determine how best to achieve it.

There is an idea to move the security “desk” out of the AFAS Gallery. Across the vestibule in the registration area, a ¾ wall could be built creating a security desk at its Southern end. This would do many positive things- it would allow the HVAC ducting to easily be modified to heat and cool the vestibule, rid the AFAS Gallery of the security monitors, and solve the issue of our security guards freezing in the Winter. The move would, however, change and restrict registration’s traffic flow to the 2nd set of doors.

We would like to begin a recycling 2020 initiative. We discussed League-specific issues which make this difficult, including that there is little space for more recycling bins, and that paper with paint or chemicals can’t be recycled. There is, however, a lot of newsprint, sketch paper, clean bottles and cans we could keep out of the landfill. New signage and an education campaign will be needed to help get member buy-in.

By popular demand, the Hermes sculpture will be moving out of the Gallery during the May/June break. This will cost between $5-9K. Its new location will be on the landing outside of the Vanderbuilt Gallery. We will be discussing this in the upcoming Notes From the Board.

Ms. Berns raised concerns regarding a feasibility study. There followed a discussion regarding plans for the first floor of the League building. Ms. Gaines reported on a walkthrough with Facilities Director Kenneth David. Ms. Berns recommended a broader discussion regarding plans for renovations.
**Member Outreach:** Committee Chair Cathy Blake noted that many of the things that Marketing & Creative Services Director Paul Livornese presented earlier in the meeting had been incubating and worked on in the membership committee. Ms. Blake presented a report on a recent committee meeting:

Meetings in Jan and Feb, to introduce new members to the committee and brainstorm ideas related to opportunities for enhancing member communications:

- Discussions with Paul Livornese regarding possible revisions of ASL website page; possible new designs for facade of building; exploration of ASL logo improvements to enhance our brand and our placement in NYC and beyond
- Update: Strategic planning Chair, Charlotte Bialek discussed efforts to revise both the bylaws and the constitution, with ad hoc committees contributing
- Ezra Bookstein, vice president and , Building Committee Chair, provided a brief discussion of the Aesthetics ad Hoc committee that will work on making suggestions about the design and consistency of the ASL facility appearance
- Announcement of our new Maintenance director, Kenneth David
- There was also a discussion of the mission of this committee with Cathy Blake indicating the charter states a focus on internal communications, primarily among members, including instructors.
- Work continues on the mission and vision of the League,
- A draw-a-thon on Valentine’s Day 2020, led by our own Steven Walker
- Ongoing email distribution of instructors and students regarding future shows
- Office distribution of staff directory
- ‘Meet the New Board’ reception being planned, pending space issues in our busy gallery
- Monitor Training meetings by our own office staff, all of whom have also been monitors...spent a lot of time and energy on this, with report distributed to monitors
- Fire drill/safety drills, by Building committee, Fire station, and our amazing security staff

Board Members have been available and responsive to staff, instructors, and members, and will continue to be available. We have a wonderful, exciting year ahead.

**Collections:** Committee Chair Nancy Smith reported on a recent information gathering meeting. Mr. Bookstein proposed hiring an archivist to document the permanent collection.

**Development:** Committee member Robert Ferguson reported on the search for a new Chief Development Officer, a process of screening applicants rather than conducting a broad-based recruitment. Mr. Ferguson noted that the process involves identifying candidates through established networks. There followed a discussion regarding the gift acceptance policy and financial contributions.

**New Business:** There was no new business.

There being no further business and upon a motion duly made and seconded, the meeting was adjourned at 8:40 p.m.

Robin Lechter Frank, President
3/11/2020

Thomas Tacik, Staff Member (Taking Minutes)
3/11/202