

Executive Committee Meeting Minutes  
The Claiborne Robertson Room  
Wednesday, 12 January 2011, 12:00 pm

There were present:

Thurston R. Moore, Chairman  
Mrs. Suzanne T. Mastracco, Vice-Chairman  
John A. Luke, Jr.  
James W. McGlothlin, by phone

By Invitation:

Alex Nyerges, Director  
Stephen D. Bonadies  
David B. Bradley  
Ms. Suzanne Broyles  
Dr. Lee Anne Chesterfield  
Dr. Monroe E. Harris, Jr.  
Ms. Anne Kenny-Urban  
Ms. Joan W. Murphy  
Robin Nicholson  
Ms. Jayne Shaw  
Ms. Fern Spencer  
Ms. Alexis Vaughn

Absent:

Martin J. Barrington  
Thomas F. Farrell II

**I. Report of the Chairman – Thurston R. Moore**

Chairman, Thurston Moore, called the meeting to order at 12:15 pm, and welcomed everyone. He announced that he would like VMFA to conduct a very full, broad risk management survey of the Museum. He noted that last year we had the ARMICS presentation which was very good, but we now need a report on our risks for liability, collections and other liabilities, IT, and financial and audit risks. The President said he would coordinate with the Director to get this accomplished. Alex Nyerges said he would be glad to report on the increase in security and other areas at the May 2011 Full Board Meeting.

**II. Report of the Director – Alex Nyerges**

Alex Nyerges said we have begun the budget cycle process with Fern Spencer, new Chief Financial Officer, and Anne Kenny-Urban, Budget Manager. Our goal is to have the budget process on a timetable that coincides with the fiscal year. We should have the budget for Trustee review and approval at the upcoming May meeting. If there are any last-minute adjustments to be made, they will be reviewed and approved by the Executive Committee and the budget will be in place on July 1, 2011. This budget will give us a singular look at the fiscal year ahead.

Fern Spencer noted that we should have the first draft of the budget by the April 1 Executive Committee meeting and then the Fiscal Oversight Committee will approve the preliminary budget at their May 16 meeting.

The Director reported that some senior members have requested that we have a Dual Senior Membership category as currently we only have an Individual Senior membership at \$40 and a regular Dual membership at \$65. Jayne Shaw, Interim Deputy Director for Development, asked for Executive Committee approval of a Senior Dual Membership at \$55. The following motion was proposed.

**Motion:** proposed by Mr. Luke and seconded by Mrs. Mastracco that the Executive Committee approves a Senior Dual Membership category at \$55 to become effective on July 1, 2011. Motion carried.

At 12:30 pm the meeting went into closed session.

**Motion:** proposed by Mr. Moore, and seconded by Mr. McGlothlin that the meeting go into closed session under Section 2.2-3711 (A), (1), (3), (6), (7), (9), (19) and (29) of the Freedom of Information Act to discuss a personnel matter which is not public, and real estate matters which are not public, and to discuss investment of public funds, and to discuss consultation on litigation, and for discussion of matters relating to specific gifts, bequests, and grants, and for discussion of plans related to the security of a government facility, and for discussion of the terms and scope of the contracts for the expansion, sculpture garden and parking deck where discussion in an open session would adversely affect the bargaining position or negotiating strategy of the Museum. Motion carried.

At 1:47 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

**Motion:** proposed by Mr. Moore and seconded by Mrs. Mastracco 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.

No other business was brought before the Committee and the meeting adjourned at 1:48 pm.

MOTION: Mr. Moore  
SECOND: Mrs. Mastracco

MEETING: Executive Committee  
DATE: 12 January 2011

**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: Moore/Mastracco/Luke/McGlothlin

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: Barrington/Farrell

Recorded: \_\_\_\_\_ Date: \_\_\_\_\_  
Suzanne Broyles, Secretary

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
Thurston R. Moore, Chairman

Approved: \_\_\_\_\_ Date: \_\_\_\_\_  
Alex Nyerges, Director