

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Artistic Committee Meeting
Held, pursuant to due notice, in the Marble Hall
Tuesday, 16 September 2008, 2:00 pm

Presiding: Mrs. Whitt W. Clement, Chairman
Secretary: Ms. Aiesha Halstead

There were present:

Mrs. Whitt W. Clement, Chairman
Mrs. Joel T. Broyhill
Mrs. Robert W. Cabaniss, Jr.
Dr. Herbert A. Claiborne, Jr.
Ms. Toy L. Cobbe
Mrs. Louise B. Cochrane
Dr. Elizabeth Ann Fisher
Cynthia Kerr Fralin
Susan S. Goode
Mrs. Lawrence I. Gray
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Peter Hunt
Wycliffe G. McClure
Charlotte M. Minor
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Mrs. Gordon F. Rainey, Jr.
Michael J. Schewel
Dr. Shantaram K. Talegaonkar
Ms. Tina A. Walls
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Ms. Aiesha Halstead
Ms. Li Jian
Ms. Joan W. Murphy
Robin Nicholson
John Ravenal
Ms. Sandra Rusak
Ms. Alexis Vaughn
Richard Woodward

Absent:

John B. Adams, Jr.
 John R. Curtis, Jr.
 Mrs. Jane Joel Knox
 Ms. Frances A. Lewis
 William F. Loving
 Ms. Nancy Lund
 Mrs. Patricia R. St. Clair
 Thurston R. Moore, Ex-Officio
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Mrs. Whitt W. Clement, called the meeting to order at 2:00 pm and introduced and welcomed new trustees Cynthia Fralin of Roanoke and Michael Schewel of McGuireWoods.

II. MINUTES

Motion: proposed by Mrs. Clement and seconded by Ms. Walls that the minutes of the last meeting of the Artistic Oversight Committee held on the 19th of May 2008 be approved as distributed on the 29th of July 2008. Motion carried.

III. UPDATES

Deputy Director for Sales and Marketing

Director Alex Nyerges introduced the committee to Alexis Vaughn, our new Deputy Director for Sales and Marketing. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp and the Peace Corps and said we are very glad she is here.

Exhibition Guidelines

Robin Nicholson gave a brief overview of the recently developed Exhibitions Guidelines which were mailed out to the committee to review before this meeting. These guidelines cover issues such as the display of culturally sensitive or offensive materials as well as the involvement of artists, lenders, donors and sponsors in exhibitions. They were drafted in response to a specific query in the AAM accreditation process, and are intended only to provide broad guidelines, rather than being proscriptive. The following motion was then proposed.

Motion: proposed by Mrs. Clement and seconded by Ms. Goode that the Artistic Committee approves the Exhibition Guidelines as presented by Mr. Nicholson and recommends that the Full Board approve the Guidelines at its meeting tomorrow. Motion carried.

Richmond Airport Initiative

Robin Nicholson reported on the newest VMFA collaboration with Richmond International Airport. VMFA and the Richmond International Airport will be working together to create special displays of art at strategic locations in the airport. The costs of this endeavor will be borne by the airport. VMFA staff are working to find suitable content and finding ways to ensure suitable security and environmental controls and conditions. This will be extremely beneficial for

VMFA exposure right in the center of Richmond's gateway. The first of these displays should be open by the end of 2008.

Reinstalling the Permanent Collection

Richard Woodward shared with the committee the progress on the expansion and installation of art in the new wing and existing galleries, highlighting the growth of galleries for American art, Pre-Columbian art and other galleries. He estimates that over the course of reinstallation, approximately five-thousand works will be newly installed throughout the museum.

John Ravenal reported on the plan for the new sculpture garden and highlighted some artists currently being considered for possible commissions, acquisitions and bequests. He showed an aerial view of the four acre garden which he said offers us a broad range of ways to program and install art. He noted that there are fourteen different areas in the Sculpture Garden proper and surrounding the Museum with each area suggesting different treatments. Broadly speaking these include using the permanent collection, arranging for long term loans, short term loans for outdoor exhibitions, a series of rotating temporary commissions, permanent commissions and new acquisitions. Mr. Ravenal explained that phase one of the Sculpture Garden will be completed at the time of the grand opening and will include the main lawn, terraced slope, belvedere, pools and meeting and waiting areas.

IV. UNVEILING A NEW COMMITTEE STRUCTURE

President Reynolds announced that she has created some new committees so that we can be the best we can be when the new wing opens. She has renamed the Artistic Oversight Committee the Artistic Committee and has made the Art Acquisitions Committee a full stand alone committee instead of a sub-committee. She told the group of the new Organizational Excellence Task Force which will bring together people experienced in management and public administration to look at the ways we operate this institution and report back to the Strategic Planning Committee. Barbara-lyn Morris from the Board of Trustees and Ranjit Sen from the VMFA Foundation Board have been named co-chairmen of the Advancement Committee which is just getting started.

Alex Nyerges explained that the Statewide Task Force has done such a great job it has been made into a full permanent Education and Statewide Partnerships Committee to look at our education programs for 2010 and beyond. He thanked Chairman Suzanne Mastracco and staff liaison, Sandy Rusak for their hard work. Mr. Nyerges said we have programs all across Virginia as you will see at the November Full Board meeting when the Statewide Task Force presents their report.

V. ART MOMENT

Li Jian, Curator of East Asian Art, gave a PowerPoint presentation on the Hidden Treasures of Chinese Art in our collection. She showed photographs that she took of works in our collection such as textiles and silk tapestries. The talk was enjoyed by everyone present.

VI. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Committee, and the meeting adjourned at 3:00 pm.

Suzanne Broyles, Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Artistic Oversight Committee Meeting
Held, pursuant to due notice, in The Pauley Parlor
Wednesday, 20 February 2008, 1:00 pm

Presiding: Mrs. Whitt W. Clement, Chairman
Secretary: Ms. Aiesha Halstead

There were present:

Mrs. Whitt W. Clement, Chairman
John B. Adams, Jr.
Mrs. Robert W. Cabaniss, Jr.
Mrs. Louise B. Cochrane
Susan S. Goode
Mrs. Bruce C. Gottwald
Mrs. Lawrence I. Gray
Peter Hunt
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
William F. Loving
Charlotte M. Minor
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Mrs. Patricia R. St. Clair
Ms. Tina A. Walls
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Ms. Aiesha Halstead
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandra Rusak

Absent:

Ms. Toy L. Cobbe, Vice-Chairman
Mrs. Joel T. Broyhill
Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
Dr. Elizabeth Ann Fisher
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Ms. Nancy Lund

Wycliffe G. McClure
 Mrs. Fran McGlothlin
 Mrs. George G. Phillips, Jr.
 Mrs. Gordon F. Rainey, Jr.
 Dr. David M. Randolph
 Dr. Shantaram K. Talegaonkar
 Thurston R. Moore, Ex-Officio
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Mrs. Whitt W. Clement, called the meeting to order at 1:25 pm. She summarized the meeting agenda noting that Robin Nicholson would provide a brief review of the Exhibition Portfolio, having offered a full presentation at the November meeting and that the Committee's approval would be sought at the end of the presentation to proceed with the portfolio plan. Suzanne Hall would then share the marketing plan for the *Landscapes from the Age of Impressionism* exhibition.

II. MINUTES

Motion: proposed by Mrs. Clement and seconded by Mr. Adams that the minutes of the last meeting of the Artistic Oversight Committee held on the 14th of November 2007 be approved as distributed on the 1st of February 2008. Motion carried.

III. UPDATES

Exhibition Portfolio

Robin Nicholson's presentation focused on the first twelve months of the portfolio. He noted that while seeking approval to proceed with the portfolio, the staff will continuously update the committee on changes and updates on a regular basis. Official approval will not be sought again unless there are substantial changes. He announced that since the November meeting, two exhibitions had been added to the portfolio. The first is an exhibition of Civil War drawings from Boston College to commemorate the Civil War sesquicentennial in 2011. The second is a small exhibition of art pottery being organized by Barry Shifman. Mr. Nicholson said there have been no other significant changes other than a few minor date alterations.

Other exhibitions featured in the first twelve months include:

Darkroom: Photography and New Media from 1950 to Present

Cy Twombly

Highlights from the African Collection

A Passion for Flowers

Color & Light: The Art of Louis Comfort Tiffany (We will be the only US venue.)

Picasso, Matisse and the Art of Paris (Will also tour statewide)

Sally Mann

Mourners of the Duke of Burgundy

Maharaja from the Victoria and Albert Museum, London

Robin Nicholson emphasized the importance of the *Darkroom* exhibition, noting that in 2009 MOMA will be holding a major exhibition on South African print making. *Darkroom* will be accompanied by a catalogue and many of the works by the artists in this exhibition are being acquired by major institutions across the country. This will be in the larger of the two new exhibition galleries when we open. An exhibition featuring Virginia artists will be in the smaller of the two spaces which is still a vast amount of space in terms of what we used to have in our older building.

John Adams commended Robin Nicholson for his work and asked a question regarding the financial considerations for the portfolio. Mr. Nicholson responded that the Portfolio budget will be largely supported by the business plan and current endowments. Additional support will be sought but it appears that the program will be able to support itself. Mr. Adams also asked how trustees would receive reports on the budget for the exhibition and Robin Nicholson and Alex Nyerger responded that reports would be made to the Fiscal Oversight Committee.

Meg Clement noted that the exhibition on Virginia artists would be a good opportunity to engage the General Assembly and reinforce our Statewide initiative. Robin Nicholson agreed and stated that this will be a part of an ongoing program to support Virginia artists. Mrs. Clement then asked the Committee for the following motion.

Motion: proposed by Mr. Adams, seconded by Ms. Walls that the committee approve the Exhibition Portfolio to allow staff to continue development, permit minor changes, sign exhibition contracts, develop programming and seek sponsorship where needed. Motion carried.

Advertising Strategy

Suzanne Hall then shared with the committee the ad campaign for *Landscapes from the Age of Impressionism*. She reminded the committee that while staff is working on a series of spotlight loans over the next couple of years, this exhibition will, in fact be the last exhibition before the new wing opens. The goal of this marketing program is to get better results with same amount of dollars. Ms. Hall said working with Siddall, we have created the tagline, "Meet me at the Monet." A few of the innovative approaches include ads and window displays at Stony Point and Short Pump malls, cocktail napkins at local restaurants around the city, as well as TV spots on NBC and PBS. She noted particularly that Short Pump receives about twelve million visitors a year. We will also offer cell phone guides and podcasts which share some of the words of the artists in the exhibition. There will also be a few internet ads as well.

IV. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Committee, and the meeting adjourned at 1:54 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Artistic Oversight Committee Meeting
Held, pursuant to due notice, in The Pauley Parlor
Monday, 19 May 2008, 1:00 pm

Presiding: Mrs. Whitt W. Clement, Chairman
Secretary: Ms. Aiesha Halstead

There were present:

Mrs. Whitt W. Clement, Chairman
Ms. Toy L. Cobbe, Vice-Chairman
Mrs. Joel T. Broyhill
Mrs. Robert W. Cabaniss, Jr.
Dr. Herbert A. Claiborne, Jr.
Mrs. Louise B. Cochrane
Dr. Elizabeth Ann Fisher
Susan S. Goode
Mrs. Bruce C. Gottwald
Mrs. Lawrence I. Gray
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
Wycliffe G. McClure
Mrs. Fran McGlothlin
Charlotte M. Minor
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Mrs. George G. Phillips, Jr.
Mrs. Gordon F. Rainey, Jr.
Mrs. Patricia R. St. Clair
Dr. Shantaram K. Talegaonkar
Ms. Tina A. Walls
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Ms. Aiesha Halstead
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Dr. Susan Rawles
John Henry Rice
Ms. Sandra Rusak

Absent:

John B. Adams, Jr.
 John R. Curtis, Jr.
 Peter Hunt
 William F. Loving
 Ms. Nancy Lund
 Dr. David M. Randolph
 Thurston R. Moore, Ex-Officio
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Mrs. Whitt W. Clement, called the meeting to order at 1:18 pm. Director Alex Nyerges introduced the committee to the two new curators present John Henry Rice, Associate Curator of South Asian Art and Dr. Susan Rawles, Assistant Curator of American Decorative Art. He noted that Sheila Payaqui, Assistant Objects Conservator was now on board. The Committee was pleased to welcome the new staff members.

II. MINUTES

Motion: proposed by Mrs. Clement and seconded by Ms. Goode that the minutes of the last meeting of the Artistic Oversight Committee held on the 20th of February 2008 be approved as distributed on the 19th of March 2008. Motion carried.

III. UPDATES

Exhibition Portfolio

Robin Nicholson gave a brief report on some changes to the Exhibition Portfolio. Due to the American Federation of Arts having difficulty in acquiring key loans for the exhibition, *Passion for Flowers*, VMFA has taken the lead and become collaborators and co-organizers for the exhibition. This will save money in exhibition loan fees and allow us a great deal more flexibility in timing and scheduling. This exhibition will now be shown at VMFA a year later in Spring 2011 to allow greater time to negotiate the critical loans. This will allow us to revert to our preferred scheduling of the first major banner exhibition four to six months after the opening of the new wing. The inaugural banner exhibition will therefore now be the Louis Comfort Tiffany exhibition, *Tiffany: Master of Glass* opening May 2010.

Statewide Realignment

Sandy Rusak summarized the current progress of the Statewide Task Force and the status of the Statewide program. She briefly outlined the strategies that have been implemented in advance of the September Task Force report, notably the transfer of the management of statewide exhibitions to the exhibitions division. She also listed the many recent visits made to partners and schools throughout the state. At these meetings staff and trustees listened to each partner share their ideas on how VMFA can improve our programs. Pam Reynolds noted the large amount of work involved in these visits and thanked the staff.

Spotlight Loan Exhibitions 2008-09

Robin Nicholson reported on the Spotlight Loan program designed to maintain momentum while preparing for the expansion. He said there will be several key loans from prominent institutions featured over the next year and a half to include a major painting by Jasper Johns from the Art Institute of Chicago and a prominent work by Degas borrowed from the Brooklyn Museum.

He said the first Spotlight Loan is scheduled for June 27 and includes the borrowed work by Jasper Johns exhibited with our Jackson Pollock and our Sol LeWitt. Another loan scheduled for June 27 is the exhibition of a work by Paolo de Matteis, "The Annunciation." It will be paired with our de Matteis, "The Adoration." These two pieces that have been apart for hundreds of years were commissioned to hang together in a private palace. The third week of July "Madame Fiocre" by Degas will be installed in the Mellon galleries with other waxes by Degas. This is considered one of Degas' greatest masterpieces and will be on display through October. During the November elections, Georg Caleb Bingham's, "The County Election" will be on view. Mr. Nicholson explained that Sylvia Yount is working on this loan.

Exhibition Guidelines

Robin Nicholson gave a brief overview of the new Exhibitions Guidelines for the committee to review before approving in the September meeting. These guidelines cover issues such as the display of culturally sensitive or offensive materials as well as the involvement of artists, lenders, donors and sponsors in exhibitions. They were drafted in response to a specific query in the AAM accreditation process, and are intended only to provide broad guidelines, rather than being proscriptive.

IV. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Committee, and the meeting adjourned at 1:51 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Art Acquisitions Committee Meeting Minutes
Museum Library, 10:00 am
Wednesday, November 19, 2008

There were present:

John R. Curtis, Jr., Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Dr. Elizabeth Ann Fisher
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Peter Hunt
Jane Joel Knox
Dr. Shantaram K. Talegaonkar
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Dr. Lee Anne Hurt
Ms. Li Jian
Dr. Mitchell Merling
Ms. Joan W. Murphy
Dr. Elizabeth O'Leary
John Ravenal
Dr. Susan Rawles
John Henry Rice
Peter Schertz
Barry Shifman
Ms. Mary Sullivan
Richard B. Woodward
Dr. Sylvia Yount

Absent:

Mrs. Louise B. Cochrane
Cynthia Kerr Fralin
Ms. Frances A. Lewis
James W. McGlothlin
Mrs. Suzanne T. Mastracco, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, John R. Curtis, Jr., at 10:00 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Art Acquisitions Committee held on the 17th of September 2008 be approved as distributed on the 18th of November 2008. Motion carried.

III. GIFT AND LOAN CONSIDERATIONS

At 10:28 am the meeting went into closed session.

Motion: proposed by Mr. Curtis, and seconded by Dr. Harris that the meeting go into closed session under Section 2.2-3711 (A) (6), (8) and (9) of the Freedom of Information Act

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 fundraising activities**, and **grants and contracts for services to be performed**, and

to discuss and consider matters relating to specific **gifts, bequests, and grants**. Motion carried.

At 12:00 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Dr. Fisher 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: proposed by Mr. Curtis and seconded by Mrs. Knox to recommend to the Full Board of Trustees the following purchase consideration:

1. William-Adolphe Bouguereau (1825–1905), Battle of the Centaurs and the Lapithae, 1852, oil on canvas, 49 x 68-5/8 inches, for a price of 950,000 € (@ \$1,200,000), to be paid in two installments: 50% in October 2009, and 50% in October 2010, Source: The Revolving Art Purchase Fund, to be repaid by The Arthur and Margaret Glasgow Fund, Vendor: Etienne Bréton, Paris

Motion carried.

and proposed by Dr. Claiborne and seconded by Mrs. Mastracco to recommend the following purchase consideration:

2. Beaded Buffalo Mask, Bamum kingdom (Cameroon), 19th – early 20th century, wood, glass beads, cloth, 7¼” x 10-¾” x 23-¾”, for a price of \$35,000 from The Revolving Art Purchase Fund, to be repaid by The Kathleen Boone Samuels Memorial Fund in January 2009, Vendor: Jacques Hautelet, La Jolla, CA

Motion carried by a vote of 6 in favor, 3 opposed.

and proposed by Dr. Fisher, seconded by Dr. Harris to delay acceptance of the following gift considerations subject to further review of provenance:

1. Four Ancient American Pre-Columbian Figures: 6½”h x 4”w; 3¼”h x 2-¾”w; 5”h x 2-¾”w; and 5-¾”h x 4¼”w; Gift of Fritz Brandt and Karen B. Siler in memory of Frederick and Carol Brandt
2. A collection of 21 gold and semi-precious stone Earrings from various ancient Mediterranean and Near Eastern cultures and periods (ca. 2500 BCE – 900 CE)
Donor: Furman Hebb, New York

Motion carried by a vote of 7 in favor, 4 opposed.

and proposed by Mr. Curtis and seconded by Mr. Hunt acceptance with gratitude for the following gift considerations:

1. Twenty-five objects from the Collection of Frederick R. Brandt

American

Charles Warren Eaton (American, 1857-1937), The Sunset Hour, 1913, oil on canvas, unframed: 20-1/8”h x 24-1/8”w; framed: 30½”h x 34½”w (original artist-made frame)

James Fraser (American, 1876-1953), Theodore Roosevelt, 1902, bronze bas-relief, 12¾”h x 10”w

Benson Knipe (American, 1870-1958), Untitled Illustration, ca. 1890, mixed media, approx. 7 x 10 in. (sight)

Walter Crane (English, 1845-1915), for Wheeling Tile Co. [Chestnut St. Philadelphia], “Tales of Arthur” Tile, ca. 1900, ceramic, 6” square

Matthew Daly for Matt Morgan Art Pottery Co (Cincinnati, OH), Vase, ca. 1882-85, glazed ceramic, 14½”h x 12¾”w x 4¼”d

Fulper Pottery (New Jersey, 1899-1929), Vase, ca. 1912, glazed ceramic, 11”h x 5½”d

Robert Jarvie (American, 1865-1941), Pair of Candlesticks, ca. 1910, brass, 11-1/8”h x 5 7/8”d (at base)

JJ Low Art Tile Company (Boston, MA), "Sunflower" Tile, ca. 1884, glazed ceramic, 6" square

Old Bridge Tile Company, "Elizabethan Man" Tile, ca. 1893, glazed ceramic, 4½" h x 4½" w

Providential Tile Works, Japanesque-design Tile, 1880s, glazed ceramic, 6" square

Providential Tile Works, Japanesque-design Tile Fireplace Surround, ca. 1880s, glazed ceramic, each tile: 6" square

Sharpless & Watts Tile Company, Philadelphia, Trade Card, ca. 1880-90, 3" h x 5" w (sight)

Gustav Stickley (American, 1858-1942), Tabouret, ca. 1904-08, quarter sawn white oak, 20" h x 18" d

Trent Tile Company (Trenton, NJ), "Shepherd" Tile, "Shepherdess" Tile, and "Lambs" Tile, ca. 1910, glazed ceramic, 31" h x 7-1/8" w, 31" h x 7-1/8" w, & 7¼" h x 13½" w

Jane Byrd Whitehead (American, 1861-1955) and Ralph Whitehead (American, 1854-1929), for White Pines Pottery, Byrdcliffe (Woodstock, NY), three Vases, ca. 1915, glazed ceramic: in green, (3? "H x 3¼" W); russet (5¼" h x 3½" W); and mahogany (6½" h x 4" w)

European

Christopher Dresser (English, 1834-1904), designer, for Richard Perry, Son & Company (Wolverhampton, England), "Kordofan" Candlestick, 1883, brass, wood, 5 ½" h x 7 ½" w x 5 ½" d

Max Laeuger (German, 1864-1952), Vase, ca. 1900, earthenware, 6? "h x 5¾"

Max Laeuger (German, 1864-1952) for Karlsruhe Majolika Manufaktur (Karlsruhe, Germany, est. 1901), Vase, 1921-23, earthenware, 8? "h x 7¾" d

Liberty & Company (retailer), English (London, 1875-), "Thebes" Stool, after 1884, oak and leather, 14" h x 17 1/8" w x 17 ¼" d

Michael Powolney (Austrian, 1871-1954), two Tile Sketches, ca. 1910, graphite on paper: Children and Dogs, 5 3/8" h x 3 ½" w (sheet), and Cherubs and Children 8" h x 6" w (sheet)

Augustus Welby Northmore Pugin (English, 1812-1852), designer, for Minton & Company (English, Stoke-on-Trent), Set of four Tiles, ca. 1850, earthenware, 14" square

Augustus Welby Northmore Pugin (English, 1812-1852), designer, for Minton & Company (English, Stoke-on-Trent, founded 1793) manufacturer, Gothic Revival Tile, ca. 1850, earthenware, 3”h x 6”w

Gift of Fritz Brandt and Karen B. Siler in memory of Frederick and Carol Brandt

2. Three sculptures by Antoine-Louis Barye (French, 1796-1875): Pheasant (Master Model), ca. 1845, bronze, 12 x 21.1 cm; Pheasant (Atelier Cast), 1846, bronze, 12 x 21.1 cm ; Pheasant (Barbedienne Cast), ca 1887-1893, bronze, 12 x 21.1 cm
Donor: Mrs. Nelson L. St. Clair, Jr., Williamsburg
3. Leslie Garland Bolling (American, 1898-1955), two poplar sculptures: Brunswick Stew, 1930s, 9½”h; and Quilt Making, ca. 1935-1940, 10”h
Donor: Mr. John M. Camp, Jr., Franklin, Virginia
4. Trade-Bead Necklace, glass beads (predominantly Venetian millefiori beads) collected in Ghana
Donor: Sandra Anderson-Taylor, Richmond
5. Attributed to George A. Schastey and Company, Bedroom Interior, from the residence of Arabella Yarrington Worsham (Richmond, VA 1850-New York, NY 1924), 4 West 54th Street, New York, New York, Approx. 25 x 28 feet
Contents including approximately 70 objects, Gift of the Museum of the City of New York
*Note: this is still pending their board’s approval following Alex Nyerges’ formal letter of commitment.

Motion carried.

and finally to approve the loan recommendations made by the Staff.

Loans Recommended for Approval

1. Pierre-Auguste Renoir, The Artist’s Son, Jean, Drawing, 1901, oil on canvas (83.48)
Pierre-August Renoir, Young Girls Looking at an Album, ca. 1892, oil on canvas (53.7)
Exhibition: "Pierre-Auguste Renoir (1841-1919)"
Venues and dates: Musée d’Orsay, Sept 23, 2009-Jan 4, 2010; LACMA, Feb 14 - May 9, 2010; Philadelphia Museum of Art, June 12 - Sep 5, 2010
Recommendation: Lend. Courier required for Paris only.
2. Daniel Putnam Brinley, The Peony Garden, ca. 1912, oil on canvas (78.149)
Exhibition: “The American Impressionist and the Garden”
Venues and dates: Cheekwood Botanical Garden & Museum of Art, March-June, 2010, and two or three possible additional venues
Recommendation: Lend to Cheekwood with courier. Evaluate additional venues as they are identified.
3. Eastman Johnson, A Ride for Liberty The Fugitive Slaves, March 2, 1862, 1862, oil on board (85.644)
Exhibition: "An American Turning Point: The Civil War in Virginia"

- Venues and dates: Virginia Historical Society, Feb 4-Dec 31, 2011 + 6 partner museums in Virginia, Feb 11, 2012 - Mar 1, 2015
 Recommendation: Lend to VHS venue only.
4. Thomas Eakins, The Artist and his Father Hunting Reed-birds on the Cohansey Marshes (85.638)
 Exhibition: "Manly Pursuits: The Sporting Images of Thomas Eakins."
 Venues and dates: LACMA, Sept - Dec 2010
 Recommendation: Lend.
 5. René Magritte, Le Séducteur, 1950, oil on canvas (83.34)
 Exhibition: "Rene Magritte"
 Venue and dates: Museo del Palacio de Bellas Artes, Mexico City, Mar - June 2010
 Recommendation: Lend, with courier.
 6. Georgio Morandi, Still Life, 1959, oil on canvas (93.67)
 Georgio Morandi, White Still Life, 1946, oil on canvas (93.66)
 Exhibition: "Morandi: Master of Modern Still Life"
 Venue and dates: The Phillips Collection, Washington DC, Feb 21 - May 24, 2009
 Recommendation: Lend.
 7. Honoré Daumier, four 19th-century lithographs: La Cour du roi petaud (2002.610), Ksssse! Pedro...Kssse! Kssse! Miguell! (2002.609), A la tribune, (72.45.19), Dire que peut-etre j'en serai reduit (72.45.15)
 Exhibition: "Heads of State: Two Centuries of Political Caricature"
 Venues and dates: University of Virginia Art Museum, Jan 16 - Mar 8, 09
 Recommendation: Lend.
 8. Tiffany Studios: Tel el-Amarna Vase with Separate Foot, blown glass, ca. 1905 (81.202); Acquamarine Vase, blown glass, ca. 1900, (85.193)
 Tiffany Glass and Decorating Company, Decanter and Twelve Liqueur Glasses, 1897, favrile glass (76.14.1-13)
 Five Art Nouveau Posters: Will H. Bradley, The Modern Poster (90.36); Louis Reed, Read the Sun (90.96); Ethel Reed, Miss Träumerei (90.87); Maurice Prendergast: The Shadow of a Crime (93.42), and On the Point (90.115)
 Exhibition: "Tiffany Glass: A Riot of Color"
 Venue and dates: Muscarelle Museum of Art, The College of William and Mary, April 16 - Jul 12, 09
 Recommendation: Lend all but Louis Reed, Read the Sun, which is extremely fragile. Courier required.
 9. Leslie Garland Bolling: Days of the Week: Cousin on Friday (44.2.1) and Saver of Soles (2006.246).
 Exhibition: "The African-American Image in Virginia"
 Venue and dates: Virginia Historical Society, Feb 1 – July 12, 2009
 Recommendation: Lend.
 10. A selection of 20th-century American paintings were requested for Long-Term Loan to the Virginia Supreme Court

Approve: Walter Clark, Crossing the Stream (37.17.1); Benjamin Wigfall, Chimneys (51.7.5); Charles Sibley, Eastern Shore (71.41); Nell Blaine, Fiesta Bouquet (99.207); Barclay Sheaks, Watcher by the Rail (67.15.3); Leonard Edmondson, Passage (58.13.2); and Hans Moller, Mountain Landscape (90.134); and Joseph Porter, Still Life (53.20.7)
 Deny Benjamin Wigfall, Corrosion in Blue (58.13.6); Carl Blenner, Pink Peonies (70.2); and Nell Blaine, Pasture I (99.206) due to condition issues. Deny Nell Blaine, October Landscape (2003.129) due to conservation issues.

Loans Not Recommended for Approval:

1. Iona Rozeal Brown, a3 blackface #59, 2003, acrylic on paper (2004.67)
 Exhibition: "Africana Woman: Her Story through Time," organized by Trust for Museum Exhibitions
 Venues and dates: Six unnamed venues, October 2009 - December 2010.
 Reason for denial: The painting is needed here for our galleries of Modern and Contemporary Art.
2. Claude Monet, Irises by the Pond, 1914-17, oil on canvas (71.8)
 Exhibition: "Monet and Abstraction"
 Venues and dates: Exhibition will be held simultaneously at Museo Thyssen-Bornemiza, Madrid, and Fundación Caja, Madrid, Feb. 23 - May 30, 2010. Our painting was requested for the Fundación Caja venue.
 Reason for denial: The painting is committed to "A Passion for Flowers."
3. Edward Hopper, House at Dusk, 1935, oil on canvas (53.8)
 Exhibition: "Magic(al) Marvelous Realism"
 Venue and dates: The Clay Center, Charleston, WV, Aug - Nov, 2010
 Reason for denial: The painting is needed in our galleries during the period of the exhibition.

Additional Information on Previously Approved Loan

1. Two African sculptures: Chi-wara Head (77.93), and A-Tshol Head (2003.13)
 Loan to "Grass Roots: African Origins of American Art," approved February 2008
 Second venue has been determined: National Underground Railroad Freedom Center, Cincinnati, OH, Feb - April, 2009.
 Recommendation: Lend.

Motion carried.

Motion: proposed by Mr. Curtis and seconded by Mr. Hunt to recommend to the Full Board of Trustees that the Director, and in his absence Dr. Joseph Dye, be authorized to accept gifts of art offered to the museum between November 20, 2008 and December 31, 2008. Motion carried.

Motion: proposed and seconded that this meeting continue tomorrow at 10:45 am. Motion carried.

Date: _____ Approved: _____

Virginia Museum of Fine Arts
 Art Acquisitions Committee Meeting Minutes
 Roanoke Ballroom, Hotel Roanoke 10:45 am
 Thursday, November 20, 2008

There were present:

Dr. Elizabeth Ann Fisher, Acting Chairman
 Dr. Herbert A. Claiborne, Jr.
 Mrs. Whitt W. Clement
 Cynthia Kerr Fralin
 Dr. Elizabeth F. Harris
 Jane Joel Knox
 Dr. Shantaram K. Talegaonkar
 Pamela Reynolds, Ex-Officio
 Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
 Ms. Suzanne Broyles
 Dr. Joseph M. Dye III
 Dr. Lee Anne Hurt
 Ms. Joan W. Murphy
 Richard B. Woodward

Absent:

John R. Curtis, Jr., Chairman
 Mrs. Louise B. Cochrane
 Ms. Carolyn Hsu-Balcer
 Peter Hunt
 Ms. Frances A. Lewis
 James W. McGlothlin

I. CALL TO ORDER

The meeting was called to order by the Acting Chairman, Dr. Elizabeth Ann Fisher, at 10:47 am.

II. GIFT AND LOAN CONSIDERATIONS

At 10:48 am the meeting went into closed session.

Motion: proposed by Dr. Fisher, and seconded by Dr. Harris that the meeting go into closed session under Section 2.2-3711 (A) (6), (8) and (9) of the Freedom of Information Act

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 fundraising activities**, and **grants and contracts for services to be performed**, and

to discuss and consider matters relating to specific **gifts, bequests, and grants**. Motion carried.

At 11:17 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Fisher, seconded by Dr. Harris 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: proposed by Dr. Fisher and seconded by Mrs. Knox to reconsider delaying the acceptance of the following gift consideration:

1. Four Ancient American Pre-Columbian Figures: 6½”h x 4”w; 3¼”h x 2-3/4”w; 5”h x 2-3/8”w; and 5-3/4”h x 4¼”w. Motion carried.

Motion: proposed by Dr. Claiborne and seconded by Dr. Harris to recommend to the Full Board of Trustees acceptance with gratitude of the following gift consideration:

1. Four Ancient American Pre-Columbian Figures: 6½”h x 4”w; 3¼”h x 2-3/4”w; 5”h x 2-3/8”w; and 5-3/4”h x 4¼”w. Motion carried

Motion: proposed by Mrs. Knox and seconded by Mrs. Reynolds to reconsider delaying the acceptance of the following gift consideration:

1. A collection of 21 gold and semi-precious stone Earrings from various ancient Mediterranean and Near Eastern cultures and periods (ca. 2500 BCE – 900 CE) Donor: Furman Hebb, New York. Motion carried.

Motion: proposed by Mrs. Knox and seconded by Dr. Harris to recommend to the Full Board of Trustees acceptance with gratitude of the following gift consideration:

1. A collection of 21 gold and semi-precious stone Earrings from various ancient Mediterranean and Near Eastern cultures and periods (ca. 2500 BCE – 900 CE)
Donor: Furman Hebb, New York.

Motion carried by a vote of 7 in favor, 1 opposed.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 11:20 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Fisher
SECOND: Dr. Harris

MEETING: Art Acquisitions Committee
DATE: 20 November 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Art Acquisitions 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 Art Acquisitions 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 Art Acquisitions Committee.

VOTE

AYES: Claiborne/Clement/Fisher/Fralin/Harris/Knox/Talegaonkar/Reynolds
Mastracco

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: Cochrane/Hsu-Balcer/Hunt/Lewis/McGlothlin

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Art Acquisitions Committee Meeting Minutes
Museum Library, 8:30 am
Wednesday, September 17, 2008

There were present:

John R. Curtis, Jr., Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Mrs. Louise B. Cochrane
Dr. Elizabeth Ann Fisher
Cynthia Kerr Fralin
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Peter Hunt
Jane Joel Knox
Ms. Frances A. Lewis
James W. McGlothlin
Dr. Shantaram K. Talegaonkar
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Kathy Gillis
Ms. Li Jian
Dr. Mitchell Merling
Ms. Joan W. Murphy
Dr. Elizabeth O'Leary
John Ravenal
Dr. Susan Rawles
John Henry Rice
Peter Schertz
Barry Shifman
Ms. Mary Sullivan
Richard B. Woodward
Dr. Sylvia Yount

I. CALL TO ORDER

The meeting was called to order by the Chairman, John R. Curtis, Jr.,
at 8:35 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Art Acquisition Sub-Committee held on the 19th of May 2008 be approved as distributed on the 29th of July 2008. Motion carried.

III. GIFT AND LOAN CONSIDERATIONS

At 8:56 am the meeting went into closed session.

Motion: proposed by Mr. Curtis, and seconded by Dr. Harris that the meeting go into closed session under Section 2.2-3711 (A) (6), (8) and (9) of the Freedom of Information Act

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 fundraising activities, and grants and contracts for services to be performed**, and

to discuss and consider matters relating to specific **gifts, bequests, and grants**. Motion carried.

At 10:53 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Dr. Fisher 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: proposed by Mr. Curtis and seconded by Mr. McGlothlin to recommend to the Full Board of Trustees the following purchase considerations:

1. Korean, anonymous court painter, Choson dynasty (1392-1910), Books and Scholars' Objects (*Chaekkori*), 1890s, ten-panel folding screen, image: 47 ³/₄" x 13 ¹/₂" (each panel); mounting: 73 ¹/₄" x 17 ¹/₂" (each panel); mounting: 73 ¹/₄" x 176" (full screen)
Price: \$80,000; Source: The Kathleen Boone Samuels Memorial Fund
Vendor: Kang Collection Korean Art, 9 E. 82nd Street, 3-A, New York, NY 10028
2. Moses Jacob Ezekiel (American, 1844-1917), Thomas Jefferson, ca.1900-1910, bronze with brown patina, 23 ³/₄ x 8 ¹/₈ x 6 ³/₄ inches
Price: \$70,000; Source: The Floyd D. and Anne C. Gottwald Fund

Vendor: James Graham and Sons, 32 E. 67th St., New York, NY 10065

3. Chester Webster (American, 1799-1882), Randolph County, NC, Pitcher, 1879, salt glazed stoneware, 13" x 17"
Price: \$85,000; Source: The Gabe W. Burton Fund (\$30,000), and past American decorative arts deaccession revenues (\$55,000) [Museum Purchase: The Gabe W. Burton Fund and The Arthur and Margaret Glasgow Fund, The Mary Morton Parsons Fund for American Decorative Arts, The Adolph D. and Wilkins C. Williams Fund, and Various Donors, by exchange]; Vendor: Old Salem Inc., Museum of Early Southern Decorative Arts, Winston-Salem, NC

and the following special gift/purchase opportunity as set forth in closed session:

1. Edward Hicks (American, 1780-1849), Peaceable Kingdom, 1826, oil on canvas, 32 1/8 x 38 1/8 inches

and the following purchase consideration using special funds:

1. Teresita Fernandez (American, born 1968), Projection Screen (Black Onyx), 2007, black onyx, edition 2 of 3, 76 x 103 inches; Price: \$60,000;
Source: Funds contributed by Marion Boulton Stroud (\$25,000), Hiter and Jil Harris (\$15,000), and the NEA Fund for American Art, (\$20,000)
Vendor: Reynolds Gallery, Richmond, VA

and the following gift/purchase consideration:

1. Tiffany Glass and Decorating Company, American (New York, 1892-1900), two windows, ca. 1899, stained and leaded favrile glass: Christ Blessing Little Children, 12'h x 9'w, and Christ Resurrection, 12'h x 12'w; Vendor/Donor: All Saints Episcopal Church, Richmond, VA; Source: Gift of All Saints Episcopal Church, and the Williams Fund, unreserved (\$115,000)

and consideration of the following commissioned painting:

1. Ryan McGinness (American, born 1972), Art History Is Not Linear (VMFA), to be completed in 2009, acrylic on canvas, 16 parts, each 4 x 4 feet; 8 x 32 feet total
Price: \$300,000 (including a \$50,000 down payment);
Source: The NEA Fund for American Art
Vendor: Ryan McGinness, via Waqas Wajahat, New York

and acceptance with gratitude of the following gift considerations:

1. Indian, Votive Image of Shiva, brass, 1-3/16" h x 11/16" w x 11/16" d
Donor: Nancy J. Woodall, Highland Springs, VA
2. Brian H. Peterson (American, born 1953), three archival pigment prints: Interior Light #4, 2003, 18 x 12 inches; Interior Light #5, 2003, 12 x 18 inches; Sing the Body #6, 2006, 12 x 18 inches; Donor: Brian Peterson, Gwynedd, PA

3. Mali, Hunter's Shirt, 20th century, mixed media
Donor: Dr. Abdoulaye Sylla, Bamako, Mali
4. Kuba culture, Democratic Republic of Congo:
Sash-Like Belt ("yeemy"), raphia cloth, cowries, glass beads
Belt ("nkody mupaap"), raphia cloth, cowries, glass beads
Pair of Beaded Collars ("mimbuuntsh"), raphia fiber, cowries, glass beads
Three Belts ("nkody mu-ikup lakiing"), raphia cloth, cowries, glass beads
Donor: Mr. & Mrs. Jacques Hautelet, La Jolla, CA
5. William Hogarth (English, 1697-1764), A Rake's Progress, plates 1-8, etching and engraving, sheets: 19 ¼" h x 25 5/8"w, plates: 14 1/16"h x 16 1/16"w

Mark Catesby (English, 1676– 1749), seven etching and engravings: Vipera Fusca, Lillium & c. Angius & c, Pelicanus Sylvaticus (The Wood Pelican), Anferi Bassano affinis fusca avis, Anas cristata elegans (The Summer Duck), Studies of bird and insects, Noctus aurita monir (The Little Owl)

Johann Michael Seligmann (German, 1720-1762), five engravings after Mark Catesby, from "Natural History of Carolina, Florida, etc.", Nuremburg, 1749-1776: Der Weisse americanische Kranich, Die Seeschwalbe mit dem weissen Kopf, Die kleine Rewef, Die grolse Rewe mit dem ungleishen Schnabel, Der Aufterndieb

Donor: Estate of Janet C. Green, Merrifield, VA

6. Paul Arlt (American, 1914-2005), J.E.B. Stuart, 1993, watercolor, 22 x 30 inches
Donor: Ronay Menschel, 660 Park Avenue, New York, NY 10065
7. Will Henry Stevens (American, 1881-1949):
Nine pastel drawings on paper, various sizes, from 12" x 10" to 18" x 22"
Two colored pencil drawings on paper, 7"h x 10"w
One graphite drawing on paper, 12"h x 9"w
One crayon drawing on paper, 14"h x 17"w
One pastel drawing on board, 12"h x 10"w
Three mixed media on paper: 16"h x 19 1/2"w, 17"h x 14"w & 20"h x 22"w
Donor: Janet Stevens McDowell Trust

and to accession into the collection the following Vogel gifts
accepted by the Executive Committee at their meeting on August 20:

1. The Dorothy and Herbert Vogel Collection of Contemporary Art

Donor: Dorothy and Herbert Vogel, and the National Gallery of Art
Credit: The Dorothy and Herbert Vogel Collection: Fifty Works for Fifty States, a joint initiative of the Trustees of the Dorothy and Herbert Vogel Collection and the National Gallery of Art, with generous support from the National Endowment for the Arts and the Institute for Museum and Library Services

and finally to approve the loan recommendations made by the Staff.

Loans Recommended for Approval

1. Andy Warhol, Golda, 1975, silkscreen and enamel on canvas (85.585)
 Exhibition: "Warhol's Jews: Ten Portraits Reconsidered"
 Venues and dates: The Jewish Museum, New York, Mar 16 – Aug 3, 2008;
 Contemporary Jewish Museum, San Francisco, Oct 12, 2008 – Jan 25, 2009
 Recommendation: Lend to second venue, with courier.

2. Edward Steichen, Chestnut Trees, Long Island, 1906, gum bichromate over platinum print (86.13)
 Exhibition: "Long Island Moderns: Artists on the North Shore from Edward Steichen to Cindy Sherman."
 Venue and dates: Heckscher Museum of Art, Huntington, NY, Oct 3, 2009 – Jan 10, 2010
 Recommendation: Lend.

3. David Salle, Good Bye D, 1982, acrylic on canvas (85.440)
 Exhibition: "The Pictures Generation, 1974 – 1984"
 Venue and dates: Metropolitan Museum of Art, New York, Apr 20 - Aug 2, 2009
 Recommendation: Lend, with courier.

4. Wray Selden, Books, 1936, color photograph (36.2.1)
 Roy Pinney, Hands that See, 1939, photograph (39.6.2)
 Hiroshi Sugimoto, Byrd: Richmond, 1993, gelatin-silver print (96.93)
 Lee Friedlander, T.V. in Hotel Room, Galax, Virginia, 1962, silver print (74.6.2/15)
 Frances Benjamin Johnston, two photographs from 1930-36: Rolfe House, Interior (36.10.9) and Seven Springs (36.10.11)
 Emmet Gowin: Danville, Virginia, 1964, gelatin silver print (91.58.4), and Edith, Donna Jo, Nancy and Elijah, 1970, photograph (73.68.58)
 Exhibition: "Photography in Virginia"
 Venue and dates: Virginia Historical Society, Nov. 1 2008 – May 3, 2009
 Recommendation: Lend the Pinney (39.6.2), the Friedlander (74.6.2/15), the Sugimoto (96.93), and the two Johnstons (36.10.9 and 36.10.10). Deny the Selden (36.2.1) and the two Gowins (91.58.4 and 73.68.58) for reasons of condition.

5. Twenty objects by Louis C. Tiffany
 Exhibition: "Louis C. Tiffany: Master of Glass"
 Venue and dates: Musée du Luxembourg, Paris, Sep 16, 09 - Jan 10, 10; Montreal Museum of Fine Arts, Feb 11 - May 2, 10; VMFA, June 5 - Aug 29, 10
 Recommendation: Lend Cobweb Lamp (85.164a/b), Dragonfly Lamp (85.160a/b), Wisteria Lamp (85.157a/b), Lava Vase (81.195), Scarab Box (77.49), Sample Slab (NA1975.2), Inkwell (73.17), Pair Of Candlesticks (85.197.1/2), Mosaic Sample Slab (75.7), Folding Screen (85.594), Candlestick (85.199), Mirror With Peacock Feather Motif (85.179), Set Of Salts With Presentation Box (89.143.1-4), Tel-el-Amarna Vase (81.199).
 Deny Gould Peacock Lamp (85.152a/b), Squash Lamp (81.151a/h), and Jack-In-The-Pulpit Vase (85.196) for conservation reasons.
 Deny The Pottery Market at Nuremburg (79.118), Cypriote Vase (82.12), Dragonfly Lamp Screen (2005.99) because they are needed in the galleries.

6. Unknown artist after Thomas Sully, Portrait of Pocahontas, 19th century, oil on canvas (73.67)
Long term loan to Commonwealth of Virginia State Capitol's Old Senate Chamber
Recommendation: Lend.
7. Queena Dillard Stovall, Baptizing–Pedlar River, 1957, oil on canvas (59.11.3)
Exhibition: exhibition of the works of Queena Stovall
Venue and dates: Daura Gallery, Lynchburg College, Jan 19 – April 12, 2009
Recommendation: Lend, pending confirmation of acceptable climate control.

Loans Not Recommended for Approval:

1. Paul Cézanne, Portrait of Victor Chocquet, ca. 1877, oil on canvas (83.14)
Exhibition: "Homage to Cézanne: His Influence on the Development of Twentieth Century Painting"
Venues and dates: Yokohama Museum of Art, Japan, Nov 15, 08 - Jan 25, 09; The Hokkaido Museum of Modern Art, Feb 7 - Apr 12, 2009
Reason for denial: The painting is needed in the Mellon Gallery, and the organizers did not make a case for it in their request.
2. Joseph Cornell, three mixed media assemblages: Untitled (Medici Slot Machine Series), n.d., (96.37a/e); "Il Signe Sole for Oswaldo La Strada," 1956-57 (96.40); and Untitled, n.d. (96.41)
Exhibition: "Scavenger: The Unparalleled Work of Joseph Cornell"
Venue and dates: The Art Association of Jackson Hole, WY, Sept 1 - Oct 31, 09
Reason for denial: The objects are needed in the Lewis Galleries.
3. Central Tibetan, Penden Lhamo (Sri Devi), ca. 1630s, gouache on brown silk damask (91.512)
Exhibition on the Western Himalayas
Venue and dates: Museum of History and Anthropology, St. Gallen, Switzerland, Sep 2009 - Jun/Jul 2010
Reason for denial: Painting is needed in the South Asian Galleries.

Additional Information on Previously Approved Loans

1. Johan Barthold Jongkind, Boats on the Seine-Adresse Roads, 1858, oil on canvas (70.18)
Loan to "The Lens of Impressionism: Painting and Photography along the Normandy Coast, 1850-1874," approved May 2008.
Additional venue approved: Dallas Museum of Art, Feb - April 2010

Change to a Previously Approved Loan

1. Charles Deas, The Turkey Shoot, ca. 1836, oil on canvas (85.632)
Exhibition: "Charles Deas: Telling Tales to 1840s America" at Denver Art Museum
Update: Dates have been changed to Aug. 14 – Nov. 14, 2010
Recommendation: Agree to new dates.

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Art Acquisitions Sub-Committee Meeting Minutes
Museum Library, 10:45 am
Wednesday, February 20, 2008

There were present:

John R. Curtis, Jr., Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Mrs. Louise B. Cochrane
Mrs. Bruce C. Gottwald
Peter Hunt
Jane Joel Knox
Ms. Frances A. Lewis
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Dr. Lee Anne Hurt
Ms. Li Jian
Dr. Mitchell Merling
Ms. Joan W. Murphy
Dr. Elizabeth O'Leary
John Ravenal
Dr. Peter Schertz
Barry Shifman
Ms. Mary Sullivan
Richard B. Woodward

Absent:

Dr. Elizabeth Ann Fisher
Dr. Elizabeth F. Harris
Mrs. Fran McGlothlin
Dr. Shantaram K. Talegaonkar

I. CALL TO ORDER

The meeting was called to order by the Chairman, John R. Curtis, Jr.,
at 10:45 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Art Acquisition Sub-Committee held on the 14th of November 2007 be approved as distributed on the 26th of January 2008. Motion carried.

III. GIFT AND LOAN CONSIDERATIONS

At 11:24 am the meeting went into closed session.

Motion: proposed by Mr. Curtis, and seconded by Mrs. Clement that the meeting go into closed session under Section 2.2-3711 (A) (6), (8) and (9) of the Freedom of Information Act

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 fundraising activities**, and **grants and contracts for services to be performed**, and

to discuss and consider matters relating to specific **gifts, bequests, and grants**. Motion carried.

At 1:03 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Mrs. Knox 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: proposed by Mr. Curtis and seconded by Dr. Claiborne to recommend to the Full Board of Trustees the following purchase considerations:

1. Monumental Triple Overlay Glass Lamp, Boston & Sandwich Glass Company, Sandwich, Massachusetts (active 1825–88), about 1865–75, glass, blown, overlaid and wheel cut, pink cut to opaque white cut to clear, with marble, gilt-bronze and brass, and glass shade, blown, frosted and wheel-cut, and glass chimney, 28 1/4 in. high (to top of brass collar), 41 5/8 in. high (to top of chimney) for a price of \$110,000 (reduced from \$125,000); from Deaccessioning Funds
Vendor: Hirschl & Adler Galleries, New York, NY

2. Max Weber (American, born Russia, 1881-1961), Black Chair, 1922, oil on canvas, 47 x 31 in., for a price of \$520,000 (reduced from \$650,000);
from The Floyd D. and Anne C. Gottwald Fund
Vendor: Gerald Peters Gallery, New York, NY

and acceptance with gratitude of the following gift consideration:

1. Maria Martinez (ca. 1887-1980) and Santa Martinez (1909-2002), Polished Blackware Bowl, 1945, New Mexico clay, fired black, 10 1/4" dia., 3 3/8" deep
Donors: Irma and George Goldstein, Canton, Massachusetts

and to approve the following loan recommendations made by the Staff:

Loans recommended for approval

1. William Merritt Chase, Portrait of Hilda Spong, 1904, oil on canvas (36.7.1)
Exhibition: "High Society: American Portraits of the Gilded Age"
Venue and dates: Bucerius Kunst Forum, Hamburg, Germany, June 7–Aug 31, 08
Recommendation: Lend with courier.
2. Francisco Goya, General Nicolas Guey, 1810, oil on canvas (71.26)
Exhibition: "Goya in Times of War"
Venue and dates: Museo Nacional del Prado, April 14 – July 13, 08
Recommendation: Lend with courier.
3. Salvator Rosa, The Death of Regulus, 1650-52, oil on canvas (59.15)
Exhibition: "Salvator Rosa: Myth and Magic"
Venue and dates: Capodimonte Museum, Naples, April 18 – June 29, 08
Recommendation: Lend with courier.
4. Andy Warhol, Triple Elvis, 1963, aluminum paint, printer's ink silkscreened on canvas (85.453)
Exhibition: "Warhol Live"
Venues and dates: Montreal Museum of Fine Arts, Sept 25, 08 – Jan 18, 09; Fine Arts Museums of San Francisco (de Young), Feb 14 – May 17, 09; and The Andy Warhol Museum, June 10 – Sept 15, 09.
Recommendation: Lend with courier.
5. Pierre Bonnard, The Dining Room, ca. 1940-46, oil on canvas (2006.46)
Exhibition: Late still-life paintings, watercolors, and drawings by Pierre Bonnard
Venue and dates: The Metropolitan Museum of Art, Jan 26 - Apr 19, 09
Recommendation: Lend, with courier.
6. Charles Rohlf's, Desk, 1898-1901, white oak, iron, brass (85.66)
Exhibition: "The Artistic Furniture of Charles Rohlf's"
Venues and dates: Milwaukee Art Museum, June 6 – Aug 23, 09; Dallas Museum of Art, Sept 20, 09 – Jan 3, 10; Carnegie Museum of Art, Jan 30 – April 25, 10; Huntington Library, Art Collections and Botanical Gardens, San Marino, CA, May 22 – Sept 6, 10; and Metropolitan Museum of Art, Oct 19, 10 – Jan 23, 11.

Recommendation: Lend to Milwaukee Art Museum, with courier. Lend to additional venues pending conservation and facility review.

7. John Elder, The Scout's Return, 19th century, oil on canvas on cardboard (47.1.1)
John A. Elder, A Virginy Breakdown, ca. 1880, oil on canvas (71.48)
Exhibition: "John Adams Elder: Fredericksburg's Artist of the Civil War"
Venue and dates: Fredericksburg Area Museum & Cultural Center, Apr - Aug 08
Recommendation: Lend 71.48 with courier; deny 47.1.1 because it is needed at the museum for research.

8. Art Deco objects: Templier, Bracelet and Brooch (85.257a-b); Sandoz, Brooch (85.254); Fouquet, Bracelet (85.237); Goulden, Clock (85.219); Lovet-Lorski, Sundial (94.6a-b); Brandt, Pair of Gates (85.277.1-2); Groult, Chair (85.116); Legrain, Tabouret (92.5), Legrain, Stool (85.123); Adler and Vertes, Cherie by Colette (book) (85.37a-b); Ruhlmann, Desk-Table (85.132); Chiparus, Eternal Friends (85.332); Gray, Canoe Sofa (85.112); Deskey, Screen (85.62); Ruhlmann, Desk (85.136); Chiparus, Dancer (85.336); Manship, Flight of Europa (2005.74); Sue et Mare, Cabinet (85.137)
Exhibition: "Art Deco, 1910 – 1939"
Venue and dates: National Gallery of Victoria, Melbourne, Australia, June 27 –Oct 5, 08.
Recommendation: Lend 85.257a-b, 85.254, 85.237, 85.219, 94.6a-b, 85.277.1-2, 85.116, 92.5, 85.123, 85.37a-b, 85.132, and 85.332; with courier.
Deny 85.112, 85.62, 85.136, 85.336, and 85.137 due to fragile condition. Deny 2005.74 due to lack of compelling curatorial basis for the request.

9. Hester Bateman, Coffeepot, 1787, silver with wood handle (2001.52), Two open Sauce Dishes from a set of four, 1789, silver (2001.72.1-2) and Tankard, 1790, silver (2001.179)
Exhibition: "Hester Bateman, the Queen of the Silversmiths: Eighteenth-Century English Silver"
Venue and dates: University of Richmond, Lora Robins Gallery of Design from Nature, April 1 – December 31, 2008
Recommendation: lend pending conservation evaluation

Changes to previously approved loans

1. Mali, Bamana Chi Wara Headdress, early 20th century, wood (77.93)
Exhibition: "Grass Roots: Baskets of two Continents"
Venues and dates: Gibbes Museum; Fowler Museum of Cultural History, UCLA; Smithsonian Institution; the new Museum for African Art, NY (under construction) and the McKissick Museum, Columbia, SC; Aug 2008 - 2010
Recommendation: Lend 77.93 with courier, in addition to previously approved 2003.13.

2. Byzantine Jewelry: Basket Earring with Granulation and Filigree (67.52.16)
Exhibition: "Byzantium, 330-1453"
Venue: Royal Academy of Arts, London, Oct 25, 08 - Mar 22, 09
Recommendation: Deny 67.52.16, due to fragility. Lend 66.15.5 (Byzantine Gold Ring) as a substitute, in addition to six previously approved objects

3. Julie Mehretu, Stadia III, 2004, ink and acrylic on canvas (2006.1)
Exhibition: "Julie Mehretu: City Sitings"
Venues and dates: Detroit Institute of Arts, Nov 10, 07 – Mar 30, 08; Williams College Museum of Art, Apr 19-July 27, 08; North Carolina Museum of Art, Aug 17-Nov 9, 08;
Recommendation: Lend to second and third venues pending confirmation that the facilities can accommodate this very large painting. First venue was approved.
4. Charles Deas, The Turkey Shoot, ca. 1836, oil on canvas (85.632)
Exhibition: "Charles Deas: Telling Tales to 1840s America" at Denver Art Museum
Update: Dates have been changed to May 6 – Sept. 30, 09.
Recommendation: Agree to new dates.
5. Edouard Manet, On the Beach at Boulogne, 1868, oil on canvas (83.498)
Exhibition: "Impressionists by the Sea."
Update: Additional venue: Wadsworth Atheneum, Feb 19 – May 11, 08
Recommendation: Lend to this, the final venue, with courier.
6. Tiffany Studios, Punch Bowl with Ladles, 1900, favrile glass, gilded silver, wood (74.16a/d)
Exhibition: "Artistic Luxury: Fabergé, Tiffany, Lalique"
Venues and dates: Cleveland Museum of Art, Oct 19, 08 – Jan 11, 09; Palace of the Legion of Honor, San Francisco, Feb 14 – May 31, 09

Loan Not Recommended for Approval

1. Scheggia (Giovanni di ser Giovanni), Judgment of Solomon, ca. 1468, tempera on wood (46.18.1)
Exhibition: "Love and Marriage in Italian Renaissance Art"
Venues and dates: Metropolitan Museum of Art, Nov 10, 08 – Feb 15, 09; Kimbell Art Museum, March 15 – June 14, 09
Reason for denial: Fragile structure and condition of the painting.

and to approve the deaccessioning considerations of the 18 European paintings and 184 Ceramic pieces, itemized on a separate report.
Recommendation: Deaccession and dispose as proposed on report and staff will explore offering the Astor gift ceramic items to the Valentine Richmond History Center. Motion carried.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Sub-Committee, and the meeting adjourned at 1:06 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mr. Curtis
 SECOND: Mrs. Knox

MEETING: Art Acquisitions Sub-Committee
 DATE: 20 February 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Art Acquisitions Sub-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 Art Acquisitions Sub-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 Art Acquisitions Sub-Committee.

VOTE

AYES: Curtis/Claiborne/Clement/Cochrane/Gottwald/Hunt/Knox/Lewis
 Reynolds/Mastracco

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: Fisher/Harris/McGlothlin/Talegaonkar

Suzanne Broyles
 Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Art Acquisitions Sub-Committee Meeting Minutes
Museum Library, 10:45 am
Monday, May 19, 2008

There were present:

John R. Curtis, Jr., Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Mrs. Louise B. Cochrane
Dr. Elizabeth Ann Fisher
Mrs. Bruce C. Gottwald
Dr. Elizabeth F. Harris
Jane Joel Knox
Ms. Frances A. Lewis
Mrs. Fran McGlothlin
Dr. Shantaram K. Talegaonkar
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
David Bradley
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Dr. Lee Anne Hurt
Ms. Li Jian
Dr. Mitchell Merling
Ms. Joan W. Murphy
Dr. Elizabeth O'Leary
John Ravenal
Dr. Susan Rawles
John Henry Rice
Dr. Peter Schertz
Barry Shifman
Ms. Mary Sullivan
Richard B. Woodward

Absent:

Peter Hunt

I. CALL TO ORDER

The meeting was called to order by the Chairman, John R. Curtis, Jr.,

at 10:45 am. Director Alex Nyerges introduced the committee to three new staff members, Sheila Payaqui, Assistant Objects Conservator, John Henry Rice, Associate Curator of South Asian Art and Dr. Susan Rawles, Assistant Curator of American Decorative Art. The Committee was pleased to welcome the group.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Art Acquisition Sub-Committee held on the 20th of February 2008 be approved as distributed on the 4th of April 2008. Motion carried.

III. GIFT AND LOAN CONSIDERATIONS

At 11:12 am the meeting went into closed session.

Motion: proposed by Mr. Curtis, and seconded by Mrs. Clement that the meeting go into closed session under Section 2.2-3711 (A) (6), (8) and (9) of the Freedom of Information Act

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 fundraising activities**, and **grants and contracts for services to be performed**, and

to discuss and consider matters relating to specific **gifts, bequests, and grants**. Motion carried.

At 12:44 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Dr. Harris 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: proposed by Mr. Curtis and seconded by Mrs. Mastracco to recommend to the Full Board of Trustees the following purchase considerations:

1. Northern Bengal (present-day Bangladesh), Vishnu as Varaha (The Boar Avatar), ca. 10th century gray stone, 109.2 cm h; Price: \$495,000
Source: The Adolph D. and Wilkins C. Williams Fund, unreserved
Vendor: Carlton Rochell, 41 E. 57th St., New York, NY 10022

2. Jean-Claude Bonnefond (French, 1796-1860), Military Scene from Napoleon's First Spanish Campaign, 1823, oil on canvas, 25-3/8" x 21-1/4"

Price: \$65,000

Source: Revolving Art Purchase Fund, to be reimbursed by deaccessioning monies

Vendor: Blondeau-Bréton, 75001 Paris, France

3. Scheurer, Lauth et Cie (printer) Alsace (Thann, near Mulhouse) (founded in 1813 as Liebach, Scherrer et Cie; Scheurer, Lauth et Cie: 1872-1935), thirteen Roller-Printed Furnishing Panels, designed by Aubert, de Feure, and Mucha:

Félix-Albert-Anthyme Aubert (French, 1866-1940), three versions of Iris d'eau (Water Iris), 1897-98, cotton, each 30 x 27 inches: in chartreuse, rust and blue (\$3,500); brown, green and blue (\$3,500); and cream, pink, green and blue (\$2,000).....\$9,000 less 10% = \$8,100

Alphonse Mucha (Czech, 1860-1939), three versions of Femme à Marguerite (Lady with daisy), ca. 1898-1900: in pink on ribbed cotton, 27½ x 30 in. (\$2,500); in red on cotton velveteen, 27½ x 30 in. (\$2,000), and in blue on cotton velveteen, 28 x 30 in. (\$2,500)..... \$7,000 less 10% = \$6,300

Georges de Feure (French, 1868-1943) (active in Paris), seven versions of a bird and berry design, 1900-1901, each 18½ x 32 inches: a dark blue ground on velveteen (\$2,800); a mustard ground on sateen (\$2,800); pale blue, lavender and pale green on cotton (\$2,500); light green and pale peach on cotton (\$2,500); pale blue, lavender and pale green on velveteen (\$2,500); gold, tan, and beige on velveteen (\$2,500); and pale blue, lavender & peach on cotton (\$2,500)..... \$18,100 less 15% = \$15,385

Total Price: \$29,785 (includes 10%-15% discounts)

Source: The Kenneth and Cherie Swenson Fund for Art Nouveau

Vendor: Cora Ginsburg, New York, NY 10021

4. Jervis McEntee (American, 1828-1891), Natural Bridge, 1877, oil on board, 7-1/8 x 5 inches (image), 13-1/2" x 11-1/4" framed

Price: \$28,000 (\$35,000 insurance value)

Source: The John Barton Payne Fund

Vendor: Debra Force Fine Art, New York, NY 10021

5. Edwin Austin Abbey (American, 1852-1911), Tile Fireplace Surround, 1878, hand-painted Minton, Hollins, and Company tiles inset in ferrous metal surround, 34 x 38 ¼ x 1-3/4"

Price: \$350,000 (\$500,000 insurance value)

Source: The J. Harwood and Louise B. Cochrane Fund for American Art

Vendor: Martin Cohen, New York, NY 10021

6. Edwin Lord Weeks (American, 1849-1903), The Hour of Prayer at Moti Mushid (The Pearl Mosque), Agra, ca. 1888-89, oil on canvas, 81 x 118 inches

Price: \$750,000 (\$850,000 insurance value)

Source: The J. Harwood and Louise B. Cochrane Fund for American Art

Vendor: 511 Projects, New York, N.Y. 10001

and the following gift/purchase consideration:

1. Ralston Crawford (American, 1906-1978), Construction #5, 1958, oil on canvas, 36 1/8”h x 26 1/8”w
Value: \$245,000
Vendor/Donor: Neelon Crawford, Crow Heart, WY 82512
Source: Neelon Crawford donation (\$80,000) and the Floyd D. and Anne C. Gottwald Fund (\$165,000)

and acceptance with gratitude of the following gift consideration:

1. Henry Prellwitz (American 1865-1940), Lotus and Laurel, 1904, oil on canvas, 30 x 60 in. (unframed)
Donor: Mrs. Jane Joel Knox, Richmond, Virginia
Credit: Gift of Joseph T. and Jane Joel Knox, Richmond, Virginia

and to accession into the collection the following Altria gifts accepted by the Executive Committee at their meeting on March 4:

1. A collection of seven contemporary American works, four Asian textiles, one Indian textile, and four African textiles, Donor: Altria, Richmond, Virginia

and to approve the following loan recommendations made by the Staff:

Loans recommended for approval

1. Jean-Honoré Fragonard, Landscape with Washerwomen, 18th century, oil on canvas (80.81)
Claude Joseph Vernet, Moonlight Scene, 1760, oil on canvas (71.50)
Exhibition: “French Painting in the Age of Madame de Pompadour”
Venues and dates: Musée des Beaux-Arts de Tours, Oct 11, 2008 - Jan 12, 2009;
Portland Art Museum, Feb 7 - May 17, 2009
Recommendation: Lend, with courier.
2. Pierre-Jules Mêne, eleven bronzes: After the Hunt ("Chasse en Ecosse") (85.733), Mounted Hunstman Leading his Hounds (85.734), Mare and Foal - Jument Arabe et son Poulain (85.735), Horse and Jockey (87.411), Dismounted Jockey and Racehorse (Vainqueur!!!) (87.412), A Dog, Fox and Vixen (99.126), Stag and Doe (99.127), A Setter - Setting Left (99.128), A Setter with Thistles (99.129), Spanish Greyhound (Diego) (2006.59)
Exhibition: “Pierre-Jules Mêne”
Venue and dates: National Sporting Library, Middleburg, June 6 - Aug 23, 2008
Recommendation: Lend, with courier.
3. Ad Reinhardt, Red Painting, 1952, 1952, oil on canvas (85.434)
Exhibition: “Abstract Expressionism – A World Elsewhere,”
Venues and dates: Haunch of Venison, New York, Sept 12 – Nov 21, 2008

Recommendation: Lend, with courier.

4. Johan Barthold Jongkind, Boats on the Seine-Adresse Roads, 1858, oil on canvas (70.18)
 Edouard Manet, On the Beach, Boulogne-sur-Mer, 1868, oil on canvas (85.498)
 Exhibition: "The Lens of Impressionism: Painting and Photography along the Normandy Coast, 1850-1874"
 Venues and dates: University of Michigan Museum, Ann Arbor, Oct 10, 2009 – Jan 3, 2010; three additional venues, t.b.d.
 Recommendation: Lend Jongkind to University of Michigan venue. Consider lending to addition venues as the are identified; deny Manet, which is needed in the Mellon Galleries during the period of loan.

5. Italian, Diptych with Eight Scenes from the Life of Christ, 14th century, tempera and gold leaf on panel (55.11)
 Exhibition: "Renaissance Art and the Devotional Imagination: Meditations on the Life of Christ"
 Venue and dates: Museum of Biblical Art, NYC, Feb 4 – May 17, 2009
 Recommendation: Lend, in microclimate, with courier.

6. Ernst Ludwig Kirchner, Otto and Maschka Mueller in the Studio 1911, oil on canvas (Fischer Loan 12.2004.12)
 Exhibition: "The Birth of Expressionism: Brücke in Dresden and Berlin, 1905-1913"
 Venue and dates: Neue Gallery, NYC, Feb 26 – June 29, 2009
 Recommendation: Approve facilitation of loan, with courier.

7. Edgar Degas, At the Races: Before the Start, 1878-1880, oil on canvas (85.496)
 Exhibition: "Degas"
 Venue and dates: National Gallery of Australia, Canberra, Dec 12, 2008 – Mar 22, 2009
 Recommendation: Lend with courier.

8. Henri de Toulouse-Lautrec, At the Bar, 1887, oil on canvas (83.54)
 Exhibition: "Henri de Toulouse-Lautrec - Le regard intime sur l'être"
 Venue and dates: Landesgalerie Linz at the Oberösterreichisches Landesmuseum, Austria, early March –mid June 2009
 Recommendation: Lend, with courier.

9. Emil Nolde, Blue Sea, 1918, oil on canvas (Fischer loan L.12.2004.30)
 Exhibition: "Emil Nolde"
 Venues and dates: Grand Palais, Paris, Sept 23, 2008 - Jan 19, 2009; Musée Fabre, Montpellier, Feb 27 - May 31, 2009
 Recommendation: Approve facilitation of loan, with courier.

Loans Not Recommended for Approval

1. Henri Rousseau, Tropical Landscape - An American Indian Struggling with a Gorilla, 1910, oil on canvas (84.3)
 Exhibition: "Antonieta Rivas Mercado"

- Venue and dates: Instituto Nacional de Bellas Artes, Mexico City, July 3 - Sep 28, 2008
Reason for denial: Insufficient lead time. Also, case is not made for importance of painting to exhibition.
2. John Singer Sargent, The Sketchers, 1914, oil on canvas (58.11)
Exhibition: "Louis Comfort Tiffany and Gilded Age America"
Venue and dates: The Nassau County Museum of Art, Aug 23 - Nov 2, 2008
Reason for denial: Case is not made for importance of painting to exhibition.
 3. Edward Hopper, House at Dusk, 1935, oil on canvas (53.8)
Exhibition: "Hopper & Co."
Venue and dates: The Joan Miró Foundation, Barcelona, Oct 23, 2008 - Jan 25, 2009
Reason for denial: Case is not made for importance of painting to exhibition.
 4. Stuart Davis, Little Giant Still Life, 1950, oil on canvas (50.8)
Exhibition: "Stuart Davis"
Venues and times: La Piscine, Musée d'art et d'industrie André Diligent, Roubaix, France, Oct 18, 2008 – Jan 18, 2009; Mapfre Foundation, Madrid, Spring 2009
Reason for denial: Our painting does not belong to the artist's early period, which is the exhibition's focus. Case is not made for importance of painting to exhibition.
 5. Thomas Moran, Bridalveil Falls, Yosemite Valley 1904, oil on canvas (61.45.1)
William Ranney, The Wounded Hound 1850, oil on canvas (2002.538)
Charles Warren Eaton, Glacier Park (Montana), 1921, oil on canvas (2007.12)
Exhibition: "Western American Art South of the Sweet Tea Line"
Venue and dates: Booth Western Art Museum, Cartersville, Georgia, Aug 16 - Nov 30, 2008.
Reason for denial: The project does not justify the loans requested, and the lead time is insufficient.

Changes to previously approved loans

1. Charles Rohlfs, Desk (85.66) was recommended for loan to "The Artistic Furniture of Charles Rohlfs" at the February 2007 AAS-C meeting.
Change: The object requested for loan was actually our Charles Rohlfs Library Table (85.67). Recommendation: Lend Rohlfs Library Table to all venues, with courier.
2. Twelve Art Deco objects, including Lovet-Lorski, Sundial (94.6a-b), were approved for loan to "Art Deco, 1910 – 1939" at the February 2008 AAS-C meeting.
Change: Lovet-Lorski, Sundial is in the Speed exhibition, and will not be available.
Recommendation: Lend Lovet-Lorski, Departing Night (94.7) as a replacement.
3. Lalique, LaMarre, Louchet, Vase (85.49) and Cicada Box (81.201a-b) were approved for loan to "Artistic Luxury: Fabergé, Tiffany, Lalique" at the November 14, 2007 AAS-C meeting.
Change: Loan request has been withdrawn.

Date:_____ Approved:_____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Campaign Leadership Meeting
Held, pursuant to due notice, in The Marble Hall
Tuesday, 4 March 2008, 3:00 pm

There were present:

Pamela Reynolds, President
Thurston R. Moore, Vice President
Richard G. Tilghman, Vice President

By Invitation:

Alex L. Nyerges, Director

I. CALL TO ORDER

The meeting was called to order by the VMFA Board of Trustees President, Pamela Reynolds, at 3:15 pm.

II. CAMPAIGN LEADERSHIP DISCUSSION

The group listed the duties of the Campaign Chairman:

- * Run Meetings
- * Sets Agendas
- * Seven Calls
- * Image Builder
- * Preempts other Commitments

They reviewed several names of possible candidates to lead the campaign and discussed each one's availability and the skills they would bring to the position.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the group, and the meeting adjourned at 4:00 pm.

Alex Nyerges
Director of the Museum

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Joint Executive and Fiscal Oversight Committee Meeting
Held, pursuant to due notice, in The Pauley Center Dining Room
Wednesday, 20 August 2008, 12:00 pm

Presiding: Pamela Reynolds, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice President and Chairman of the Fiscal Oversight Committee
Dr. Herbert A. Claiborne, Jr.
Herbert A. Claiborne III
W. Birch Douglass III
A. Hugh Ewing III
Susan S. Goode
Grant H. Griswold
Mrs. Stanley F. Pauley
Agustin E. Rodriguez
John R. Staelin
Dr. Joseph R. Vilseck, Jr.
Ms. Tina A. Walls
Richard G. Tilghman, Ex-Officio, Vice President

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Dave Barbour
David B. Bradley
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Leon Garnett
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandy Rusak
Ms. Cathy Turner
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

William J. Armfield
Alfonso L. Carney, Jr.
James C. Cherry
Mrs. Whitt W. Clement
John R. Curtis, Jr.
Dr. Elizabeth F. Harris

Frances A. Lewis
 Geoffrey P. Sisk
 Fred T. Tattersall
 Mrs. Suzanne T. Mastracco, Ex-Officio, Statewide Vice President

I. REPORT OF THE CHAIRMAN – Pamela Reynolds

The meeting was called to order by the Chairman, Pamela Reynolds, at 12:06 pm. She welcomed everyone and thanked them for attending today. President Reynolds announced that the new trustees appointed by the Governor are Tom Farrell, Cynthia Fralin, John Luke, Jim McGlothlin, and Michael Schewel. The Governor also reappointed Suzanne Mastracco and John Staelin. Mrs. Reynolds said we are very excited to welcome these new board members and pleased to have Suzanne and John continue as Trustees.

Mrs. Reynolds said she has been working with Pete Wagner and the Director creating an Advancement Committee co-chaired by Trustee Barbara-lyn Morris and Foundation Director Ranjit Sen. She explained that this committee will provide a forum for museum volunteers and support groups and related museum departments to provide a formal arena for essential discussion and action and to promote collegial exchanges. Agustin Rodriguez like the idea of the Advancement Committee saying it will keep the Museum vibrant and relevant.

The President said the Top Ten Fund Campaign Executive Committee has been working very hard and noted that our new Trustee, John Luke, is the co-chairman of that group.

II. REPORT OF THE DIRECTOR – Alex Nyerges

Alex Nyerges reported that this is the first meeting for Alexis Vaughn, our new Deputy Director for Sales and Marketing. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp. He said we are delighted that she is here and he knows she will make things happen.

The Director told of a gift offer of small pictures of 20th century art from a collecting couple to the nation saying that the couple asked the National Gallery of Art to choose a museum from each state to receive part of their gift. The Virginia Museum of Fine Arts was chosen from Virginia which, he said, is quite an honor. He noted that this gift adds a number of artists to our collection that are not now represented.

Motion: proposed by Mrs. Pauley and seconded by Dr. Claiborne, Jr. that the Executive Committee authorizes the Director to accept the gift offer of fifty pieces of contemporary art with the understanding that recommendations for accession will follow the proscribed process. Motion carried.

III. REPORT OF THE FOUNDATION – Herbert A. Claiborne III, President

Herbert Claiborne III reported that the Foundation Board met on July 29, 2008 and for the first time adopted an operating budget of over \$10 million. Mr. Claiborne said that the investment results showed that it was not a good quarter. He noted that Davenport & Company LLC helped prepare a plan for the \$20 million tax exempt bond issue for financing the Expansion with Wachovia as the underwriter.

IV. REPORT OF THE FISCAL OVERSIGHT COMMITTEE – Thurston R. Moore, Chairman

Thurston Moore asked the group to refer to the FY 2009 Combined State and Local Operating Budget sheet in their folders. He explained that this was a preliminary budget and we will know the real budget probably mid year when the Governor announces his budget cuts. Carol Amato reviewed the budget as it now stands and said we must prepare for reductions. She explained that we are holding eight positions and not filling them until we hear what the reductions will be. She said the newspapers are reporting that the state budget shortfall could be \$1 billion or more. Ms. Amato took questions from the group.

Thurston Moore asked if there were any more questions on the budget and there being none, the following motion was proposed.

Motion: proposed by Mr. Moore and seconded by Mr. Rodriguez that the Executive and Fiscal Oversight Committees approve the budget as presented by Ms. Amato with the understanding that budget cuts are expected. Motion carried.

Pamela Reynolds thanked Ms. Amato, Dave Barbour, and Leon Garnett for their hard work on the budget. Ms. Amato noted the Dave Barbour manages our budget process with incredible detail and Leon Garnett works hard on our Financial Services and Accounting and assures that all the state rules are followed. She said the final report from the auditors came with a bulletin saying that the focus of future audits will change to put more emphasis on how the institution is managed and the auditors will want to meet with the Trustees about two times per year.

Ms. Amato reported that in the auditor's review of VMFA he felt we were too small an agency to have three people authorized for full access to the accounting system. We have complied with the auditor's recommendations for staff access and authority related to the accounting system. The other finding was that we, along with many other state agencies, were not in full compliance with Homeland Security's procedures to deal with non citizens on staff. A training course has been held to assure that we understand and comply with all requirements. Nothing was found wrong with our accounting. The report will be sent out by the auditor to VMFA's trustees.

V. REPORT OF THE GOVERNMENT AFFAIRS COMMITTEE – Susan S. Goode,
Chairman

Ms. Goode reported that the Government Affairs Committee will meet on September 16 and our special guest will be Anthony “Tony” Maggio, Higher Educational and Capital Outlay Analyst for the House Appropriations Committee. He will speak on the Commonwealth’s 21st Century Capital Improvement Plan adopted by the 2008 General Assembly.

Ms. Goode noted that Pam Reynolds and Alex Nyerges hosted the Attorney General for a hard hat tour and dinner last week and plans are underway to do the same for the Lieutenant Governor. She said that Sunday night members of the House Appropriations Committee, including Chairman Lacey Putney, and members of the Senate Finance Committee came for a hard hat tour and supper. Another such event is scheduled for October 19 for those who did not attend last Sunday.

VI. REPORT OF MUSEUM EXPANSION COMMITTEE
– Dr. Herbert A. Claiborne, Jr., Chairman

Dr. Herbert A. Claiborne, Jr., Chairman of the Museum Expansion Committee, announced that if anyone present had questions on the Museum Expansion project, he and Richard Woodward would be happy to answer them.

No additional business was brought before the Committee, and the meeting adjourned at 1:00 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Tuesday, 8 January 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman by phone
Richard G. Tilghman, Vice-Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
John R. Curtis, Jr.
W. Birch Douglass III
Ms. Susan S. Goode by phone
Ms. Frances Lewis
John R. Staelin
Tina A. Walls

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Herbert A. Claiborne III
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Stanley F. Pauley
Ms. Sandra Rusak
Peter M. Wagner
Richard B. Woodward

Absent:

Dr. Elizabeth F. Harris
Thurston R. Moore, Vice-Chairman

I. Remarks by the Chairman

Chairman, Pamela Reynolds, called the meeting to order at 12:10 pm and started out the New Year with an elegant champagne toast to 2008. Mrs. Reynolds thanked Suzanne Hall for all the VMFA mentions in the Art Home magazine and noted that the Richmond Times Dispatch ran an article on our expansion yesterday. The President told the group that the New York Times had an interesting article on the new Roanoke museum that our

former trustee, Jenny Taubman, and her husband Nick have supported. The President announced the sad news that former trustee, Dr. Francis Foster, died Sunday and his funeral will be held on Saturday. Also friend of the Museum Dr. John McClenahan, widower of Mary Tyler Freeman Cheek McClenahan, passed away last week. His memorial service will be held in the spring.

Mrs. Reynolds said that the Governor has appointed Alfonso L. Carney, Jr. to replace Judge C. N. Jenkins, Jr. who resigned from the board. In his professional career, Al was Vice-President and Associate General Counsel – Corporate Affairs of Altria Group Inc. from 1990-2005. Since 2006 he has been a principal of Rockwood Partners LLC of New York. He is a graduate of Trinity College, University of Virginia School of Law and attended the Parker School of International Law, Columbia University. Among his board memberships, Al served as a Thomas Jefferson Foundation Trustee from 1999-2007, a Trinity College Trustee, 2002 to the present, and a University of Virginia Law School Foundation Trustee from 2003 to the present. He is married to Cassandra E. Henderson, a prominent New York physician. Al will join us for the Board quarterly meetings on February 20th and 21st.

Mrs. Reynolds mentioned the annual letter she sent to trustees listing the accomplishments of 2007 and goals for 2008 saying she would like trustees to add their own goals for VMFA to the list. She commended Alex Nyerges for leading us through an amazing last year and a half and thanked him and his wife, Kathryn, for their hard work which is much appreciated.

II. **Report of the Director**

Alex Nyerges gave the attendance report of 10,316 visitors for LOOK HERE *Mystery!*, which closed on December 30, 2007. He announced that the *Boudin* exhibition had 6,562 visitors through the end of December and has been extended an extra three weeks through February 17 thanks to the cooperation of the National Gallery. The Director added that next week brings the statewide opening of LOOK HERE *Speed* at the Peninsula Fine Arts Center in Newport News.

Mr. Nyerges reported that the Governor addressed the agency heads yesterday saying the budget is moving forward. The Governor noted that he moved the state employee salary increases from the end of 2008 to July of 2009 to coincide with the fiscal year. The Director felt the Governor gave an upbeat presentation.

III. **Report of the Foundation – Herbert A. Claiborne III, President**

Mr. Claiborne reported that the Foundation has continued its engagement of Williams Mullen to assist with positioning the Museum's budget requests before members of the General Assembly. In addition, he said, for this session only, we have engaged Capitol Results, a firm that specializes in broader media communications aimed at government officials and other opinion makers. The Foundation is also underwriting the cost of the January 22 dinner honoring state officials.

The Foundation President indicated that the December 31, 2007 investment statements were received yesterday and the staff and investment advisor have not completed their analysis. He said that while they are prepared for a less than robust report, the diversification in the asset allocation plan will continue to buffer us from some of the market volatility.

Mr. Claiborne reported on the Governance Committee (formerly the Audit Committee) saying that continuing the Foundation's policy to be in compliance with best practices, a Request for Proposal was issued for auditing and tax services. Yesterday, the Committee interviewed four firms. He noted that the process was beneficial to the Committee members and Staff in learning more about the expected changes in the public accounting standards and Internal Revenue Service revisions to the tax returns they file. Reference checks are being made and the Committee will shortly determine the firm recommended for engagement at the Foundation's February 5, 2008 Board of Directors meeting.

President Claiborne concluded by noting that Judy Gleach, their Financial and Administrative Coordinator, will be retiring in February. Her successor, Julie Thomas, has been in training for the past twelve months.

IV. Report of the Chief Operating Officer – Carol Amato

Carol Amato reported that Governor Kaine's proposed budget for the Museum reflects belt tightening due to the lower than projected state revenues. She said we were very pleased to be included as one of the Governor's key initiatives and he was very generous with us. In the capital outlay budget he funded three proposals we asked for including moving the carpentry shop, funding the boiler, and the chiller. Robinson House was not included however, as the state felt the cost per square foot was too high for office space. Ms. Amato suggested re-envisioning the use for the House or raising the funds ourselves. As all other state agencies, Governor Kaine recommended no maintenance reserve money for the Museum in the first year, and \$615,000 for 2010. The Governor's budget includes an increase of \$3,112,794 in General Funds to support the operating budget for fiscal year 2008-2010. She went on to review the Governor's budget proposal in detail.

The Director noted that due to David Bradley, Carol Amato, the trustees and others, we did extraordinarily well in the Governor's budget. He said we will try to be included in the bond issue which contains mostly large new projects. Since we do not have any large projects, we will package things together to try for inclusion and will search for a sponsor.

President Reynolds thanked Mr. Nyerges, Mr. Bradley and Ms. Amato for getting us to this point. She also thanked Joan Murphy, Special Counsel and Assistant Attorney General for her help on a daily basis.

David Bradley added that we were the only cultural institution that received a budget increase. He said that many non-state agencies will ask why we were given increases when they did not receive any state funding. We will have to firmly explain that we must bring this building on-line in the next fiscal year. He noted that from the end of November through mid December private visits were held with General Assembly members instead of trying to see them now when there is a crush of people. It is hard to predict how things will shake

out with the changes in legislative leadership and the many retirements, but we have met with the new leadership.

Alex Nyerges said we will need more money in 2010 and we are working on determining the amount needed. If we do not receive more funding our strategies could be to wait, do without things and consolidate issues, generate more revenue, or increase our development efforts. He said we look forward to hiring our Sales and Marketing Division Head who could bring revenue generating ideas to the table.

V. **Report of the Fiscal Oversight Committee – John R. Staelin, Vice-Chairman**

Mr. Staelin explained that the Core Needs amount raised some concerns and we weren't sure what the Governor's budget would provide, so it was decided to do a more in depth study of the Core Needs. Carol Amato is working on format options for reporting the figures and should have these by January 15th. Ms. Amato said in the last three weeks she has been collecting information from staff on additional expenses needed or reductions for their projects and by February additional financial information will be available. She thanked Richard Tilghman and Thurston Moore for their help with this task.

At 12:50 pm the meeting went into closed session.

Motion: proposed by Dr. Claiborne, and seconded by Mr. Curtis that the meeting go into closed session under Section 2.2-3711 (A), (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 12:55 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mr. Staelin 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.

Mr. Tilghman asked if the Executive Committee members who were not members of the Museum Expansion Committee could be added to that committee. President Reynolds said they could be added if they would like. Those members are Meg Clement, Susan Goode, Betty Harris, John Staelin and Tina Walls.

VI. Report of Development – Peter M. Wagner, Vice President for Development

Pete Wagner reported two unusual upcoming events that he hoped would be beneficial to our fundraising efforts. Tonight we host the first of our 2008 annual fund cultivation events that we are calling ‘rush parties.’ These cocktail receptions and private tours of *Boudin* will be hosted by Pam and Major Reynolds, Freddie and Lawrence Gray, Susie and Ben Rawles and Martha and John Sherman. The response has been very good with more than 75 guests expected to attend.

The other event is next Tuesday when we will host “Collect Yourself! Building, Maintaining, and Sharing Your Art Collection” beginning at 6:00 pm with cocktails in the Marble Hall. John Ravenal will speak on collecting, and Ellen Spong, of Trustco Capital Management, will talk about things to think about when considering your collection and estate planning. We have about 100 people attending this event. The not so hidden agenda for the evening is to have people think about the Museum as they consider their estate planning.

Mr. Wagner announced that as of January 7, 2008, we have raised \$712,000 for the Annual Fund. This is \$108,000 more than we had last year at this time or an 18% increase. Also, regarding the annual fund, Birch Douglass generously raised his annual contribution to the fund by 25 percent. Taking his lead, five other Directors and Trustees have raised their gifts twenty-five to one hundred percent, resulting in a more than \$10,000 increase to date.

Pete Wagner added that Gina Rawles made a \$1 million contribution. He experienced his first drive-by pledge payment over the holidays when Gina and her driver pulled up to the curb and handed him a \$200,000 check through a crack in the window. They then zoomed off into the afternoon. Last but not least, Mr. Wagner announced two very handsome gifts from trustees John Curtis and Tina Walls. The gifts will be used towards items outlined in the Core Needs.

The meeting adjourned at 1:10 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

MOTION: Dr. Claiborne

MEETING: Executive Committee

SECOND: Mr. Staelin

DATE: 8 January 2008

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: Reynolds/Mastracco/Tilghman/Claiborne/Clement/Curtis/Douglass/Goode
Lewis/Staelin/Walls

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: Moore/Harris

Suzanne Broyles
Secretary of the Museum

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Wednesday, 22 October 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
John R. Curtis, Jr.
Ms. Susan S. Goode
John R. Staelin

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Bill Axselle
Ms. Sandy Bowen
David Bradley
Ms. Suzanne Broyles
Herbert A. Claiborne III
Dr. Lee Anne Hurt
Robin Nicholson
Ms. Sandra Rusak
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

Richard G. Tilghman, Vice-Chairman
W. Birch Douglass III
Dr. Elizabeth F. Harris
Ms. Frances Lewis

I. Report of the Chairman – Pamela Reynolds

Chairman, Pamela Reynolds, called the meeting to order at 12:00 pm and thanked trustees and staff for their hard work. She especially thanked our wonderful Director Alex Nyerges, Dr. Claiborne, Richard Woodward and Carol Amato. She noted that the Campaign Executive Committee has been working very hard on the donor list. President Reynolds welcomed Bill Axselle and Sandy Bowen of Williams Mullen who join us today.

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

Alex Nyerges said that he and the staff have been working very hard. Interviews for the Chief Conservator position are being conducted and three very excellent candidates have been identified. He noted that he travels to Lynchburg tonight for the Discover Silver opening reception at the Daura Gallery. The Director added that our staff has held a successful claymation workshop in Sussex County for teachers, which shows that our statewide programs are going strong.

III. **Report of the Foundation – Herbert A. Claiborne III, President**

Mr. Claiborne reported that the Foundation continues to work through the details of completing the acquisition of the Fischer Collection of German Expressionist Art. Discussions are underway between the attorneys for the Foundation and the Fischer Estate on whether any changes to the financing component might be more advantageous to both parties in light of the current conditions in the credit markets. Clearly, however, once this gift/purchase arrangement becomes public knowledge it will be an extraordinary story of art collecting and philanthropy.

The Foundation will hold its 32nd Annual Meeting on next Tuesday, October 28. Among the topics will be progress on the Top Ten Fund, election of new Directors and Officers, performance of the Investment Portfolio, and the Annual Audit.

In terms of investments, Mr. Claiborne said we have seen a preliminary report through September 30 and the results are obviously disappointing. The October numbers will be even worse. However, we have a sound asset allocation plan, excellent advice from Colonial Consulting, and an intelligent and focused Investment Committee that takes a long term view.

IV. **Report of the Chief Operating Officer – Carol Amato**

Carol Amato reported that the Governor's Chief of Staff has asked agencies to plan for budget reductions of 5%, 10%, and 15%. Ms. Amato said that 5% of our budget would be \$500,000 out of the general funds, 10% would be \$1 million and 15% would be \$1.5 million. The ten and fifteen percent levels will be very difficult without affecting staff and any layoffs or changes will be permanent. She said the process will start tomorrow and it is very challenging. She said if layoffs are required the first to go would be the part time, temporary, and contract workers before the full time employees. Alex Nyerges explained that we have frozen positions and have \$900,000 in reserve for opening the museum but as he and Carol looked at the budget process, they decided to take at least \$200,000 of that reserve each year to protect us from layoffs so that we have the staff to open the building. Needed are housekeepers, electricians, HVAC technicians and Visitors Services staff and we could not open with these people missing.

Ms. Amato noted that she has been through 15 state budget cuts over the years and all were at the maximum cut. She said she wrote to the Secretary of Education that we have used our reserve and we cannot do a permanent reduction as we are in construction mode and need additional people to operate the new wing. To open we will need \$1 million in energy costs and \$250,000 - \$270,000 for security. Ms. Amato has heard that next fiscal year could bring an even larger shortfall. She noted that is where we stand and we will do our part under our very unique circumstance of opening a new wing in hard economic times.

V. **Report of Government Affairs - Susan S. Goode, Chairman**

Susan Goode and David Bradley noted that now is the time to be more proactive with Government Affairs and they have a two pronged approach for the Legislators and Administration. The first goal is to hold the line on a 15% cut for FY 08-09. The next is to lobby the General Assembly members to protect VMFA from further cuts in the 2009-2010 budget. Bill Axelle and Sandy Bowen of Williams Mullen were present and explained that VMFA has a perception of being a well run institution among the state finance staff which is good. They noted that the General Assembly is more important this year as the Governor has cut the budget 15%, which is the maximum he can cut, and then the General Assembly could cut the budget more. Mr. Axelle explained our unique situation is that we must open this building that the state has financed and we have no other option. He said that Legislative visits need to start now so that Legislators understand that VMFA is a priority item in the budget that just can't be cut.

David Bradley distributed the 2009 Government Affairs Plan Outline document and reviewed it with the Committee members who discussed our options.

VI. **Other Business**

No other business was brought before the Committee and the meeting adjourned at 1:20 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Wednesday, 6 February 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Mrs. Whitt W. Clement
Ms. Susan S. Goode
John R. Staelin
Tina A. Walls

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Stanley F. Pauley
Ms. Sandra Rusak
Peter M. Wagner
Richard B. Woodward

Absent:

Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
W. Birch Douglass III
Dr. Elizabeth F. Harris
Ms. Frances Lewis
Thurston R. Moore, Vice-Chairman

I. Remarks by the Chairman

Chairman, Pamela Reynolds, called the meeting to order at 12:10 pm and distributed Valentine's Day goodies to the group. She thanked Suzanne Mastracco, Tina Walls and others who participated in the successful Peninsula Fine Arts Center opening of *LOOK HERE Speed* in Newport News last month.

II. Report of the Director

Alex Nyerges reported that tomorrow he travels to Martinsville, Danville and South Boston as part of the statewide effort to take the pulse of the Commonwealth and our partners. He noted that the Cecilia Beaux Exhibition opened February 2nd at the Pennsylvania Academy of Fine Arts in Philadelphia, stating that this is a major exhibition and our own Sylvia Yount was one of the curators of the show.

The Director explained that a small Restaurant Operations Sub-Committee of the Fiscal Oversight Committee met yesterday to analyze the profit center of Food Service. This committee is chaired by John Curtis and includes Carol Amato and Cathy Turner who are looking at how to fulfill the Business Plan in regards to Food Service.

III. Report of the Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode reported that the January 22nd Legislative Dinner was a success even though many guests found they could not attend at the last minute. The next day many remarked that it was very well received and a nice break from the General Assembly session. Ms. Goode said the statewide effort is crucial and resonates with the legislators who have given us a great deal of support. David Bradley commented that the evening was an important and successful event. He said that key people were there such as the Vice-Chairman of the House Appropriations Committee, the Staff Director of the House Appropriations Committee and the Senate and House analysts responsible for the Museum's budget. Mr. Bradley indicated that it is difficult to get a clear fix on where the General Assembly is now and the next two weeks are critical. He promised to keep the group updated and said the session is scheduled to end on March 8.

At 12:20 pm the meeting went into closed session.

Motion: proposed by Mrs. Goode, and seconded by Mrs. Reynolds that the meeting go into closed session under Section 2.2-3711 (A), (8), (9) and (30) of the Freedom of Information Act

to discuss and consider matters relating to specific gifts, bequests, and fundraising activities, and grants and contracts for services to be performed, and

for discussion of matters relating to specific gifts, bequests, and grants, 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.

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Tuesday, 4 March 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
W. Birch Douglass III
Ms. Susan S. Goode
Dr. Elizabeth F. Harris
Ms. Frances Lewis
John R. Staelin
Tina A. Walls, by phone

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandra Rusak
Peter M. Wagner
Richard B. Woodward

Absent:

Mrs. Whitt W. Clement
Thurston R. Moore, Vice-Chairman

I. Remarks by the Chairman

Chairman, Pamela Reynolds, called the meeting to order at 12:15 pm and said that this morning the Museum Expansion Committee held its first meeting in the McGlothlin Wing along with a tour led by Richard Woodward. She thanked all who made that possible and noted that Tina Walls was ill at home and will conference in to this meeting. Mrs. Reynolds reminded all to read the articles in Sunday's Richmond Times Dispatch by Alex Nyerges and Betsy White, Director of the William King Regional Art Center.

II. Report of the Director

Alex Nyerges reported that the Fabergé Society will meet tonight to choose a proposal to fund. He announced that the Ryan McGinness Project has been pulled from the list of proposals as we have had a change of plans. The Director discussed the recent museum raids in California saying that AAMD will soon have new rules and regulations. He noted that the raids were not as much about stolen art as they were about tax evasion. He reassured the Trustees that we have been above board in all our dealings here at VMFA and great scrutiny and care goes into each object. He noted that we had repatriated two works that were looted in the war and we were proactive when we saw reason to be. Mr. Nyerges told the group not to worry about the art thefts recently in the news as we work hard with our security staff to ensure safety. He added that Carol Amato and the Staff have incorporated additional security measures into the plans for the new Wing.

The Director discussed his trip last week to Rappahannock Community College in Warsaw. There he and the Museum staff had lively discussions with our friends and partners in Gloucester and the Northern Neck. This visit produced interesting suggestions for our Statewide report. He thanked Sandy Rusak and Susan Ferrell for the hard work involved in making these important trips happen.

III. Report of the Chief Operating Officer – Carol Amato

Carol Amato had no report.

IV. Report of the Foundation – David Bradley, Vice-President for Finance and Administration

David Bradley explained that Herbert A. Claiborne III, President of the Foundation, sends his regards and regrets that he is tied up in a business matter and not able to attend this meeting. Mr. Bradley said the Foundation has no report.

V. Report of the Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode reported that the differing versions of the House and Senate adopted budgets are now in a Conference Committee. The twelve conferees are expected to finish their deliberations tonight. Officially the report will be available on Thursday, although we may know something earlier.

She said the conferees have been addressing some very complex issues like mental health, bench marking the standards of learning, employee pay raises, and most recently the transportation funding plan for Northern Virginia and Hampton Roads being declared unconstitutional by the Virginia Supreme Court.

She went on to say that the Museum has been working to restore a reversion of FY 2007 funds (\$137,051) adopted by the Senate. We believe this had more to do with analysts

misunderstanding that most of these funds have already been committed. In addition, we are working to hold on to two employee positions originally recommended by the Governor, but later proposed for cuts as a way to address the deteriorating revenue picture.

Suzanne Hall reported on the Fellowship Program saying that twenty recipients had photos taken with their legislators, John Staelin and Alex Nyerges at the General Assembly last week. Ms. Hall said they were met with a warm reception and were delighted to meet their representatives. They returned to the Museum for a lunch hosted by the Director. She went on to say that the Museum has awarded more than \$3.8 million to 1,035 professional and student artists to date and money for the Fellowships comes from a privately endowed fund initiated in 1940 by John Lee Pratt of Fredericksburg (husband of Lillian Pratt). John Curtis noted that the Fellowship gifts significantly change the way these artist recipients observe the institution.

VI. Report of the Art Acquisitions Sub-Committee – John R. Curtis, Jr., Chairman

John Curtis explained that the Altria offices are divesting themselves of their corporate collection of art and since we last met, Tina Walls came to Alex Nyerges with a terrific gift of a number of original drawings and artworks by Sol LeWitt and others in our collection. Altria is gifting museums around the country and they have a deadline which falls before our May meeting dates so we must bring this to the Executive Committee. The following motion was then proposed.

Motion: proposed by Mr. Curtis and seconded by Mrs. Reynolds that the Executive Committee authorizes the Director to accept the gift of art from Altria with the understanding that recommendations for accession will follow the proscribed process. Motion carried.

The group thanked Tina Walls for the opportunity for this gift.

VII. Report of Development – Peter Wagner, Vice-President for Development

Peter Wagner reported on the Joint Trustee and Foundation Director meeting held last Tuesday. He said that at that meeting the VMFA Foundation Board approved a motion to move forward with the Top Ten Fund so the campaign is officially underway. Mr. Wagner mentioned that leadership enlistment is the first step. He reported that to date we have already raised \$4.4 million dollars in private funds from individuals, corporations and foundations towards our campaign goals. He was very happy to announce that Foundation Director, Edie Cabaniss, just contributed an additional \$1 million to the campaign.

Mr. Wagner brought the Committee's attention to the resolution in their folders. He said the Mellon Foundation is asking the Trustee Executive Committee to adopt this resolution and he indicated that the VMFA Foundation Board adopted it last month. The resolution will assign and restrict the gifts to meet the matching requirements of the grant to establish a permanent endowment for the Ancient Art Curator position. The resolution supports the

request that funds be released to VMFA's Foundation on behalf of VMFA. The following motion was proposed.

Motion: proposed by Mr. Tilghman and seconded by Mr. Douglass that the following resolution be adopted by the VMFA Board of Trustees Executive Committee.

From August 1, 2007 through December 31, 2007, the Virginia Museum of Fine Arts Foundation has received an additional \$175,000 in gifts designated by the donor(s) to match the \$1,000,000 challenge grant from the Andrew W. Mellon Foundation to endow the position of Curator of Ancient Art: \$125,000 from the Moses D. Nunnally Charitable Lead Trust (final payment on a \$500,000 pledge); and \$50,000 from Drs. William J. and Mary Ann S. Frable (payment on a \$500,000 pledge).

BY RESOLUTION, the Virginia Museum of Fine Arts Trustees assigns these gifts - funds received and funds pledged - to meet the matching requirements of The Andrew W. Mellon Foundation challenge grant and restricts the income on the gifts to the uses set forth above.

Motion carried.

Richard Tilghman asked Peter Wagner and Richard Woodward if it is possible to hold donor dinners in the expansion site just toured. Mr. Tilghman added that we should use the site every chance we get. Mr. Woodward noted that between now and May would be a good time for that and weather is a factor to bear in mind when scheduling dates for the tours. Mrs. Reynolds thanked Mr. Tilghman for the suggestion. She then announced that Jacquelin Crebbs will give an audit report at the next Executive Committee meeting and the report will be sent out to committee members for their review before April 1.

The meeting adjourned at 1:00 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Tuesday, 1 April 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Mrs. Whitt W. Clement
John R. Curtis, Jr.
W. Birch Douglass III
Ms. Susan S. Goode
Dr. Elizabeth F. Harris
Ms. Frances Lewis
John R. Staelin
Tina A. Walls

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Ms. Jacquelin Crebbs
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandra Rusak
Peter M. Wagner
Richard B. Woodward

Absent:

Dr. Herbert A. Claiborne, Jr.

I. Report of the Chairman – Pamela Reynolds

Chairman, Pamela Reynolds, called the meeting to order at 12:20 pm and announced that Trustee Dr. Herbert A. Claiborne, Jr. was in the hospital and would love to receive cards. She told the group that Trustee Frances Lewis had donated her one-of-a-kind gowns, suits, dresses and shoes from the 1980s to the Valentine Richmond History Center and passed an article from *Style* magazine on the subject.

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

Alex Nyerges reported that the Fabergé Dinner went well and the March 6th Muse awards event was a huge success. Sandy Rusak noted that the Teen Symposium was given twice, once here and once in Fairfax County. The topic was Japanese Art and fifty plus teens and teachers attended.

The Director said that the Philippa Glanville Gans Lecture and Wine Tasting attracted a sell-out crowd. He added the exciting news that Celeste Fetta and David Bradley gave Retired Supreme Court Justice Sandra Day O'Connor a tour on March 17th.

Mr. Nyerges reported that the second round of interviews for the Deputy Director of Sales and Marketing has been planned. He noted that there are three good candidates, two from Virginia and one from North Carolina and it will be interesting to see which will rise to the top.

President Reynolds announced that Alex Nyerges, Carol Amato, and David Bradley did a terrific job working to get the Museum's funding in the state budget. She read the trustee e-mail responses to the good budget news.

III. **Report of the Chief Operating Officer – Carol Amato**

Carol Amato gave a quick update saying that detailed information on the General Assembly budget was sent to the Trustees in March. She reported that the reversion did not happen as it was deleted from the budget so the funding for this year is intact with only a four percent reduction that was accomplished in September. The General Assembly has announced a \$17.5 million reduction. This means we will need to cut 1.5% from FY9 and FY10 and submit our plan to the Governor by June 1. We will be able to manage this by working with the Division Heads to cut some things we are now doing. She mentioned that the budget does take care of our energy and insurance costs and enough for some additional staff to help us achieve our goals. She expressed thanks to David Bradley and the Trustees for their effective support of the budget proposals. Ms. Amato also thanked the Statewide support of Suzanne Mastracco, Sandy Rusak, Susan Ferrell and Robin Nicholson, without whom this may have turned out differently.

IV. **Report of the Foundation – David Bradley, Vice-President for Finance and Administration**

Mr. Bradley reported that yesterday the Foundation Executive Committee met and one of the topics was the retirement of Rusty Ryland, the Foundation's counsel for nearly 30 years. Mr. Bradley noted that Mr. Ryland served as Deputy Attorney General in the past and as such provided counsel to the Museum. He was involved in the West Wing building project and gave advice on negotiating issues such as gifts, etc. Mr. Bradley reported that the new Williams Mullins team to succeed Mr. Ryland is Brian Ball, gatekeeper and registered agent who is well known in the General Assembly and the corporate community, and Farhad Aghdami who works with trusts and estates in the tax section and is on the Community Foundation and is well connected in town.

V. Report of the Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode reported that the General Assembly budget results speak for themselves. She expressed thanks to those present for what they did for the cause. Ms. Goode pointed out that to fully appreciate the results, one must view them in context of a turbulent economy and the reduction in State revenues.

In addition, she said there were the expected political differences given the gains the Democrats made in the last election. While we publicly saw some animosity she indicated that was only a small portion of what was going on behind the scenes. Fortunately that did not color their thinking about VMFA.

The strategy begun last summer by our Trustees, Foundation Directors, staff, and outside advisors served us very well. She concluded that our traveling special exhibition and the wonderful media coverage all made for a winning formula.

Ms. Goode added that it is clear that our Director, Alex Nyerges, fully understands and embraces the importance of forging strong relationships with the State and, in particular, putting hard resources behind the statewide outreach effort. She pointed out that his sustained commitment and that of this Board will be necessary if we are to continue to achieve our goals.

At 12:33 pm the meeting went into closed session.

Motion: proposed by Mrs. Reynolds, and seconded by Mr. Douglass that the meeting go into closed session under Section 2.2-3711 (A), (8), (9) and (30) of the Freedom of Information Act

to discuss and consider matters relating to specific gifts, bequests, and fundraising activities, and grants and contracts for services to be performed, and

for discussion of matters relating to specific gifts, bequests, and grants, 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 1:25 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mrs. Reynolds, seconded by Ms. Walls 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.

The meeting adjourned at 1:29 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

MOTION: Mrs. Reynolds
SECOND: Ms. Walls

MEETING: Executive Committee
DATE: 1 April 2008

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: Reynolds/Moore/Mastracco/Tilghman/Clement/Curtis/Douglass/Goode
Harris/Lewis/Staelin/Walls

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: Claiborne, Jr.

Suzanne Broyles
Secretary of the Museum

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Tuesday, 17 June 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
W. Birch Douglass III
Ms. Susan S. Goode
Ms. Frances Lewis
Tina A. Walls

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Charles Barksdale
David Bradley
Ms. Suzanne Broyles
Herbert A. Claiborne III
Dr. Joseph M. Dye III
Ms. Suzanne Hall
Dr. Lee Anne Hurt
Robin Nicholson
Michael Slatner
Peter M. Wagner
Richard B. Woodward

Absent:

Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
John R. Curtis, Jr.
Dr. Elizabeth F. Harris
John R. Staelin

I. Report of the Chairman – Pamela Reynolds

Chairman, Pamela Reynolds, called the meeting to order at 12:10 pm and announced that two special guests were in attendance today to give an overview of the Museum's Performance Contract for Energy Conservation program. Carol Amato introduced Michael Slatner, our Superintendent of Buildings and Grounds, and Charles Barksdale from the Department of Mines, Minerals and Energy. Mr. Barksdale explained that VMFA's energy audit with Siemens Buildings Technologies has been completed and it is

time to move forward with the terms of the contract which he reviewed. This contract will allow us to borrow money for new equipment to give us lower utility costs and then use the money saved to make the loan payments. Mr. Slatner noted that there is a dire need to replace the cooling towers by this winter to keep everything running efficiently. Mr. Nyerges said we will be getting new equipment and saving on energy costs so this contract is a godsend to us. The following motion was proposed.

Motion: proposed by Mr. Tilghman and seconded by Mr. Douglass that the Executive Committee approve the Museum's participation in the state's performance contract for energy conservation. Motion carried.

President Reynolds noted that the list of board nominees was sent to the Governor and she and Alex Nyerges visited the Governor's Office to discuss them. We now await his decision. She said the Trustees will be traveling by bus to Roanoke for an overnight trip on November 19 to visit the new Taubman Museum and dine with their trustees. Further information on the trip will be sent.

Mrs. Reynolds announced that an excellent Campaign Executive Committee has been recruited and the current list has been distributed. She was thrilled to announce that John Luke, Chairman and CEO of MeadWestvaco, has agreed to serve as the co-chairman of the campaign with Pam Reynolds. She thanked Thurston Moore, Alex Nyerges and Pete Wagner for their hard work on this. Tina Walls remarked that it was terrific to have Mr. Luke as co-chairman and Mr. Moore indicated that we are all very excited. Pamela Reynolds said the campaign vice-chairmen are Dr. Herbert A. Claiborne, Jr., Michael Schewel, and Tina Walls. Mrs. Reynolds thanked Mr. Douglass and Ms. Walls for their work on the lead gifts for the campaign. She went on to thank all those present for what they have done and what they will do for VMFA.

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

Alex Nyerges announced that we are all pleased that Alexis Vaughn has accepted the position of Deputy Director for Sales and Marketing and will start work on July 21. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp. He thanked Pam Reynolds, Tina Walls, Nancy Lund, staff, trustees and former trustees who met with Ms. Vaughn during the hiring process. Of all the applicants, it was determined that she had the greatest experience in our field in addition to her business and banking experience.

Mr. Nyerges reported on the Statewide Task Force activity saying that he and staff and trustee members have taken 13 visits to partners across Virginia and have now covered the entire Virginia map. He said we will be providing the Task Force with a draft report to review over the summer and then take it to the Full Board at the September meeting. Mr. Nyerges noted that people really appreciate what we are doing out there as we add value to what they do to serve their communities. He added that Jeffrey Allison, Paul Mellon Collection Educator, and Trent Nicholas, Coordinator of Media Resources, have real fan clubs around the state. Alex Nyerges said that what the Task Force will help solidify our statewide position.

III. **Report of the Chief Operating Officer – Carol Amato**

Carol Amato said she has been talking to Nancy Raybin who has now agreed to work with us on our Strategic Plan and her contract should be signed shortly. Ms. Raybin has spent time with Thurston Moore, Pam Reynolds, Herbert Claiborne III, Pete Wagner, and David Bradley discussing all aspects of the strategic plan. It is hoped that this process will start in July and finish by May 2009. Ms. Amato noted that Ms. Raybin even read the state's strategic planning requirements and had a positive opinion of them. Ms. Amato then read the four goals for the Museum and Ms. Raybin.

1. To demonstrate that the VMFA can provide strong leadership, understand the needs of its multiple constituencies, craft a plan that resonates across Virginia and serve as a model for other states.
2. Create a blueprint for programming, financing, and operating as one of the Top Ten Museums. Identify the key benchmarks, design the strategies/tactics for achieving success.
 - Success in raising \$60 million in capital and endowment money for the immediate "Top Ten Fund" campaign (2008-2010)
 - Success in creating a longer term strategic plan, on-going fundraising plans and organizational/operational structure for 2010-2015 to secure a "Top Ten" position
3. Design more efficient and effective systems—formal and informal—to manage this complex organization and deliver better than expected service to the key constituencies.
4. Gain a broader understanding of the total financial and human resources available and dedicated to advance the Museum.

Ms. Amato said this planning would be completed by the Executive committees of the Board of Trustees and the Foundation Board. Ms. Raybin is a longtime VMFA member, lives in Caroline County, and has her business in New York City. Alex Nyerges remarked that she has good insight into the non-profit world, has strategic planning experience, is a Virginian and loves Virginia. He said we probably wouldn't get that with many New York consultants. President Reynolds said the strategic planning process will be an amazing journey for the Executive committees, staff and others.

Carol Amato reported that we have been very meticulous about filling staff positions. The Director has been approving some and we are holding some due to the current economic situation. Ms. Amato said it is likely the Governor's economic advisors will recommend a budget adjustment in August and we must be ready.

Ms. Amato reported that the auditor has been here and finished his review through 2007 with two management findings. He felt we were too small an agency to have three people authorized to have full access to the accounting system. We have complied with the auditor's recommendations for staff access and authority related to the accounting system. The other finding was that we, along with many other state agencies, were not in full compliance with Homeland Security's procedures to deal with non citizens on staff. A training course has been held to assure that we understand and comply with all requirements. Nothing was found wrong with our accounting. The report will be sent out by the auditor to VMFA's trustees.

IV. **Report of the Foundation – Herbert A. Claiborne III, President**

Mr. Claiborne reported that with less than two weeks to go, the annual fund appears to be on target to reach its goal of \$1.4 million. He said an excellent Campaign Executive Committee (CEC) has been recruited as President Reynolds just announced, and they are in the process of scheduling the CEC's first meeting. He noted that approximately \$4.7 million has been raised for the campaign to date.

President Claiborne added that a Request for Proposal to refinance the existing \$30 million bond issue and add another \$20 million was sent to Bank of America, BB&T, SunTrust, Wachovia, and US Bank. Bids have been analyzed by Davenport and reviewed yesterday by the Subcommittee of the Investment Committee. While further negotiations are underway, it appears that the new terms will be only slightly higher than in 2005. The full Investment Committee and the Board of Directors will vote on the transaction at their July 29 meetings.

Mr. Claiborne said that Foundation staff and legal counsel are working on the details of the Fischer Collection acquisition. The process has been slightly delayed because both Southeby's and Christies (as specified in the purchase agreement) could not schedule their appraisals until June and July. The fair market values trigger certain timing and cash payout provisions in the agreement. The closing is no later than December 13, 2008. He concluded by saying that new auditors, Goodman & Company, were on site last week for their preliminary work and after the fiscal year closes they will return to complete the audit.

V. **Other Business**

Richard Woodward noted that he chose his seat at the table so that he could watch the steel workers busily erecting the firewall by the 1986 wing.

Suzanne Hall announced the sad news that Murry DePillars, retired Dean of the School of Arts at Virginia Commonwealth University, passed away on May 31. His memorial service will be held this Saturday, June 21 at noon in the Chapel in Coburn Hall at Virginia Union University. All are encouraged to attend. VMFA is honoring DePillars with a special showing of his 1997 painting "From the Mississippi Delta" in the vaulted hall.

The meeting adjourned at 1:07 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

Executive Committee Meeting Minutes
The Marble Hall
Monday, 28 July 2008, 11:15 am

There were present:

Pamela Reynolds, Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
W. Birch Douglass III

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Herbert A. Claiborne III
Dr. Joseph M. Dye III
Dr. Lee Anne Hurt
Ms. Sandra Rusak
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

Thurston R. Moore, Vice-Chairman
Mrs. Whitt W. Clement
Ms. Susan S. Goode
Dr. Elizabeth F. Harris
Ms. Frances Lewis
John R. Staelin
Tina A. Walls

I. Report of the Chairman – Pamela Reynolds

Chairman, Pamela Reynolds, called the meeting to order at 11:20 am and announced that everyone is so pleased that John Luke agreed to co-chair the Campaign Executive Committee.

II. Report of the Director – Alex Nyerges

Alex Nyerges introduced staff member, Alexis Vaughn, our new Deputy Director for Sales and Marketing. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp and the Peace Corps. The Director noted that the Sales and Marketing Department has taken on portions of various departments such as Publications from Joe Dye's area and Food Service and Special Events from Carol Amato's area.

III. Report of the Foundation – Herbert A. Claiborne III, President

Mr. Claiborne reported that the Foundation Board will meet tomorrow to adopt its 2008-2009 budget and vote to approve a \$20 million tax exempt bond issue.

Pete Wagner reported the good news that former Trustee, Jordan Saunders, has signaled her intention of fulfilling her \$1,000,000 pledge to the last campaign with a \$500,000 pledge payment.

At 11:25 am the meeting went into closed session.

Motion: proposed by Dr. Claiborne, and seconded by Mr. Curtis that the meeting go into closed session under Section 2.2-3711 (A), (1), (9) and (30) of the Freedom of Information Act

to discuss a personnel matter which is not public, and

for discussion of matters relating to specific gifts, bequests, and grants, 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 11:50 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Tilghman and seconded by Mr. Curtis 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: proposed by Mr. Curtis and seconded by Mr. Douglass that the Executive Committee of the Board of Trustees requests the VMFA Foundation to establish a 457(b) Defined Contribution Retirement Plan as recommended by the firm of CT Executive Benefit Group for the museum's director with the understanding that contributions to the plan will cease when Mr. Nyerges leaves the museum's employ. The plan will be established to provide contributions that otherwise would have been made on Mr. Nyerges' behalf to the Virginia Retirement System plan on his account, but for the limitations imposed by Internal Revenue Code section 401(a) (17). A copy of CT Executive Benefits Group's report and recommendation is attached and is to be forwarded to the VMFA Foundation for action, and

that the President of the Board of Trustees be authorized to sign such papers as may be required to effect the foregoing.

Motion carried.

IV. **Other Business**

No other business was brought before the Committee and the meeting adjourned at 11:55 am.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

MOTION: Mr. Tilghman

MEETING: Executive Committee

SECOND: Mr. Curtis

DATE: 28 July 2008

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: Reynolds/Mastracco/Tilghman/Claiborne/Curtis/Douglass

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: Moore/Clement/Goode/Harris/Lewis/Staelin/Walls

Suzanne Broyles
Secretary of the Museum

Executive Committee Meeting Minutes
The Pauley Center Dining Room
Monday, 15 September 2008, 12:30 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
W. Birch Douglass III
Dr. Elizabeth F. Harris
Ms. Frances Lewis
John R. Staelin
Tina A. Walls

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Herbert A. Claiborne III
Robin Nicholson
Ms. Sandra Rusak
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

John R. Curtis, Jr.
Ms. Susan S. Goode

I. Report of the Chairman – Pamela Reynolds

Chairman, Pamela Reynolds, called the meeting to order at 12:35 pm and thanked the Trustees and staff for all the extra work they are doing to make us one of the top ten institutions in the country. President Reynolds announced that she has created some new committees so that we can be the best we can be when the new wing opens. She has renamed the Artistic Oversight Committee the Artistic Committee and has made the Art Acquisitions Committee a full standing committee instead of a sub-committee. Thurston Moore and Eva Tieg Hardy are co-chairs of the new Organizational Excellence Task Force which will bring together people experienced in management and public administration to look at the ways we operate this institution and report back to the Strategic Planning

Committee. Barbara-lyn Morris from the Board of Trustees and Ranjit Sen from the VMFA Foundation Board have been named co-chairmen of the Advancement Committee.

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

Alex Nyerges said that he and the staff have been working very hard on the Museum Expansion which will be discussed in Dr. Claiborne's report. He added that Carol Amato has been working very hard on the budget submissions.

III. **Report of the Chief Operating Officer – Carol Amato**

Carol Amato reported that the Governor's Chief of Staff has asked agencies to plan for budget reductions of 5%, 10%, and 15%. Ms. Amato said that 5% of our budget would be \$500,000 out of the general funds, 10% would be \$1 million and 15% would be \$1.5 million. The ten and fifteen percent levels will be very difficult without affecting staff and any layoffs or changes will be permanent. She said the process will start tomorrow and it is very challenging. She said if layoffs are required the first to go would be the part time, temporary, and contract workers before the full time employees. The reductions are due to the state's revenue which has not lived up to the projections of 6% growth as it is now at 1.8%.

IV. **Report of the Foundation – Herbert A. Claiborne III, President**

Mr. Claiborne reported that he has good news that the Foundation, through the Virginia Small Business Financing Authority, has completed a \$20 million bond issue to benefit the Expansion Project.

He said Annual Giving leadership recruitment is underway. President Claiborne explained that this is a vital part of the Museum's unrestricted revenue stream so if you are asked to serve (and when asked to give), he hopes everyone will enthusiastically respond to both opportunities.

At 12:50 pm the meeting went into closed session.

Motion: proposed by Dr. Claiborne, and seconded by Ms. Walls that the meeting go into closed session under Section 2.2-3711 (A), (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 1:30 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Tilghman and seconded by Dr. Harris 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: proposed by Mr. Moore and seconded by Mr. Douglass that the Executive Committee commend VMFA Management for its excellent negotiations and hard work on the Expansion Project. Motion carried.

V. Other Business

No other business was brought before the Committee and the meeting adjourned at 1:35 pm.

Recorded: _____ Date: _____
Suzanne Broyles, Secretary

Approved: _____ Date: _____
Pamela Reynolds, Chairman

Approved: _____ Date: _____
Alex Nyerges, Director

MOTION: Mr. Tilghman

MEETING: Executive Committee

SECOND: Dr. Harris

DATE: 15 September 2008

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: Reynolds/Moore/Mastracco/Tilghman/Claiborne/Clement/Douglass/Harris
Lewis/Staelin/Walls

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: Curtis/Goode

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Meeting of the Board of Trustees
Thursday, 20 November 2008, 11:00 am
The Roanoke Ballroom A, Hotel Roanoke

Presiding: Pamela Reynolds, President
Secretary: Ms. Suzanne Broyles

There were present:

Pamela Reynolds, President
Thurston R. Moore, Vice-President
Mrs. Suzanne T. Mastracco, Statewide Vice-President

Alfonso L. Carney, Jr.
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
W. Birch Douglass III
Thomas F. Farrell II
Dr. Elizabeth A. Fisher
Cynthia Kerr Fralin
Susan S. Goode
Grant H. Griswold
Dr. Elizabeth F. Harris
Mrs. Jane Joel Knox
John A. Luke, Jr.
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Michael J. Schewel
John R. Staelin
Dr. Shantaram K. Talegaonkar
Fred T. Tattersall
Ms. Mary F. White

Mrs. William G. McClure, President, The Council

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
William P. Harris
Dr. Lee Anne Hurt
Ms. Joan W. Murphy

Robin Nicholson
 Ms. Kathryn Nyerges
 Ms. Sandra Rusak
 Ms. Alexis Vaughn
 Peter M. Wagner
 Richard B. Woodward

Absent:

Richard G. Tilghman, Vice-President
 John B. Adams, Jr.
 Ms. Toy L. Cobbe
 Mrs. Louise B. Cochrane
 John R. Curtis, Jr.
 Ms. Carolyn Hsu-Balcer
 Peter Hunt
 Ms. Frances A. Lewis
 James W. McGlothlin
 Agustin Rodriguez
 Dr. Alvin J. Schexnider

I. CALL TO ORDER

The President, Pamela Reynolds called the meeting to order at 11:20 am and remarked that last night's dinner at the Taubman Museum was fantastic. She commended Cynthia and Heywood Fralin for their support of this successful new museum. Mrs. Reynolds noted that we look forward to the opening of our new wing and the Taubman Museum is an inspiration to us all. President Reynolds commented that it is difficult to raise money especially during these hard economic times but we must remember that VMFA opened in the midst of the depression and we have confidence that we will get through this.

II. MINUTES

Motion: proposed by Mrs. White, seconded by Mr. Cherry that the Minutes of the last meeting of the Full Board of Trustees held on the 17th of September 2008 be approved as distributed on the 18th of November 2008. Motion carried.

III. REPORT OF THE PRESIDENT

President Reynolds introduced Trustee John Luke who is co-chairman of the Top Ten Campaign. Mr. Luke reported that the Top Ten Fund has made significant progress since the Board of Trustees last met. The three gifts that were reported at our September Board meeting from Altria, an anonymous donor, and Susan and David Goode have brought our campaign total to date to \$11.5 million.

He indicated that our efforts over the past two months have concentrated on organizing the potential donor list; meeting individually with the members of the Campaign

Executive Committee to consider prospect assignments, developing preliminary solicitation strategies; and holding several cultivating events to generate interest in the campaign's goals. He explained that over the next several months, the focus will be to hold a series of hardhat tours and cultivating events to further develop enthusiasm for the Top Ten Fund; encourage the campaign leadership to follow through with their respective prospect assignments; conduct seven-figure solicitations when timely and appropriate; prepare written solicitation strategies and funding requests as needed; develop our marketing materials, such as a PowerPoint presentation that will define the parameters of the campaign and emphasize our case for support. All in all, the Top Ten Fund is on schedule. Mr. Luke said he looks forward to keeping the Board apprised of our progress in the months ahead.

Mrs. Reynolds called on new Trustee Tom Farrell who has agreed to co-chair our new Education and Statewide Partnerships Committee with Suzanne Mastracco. Mr. Farrell reported that letters of invitation to join this committee have gone out and the committee will assume oversight and formulation of policies with regard to the Museum's educational offerings to audiences of all ages. He said that last year the Education and Statewide Partnerships Division served over 200,000 Virginians in their own communities as well as 63,000 people on campus. With the excitement of the transformative new McGlothlin wing, we know these numbers will only increase. He explained that this committee will foster greater public and legislative visibility for the Museum's educational initiatives, expand our programs that support Virginia's Standards of Learning, build our statewide partnership network, and ensure continued educational excellence and innovation. Mr. Farrell noted that with the recent conclusion of the Statewide Task Force that Suzanne Mastracco so ably chaired, the timing is excellent for the establishment of this committee as the staff implements the recommendations of the Task Force and moves the institution into the nation's top ten. He announced that the first meeting will take place in December and he and Suzanne Mastracco look forward to reporting back to the Board in February.

IV. REMARKS BY THE DIRECTOR

Alex Nyerges remarked that the Museum staff and trustees had visited many art centers and galleries around the state this past year and found that people are hungry for our programs. Mr. Nyerges told the Board that he had just returned from a visit to France for the successful FRAME (French Regional and American Museum Exchange) meetings. He said that National Public Radio's Noah Adams had been here recently to shadow him for a piece on Museums and he will notify the Trustees when he learns the time the piece will air. The Director announced that Anne Kenny-Urban on our staff has been invited by the Darden School to do a presentation on Risk Management and this is the first time the Darden School has tapped one of our administration staff for this purpose.

V. REPORT OF THE CHIEF OPERATING OFFICER

Carol Amato reported that each year the administration gives agencies an option to request more funds for the second year of the biennium. She said that this year it was by invitation only and VMFA was invited by the Governor to submit a proposal. Our request was for \$2 million in additional costs related to the construction project, one million dollars for

energy utilities for the new building and \$250,000 – \$270,000 for security for the new building. We also have staffing needs to serve the public in Visitor Services and we need housekeepers, HVAC technicians, etc. to care for the building. The state has options of giving us no more budget cuts in FY10 and giving us \$386,000, or cutting our budget by 10% and giving us \$1.6 million or giving us the full cut and then we would need \$2 million. The increase in energy costs is a quarter of a million dollars for electricity and natural gas. The final word is that there is no guarantee that we would get the additional funding and that there may be additional reductions.

Ms. Amato said on December 17th when the Governor's budget is released we will see where we stand and what we need to do. Even then there could be more changes by the General Assembly. Ms. Amato said that we will have to be brave, courageous and smart.

VI. REPORT OF THE FOUNDATION

Pete Wagner asked the Board members to read the one page report in each of their folders on the Foundation Board.

Mr. Wagner explained that in order to receive matching funds from the Andrew W. Mellon Foundation, a Board resolution is required stating that the funds raised will be restricted for the purpose of establishing a permanent endowment for the Curator of Ancient Art. The following motion was then proposed.

Motion: proposed by Mr. Cherry and seconded by Mr. Tattersall that the following resolution be adopted by the VMFA Full Board of Trustees.

Regarding The Andrew Mellon Foundation Challenge Grant, as of June 30, 2008, the Virginia Museum of Fine Arts Foundation has received \$790,000 in gifts designated by the donors to match the \$1,000,000 challenge grant from The Andrew W. Mellon Foundation to endow the position of Curator of Ancient Art.

On October 28, 2008, the Board of Directors of the Virginia Museum of Fine Arts Foundation committed \$210,000 in the form of bridge funding to complete the funding of the endowment principal for the Curator of Ancient Art challenge grant.

The Mellon Foundation requests a resolution by VMFA's Board of Trustees assigning and restricting the bridge funding to meet the matching requirements of The Andrew W. Mellon Foundation. The resolution supports the request that funds be released by The Mellon Foundation to VMFA's Foundation on behalf of VMFA.

BY RESOLUTION, the Virginia Museum of Fine Arts Board of Trustees assigns and restricts \$210,000 in the form of bridge funding from the Virginia Museum of Fine Arts Foundation to meet the matching requirements of The Andrew W. Mellon Foundation challenge grant.

BY RESOLUTION, the Virginia Museum of Fine Arts Board of Trustees assigns the remaining future pledge payments (\$210,000) back to VMFA Foundation's unrestricted endowment. Motion carried.

VII. COMMITTEE REPORTS

a. Fiscal Oversight Committee – Thurston R. Moore, Chairman

Mr. Moore said that at this morning's meeting Robin Nicholson discussed the exhibitions for the next few years. Mr. Moore said the exhibitions require a couple of million dollars for start up and then membership and revenues should increase. He said that Carol Amato and Alex Nyerges are hoping the state will come through and pay their share of heating and lighting the new facility. Brian Haggard gave a report on maintenance reserve and capital outlays. Mr. Moore noted that we are fortunate to have that reserve.

b. Government Affairs Committee – Susan S. Goode, Chairman

Ms. Goode said the Government Affairs members received a one page paper of talking points for explaining our case for additional funding to the legislators. She said when talking with the legislators, trustees can point out that the Museum is helpful for economic development and the building is a state investment, an asset to the state. Ms. Goode said we will hear if we are in the Governor's budget on December 17th when it is released and in the meantime she asked those present to please state our case to their legislators.

c. Statewide Task Force – Suzanne Mastracco, Chairman

Suzanne Mastracco said the Statewide Task Force Report was mailed to each trustee to review and it reflects an eighteen month journey by staff and trustees. She thanked Alex Nyerges, Pam Reynolds, Sandy Rusak, and Robin Nicholson who supported this statewide effort and the Task Force members who gave their time. Mr. Moore remarked that the data in the report is overwhelming and a lot of hard work went into it. The following motion was then proposed.

Motion: proposed by Ms. Goode and seconded by Mrs. Clement that the Full Board of Trustees approve the Statewide Task Force Report as distributed. Motion carried.

At 12:12 pm the meeting went into closed session for the Art Acquisitions Committee and the Museum Expansion Committee reports.

Motion: proposed by Mrs. Reynolds, seconded by Mr. Cherry that the meeting to go into closed session under Section 2.2-3711(A) (6), (8), (9) and (30) of the Freedom of Information Act
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 fundraising activities, and grants and contracts for services to be performed, and for discussion of matters relating to specific gifts, bequests, and grants, 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 12:40 pm by motion proposed, seconded, and carried, the meeting resumed in open session.

Motion: proposed by Mr. Moore, seconded by Dr. Claiborne, that the Board certify that the closed session just held was conducted in compliance with Virginia State law, as set forth in the Certification Resolution distributed and appended to these minutes. Motion carried.

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

Motion: proposed by Dr. Claiborne and seconded by Mrs. Reynolds that the Board approve and adopt the recommendation of the Art Acquisitions Committee to make the following purchases for the amounts and from the funds specified:

1. William-Adolphe Bouguereau (1825–1905), Battle of the Centaurs and the Lapithae, 1852, oil on canvas, 49 x 68-5/8 inches, for a price of 950,000 € (@ \$1,200,000), to be paid in two installments: 50% in October 2009, and 50% in October 2010, Source: The Revolving Art Purchase Fund, to be repaid by The Arthur and Margaret Glasgow Fund, Vendor: Etienne Bréton, Paris
2. Beaded Buffalo Mask, Bamum kingdom (Cameroon), 19th – early 20th century, wood, glass beads, cloth, 7¼” x 10-3/4” x 23-3/4”, for a price of \$35,000 from The Revolving Art Purchase Fund, to be repaid by The Kathleen Boone Samuels Memorial Fund in January 2009, Vendor: Jacques Hautelet, La Jolla, CA

and accept with gratitude the following gifts:

1. Twenty-nine objects from the Collection of Frederick R. Brandt

Ancient American

Four Pre-Columbian Figures: 6½”h x 4”w; 3¼”h x 2-3/4”w; 5”h x 2-3/8”w; and 5-3/4”h x 4¼”w

American

Charles Warren Eaton (American, 1857-1937), The Sunset Hour, 1913, oil on canvas, unframed: 20-1/8”h x 24-1/8”w; framed: 30½”h x 34½”w (original artist-made frame)

James Fraser (American, 1876-1953), Theodore Roosevelt, 1902, bronze bas-relief, 12¾”h x 10”w

Benson Knipe (American, 1870-1958), Untitled Illustration, ca. 1890, mixed media, approx. 7 x 10 in. (sight)

Walter Crane (English, 1845-1915), for Wheeling Tile Co. [Chestnut St. Philadelphia], “Tales of Arthur” Tile, ca. 1900, ceramic, 6” square

Matthew Daly for Matt Morgan Art Pottery Co (Cincinnati, OH), Vase, ca. 1882-85, glazed ceramic, 14½”h x 12¾”w x 4¼”d

Fulper Pottery (New Jersey, 1899-1929), Vase, ca. 1912, glazed ceramic, 11”h x 5½”d

Robert Jarvie (American, 1865-1941), Pair of Candlesticks, ca. 1910, brass, 11-1/8”h x 5 7/8”d (at base)

JJ Low Art Tile Company (Boston, MA), “Sunflower” Tile, ca. 1884, glazed ceramic, 6” square

Old Bridge Tile Company, “Elizabethan Man” Tile, ca. 1893, glazed ceramic, 4½”h x 4½”w

Providential Tile Works, Japanesque-design Tile, 1880s, glazed ceramic, 6” square

Providential Tile Works, Japanesque-design Tile Fireplace Surround, ca. 1880s, glazed ceramic, each tile: 6” square

Sharpless & Watts Tile Company, Philadelphia, Trade Card, ca. 1880-90, 3”h x 5”w (sight)

Gustav Stickley (American, 1858-1942), Tabouret, ca. 1904-08, quarter sawn white oak, 20”h x 18”d

Trent Tile Company (Trenton, NJ), “Shepherd” Tile, “Shepherdess” Tile, and “Lambs” Tile, ca. 1910, glazed ceramic, 31”h x 7-1/8”w, 31”h x 7-1/8”w, & 7¼”h x 13½”w

Jane Byrd Whitehead (American, 1861-1955) and Ralph Whitehead (American, 1854-1929), for White Pines Pottery, Byrdcliffe (Woodstock, NY), three Vases, ca. 1915, glazed ceramic: in green, (3? ”H x 3¼”W); russet (5¼”h x 3½”W); and mahogany (6½”h x 4”w)

European

Christopher Dresser (English, 1834-1904), designer, for Richard Perry, Son & Company (Wolverhampton, England), “Kordofan” Candlestick, 1883, brass, wood, 5 ½”h x 7 ½”w x 5 ½”d

Max Laeuger (German, 1864-1952), Vase, ca. 1900, earthenware, 6? ”h x 5¾”

Max Laeuger (German, 1864-1952) for Karlsruhe Majolika Manufaktur (Karlsruhe, Germany, est. 1901), Vase, 1921-23, earthenware, 8? ”h x 7¾”d

Liberty & Company (retailer), English (London, 1875-), “Thebes” Stool, after 1884, oak and leather, 14”h x 17 1/8”w x 17 ¼”d

Michael Powolney (Austrian, 1871-1954), two Tile Sketches, ca. 1910, graphite on paper: Children and Dogs, 5 3/8”h x 3 1/2”w (sheet), and Cherubs and Children 8”h x 6”w (sheet)

Augustus Welby Northmore Pugin (English, 1812-1852), designer, for Minton & Company (English, Stoke-on-Trent), Set of four Tiles, ca. 1850, earthenware, 14” square

Augustus Welby Northmore Pugin (English, 1812-1852), designer, for Minton & Company (English, Stoke-on-Trent, founded 1793) manufacturer, Gothic Revival Tile, ca. 1850, earthenware, 3”h x 6”w

Gift of Fritz Brandt and Karen B. Siler in memory of Frederick and Carol Brandt

2. Three sculptures by Antoine-Louis Barye (French, 1796-1875): Pheasant (Master Model), ca. 1845, bronze, 12 x 21.1 cm; Pheasant (Atelier Cast), 1846, bronze, 12 x 21.1 cm ; Pheasant (Barbedienne Cast), ca 1887-1893, bronze, 12 x 21.1 cm
Donor: Mrs. Nelson L. St. Clair, Jr., Williamsburg
3. Leslie Garland Bolling (American, 1898-1955), two popular sculptures: Brunswick Stew, 1930s, 9 1/2”h; and Quilt Making, ca. 1935-1940, 10”h
Donor: Mr. John M. Camp, Jr., Franklin, Virginia
4. A collection of 21 gold and semi-precious stone Earrings from various ancient Mediterranean and Near Eastern cultures and periods (ca. 2500 BCE – 900 CE)
Donor: Furman Hebb, New York
5. Trade-Bead Necklace, glass beads (predominantly Venetian millefiori beads) collected in Ghana
Donor: Sandra Anderson-Taylor, Richmond
6. Attributed to George A. Schastey and Company, Bedroom Interior, from the residence of Arabella Yarrington Worsham (Richmond, VA 1850-New York, NY 1924), 4 West 54th Street, New York, New York, Approx. 25 x 28 feet
Contents including approximately 70 objects, Gift of the Museum of the City of New York
*Note: this is still pending their board’s approval following Alex Nyerges’ formal letter of commitment.

Motion carried.

Motion: proposed by Mr. Moore and seconded by Mr. Douglass to approve the recommendation of the Art Acquisitions Committee that the Director, and in his absence Dr. Joseph Dye, be authorized to accept gifts of art offered to the museum between November 20, 2008 and December 31, 2008.
Motion carried.

VIII. OTHER BUSINESS/ADJOURNMENT

Mrs. Reynolds thanked Suzanne Broyles, Betty Thompson and Cynthia Fralin for their hard work on this trip to Roanoke. She recognized the spouses present and thanked them for coming. There being no further business brought before the board, President Reynolds adjourned the meeting at 1:00 pm.

Suzanne Broyles, Secretary of the Museum

MOTION: Mr. Moore
SECOND: Dr. Claiborne

MEETING: Board of Trustees
DATE: 20 November 2008

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: Reynolds/Moore/Mastracco/Carney/Cherry/Claiborne/Clement/Douglass/Farrell
Fisher/Fralin/Goode/Griswold/Harris/Knox/Luke/Morris/Pauley/Schewel
Staelin/Talegaonkar/Tattersall/White

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: Tilghman/Adams/Cobbe/Cochrane/Curtis/Hsu-Balcer
Hunt/Lewis/McGlothlin/Rodriguez/Schexnider

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Meeting of the Board of Trustees
Thursday, 21 February 2008, 12:00 pm
The Mellon Galleries

Presiding: Pamela Reynolds, President
Secretary: Ms. Suzanne Broyles

There were present:

Pamela Reynolds, President
Thurston R. Moore, Vice-President

John B. Adams, Jr.
Alfonso L. Carney, Jr.
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Mrs. Louise B. Cochrane
John R. Curtis, Jr.
W. Birch Douglass III
Ms. Susan S. Goode
Mrs. Bruce C. Gottwald
Grant H. Griswold
Peter Hunt
Mrs. Jane Joel Knox
Ms. Frances Lewis
Charlotte M. Minor
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Agustin Rodriguez
Dr. Alvin J. Schexnider
John R. Staelin
Fred T. Tattersall
Ms. Tina A. Walls
Ms. Mary F. White

Ms. Karen Palen, Docent Committee Chairman
Dr. Al Corbett III, Chairman, Multicultural Advisory Council
Mrs. Lawrence I. Gray, Chairman, Canvas

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley

Ms. Suzanne Broyles
 Herbert A. Claiborne III
 Dr. Joseph M. Dye III
 Ms. Suzanne Hall
 Ms. Joan W. Murphy
 Robin Nicholson
 Ms. Sandra Rusak
 Peter M. Wagner
 Richard B. Woodward

Absent:

Ms. Toy L. Cobbe
 Dr. Elizabeth A. Fisher
 Dr. Elizabeth F. Harris
 Ms. Carolyn Hsu-Balcer
 Mrs. Fran McGlothlin
 Craig A. Moon
 Mrs. George G. Phillips, Jr.
 Dr. Shantaram K. Talegaonkar
 Mrs. Suzanne T. Mastracco, Statewide Vice-President
 Richard G. Tilghman, Vice-President

I. CALL TO ORDER

The President, Pamela Reynolds, called the meeting to order at 12:15 pm and welcomed everyone. She thanked Alex Nyerges, Cathy Turner, Suzanne Broyles and Candy Banks for making it possible for the Board to meet in the Mellon Galleries today. She asked trustees to make a note of the meeting dates in their folders as the May meetings have been changed to Monday, May 19th and Tuesday, May 20th. The Trustee/Former Trustee Dinner will be held on the evening of May 19th at 6:30 pm.

II. MINUTES

Motion: proposed by Mr. Carney, seconded by Mr. Adams that the Minutes of the last meeting of the Full Board of Trustees held on the 15th of November 2007 be approved as distributed on the 16th of January 2008. Motion carried.

III. REPORT OF THE PRESIDENT – Pamela Reynolds

President Reynolds said this is an important day as we have the responsibility of all the Trustees who have gone before us as we make our decision about the Top Ten Fund. Rather than waiting to approve the Top Ten Fund at the February 26th joint meeting of the Foundation Board of Directors and the Board of Trustees, we will bring the matter before this

board today. She thanked Alex Nyerges, Thurston Moore, chairman of the Fiscal Oversight Committee, and Richard Tilghman who worked on getting the numbers right for the Top Ten Fund. She also thanked Hobie Claiborne III, the Foundation Investment Committee, Pete Wagner, Carol Amato and everyone who brought us to this moment.

IV. REPORT OF THE DIRECTOR – Alex Nyerges

The Director reported on the Statewide Task Force for its Chairman, Suzanne Mastracco, who could not be here with us today. He noted that Sandy Rusak has been working very hard. The Task Force met yesterday and reported that the *Speed* opening at the Peninsula Fine Arts Center in Newport News was a big success. Approximately 2,500 visitors attended which he said was phenomenal. So far, eight community meetings have taken place in the following statewide locations Winchester, Staunton, Virginia Beach, Norfolk, Roanoke, McLean, Farmville and Martinsville. Three more are planned for Charlottesville, the Northern Neck, and Far Southwest Virginia. The next step for the Task Force is to write the recommendations report which will then be presented to the Full Board.

Alex Nyerges reported that the Museum is in the midst of its year-long self study in preparation for the AAM reaccreditation. He noted that he has served as a senior member of accreditation teams for many years and he does not expect any hiccups with VMFA's reaccreditation. He announced that we will take the Fellowship winners to the Virginia Capitol next Tuesday to meet and have photos with their legislators and then return to the Museum for lunch. The Director said this shows the legislators more of VMFA's involvement throughout the state at a time when the conferees are working to prepare the state budget.

V. REPORT OF THE CHIEF OPERATING OFFICER – Carol Amato

Carol Amato reminded the board that the Governor asked for reductions of five percent from some other agencies while ours was reduced by four percent, or \$363,735. She said that on Sunday the House and Senate released their budget plans which included additional reductions that corresponded to the Governor's revised budget for the FY 08-10 biennium that reduced the museum's budget by \$147,000 each year. The Senate's budget contained a reversion from the 2008 fiscal year of funds that had previously been authorized by the Department of Planning and Budget to be carried over from 2007. Steps are being taken to get those funds restored. The state budget will now go to conference and we will know more later. Ms. Amato announced that this morning the Fiscal Oversight Committee approved the revised budget with the reductions included. Ms. Amato explained that the Virginia Department of Mines, Minerals and Energy allows state agencies to participate in an energy audit with a consultant to continue to improve energy efficiency and VMFA has asked to be one of the first agencies involved in this audit.

VI. REPORT OF THE FOUNDATION

Pete Wagner announced that he has a good development report today. He said that as of February 4th, we had raised \$780,000 for the 2007-2008 VMFA Fund. This is \$80,000 more than last year at this time which is approximately an eleven percent increase. He listed new Founders and Fabergé members: Patsy Pettus, Mr. and Mrs. James Belk, John Staelin and Elizabeth Locke, and Mr. and Mrs. David Beran. Mr. Wagner said we have received several notable major gifts since the board met in November.

Foundation gifts include:

- \$20,000 from the Weedon Foundation to conserve two Japanese sculptures to be reinstalled in the new East Asian Galleries
- \$68,000 from the Lettie Pate Whitehead Foundation for the 2008-2009 VMFA Fellowship Program
- Grants totaling \$25,000 from the Camp-Younts Foundation, the Camp Foundation, and the Ruth Camp Campbell Foundation
- The McConnell Foundation has given \$10,000 for *Art on the Air*
- The Vilcek Foundation has given \$30,000 for Contemporary Art Acquisitions

From our corporate friends we have received:

- \$30,000 from SunTrust to sponsor our Canvas group for three years thanks to the good efforts of Freddie Gray
- \$250,000 from Philip Morris for our opening events in the fall of next year. He then thanked Tina Walls.

Mr. Wagner said individuals who have contributed major gifts to the Museum recently, include John Curtis, Peter Hunt, and Tina Walls who have all made generous contributions towards matching the NEH/Library challenge grant.

He noted that we received a \$100,000 cash contribution from an anonymous donor towards equipping the Theatre. Yesterday, Mike Schewel, a new member of the Foundation's Board, made a \$100,000 pledge to the Top Ten Fund. And last, but certainly not least in the gifts department, as many of you know, in December we received a pledge of \$1 million from Gina Rawles to name the Indian Art galleries in the new wing.

Mr. Wagner noted the campaign plan was sent to all of our Trustees and Foundation members in preparation for the board meetings this week and the joint meeting of both boards next Tuesday. The plan is still very much a work in progress so your comments and suggestions are certainly welcome. Mr. Wagner thanked the donors and said we are up in Annual Giving which is a good sign. He thanked the Trustees who continue to support Annual Giving.

David Bradley reported the Foundation had its first meeting of the calendar year on February 7th and welcomed the new leadership team of President Herbert A. Claiborne III and Vice-President Charlotte M. Minor. One action taken was to retain new auditors Goodman & Co. President Claiborne added that the Investment Committee met the other day to discuss

the campaign and said it was good to have the Trustees and Foundation Directors working together.

VII. COMMITTEE REPORTS

a. Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode reported that the General Assembly is now in the Conference Committee meetings and she thanked the Museum staff and Trustees for working with the Governor's staff which paid off greatly when we were given what was included in the Governor's introduced budget especially when compared to other agencies. David Bradley said the state budget is complex and full of details over and above the proposed appropriations. He said that on Sunday the House Appropriations and Senate Finance Committees adopted differing budget plans which will be taken up by the respective bodies. The next step is for the conferees to work out the differences so that a compromise budget can be voted on by the full General Assembly. Mr. Bradley noted that there are vast differences between the House and the Senate and our circumstances might change, but it is too soon to tell.

b. Artistic Oversight Committee – Mrs. Whitt W. Clement, Chairman

Mrs. Clement said that at yesterday's Artistic Oversight Committee meeting Suzanne Hall reported that the ad campaign for the *Impressionist Landscapes* exhibition includes cell phone guides, podcasts, ads and window displays at local malls, cocktail napkins at city restaurants, and TV spots on NBC and PBS. She said the tagline for the show is "Meet me at the Monet." Mrs. Clement noted that over 10,000 people attended the *Boudin* exhibition and 2,500 attended the *Speed* opening at the Peninsula Fine Arts Center.

Mrs. Clement called on Robin Nicholson for an update on the Exhibition Portfolio distributed at the last board meeting. Mr. Nicholson showed a PowerPoint presentation of the first twelve months of the portfolio. He announced that since the November meeting, two exhibitions had been added to the portfolio. The first is an exhibition of Civil War drawings from Boston College to commemorate the Civil War sesquicentennial in 2011. The second is a small exhibition of art pottery being organized by Barry Shifman. Mr. Nicholson said there have been no other significant changes other than a few minor date alterations and asked for any questions.

Mrs. Clement announced that the Artistic Oversight Committee did approve the Exhibition Portfolio at yesterday's meeting and recommended approval by the Full Board. The following motion was proposed.

Motion: proposed by Mr. Douglass, seconded by Mrs. White that the Full Board approve the Exhibition Portfolio as presented by Mr. Nicholson and recommended by the Artistic Oversight Committee. Motion carried.

At 1:10 pm the meeting went into closed session for the Fiscal Oversight Committee, the Art Acquisitions Sub-Committee and the Museum Expansion Committee reports.

Motion: proposed by Mr. Curtis, seconded by Mr. Cherry that the meeting to go into closed session under Section 2.2-3711(A) (6), (8), (9) and (30) of the Freedom of Information Act

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 fundraising activities, and grants and contracts for services to be performed, and

for discussion of matters relating to specific gifts, bequests, and grants, 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 1:40 pm by motion proposed, seconded, and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Mr. Adams, that the Board certify that the closed session just held was conducted in compliance with Virginia State law, as set forth in the Certification Resolution distributed and appended to these minutes. Motion carried.

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

Motion: proposed by Mr. Curtis and seconded by Mr. Cherry that the Board ratify the recommendation the Art Acquisitions Sub-Committee made in yesterday's meeting to accept the following purchase considerations:

1. Monumental Triple Overlay Glass Lamp, Boston & Sandwich Glass Company, Sandwich, Massachusetts (active 1825–88), about 1865–75, glass, blown, overlaid and wheel cut, pink cut to opaque white cut to clear, with marble, gilt-bronze and brass, and glass shade, blown, frosted and wheel-cut, and glass chimney, 28 1/4 in. high (to top of brass collar), 41 5/8 in. high (to top of chimney) for a price of \$110,000 (reduced from \$125,000); from Deaccessioning Funds
Vendor: Hirschl & Adler Galleries, New York, NY
2. Max Weber (American, born Russia, 1881-1961), Black Chair, 1922, oil on canvas, 47 x 31 in., for a price of \$520,000 (reduced from \$650,000);
from The Floyd D. and Anne C. Gottwald Fund
Vendor: Gerald Peters Gallery, New York, NY

and acceptance with gratitude of the following gift consideration:

1. Maria Martinez (ca. 1887-1980) and Santa Martinez (1909-2002), Polished Blackware Bowl, 1945, New Mexico clay, fired black, 10 1/4" dia., 3 3/8" deep
Donors: Irma and George Goldstein, Canton, Massachusetts

and approval of the deaccessioning considerations of the 18 European paintings and 184 Ceramic pieces, itemized on a separate report. Recommendation: Deaccession and dispose as proposed on report and staff will explore offering the Astor gift ceramic items to the Valentine Richmond History Center. Motion carried.

Motion: proposed by Mr. Moore and seconded by Mr. Curtis that the goals, purposes and the methods of the Top Ten Campaign be approved as outlined, and that the Museum staff and the Foundation staff be authorized to cooperatively plan for and implement the plan for the Top Ten Campaign as outlined. Motion carried.

Motion: proposed by Dr. Claiborne and seconded by Mrs. Reynolds that the Full Board approve applying the federal money grant to the parking deck pedestrian ramps, walkways around Robinson House, and the roadway section between Robinson House and the United Daughters of the Confederacy. Motion carried.

Motion: proposed by Dr. Claiborne, seconded by Mr. Curtis that the Full Board approve the hiring of additional staff for 18 months to work on Capital Projects for a cost of \$218,060. Motion carried.

Motion: proposed by Dr. Claiborne, seconded by Mr. Griswold that to commemorate the extraordinary bequest made by Arthur and Margaret Glasgow, and in recognition of more than fifty years of that bequest producing income for the purchase of art, the Board of Trustees of the Virginia Museum of Fine Arts hereby designates that the museum's original 1936 wing be named the Arthur G. and Margaret B. Glasgow Wing. Motion carried.

VIII. ART MOMENT – Alex Nyerges

The Director asked the board if they could remember their first art experience and if it was here at VMFA, at another museum, in a magazine or a television program. Mr. Nyerges went on to share his first art experience which happened when he was four or five years old. He said his Mother gave him a book with stamps depicting works of art from the collection of the Metropolitan Museum of Art and told him to match the pictures with the text description. He noted that these books changed his life by introducing him to a world he may never have known in his life. The Director asked the Full Board to think about their first introduction to the world of art and how it affected their lives.

Mr. Nyerges concluded by asking the Board what we can do to help people have their first art moment. Mr. Adams replied that we should recreate that book and Mrs. Knox added that the public should also contribute to the book. Mr. Nyerges agreed that these were good ideas.

IX. OTHER BUSINESS/ADJOURNMENT

There being no further business brought before the board, President Reynolds adjourned the meeting at 1:50 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mr. Curtis
SECOND: Mr. Adams

MEETING: Board of Trustees
DATE: 21 February 2008

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: Reynolds/Moore/Adams/Carney/Cherry/Claiborne/Clement/Cochrane
Curtis/Douglass/Goode/Gottwald/Griswold/Hunt/Knox/Lewis/Minor
Morris/Pauley/Rodriguez/Schexnider/Staelin/Tattersall/Walls/White

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: Mastracco/Tilghman/Cobbe/Fisher/Harris
Hsu-Balcer/McGlothlin/Moon/Phillips/Talegaonkar

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Annual Meeting of the Board of Trustees
Tuesday, 20 May 2008, 12:00 pm,
The Marble Hall

Presiding: Pamela Reynolds
Secretary: Ms. Suzanne Broyles

There were present:

Pamela Reynolds, President
Thurston R. Moore, Vice President
Mrs. Suzanne T. Mastracco, Statewide Vice President

Alfonso L. Carney, Jr.
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Ms. Toy Lacy Cobbe
Mrs. Louise B. Cochrane
W. Birch Douglass III
Dr. Elizabeth Ann Fisher
Susan S. Goode
Mrs. Bruce C. Gottwald
Grant H. Griswold
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Peter Hunt
Charlotte M. Minor
Mrs. Barbara-lyn Morris
Mrs. Stanley F. Pauley
Mrs. George G. Phillips, Jr.
Agustin Rodriguez
Dr. Alvin J. Schexnider
Dr. Shantaram K. Talegaonkar
Fred T. Tattersall
Ms. Tina A. Walls
Ms. Mary F. White

Wycliffe G. McClure, President, The Council
Ms. Karen Palen, Chairman, Docent Committee
Mrs. Lawrence I. Gray, Chairman, Canvas

Special Guests:

Mrs. Philip J. Bagley III, Foundation Director
Mrs. Joel T. Broyhill, Foundation Director
Mrs. Robert W. Cabaniss, Jr., Foundation Director
Herbert A. Claiborne III, Foundation President
Mrs. C. Edwin Estes, Foundation Director
A. Hugh Ewing III, Foundation Director

Dr. Mary Ann Frable, Foundation Director
 Margaret Freeman Howerton, Former Foundation Director
 Marshall N. Morton, Foundation Director
 Ms. Joan W. Murphy, Special Counsel and Assistant Attorney General
 John M. R. Reed, Foundation Director
 Paul F. Silver, Foundation Director
 Henry C. Spalding, Jr., Foundation Director
 Mrs. Patricia R. St. Clair, Foundation Director
 Henry F. Stern, Honorary Foundation Director
 Gregory H. Wingfield, Foundation Director

By Invitation:

Alex Nyerges, Director
 Ms. Carol Amato, Chief Operating Officer
 David B. Bradley, Vice President, Finance and Administration, VMFA Foundation
 Ms. Suzanne Broyles, Secretary of the Museum
 Dr. Joseph M. Dye III, Curatorial Chair
 Ms. Suzanne Hall, Acting Associate Director for Communications and Marketing
 Dr. Lee Anne Hurt, Assistant to the Director, Assistant Curator Pre-Columbian Art
 Robin Nicholson, Associate Director of Exhibitions
 Ms. Sandra Rusak, Associate Director, Education and Outreach
 Peter M. Wagner, Vice President for Development
 Richard B. Woodward, Senior Associate Director, Architecture and Design

Absent:

Richard G. Tilghman, Vice President
 John B. Adams, Jr.
 James C. Cherry
 John R. Curtis, Jr.
 Mrs. Jane Joel Knox
 Ms. Frances A. Lewis
 Mrs. Fran McGlothlin
 Craig A. Moon
 John R. Staelin

I. CALL TO ORDER

The President called the meeting to order at 12:11 pm and announced that this was the 7th annual meeting of the Board of Trustees. She welcomed the VMFA Foundation Directors who joined the Trustees as special guests and thanked them for coming. Mrs. Reynolds asked Barbara-lyn Morris to thank the Secretary of Education for his spectacular remarks last night at the Former Trustee Dinner.

II. MINUTES

Motion: proposed, seconded and carried, that the Minutes of the last meeting of the Full Board of Trustees, held on the 21st of February 2008 be approved as distributed on the 3rd of April 2008. Motion carried.

III. REPORT OF THE PRESIDENT – Pamela Reynolds

* President Reynolds told the group that the trustees will meet in the summer as she does not want the summer to pass without seeing them. She thanked The Council President, Wyckie McClure, for the money raised by The Council for the Museum this year and thanked Canvas President, Freddie Gray, for the continued good work of Canvas.

* Mrs. Reynolds thanked Elaine Ryan, Al Corbett and Karen Palen for their service as ex-officio members of this board representing the Friends of Art, the Multicultural Advisory Council, and the Docent Committee as their terms of presidency have ended.

* The President announced that on the 30th of June, Nancy Gottwald, Fran McGlothlin, Charlotte Minor, Craig Moon and Frances Phillips will have completed their terms of office and will retire from the Board. Tributes to the outgoing trustees were given by Thurston Moore, Pamela Reynolds, Betty Harris, Alex Nyerges and Charlotte Minor.

Motion: proposed by Ms. Walls and seconded by Mrs. Pauley that the Board adopt the following five resolutions as distributed. Motion carried.

NANCY HAYS GOTTWALD
VMFA Trustee 1998-2008

WHEREAS, Nancy Hays Gottwald was appointed to the Board of the Virginia Museum of Fine Arts by Governor James S. Gilmore III in 1998 and reappointed in 2003 by Governor Mark R. Warner; and

WHEREAS, even before her appointment to the Board Mrs. Gottwald served as Chairman of the Fabergé Society from 1988-1990, was co-chairman of the West Wing Opening Gala in 1985 and is a member of The Council of VMFA, serving as its President from 1977-1979; and during her terms of office actively served with dedication on the Collections, Buildings & Grounds, Planning, Architect Search, Museum Expansion, Art Acquisitions Sub-Committee and Artistic Oversight Committees; and

WHEREAS, during her years of leadership Nancy Gottwald was a supportive and involved member of the Collections Committee serving for four years as its Vice-Chairman and aiding in the successful restructuring of that group now named the Art Acquisitions Sub-Committee; and

WHEREAS, this esteemed Trustee, at every opportunity, graciously and generously contributed her time, knowledge, and financial resources to further the mission of the Museum, demonstrating this support by serving on the Campaign Steering Committee and the Campaign Executive Committee; and

WHEREAS, during her time on the board she demonstrated her love of the arts and her personal interest in this institution's former board members through her leadership of the Former Trustee Task Force in 2002; while continuing to be involved in various Museum events; and

WHEREAS, Mrs. Gottwald over the years has served as an ambassador for the Museum throughout the Commonwealth, always bringing VMFA to the attention of new friends and potential supporters; and

WHEREAS, Nancy H. Gottwald completes her second term of office on the 30th of June 2008, and is ineligible for reappointment to an additional term at this time; NOW THEREFORE BE IT

RESOLVED, that the Trustees of the Virginia Museum of Fine Arts, in the Annual Meeting on the 20th of May 2008, express to Nancy Hays Gottwald their deepest appreciation for her lasting contributions to the Museum and to the Commonwealth; and be it

FURTHER RESOLVED, that this Resolution be spread upon the Minutes of this meeting, and a copy be sent to her.

FRANCES G. MCGLOTHLIN
VMFA Trustee 1998-2008

WHEREAS, Frances G. McGlothlin was appointed to the Board of the Virginia Museum of Fine Arts by Governor James S. Gilmore III in 1998 and reappointed in 2003 by Governor Mark R. Warner; and

WHEREAS, during her terms of office Mrs. McGlothlin served as a member of the Collections, Finance, Education and Programs, Exhibitions, Art Acquisition Sub-Committee, and the Artistic Oversight Committees; and

WHEREAS, Mrs. McGlothlin established her interest in this institution by dedicating her time and experience to serve on both Director Search Committees, one in 2000 and the other in 2006, resulting in the successful hiring of Directors Michael Brand and Alex Nyerges; and

WHEREAS, during her years of service she and her husband, James, gave the extraordinarily generous lead gift in support of the expansion, now named the McGlothlin Wing, and their bequest of their collection of American Art, one of the most important still in private hands, elevated the quality and scope of the Museum's holdings, demonstrating their great dedication to the Museum and the whole Commonwealth of Virginia; and

WHEREAS, this valued Trustee throughout her terms of office always provided wise and effective counsel to the Museum by offering her considerable collecting advice and expertise to the Art Acquisition Sub-Committee when such were needed; and

WHEREAS, Mr. and Mrs. McGlothlin, passionate supporters of the arts in Virginia, were great representatives of the Virginia Museum of Fine Arts in the Southwestern Virginia area, always bringing the Museum to the attention of new friends and potential supporters; and

WHEREAS, Frances G. McGlothlin completes her second term of office on the 30th of June 2008, and is ineligible for reappointment to an additional term at this time; NOW THEREFORE BE IT

RESOLVED, that the Trustees of the Virginia Museum of Fine Arts, in the Full Board Meeting on the 20th of May 2008, express to Fran McGlothlin their sincere and heart-felt appreciation for ten years of service to the Museum and to the Commonwealth; and be it

FURTHER RESOLVED, that this Resolution be spread upon the Minutes of this meeting, and a copy be sent to her.

CHARLOTTE M. MINOR
VMFA Trustee 1998-2008

WHEREAS, Charlotte M. Minor was appointed to the Board of the Virginia Museum of Fine Arts by Governor James S. Gilmore III in 1998 and reappointed in 2003 by Governor Mark R. Warner; and

WHEREAS, during her two terms of office on the Board, Mrs. Minor served with dedication, diligence and enthusiasm on the Collections, Education & Programs, Communications & Marketing, Program Review, Nominating, Exhibitions, Government Affairs, Fiscal Oversight, Executive, Art Acquisitions Sub-Committee, Statewide Task Force, Artistic Oversight and Museum Expansion Committees; and

WHEREAS, Mrs. Minor during her years of leadership, was a supportive and involved member of the Exhibitions Committee, serving for three years as its Chairman, and Mrs. Minor conscientiously filled the office of President from 2004 until 2007, during which time she faced many challenges including leading a search that culminated in the selection of Alex Nyerges as the Museum's Director; and

WHEREAS, as President, Mrs. Minor initiated the Statewide Task Force to study the Museum partnerships and make statewide outreach a priority which helped to advance VMFA's agenda with the Governor and General Assembly; and

WHEREAS, it is well known that Charlotte Minor showed unparalleled leadership and energy as she continued to move the Museum forward, contributing her time and generous financial support, encouraging others to contribute and leading this institution to complete its successful capital campaign; and

WHEREAS, Mrs. Minor will continue to serve VMFA as Vice-President of the VMFA Foundation and she will be recalled with admiration, respect, and gratitude for acting as a splendid ambassador for the institution; and as she completes her second term of office on the 30th of June 2008, and is ineligible for reappointment to an additional term at this time; NOW THEREFORE BE IT

RESOLVED, that the Trustees of the Virginia Museum of Fine Arts, in the Annual Meeting on the 20th of May 2008, express to Charlotte M. Minor their deepest appreciation for her numerous and lasting contributions during the past decade to the Museum and to the Commonwealth, and her long association with the Museum as an Employee, a Trustee, and President; and be it

FURTHER RESOLVED, that this Resolution be spread upon the Minutes of this meeting, and a copy be sent to her.

CRAIG A. MOON
VMFA Trustee 2005-2008

WHEREAS, Craig A. Moon was appointed to the Board of the Virginia Museum of Fine Arts in 2005 by Governor Mark R. Warner; and

WHEREAS, during his term of office Mr. Moon served with dedication on the Fiscal Oversight Committee; and

WHEREAS, Mr. Moon served as a Board representative from Northern Virginia; and

WHEREAS, Mr. Moon traveled with the Board of Trustees on their outreach trip to Norfolk, Virginia in 2006 meeting with the Board of the Chrysler Museum, thus working to strengthen the Museum's statewide outreach initiatives and enabling those in the Tidewater area to learn more about the Museum and its mission; and

WHEREAS, Mr. Moon during his years of service has demonstrated his interest in the arts by participating in meetings whenever he could; and

WHEREAS, Mr. Moon completes his term of office on the 30th of June 2008; NOW THEREFORE BE IT

RESOLVED, that the Trustees of the Virginia Museum of Fine Arts, in the Full Board Meeting on the 20th of May 2008, express to Craig A. Moon their sincere and heart-felt appreciation for his contributions to the Museum and to the Commonwealth; and be it

FURTHER RESOLVED, that this Resolution be spread upon the Minutes of this meeting, and a copy be sent to him.

MRS. GEORGE G. PHILLIPS, Jr.
VMFA Trustee 2003-2008

WHEREAS, Mrs. George G. Phillips, Jr. was appointed to the Board of the Virginia Museum of Fine Arts in 2003 by Governor Mark R. Warner; and

WHEREAS, during her term of office Mrs. Phillips served on the Collections, Exhibitions, Education & Programs, Art Acquisitions-Sub Committee, Museum Expansion, and the Artistic Oversight Committees; and

WHEREAS, Frances Phillips participated in the VMFA Board's 2004 Trustee retreat designed to restructure the committees and was involved in the successful restructuring of the Collections committee, now named the Art Acquisitions Sub-Committee; and

WHEREAS, Mrs. Phillips during her years of service has demonstrated her love of the arts by attending Museum events showing personal support of the Museum; and

WHEREAS, during her time on the board Mrs. Phillips has been a generous contributor to the VMFA Capital Campaign and the VMFA Fund; and

WHEREAS, Mrs. Phillips completes her term of office on the 30th of June 2008; NOW THEREFORE BE IT

RESOLVED, that the Trustees of the Virginia Museum of Fine Arts, in the Annual Meeting on the 20th of May 2008, express to Mrs. George G. Phillips, Jr. their appreciation for her contributions to the Museum and to the Commonwealth; and be it

FURTHER RESOLVED, that this Resolution be spread upon the Minutes of this meeting, and a copy be sent to her.

* Mrs. Reynolds thanked those who made this year possible including the amazing Museum staff, who work under Alex Nyerges. Mrs. Reynolds remarked that Mr. Nyerges has done so much in his two years of leadership. She thanked Carol Amato, (who does the work of 20 people), David Bradley, Joe Dye, Suzanne Hall, Robin Nicholson, Sandy Rusak, Pete Wagner, (who worked so hard getting us ready for the Top Ten Campaign), and Richard Woodward. Cathy Turner was thanked for the lovely Trustee dinner last evening. The President thanked Vice President Thurston Moore for getting the numbers for the Business Plan Budget. She thanked the Executive Committee who met endlessly and will continue to work hard. Dr. Herbert A. Claiborne, Jr. was thanked by the President for working even from his hospital bed. She thanked the rest of the committee chairmen: Susan Goode, Suzanne Mastracco, John Curtis, Meg Clement, Tina Walls and Betty Harris. Mrs. Reynolds gave thanks to Foundation Board President, Herbert A. Claiborne III, for working with us so that the Board of Trustees and the Foundation Board are one VMFA Family. She noted that we will continue to work through the summer to make this institution one of the Top Ten in the country.

IV. REPORT OF THE DIRECTOR

* Alex Nyerges said that the Statewide Task Force's impact on the Legislature and Governor is evident now that we have secured funding for VMFA priorities in the state budget. He reported that we have three new staff members, Sheila Payaqui, Assistant Objects Conservator, John Henry Rice, Associate Curator of South Asian Art and Dr. Susan Rawles, Assistant Curator of American Decorative Art. Other recent staff additions were Li Jian, Curator of East Asian Art and Barry Shifman, Curator of Decorative Arts from 1890 to the present. The Director said we continue to work on important searches for our new Director of Collections Management and Director of Sales and Marketing stating that these positions will add measurably to the staff, the institution and the Commonwealth.

* Please view the Director's annual report appended to these minutes as Attachment I.

V. REPORT OF THE CHIEF OPERATING OFFICER

Carol Amato reported that she and the President, the Director and Thurston Moore are in the process of preparing for the Strategic Planning meetings which will include the Trustee Executive Committee and the Foundation Board Executive Committee members. She explained they are now beginning the process of working with a consultant and as the summer goes on they hope to make good progress.

Carol Amato stated that the Museum was within budget this year and the auditors are here now and will have their report this summer. Ms. Amato thanked everyone for the amazing year as it has been her most exciting year in state government due to the many achievements. She thanked the group for their guidance, advice, patience and generosity.

VI. REPORTS

a. Virginia Museum of Fine Arts Foundation – Herbert A. Claiborne III, President

Mr. Claiborne reported that as of March 31, 2008, the Foundation held restricted and unrestricted assets totaling \$251 million. He noted that the Foundation expects to pay out \$23.4 million for Museum operating and Expansion costs. He said KPMG provided an audit without qualification for 2006-2007 and the Foundation Board has selected Goodman & Co. to perform these services in the coming year. Mr. Claiborne reported raising \$1,579,829 for annual giving and special projects. Full report is appended to these minutes.

Mr. Claiborne said the Foundation Board along with the Board of Trustees approved the \$60 million Top Ten Campaign which has raised almost \$5 million in support to date. He brought the Board's attention to the resolution in their folders. He said the Mellon Foundation is asking the VMFA Board of Trustees to adopt this resolution and he indicated that the VMFA Foundation Board adopted it in February. The resolution will assign and restrict the gifts to meet the matching requirements of the grant to establish a permanent endowment for the Ancient Art Curator position. The resolution supports the request that funds be released to VMFA's Foundation on behalf of VMFA. The following motion was proposed.

Motion: proposed by Dr. Schexnider and seconded by Ms. Walls that the following resolution be adopted by the VMFA Full Board of Trustees.

As of May 19, 2008, the Virginia Museum of Fine Arts Foundation had received \$650,000 in gifts designated by the donor(s) to match the \$1,000,000 challenge grant from the Andrew W. Mellon Foundation to endow the position of Curator of Ancient Art:

- \$500,000 from the Moses D. Nunnally Charitable Lead Trust (payments on a \$500,000 pledge)
- \$150,000 from Drs. William J. and Mary Ann S. Frable (payment on a \$500,000 pledge)

BY RESOLUTION, the Virginia Museum of Fine Arts Board of Trustees assigns these gifts--funds received and funds pledged--to meet the matching requirements of the Andrew W. Mellon Foundation challenge grant and restricts the income on the gifts to the uses set forth above.

The motion was carried unanimously.

Please read the annual report of the VMFA Foundation appended to these minutes as Attachment II.

b. Artistic Oversight Committee – Mrs. Whitt W. Clement, Chairman

Mrs. Clement reported on changes to the Exhibition Portfolio including *Passion for Flowers* which has been moved to the Spring of 2011 as VMFA has become a co-organizer for the exhibition and this will allow greater time to negotiate critical loans. This

makes the Louis Comfort Tiffany exhibition the inaugural banner exhibition in May 2010. Sandy Rusak summarized the progress of the Statewide Task Force and noted the transfer of the management of statewide exhibitions to the exhibitions division.

Meg Clement stated that Robin Nicholson reported yesterday that the Spotlight Loan program will maintain momentum while we prepare for the expansion and will include a major painting by Jasper Johns and a prominent work by Degas. Mr. Nicholson gave a brief overview of the new Exhibitions Guidelines document for the Artistic Oversight Committee to review before approving in the September meeting. Please see the annual report for the Artistic Oversight Committee appended to these minutes as Attachment III.

c. Fiscal Oversight Committee – Thurston R. Moore, Chairman

Thurston Moore reported that in yesterday's meeting it was announced that Food Services has produced a profit and he commended Cathy Turner for booking many weddings and other events to accomplish this success. He noted that the Governor asked for reductions of the budget of 1.5% from all the state agencies and those submittals are due June 1. Mr. Moore reported the good news that the General Assembly allowed us to carry forward maintenance reserve funds and use up to 20% in the new fiscal year for the conservation of art. He said that staff is in the process of reviewing the many change orders for the expansion. Mr. Moore stated that the Shop managers reported on the progress of their part of the Business Plan in yesterday's meeting. He said things are in great shape due to Carol Amato's hard work. Ms. Amato noted that two people have been added to the staff to work with Richard Woodward and Brian Haggard. Frank Gee, a retired engineer with experience with Federal projects will work on our Federal project and Al Corbett worked at Dominion Virginia Power in Procurement and will help with our capital projects. A search is on now for a business manager to guide all the projects and keep the McGlothlin Wing on schedule. Please see the annual report of the Fiscal Oversight Committee appended to these minutes as Attachment IV.

d. Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode remarked that we had a very successful year and thanked the staff and trustees for all of their hard work. Due to the action plan, we secured funding for the expansion start up costs and capital outlay projects. The current level of funding for the city service charge and private funds "lockbox" were reauthorized. We entertained members of the General Assembly and Administration officials and we increased publicity about our Statewide activities which was a crucial piece per Ms. Goode. She also noted that our Fellowship award winners received special recognition at the General Assembly this year. Mrs. Goode explained that we got in to the General Assembly members early and got out before things became frantic so we did not have to compete with other messages and we made certain we were not too over exposed. Please see the annual report of the Government Affairs Committee appended to these minutes as Attachment V.

e. Statewide Task Force – Mrs. Suzanne T. Mastracco, Chairman

Mrs. Mastracco gave special thanks to Past President Charlotte Minor who started the statewide initiative and passed it on to Pam Reynolds. Ms. Mastracco remarked that our statewide outreach is very important to everything that happens at the Museum. Division Heads have held two retreats to determine the best statewide outreach plan and each employee work profile now lists how the position contributes to statewide issues. Mrs. Mastracco asked the group to look at the sheet in their packets listing the many visits to partners, potential partners, universities, colleges, schools and assisted living homes, throughout the state. Each location shared what they think of us and how we can make our programs better. Staff is incorporating the changes suggested by the Partners as we go along. For instance a lively brochure was created with attached application, and staff is making a conversion to lighter weight shipping crates to save schools' shipping costs. Most recently our Director and others traveled to Charlottesville for the opening of *Speed* at UVA. Tomorrow they go to the Eastern Shore and after one more trip, the state will have been covered. Mrs. Mastracco reported that we will work through the summer to collect our Task Force findings and recommendations and bring you our report in September. Please see the annual report of the Statewide Task Force appended to these minutes as Attachment VI.

f. Art Acquisitions Sub-Committee, John R. Curtis, Jr., Chairman

The Art Acquisitions Sub-Committee annual report is appended to these minutes as Attachment VII.

g. Museum Expansion Committee, Dr. Herbert A. Claiborne, Jr. Chairman

The Museum Expansion Committee annual report is appended to these minutes as Attachment VIII.

The following motion was proposed at 1:07 pm.

Motion: proposed by Mr. Hunt, seconded by Ms. Walls to go into closed session under Section 2.2-3711 (A) (6), (8), (9) and (30) of the Freedom of Information Act 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,

to discuss and consider matters relating to specific **gifts, bequests, and fundraising activities**, and **grants and contracts for services to be performed**,

to discuss and consider matters relating to specific **gifts, bequests, and grants** 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.

In thirty-three minutes, by motion proposed, seconded, and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mrs. Gottwald that the Board 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 by the Secretary, the results of which are outlined in the Certification Resolution appended to these minutes as Attachment IX.

Motion: proposed by Mrs. Clement, seconded by Mr. Carney that the Board ratify the recommendation of the Art Acquisitions Sub-Committee at its meeting yesterday to approve the following purchases for the amounts and from the funds specified:

1. Northern Bengal (present-day Bangladesh), Vishnu as Varaha (The Boar Avatar), ca. 10th century gray stone, 109.2 cm h
Price: \$495,000
Source: The Adolph D. and Wilkins C. Williams Fund, unreserved
Vendor: Carlton Rochell, 41 E. 57th St., New York, NY 10022
2. Jean-Claude Bonnefond (French, 1796-1860), Military Scene from Napoleon's First Spanish Campaign, 1823, oil on canvas, 25-3/8" x 21-1/4"
Price: \$65,000
Source: Revolving Art Purchase Fund, to be reimbursed by deaccessioning monies
Vendor: Blondeau-Bréton, 34 rue Saint Honoré, 75001 Paris, France
3. Scheurer, Lauth et Cie (printer) Alsace (Thann, near Mulhouse) (founded in 1813 as Liebach, Scherrer et Cie; Scheurer, Lauth et Cie: 1872-1935), thirteen Roller-Printed Furnishing Panels, designed by Aubert, de Feure, and Mucha:

Félix-Albert-Anthyme Aubert (French, 1866-1940), three versions of Iris d'eau (Water Iris), 1897-98, cotton, each 30 x 27 inches: in chartreuse, rust and blue (\$3,500); brown, green and blue (\$3,500); and cream, pink, green and blue (\$2,000). \$9,000 less 10% = \$8,100

Alphonse Mucha (Czech, 1860-1939), three versions of Femme à Marguerite (Lady with daisy), ca. 1898-1900: in pink on ribbed cotton, 27½ x 30 in. (\$2,500); in red on cotton velveteen, 27½ x 30 in. (\$2,000), and in blue on cotton velveteen, 28 x 30 in. (\$2,500). \$7,000 less 10% = \$6,300

Georges de Feure (French, 1868-1943) (active in Paris), seven versions of a bird and berry design, 1900-1901, each 18½ x 32 inches: a dark blue ground on velveteen (\$2,800); a mustard ground on sateen (\$2,800); pale blue, lavender and pale green on cotton (\$2,500); light green and pale peach on cotton (\$2,500); pale blue, lavender and pale green on velveteen (\$2,500); gold, tan, and beige on velveteen (\$2,500); and pale blue, lavender & peach on cotton (\$2,500)

..... \$18,100 less 15% = \$15,385

Total Price: \$29,785 (includes 10%-15% discounts)

Source: The Kenneth and Cherie Swenson Fund for Art Nouveau

Vendor: Cora Ginsburg, 19 E. 74th St. New York, NY 10021

4. Jervis McEntee (American, 1828-1891), Natural Bridge, 1877, oil on board, 7-1/8 x 5 inches (image), 13-1/2" x 11-1/4" framed
Price: \$28,000 (\$35,000 insurance value)
Source: The John Barton Payne Fund
Vendor: Debra Force Fine Art, 14 E. 73rd St., New York, NY 10021
5. Edwin Austin Abbey (American, 1852-1911), Tile Fireplace Surround, 1878, hand-painted Minton, Hollins, and Company tiles inset in ferrous metal surround, 34 x 38 1/4 x 1-3/4"
Price: \$350,000 (\$500,000 insurance value)
Source: The J. Harwood and Louise B. Cochrane Fund for American Art
Vendor: Martin Cohen, 19 East 71st. Street 4B, NY, NY 10021
6. Edwin Lord Weeks (American, 1849-1903), The Hour of Prayer at Moti Mushid (The Pearl Mosque), Agra, ca. 1888-89, oil on canvas, 81 x 118 inches
Price: \$750,000 (\$850,000 insurance value)
Source: The J. Harwood and Louise B. Cochrane Fund for American Art
Vendor: 511 Projects, 255 Seventh Ave., Suite 12-J, New York, N.Y. 10001

and the following gift/purchase consideration:

1. Ralston Crawford (American, 1906-1978), Construction #5, 1958, oil on canvas, 36 1/8"h x 26 1/8"w
Value: \$245,000
Vendor/Donor: Neelon Crawford, 9545 Hwy 26, Crow Heart, WY 82512
Source: Neelon Crawford donation (\$80,000) and the Floyd D. and Anne C. Gottwald Fund (\$165,000)

and acceptance with gratitude of the following gift consideration:

1. Henry Prellwitz (American 1865-1940), Lotus and Laurel, 1904, oil on canvas, 30 x 60 in. (unframed)
Donor: Mrs. Jane Joel Knox, Richmond, Virginia
Credit: Gift of Joseph T. and Jane Joel Knox, Richmond, Virginia Museum of Fine Arts

and to accession into the collection the following Altria gifts accepted by the Executive Committee at their meeting on March 4:

1. A collection of seven contemporary American works, four Asian textiles, one Indian textile, and four African textiles, Donor: Altria, Richmond, Virginia

and finally to approve the deaccessioning considerations of the 31 pieces of European sculpture from various sources, itemized on a separate report.
 Recommendation: Deaccession and dispose as proposed on report.

Motion carried.

h. Nominating & Governance Committee, Dr. Elizabeth F. Harris, Chairman

Dr. Harris reported that the Nominating and Governance Committee met five times this year. She noted that Suzanne Mastracco and John Staelin are eligible for reappointment by the Governor. As of June 30th there will be five board vacancies. Two vacancies were created by Craig Moon and Frances Phillips who decided not to stand for another term and the others are for Nancy Gottwald, Fran McGlothlin, and Charlotte Minor. Dr. Harris said the selected nominees will be sent to Governor Kaine for his consideration and we look forward to hearing his decision. Dr. Harris announced that the Nominating and Governance Committee was pleased to bring to the Board a recommendation for the office of President. She said it is with real pleasure and enthusiasm that the Nominating Committee brings to you today the name of Pamela C. Reynolds for President in 2008-2009.

Motion: proposed by Dr. Harris and seconded by Mr. Douglass that Pamela C. Reynolds be elected President of the VMFA Board of Trustees for 2008-2009. The motion carried unanimously and the Board responded with a round of applause for Mrs. Reynolds.

Mrs. Reynolds addressed the group and said she will continue on as President as long as everyone else works hard and stays in place. The annual report of the Nominating and Governance Committee can be found as Attachment X appended to these minutes.

Alex Nyerges then presented an art moment slide show of art acquisitions from this year.

VII. OTHER BUSINESS/ADJOURNMENT

There was a call for other business, and there being none, the meeting adjourned at 1:50 pm.

Suzanne Broyles
 Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Meeting of the Board of Trustees
Wednesday, 17 September 2008, 12:00 pm
The Lewis Galleries

Presiding: Pamela Reynolds, President
Secretary: Ms. Suzanne Broyles

There were present:

Pamela Reynolds, President
Thurston R. Moore, Vice-President
Richard G. Tilghman, Vice-President

John B. Adams, Jr.
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Ms. Toy L. Cobbe
Mrs. Louise B. Cochran
John R. Curtis, Jr.
W. Birch Douglass III
Dr. Elizabeth A. Fisher
Cynthia Kerr Fralin
Susan S. Goode
Grant H. Griswold
Dr. Elizabeth F. Harris
Ms. Carolyn Hsu-Balcer
Peter Hunt
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
John A. Luke, Jr.
James W. McGlothlin
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Agustin Rodriguez
Michael J. Schewel
Dr. Alvin J. Schexnider
Dr. Shantaram K. Talegaonkar
Fred T. Tattersall
Ms. Tina A. Walls
Ms. Mary F. White

Mrs. William G. McClure, President, The Council
John G. Shannon, President, Friends of Art
Douglas D'Urso, Docent Committee Chairman

Ms. Melissa F. Canaday, Multicultural Advisory Council

By Invitation:

Alex Nyerges, Director
 Ms. Carol Amato
 David B. Bradley
 Ms. Suzanne Broyles
 Herbert A. Claiborne III
 Dr. Joseph M. Dye III
 Eva Tieg Hardy
 Ms. Joan W. Murphy
 Robin Nicholson
 Ms. Sandra Rusak
 Ranjit K. Sen
 Ms. Alexis Vaughn
 Peter M. Wagner
 Richard B. Woodward

Absent:

Mrs. Suzanne T. Mastracco, Statewide Vice-President
 Alfonso L. Carney, Jr.
 Thomas F. Farrell II
 John R. Staelin

I. CALL TO ORDER

The President, Pamela Reynolds, called the meeting to order at 12:06 pm and welcomed everyone to the 73rd meeting of the Virginia Museum of Fine Arts Board of Trustees. She thanked Alex and Kathryn Nyerges for the lovely dinner last night at The Oaks. She noted that it was appropriate to meet in the Lewis and Paul Mellon Galleries today as they started us on the journey we travel today. Mrs. Reynolds said we as the VMFA Family dream no small dreams as we see in our five amazing new trustees. She introduced: Tom Farrell, who could not be with us today, Cynthia Fralin of Roanoke, John Luke, Jim McGlothlin, and Michael Schewel. She then welcomed the three new ex-officio members, John Shannon, President of the Friends of Art, Melissa Canaday, Chairman of the Multicultural Advisory Council, and Douglas D'Urso, the first male Chairman of the Docent Committee.

II. MINUTES

Motion: proposed by Mr. Cherry, seconded by Mrs. Pauley that the Minutes of the last meeting of the Full Board of Trustees held on the 20th of May 2008 be approved as distributed on the 18th of July 2008. Motion carried.

III. REPORT OF THE ART ACQUISITIONS AND MUSEUM EXPANSION COMMITTEES

At 12:12 pm the meeting went into closed session for the Art Acquisitions Committee and the Museum Expansion Committee reports.

Motion: proposed by Mr. Curtis, seconded by Mr. Moore that the meeting to go into closed session under Section 2.2-3711(A) (6), (8), (9) and (30) of the Freedom of Information Act 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 fundraising activities, and grants and contracts for services to be performed, and for discussion of matters relating to specific gifts, bequests, and grants, 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 12:54 pm by motion proposed, seconded, and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Ms. Goode, that the Board certify that the closed session just held was conducted in compliance with Virginia State law, as set forth in the Certification Resolution distributed and appended to these minutes. Motion carried.

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

Motion: proposed by Mr. Curtis and seconded by Mrs. Reynolds that the Board ratify the recommendation the Art Acquisitions Committee made in yesterday's meeting to approve the following purchases:

1. Korean, anonymous court painter, Choson dynasty (1392-1910), Books and Scholars' Objects (*Chaekkorŭ*), 1890s, ten-panel folding screen, image: 47 ¾" x 13 ½" (each panel); mounting: 73 ¼" x 17 ½" (each panel); mounting: 73 ¼" x 176" (full screen)
Price: \$80,000; Source: The Kathleen Boone Samuels Memorial Fund
Vendor: Kang Collection Korean Art, 9 E. 82nd Street, 3-A, New York, NY 10028
2. Moses Jacob Ezekiel (American, 1844-1917), Thomas Jefferson, ca.1900-1910, bronze with brown patina, 23 ¾ x 8 1/8 x 6 ¾ inches
Price: \$70,000; Source: The Floyd D. and Anne C. Gottwald Fund
Vendor: James Graham and Sons, 32 E. 67th St., New York, NY 10065
3. Chester Webster (American, 1799-1882), Randolph County, NC, Pitcher, 1879, salt glazed stoneware, 13" x 17"

Price: \$85,000; Source: The Gabe W. Burton Fund (\$30,000), and past American decorative arts deaccession revenues (\$55,000) [Museum Purchase: The Gabe W. Burton Fund and The Arthur and Margaret Glasgow Fund, The Mary Morton Parsons Fund for American Decorative Arts, The Adolph D. and Wilkins C. Williams Fund, and Various Donors, by exchange]; Vendor: Old Salem Inc., Museum of Early Southern Decorative Arts, Winston-Salem, NC

and the following special gift/purchase opportunity as set forth in closed session:

1. Edward Hicks (American, 1780-1849), Peaceable Kingdom, 1826, oil on canvas, 32 1/8 x 38 1/8 inches

and the following purchase consideration using special funds:

1. Teresita Fernandez (American, born 1968), Projection Screen (Black Onyx), 2007, black onyx, edition 2 of 3, 76 x 103 inches; Price: \$60,000; Source: Funds contributed by Marion Boulton Stroud (\$25,000), Hiter and Jil Harris (\$15,000), and the NEA Fund for American Art, (\$20,000) Vendor: Reynolds Gallery, Richmond, VA

and the following gift/purchase consideration:

1. Tiffany Glass and Decorating Company, American (New York, 1892-1900), two windows, ca. 1899, stained and leaded favrile glass: Christ Blessing Little Children, 12'h x 9'w, and Christ Resurrection, 12'h x 12'w; Vendor/Donor: All Saints Episcopal Church, Richmond, VA; Source: Gift of All Saints Episcopal Church, and the Williams Fund, unreserved (\$115,000)

and consideration of the following commissioned painting:

1. Ryan McGinness (American, born 1972), Art History Is Not Linear (VMFA), to be completed in 2009, acrylic on canvas, 16 parts, each 4 x 4 feet; 8 x 32 feet total Price: \$300,000 (including a \$50,000 down payment); Source: The NEA Fund for American Art Vendor: Ryan McGinness, via Waqas Wajahat, New York

and acceptance with gratitude of the following gift considerations:

1. Indian, Votive Image of Shiva, brass, 1-3/16" h x 11/16" w x 11/16" d Donor: Nancy J. Woodall, Highland Springs, VA
2. Brian H. Peterson (American, born 1953), three archival pigment prints: Interior Light #4, 2003, 18 x 12 inches; Interior Light #5, 2003, 12 x 18 inches; I Sing the Body #6, 2006, 12 x 18 inches; Donor: Brian Peterson, Gwynedd, PA
3. Mali, Hunter's Shirt, 20th century, mixed media Donor: Dr. Abdoulaye Sylla, Bamako, Mali

4. Kuba culture, Democratic Republic of Congo:
Sash-Like Belt ("yeemy"), raphia cloth, cowries, glass beads
Belt ("nkody mupaap"), raphia cloth, cowries, glass beads
 Pair of Beaded Collars ("mimbuuntsh"), raphia fiber, cowries, glass beads
 Three Belts ("nkody mu-ikup lakiing"), raphia cloth, cowries, glass beads
 Donor: Mr. & Mrs. Jacques Hautelet, La Jolla, CA
5. William Hogarth (English, 1697-1764), A Rake's Progress, plates 1-8, etching and engraving, sheets: 19 ¼" h x 25 5/8"w, plates: 14 1/16"h x 16 1/16"w
 Mark Catesby (English, 1676– 1749), seven etching and engravings: Vipera Fusca, Lillium & c. Angius & c, Pelicanus Sylvaticus (The Wood Pelican), Anferi Bassano affinis fusca avis, Anas cristata elegans (The Summer Duck), Studies of bird and insects, Noctus aurita monir (The Little Owl)
 Johann Michael Seligmann (German, 1720-1762), five engravings after Mark Catesby, from "Natural History of Carolina, Florida, etc.", Nuremburg, 1749-1776: Der Weisse americanische Kranich, Die Seeschwalbe mit dem weissen Kopf, Die kleine Rewef, Die grolse Rewe mit dem ungleishen Schnabel, Der Aufterndieb
 Donor: Estate of Janet C. Green, Merrifield, VA
6. Paul Arlt (American, 1914-2005), J.E.B. Stuart, 1993, watercolor, 22 x 30 inches
 Donor: Ronay Menschel, 660 Park Avenue, New York, NY 10065
7. Will Henry Stevens (American, 1881-1949):
 Nine pastel drawings on paper, various sizes, from 12" x 10" to 18" x 22"
 Two colored pencil drawings on paper, 7"h x 10"w
 One graphite drawing on paper, 12"h x 9"w
 One crayon drawing on paper, 14"h x 17"w
 One pastel drawing on board, 12"h x 10"w
 Three mixed media on paper: 16"h x 19 1/2"w, 17"h x 14"w & 20"h x 22"w
 Donor: Janet Stevens McDowell Trust

and to accession into the collection the following Vogel gifts
 accepted by the Executive Committee at their meeting on August 20:

1. The Dorothy and Herbert Vogel Collection of Contemporary Art

Donor: Dorothy and Herbert Vogel, and the National Gallery of Art
 Credit: The Dorothy and Herbert Vogel Collection: Fifty Works for Fifty States, a joint initiative of the Trustees of the Dorothy and Herbert Vogel Collection and the National Gallery of Art, with generous support from the National Endowment for the Arts and the Institute for Museum and Library Services

Motion carried.

IV. REPORT OF THE DIRECTOR – Alex Nyerges

Alex Nyerges introduced staff member, Alexis Vaughn, our new Deputy Director for Sales and Marketing. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp and the Peace Corps. The Director noted that the Sales and Marketing Department has taken on portions of various departments such as Publications and Food Service and Special Events.

Mr. Nyerges said our Strategic Planning has begun. The Strategic Planning Committee is comprised of the Executive Committees of the Board of Trustees and the Foundation Board and other friends of the museum. He indicated that all Trustees will be involved and will receive reports from the Committee. The process will take twelve months and will plan for the next five to ten years. The Statewide Task Force held their last meeting yesterday. They are working on their final report which will be presented to the Full Board in November.

V. REPORT OF THE CHIEF OPERATING OFFICER - Carol Amato

Carol Amato reported that the Governor's Chief of Staff has asked agencies to plan for budget reductions of 5%, 10%, and 15%. Ms. Amato said that 5% of our budget would be \$500,000 out of the general funds, 10% would be \$1 million and 15% would be \$1.5 million. She explained that the Governor will use the submitted figures to recast the FY09 budget and submit it to the General Assembly in September. He will then work with his economic advisor to forecast revenues for this and next year. We are working on our reductions by divisions and after submittal we will give the Board a summary. Ms. Amato noted that these reductions are not good news, but not unexpected.

Carol Amato said the final report from the auditors came with a bulletin to State agencies saying that the focus of future audits will change to put more emphasis on how agencies manage risk and the auditors will want to meet with the Trustees about two times per year. Ms. Amato reported that in the auditor's review of VMFA he felt we were too small an agency to have three people authorized for full access to the accounting system. We have complied with the auditor's recommendations for staff access and authority related to the accounting system. The other finding was that we, along with many other state agencies, were not in full compliance with Homeland Security's procedures to deal with non citizens on staff. A training course has been held to assure that the Personnel Department complies with all requirements. Nothing was found wrong with our accounting.

VI. REPORT OF THE FOUNDATION – Herbert A. Claiborne III, President

President Claiborne said that Annual Giving leadership recruitment is underway. He indicated that this is a vital part of the Museum's unrestricted revenue stream and that if those present are asked to serve and when asked to give, he hopes they will enthusiastically respond to both opportunities. He then announced that Jordan and Tom Saunders have made a \$500,000 payment towards their \$1 million pledge.

Mr. Claiborne explained that in order to receive matching funds from the Andrew W. Mellon Foundation, a Board resolution is required stating that the funds raised will be restricted for the purpose of establishing a permanent endowment for the Curator of Ancient Art. The following motion was then proposed.

Motion: proposed by Dr. Fisher and seconded by Dr. Harris that the following resolution be adopted by the VMFA Full Board of Trustees.

As of June 30, 2008, the Virginia Museum of Fine Arts has received \$190,210 in additional gifts designated by the donor(s) to match the \$1,000,000 challenge grant from the Andrew W. Mellon Foundation to endow the position of Curator of Ancient Art. The payment was received from Drs. William J. and Mary Ann S. Frable (toward a \$500,000 pledge; \$209,790 remaining).

BY RESOLUTION, the Virginia Museum of Fine Arts Board of Trustees assigns these gifts—funds received and funds pledged—to meet the matching requirement of the Andrew W. Mellon Foundation challenge grant and restricts the income on the gifts to the uses set forth above. Motion carried.

President Claiborne went on to say that the Foundation, through the Virginia Small Business Financing Authority, has executed a \$20 million tax exempt bond issue to benefit the Expansion project. In July the Foundation adopted its first \$10 million budget. Eighty percent of those funds are transferred to the Museum for operating purposes and the remaining 20% is to operate the Foundation and the development office, maintain real estate, and a few expenditures made directly on behalf of the Museum. Not reflected are art purchases and construction fees for the Expansion. These expenditures are made upon specific requests from this Board of Trustees.

Mr. Claiborne announced that Charity Navigator, a leading charity evaluator in America, has granted the Foundation a 4-star rating for sound fiscal management for the second year in a row. Their award letter stated: “Only 17% of the charities we’ve rated have received at least two consecutive 4-star evaluations, indicating that Virginia Museum of Fine Arts Foundation consistently executes its mission in a fiscally responsible way, and outperforms most other charities in America. This exceptional designation from Charity Navigator differentiates Virginia Museum of Fine Arts Foundation from its peers and demonstrates to the public it is worthy of their trust.”

VII. NEW COMMITTEES – Pamela Reynolds, President

President Reynolds announced that she has created some new committees so that we can be the best we can be when the new wing opens. Therefore the Artistic Oversight Committee is now the Artistic Committee, the Art Acquisitions Committee is now a full stand alone committee instead of a sub-committee and an Education Committee has been created. She called on Thurston Moore who told of the new Organizational Excellence Task Force which will bring together people experienced in management and public administration to look at the ways we operate this institution and report back to the Strategic Planning Committee. Barbara-lyn Morris from the Board of Trustees and Ranjit Sen from the VMFA Foundation

Board have been named co-chairmen of the Advancement Committee and Mrs. Morris explained that this committee is just getting started and has a wonderful new list of people to call on.

Alex Nyerges explained that the Statewide Task Force has done such a great job it has been made into a full permanent Education and Statewide Partnerships Committee to look at our education programs for 2010 and beyond. He thanked Chairman Suzanne Mastracco and staff liaison, Sandy Rusak for their hard work. Mr. Nyerges said we have programs all across Virginia as you will see at the November Full Board meeting when the Statewide Task Force presents their report.

VIII. COMMITTEE REPORTS

a. Artistic Committee – Mrs. Whitt W. Clement, Chairman

Meg Clement reported that at yesterday's Artistic Committee Robin Nicholson gave a brief report on the recently developed Guidelines for Exhibitions which the Committee voted to approve and recommend for Board approval.

Motion: proposed by Dr. Harris and seconded by Mrs. Lewis that the Full Board ratify the recommendation of the Artistic Committee to approve the Exhibition Guidelines as presented by Mr. Nicholson. Motion carried.

Yesterday Mr. Nicholson also reported on the newest VMFA collaboration with Richmond International Airport (RIA). VMFA and the RIA will be working together to create special displays of art at strategic locations in the airport. The costs of this endeavor will be borne by the airport. VMFA staff are working to find suitable content and finding ways to ensure security and environmental controls and conditions. The first of these displays should be open by the end of 2008. Richard Woodward shared with the committee the progress on the expansion and installation of art in the new wing and existing galleries. John Ravenal reported on plans for the new sculpture garden and highlighted some artists currently being considered for possible commissions, acquisitions and bequests. The meeting closed with an art moment by our curator of East Asian Art, Li Jian.

b. Fiscal Oversight Committee – Thurston R. Moore, Chairman

Thurston Moore referred to the Financial Summary for the twelve months ended June 30, 2008 in the Board folders and noted that we are \$1.5 million under budget. He said that the earned revenues for Admissions, Memberships and Food Services show what drives this organization forward. Mr. Moore reminded the Board that our active high profile exhibitions plan validates our business plan. At this morning's Fiscal Oversight meeting Anne Kenny-Urban, Assistant head of Risk Management, gave a very good report on VMFA's Risk Management. Ms. Kenny-Urban has coordinated with the Department of Accounts. Their thorough report shows what a great job our employees do in risk management. Mr. Moore remarked that we are lucky to have the staff that we do as they produce so much with such constrained resources.

c. Government Affairs Committee – Susan S. Goode, Chairman

Susan Goode remarked that yesterday's meeting included a talk by Tony Maggio, Higher Education and Capital Outlay Analyst, about budgeting process and capital outlay planning. Ms. Goode said we know our budget will be cut, but not how much. She said that until the October revenue projection we have no idea of the size of the state budget. We have been asked to submit cuts of 5, 10 and 15 percent by next Friday. She stated that the State is in a difficult position because of the sizable number of general fund agencies such as corrections, police, and mental health who must maintain a high level of service, but do not have the option of generating revenues or contributions. Ms. Goode said we hope that by laying out our case with the administration and legislators last year, we will not be cut at the higher levels. When we know our budget reduction percentage, we will look at our next actions.

IX. TOP TEN FUND – John A. Luke, Jr., Co-Chairman

Pam Reynolds called on new trustee, John Luke to say a few words about the Top Ten Fund. Mr. Luke has agreed to serve as Co-Chairman of the campaign and stated that he was very honored to serve with all of the other trustees. He said he is excited about what he's learned about this truly great institution he called a special place worthy of Top Ten status. Mr. Luke indicated he was impressed with the staff leadership including Pete Wagner and Alex Nyerges. He thanked all the committed people for the support they have provided to VMFA and said we are all going forward in these challenging times. He felt that with the Top Ten Fund we will hopefully pull ourselves away from dependency on future state budgets. He thanked everyone for their strong support.

President Reynolds thanked Mr. Luke and said a campaign like this always starts with family such as Dorothy Pauley, Louise Cochrane, Frances Lewis and Jim McGlothlin present here today. She announced that a \$2 million gift from an anonymous donor will come in the next few months and then announced that Susan and David Goode have just given \$2.5 million to the campaign. Following a round of applause, Susan Goode addressed the group saying that this is a great institution that has come a long way. She added that there are wonderful things happening statewide and with the fabulous new wing opening next year, she wanted to help make it all happen. Mrs. Goode said she hopes a lot of those present today will join her in support of the campaign.

Trustee Tina Walls took the floor and said in keeping with the excitement of the expansion and because this institution makes an impact on the community and the state, Altria has decided to increase its pledge by \$1.4 million which takes its commitment to a total of \$2 million for the Top Ten Fund. This news was greeted with a round of applause.

X. ART MOMENT – Alex Nyerges

Alex Nyerges told the trustees that he is starting a series of art moments to introduce trustees to new and different works from our encyclopedic permanent collection. He pointed out that our Pre-Columbian and Native American art will have its own dedicated gallery for the first time in the new wing. Curator Lee Anne Hurt could not be with us today but is very

excited about this opportunity to showcase art that is so important to the history of North America Mr. Nyerges then proceeded to show slides highlighting many of the fabulous works in this collection.

XI. OTHER BUSINESS/ADJOURNMENT

There being no further business brought before the board, President Reynolds adjourned the meeting at 1:55 pm.

Suzanne Broyles, Secretary of the Museum

MOTION: Mr. Curtis
SECOND: Ms. Goode

MEETING: Board of Trustees
DATE: 17 September 2008

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: Reynolds/Moore/Tilghman/ Adams/Cherry/Claiborne/Clement/Cobbe/Cochrane
Curtis/Douglass/Fralin/Goode/Griswold/Harris/Hsu-Balcer/Hunt/Jenkins/Knox
Lewis/Luke/McGlothlin/Morris/Pauley/Rodriguez/Schewel/Schexnider
Talegaonkar/Tattersall/Walls/White

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: Mastracco/Carney/Farrell/Staelin

Suzanne Broyles, Secretary of the Museum

Date: _____ Approved: _____

VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Joint Meeting of the Fiscal Oversight and Government Affairs Committee
Held, pursuant to due notice, in the Roanoke Ballroom of the Hotel Roanoke
Thursday, November 20, 2008 at 9:00 am

There were present:

Thurston R. Moore, Chair, Fiscal Oversight Committee
Susan S. Goode, Chair, Government Affairs Committee
Alfonso L. Carney, Jr.
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
W. Birch Douglass III
Grant H. Griswold
John A. Luke, Jr.
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Michael J. Schewel, Vice-Chair, Government Affairs
John R. Staelin
Dr. Shantaram K. Talegaonkar
Fred T. Tattersall
Mrs. Richard R. Reynolds III, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges
Ms. Carol Amato
David A. Barbour
Ms. Suzanne Broyles
Brian Haggard
Robin Nicholson
Ms. Sandy Rusak
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

John R. Curtis, Jr.
Agustin Rodriguez
Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chair of the Fiscal Oversight Committee, Thurston R. Moore, called the meeting to order at 9:01 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Fiscal Oversight Committee held on the 17th of September 2008 and the last meeting of the Government Affairs Committee held on the 16th of September be approved as distributed on the 18th of November 2008. Motion carried.

III. REVIEW OF OPERATING BUDGET PROPOSALS SUBMITTED TO THE COMMONWEALTH FOR FY 2010 – Carol Amato

Carol Amato reported that this year agencies were allowed to submit budget proposals for FY10 by invitation only. VMFA was invited to submit a request, and it did so by asking for \$2 million that is necessary to open and operate the expanded museum. Of the \$2 million, \$1 million is earmarked for energy and utilities costs which are increasing tremendously; the remaining \$1 million is for personnel to serve the public, security costs and B&G staff to care for the new building. The state has options of giving us no more budget cuts in FY10 and giving us \$386,000, or cutting our budget by 10% and giving us \$1.6 million or giving us the full cut and then we would need \$2 million. The increase in energy costs is nearly a million dollars for electricity and natural gas. The final word is that there is no guarantee that we would get the additional funding and that there may be additional reductions.

The Governor's budget will be announced on December 17. The General Assembly can then make additional cuts or eliminate/reduce cuts when they meet in January and February. It has been suggested that state revenues could be down by up to \$4 billion and that those who were not affected by the cuts at this time will face cuts in the 2010 budget.

This is why it is so important for VMFA's Trustees to visit members of the General Assembly to stress the need for sufficient funds to open and operate the expansion. Those visits will be scheduled before the session begins.

Ms. Amato explained that VMFA needs a plan of action to be prepared for whatever decisions are made by the Governor and General Assembly on our budget. She indicated that staff groups will be discussing:

- Energy and utilities – how we decrease our energy use; the conservators and the librarians would be particularly critical to this discussion
- Staffing and cross-training – how can staff help with other than their assigned responsibilities
- Strategic Plan for Technology – using a cross section of staff, discuss priorities for information technology
- Museum priorities – assess priorities for exhibitions, programs, publications and public offerings

Ms. Amato further explained that Foundation support has usually helped out when budget cuts affected our operations. Unfortunately, the economic downturn has adversely affected the Foundation's investments and VMFA needs to be extremely conservative so that the Foundation doesn't have to sell investments when their value is low.

Alex Nyerges commented that VMFA is fortunate to have enthusiastic and dedicated supporters – Trustees, Staff, and Partner organizations – who can be helpful in influencing the Governor and the General Assembly with regard to funding.

Ms. Amato briefly reviewed the budget summary saying we were within the budget for the first quarter. She said that after we incorporate the budget reductions of 15%, the revenue will be reduced by a little over \$1.3 million. She said the FY2011 reserve is gone unless we are able to rebuild it. All departments have taken steps to reduce costs and increase earned revenue, however there are no ticketed exhibitions this year so revenue will continue to decline. Food Service/Special Events had an increase in revenues last year but will not this year as many holiday parties have been cancelled due to the economy.

IV. OVERVIEW OF PROPOSED EXHIBITION PORTFOLIO AND BUDGET – Robin Nicholson

Robin Nicholson, Deputy Director of Exhibitions, reported on the list of exhibitions currently under development for FY 2010-2012. He reviewed the following exhibitions showing some slides. Banner exhibitions are in bold print.

Tiffany: Master of Glass

Darkroom: Photography and New Media in South Africa

A Passion for Flowers: Painting in France from Courbet to Monet

Sally Mann: New Work

Maharaja: the Splendor of India's Royal Courts

Dynasty and Divinity: Life in Ancient Nigeria

Drawings of the Civil War: The Becker Collection

Aphrodite: Art and Love in the Ancient World

Zu Bing: Tobacco Project

Art Nouveau Jewelry

Mummy: the inside story

Elvis at 21

Water and Shadow: Kawase Hasui and the Japanese Landscape

American Quilts from Winterthur

Mr. Nicholson then reviewed the budget summary document distributed. He noted that the principal sources of revenue are restricted exhibition endowments, the accumulated JLR Endowment, state appropriations, gifts/sponsorships/grants, and earned revenue pool. Mr. Nicholson said some expenses of VMFA-organized exhibitions can be offset by participation fees from other venues. He noted that shipping and courier costs are the highest costs in exhibition budgets and add significantly to the cost of hosting major exhibitions. Other major costs are marketing, statewide travel, security, design production, and publications. He reviewed the projected expenses and shortfalls for each year. To address the shortfall he suggested a number of sources of additional revenue: corporate support, using other restricted endowments that could be used for exhibitions, and applying for gifts and grants. Mr. Nicholson also said that in the current economic environment we should look at the way we do things, try to reduce individual exhibition

costs by reducing lavish openings, maybe cancel or reschedule some exhibitions, and hold fewer scholarly exhibitions that don't bring in significant crowds.

Thurston Moore reminded those present that exhibitions give us revenues from the gift shop, food service, etc. and we should think about the balance between banner exhibitions and scholarly exhibitions. He thanked Mr. Nicholson for his presentation.

V. STATUS OF MAINTENANCE RESERVE PROJECTS AND FUNDS
- Brian Haggard and Carol Amato

Carol Amato noted that we have been so focused on other capital projects but things have changed and last year's General Assembly authorized the use of 20% of last year's balance for us to conserve the collection and for capital projects. Brian Haggard referred the group to the Maintenance Reserve Funding and Work Plan document distributed that shows a year end balance and carry forward, June 2008, of \$1,167,668. He said the FY09 and FY10 appropriations added to the carry forward totaled almost \$3 million. Mr. Haggard reviewed the Work Plan which showed Conservation Allotment and Buildings Allotment projects in priority order. He answered questions from the group.

VI. GOVERNMENT AFFAIRS ACTION PLAN – Susan S. Goode, Government Affairs
Committee Chair

Ms Goode asked those present to look at the one-page sheet showing the script to be used during legislative visits. Members discussed possible ways to reduce our expenses. Carol Amato assured the group that every idea has been explored. Susan Goode remarked that no matter how discouraging times seem, please use these talking points to lobby and stress the Museum's needs. She said if we don't, it is not going to happen. Meg Clement suggested adding something to the script about statewide programs that happen in the Legislators' own districts. The group discussed other ideas.

VII. ADJOURNMENT

There being no further business, the meeting was adjourned at 10:30 am.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Fiscal Oversight Committee Meeting
Held, pursuant to due notice, in the Parlor of the Pauley Center
Richmond, Virginia
Thursday, 21st February 2008, 9:00 a.m.

Presiding: Thurston R. Moore, Chairman
Secretary: Ms. Trudy Norfleet

There were present:

Thurston R. Moore, Chairman
John R. Staelin, Vice-Chairman
Alfonso L. Carney, Jr.
James C. Cherry
Herbert A. Claiborne, Jr.
Herbert A. Claiborne III
John R. Curtis, Jr.
W. Birch Douglass III
A. Hugh Ewing III
Grant H. Griswold
Mrs. Stanley F. Pauley
Agustin Rodriguez
Geoffrey P. Sisk
Fred T. Tattersall
Joseph R. Vilseck, Jr.
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Leon Garnett
Ms. Suzanne Hall
Ms. Frances A. Lewis
Ms. Joan W. Murphy
Ms. Trudy Norfleet
Richard T. Riley
Jim Sanderson
Ranjit K. Sen
Thomas H. Tullidge, Jr.
Ms. Cathy Turner
Peter M. Wagner
Richard B. Woodward

Absent:

William J. Armfield IV
Craig A. Moon
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Thurston R. Moore, called the meeting to order at 9:00 am.

II. MINUTES

Motion: proposed by Grant Griswold and seconded by Birch Douglass that the minutes of the last meeting of the Fiscal Oversight Committee held on November 15, 2007 be approved as distributed on January 16, 2008. Motion carried.

III. ACTION ITEMS

Director's Remarks

Mr. Nyerges commented that most of the discussion for the day would be on finances. He then proceeded to outline what the expansion offered the museum and why it was so important to position the museum to open and fully operate the new facility.

Budget Update

Ms. Amato reviewed the revised budget for fiscal year 2008. She explained that the State had reduced the VMFA budget by 4% or \$360,000 in FY 2008 which we were able to manage by scheduling the filling of vacancies; reducing expenses for security; and achieving other efficiencies. An additional reduction was announced for state agencies, but the Governor did not require an additional reduction at VMFA. The General Assembly has included a reduction in funding for VMFA in one version of the budget. If that one-time reduction is confirmed, VMFA should be able to manage it by keeping some positions vacant.

She asked for approval of the Fiscal Oversight Committee for the Revised FY2008 budget.

Motion: Proposed by James Cherry and seconded by John Curtis that the Revised Budget for FY2008 be approved. Motion carried.

Ms. Amato then reviewed the financial summary for July – December of 2007. She commented that VMFA was within budget and expected to end the year the same way. Revenue has increased for several reasons. Ticket sales were good for *Rule Britannia*, and both Food Service/Special Events and the Museum Shop showed a profit. She called attention to Food Service/Special Events and commended Cathy Turner and her staff for the exceptional amount of work they did in December to bring them into a profitable status. The Museum Shop also achieved a small profit mainly related to the visitation increase during *Rule Britannia*.

The Chairman then announced that the meeting should go into closed session at 9:15 am.

Motion: proposed by Mr. Moore and seconded by Mr. Douglass that the meeting go into closed session under the Section 2.2-3711 (A) (8) of the Freedom of Information Act to discuss and consider matters relating to specific gifts, bequests, and fundraising activities, and grants and contracts for services to be performed. Motion carried.

At 10:30 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Moore and seconded by Mr. Tattersall 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: proposed by Mr. Moore and seconded by Mr. Cherry that the goals, purposes and methods of the Top Ten Campaign be approved as outlined, and that the Museum staff and the Foundation staff be authorized to cooperatively plan for and implement the plan for the Top Ten Campaign as outlined, subject to further revisions. Motion carried.

Legislative Update

David Bradley commented that the House and Senate would adopt their respective budgets on this date, the budgets would be rejected by the opposite chamber, and a Conferee Committee will be appointed to resolve the differences. He explained that VMFA was in a good situation and better off than many agencies. The Governor and General Assembly have been very supportive of our requests.

IV. ADJOURNMENT

There being no further business, the Chairman adjourned the meeting at 10:30 am.

Date: _____ Approved: _____

VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Fiscal Oversight Committee Meeting
Held, pursuant to due notice, in the Parlor of the Pauley Center
Richmond, Virginia
Tuesday, 20th, May 2008, 9:00 a.m.

Presiding: Thurston R. Moore, Chairman
Secretary: Ms. Trudy Norfleet

There were present:

Thurston R. Moore, Chairman
Alfonso L. Carney, Jr.
Herbert A. Claiborne, Jr.
Herbert A. Claiborne III
W. Birch Douglass III
A. Hugh Ewing III
Grant H. Griswold
Mrs. Stanley F. Pauley
Agustin Rodriguez
Geoffrey P. Sisk
Fred T. Tattersall
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges
Ms. Carol Amato
David A. Barbour
David B. Bradley
Ms. Suzanne Broyles
Leon Garnett
Brian Haggard
Ms. Suzanne Hall
Ms. Sara Johnson-Ward
Ms. Barbara Lenhardt
Ms. Joan W. Murphy
Ms. Trudy Norfleet
Ms. Cathy Turner
Peter M. Wagner
Richard B. Woodward

Absent:

John R. Staelin, Vice-Chairman
William J. Armfield IV
James C. Cherry
John R. Curtis, Jr.
Craig A. Moon
Joseph R. Vilseck, Jr.
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Thurston R. Moore, called the meeting to order at 9:00 am.

II. MINUTES

Motion: Proposed by Agustin Rodriguez and seconded by Alfonzo Carney that the minutes of the last meeting of the Fiscal Oversight Committee held on February 21, 2008 be approved as distributed on March 19, 2008. Motion carried.

III. ACTION ITEMS

Director's Remarks

Mr. Nyerges commented that the Trustee/Former Trustee event held on the previous evening was very nice and commended Food Service/Special Events for their good work and delicious meal.

Presentations by Enterprises

Food Service and Special Events - Ms. Cathy Turner presented information on Food Service/Special Events current status and plans for the future. She made the following comments about the department's current operation:

- Café located in the Marble Hall – is an amenity for visitors and operates at a loss
- Hard Hat Café – created to serve the staff and the construction workers
- Special Events – serves various groups, including individual and corporate patrons, members, associations, Foundation events and in-house events; Foundation and in-house events are billed on a cost basis; 340 events were held in 2006-07; wedding receptions and corporate events are the most profitable events at VMFA
- Department operated at a \$14,000 loss last year (less than anticipated), but will end this year with a projected profit of \$50,000

When the department begins operation in the expanded facility, it will operate two restaurants and a coffee bar – about a \$2 million catering and sales operation. They will continue many of the events they now support and plan to develop new specialized events.

The VMFA's Business Plan included projected revenue and expenses for Food Service/Special Events. Seating for the Café is 190 using inside and outside seating and for the restaurant approximately 170 people when all areas are utilized. Revenue will depend in large part on museum/exhibition visitation. It is projected that there will be about 240 external events (currently 60-70) and 268 internal events (currently 207).

Ms. Turner commented that income for November 2007 was \$39,800 and was about right for an average month. December 2007 was a very busy month and income was \$135,000 which enabled the department to achieve the projected profit for this fiscal year.

Ms. Turner explained that a Restaurant Task Force of Trustees had been formed and several staff were meeting with them to discuss the restaurants, furnishings, décor, and operation.

Ms. Amato added that this department will be moving to the Sales and Marketing Department when a Deputy Director for this area is hired. Group sales, the Museum Shop, and product development will also be part of Sales and Marketing. Sales and Marketing will have a direct relationship to the exhibitions program.

Ms. Amato also commented that the projected figures in Ms. Turner's presentation had been closely reviewed by Bob Brais who assisted in development of our Business Plan. Mr. Brais wanted to be sure that VMFA did not overestimate our ability to earn revenue, so the figures in the Business Plan are probably a bit conservative.

Museum Shop and Product Development - Ms. Sara Johnson-Ward (VMFA Product Development) and Ms. Barbara Lenhardt (Museum Shop Manager) presented information on the Museum Shop and Product Development.

Ms. Lenhardt discussed the following:

- The museum and shop share equally in the cost of developing new products
- To date, 177 new items have been developed
- To date, \$61,341 in licensing and royalties have been received
- VMFA has a relationship with: the Metropolitan Museum; Emenee (hardware manufacturer with stores in 25 US and foreign locations and basing products on Faberge), KJK Jewelry, jewelry manufacturer; and Dermond Peterson, linen designer
- Some of the products include: Fabergé eggs, Christmas cards, VMFA logo items, scarves, linens, note cards, jewelry, watches, and Time & Tide tableware.
- Only 10% of current products are based on the museum's collection. The goal for the future shop is 50%.

Ms. Johnson-Ward discussed the following:

- The museum's Decorative Arts collection is a great resource for product development.
- She has contacted Joanne Lyman, who is now retired, to discuss contracting with her to develop a line of jewelry especially for the museum.

- VMFA would like to secure one or more furniture licenses and extend the ABC line into baby furniture.
- Additional press coverage would enhance the sale of VMFA products.
- Online and catalog sales are possible but not the best way to sell museum products. Even the Metropolitan Museum sells much more in their stores than they do via online and catalog sales.
- Product inventory is computerized and closely tracked. Storage has become a problem and off-site storage is being secured for VMFA products and books and for shop merchandise storage.
- Future goals include: dealing directly with manufacturers, increasing marketing and distribution; selling original art; and improving the website and marketing of the products.

Ms. Amato commented that Product Development was being managed by Ms. Lenhardt (a full-time employee) and Ms. Johnson-Ward (a part-time employee) and that they had done a wonderful job with the limited resources and budget available to them.

Operating Budget

Ms. Amato briefly reviewed the budget summary saying that VMFA will finish the Fiscal Year 2007-2008 within budget. Ms. Amato pointed out Admissions Revenues and emphasized how it showed the impact of exhibitions on visitation and revenues. She also commented that Food Service/Special Events had expected a loss but would be showing a profit at the end of the fiscal year.

Mr. Barbour commented that next year will be challenging with several positions being filled and the additional 1.5% cut in the operating budget announced by the Governor. The reductions that we make will be permanent.

Budget for 2008-2010

None of the proposed changes to the VMFA budget was implemented in the General Assembly, so the budget discussed at the last Trustee meeting remains the same.

Ms. Reynolds and a planning committee are talking with a consultant to assist VMFA to revise our current Strategic Plan and put one in place for 2010 – 2015.

Maintenance Reserve (MR) Funds

VMFA asked for funding to conserve art but staff of the General Assembly's money committees suggested that we request permission to use part of our maintenance reserve funds for that purpose. This permission was written into the Appropriation Act so VMFA will be allowed to carry over all the MR funding (normally lost at the end of a fiscal year) amounting to approximately \$1.3 million and use 20% of it (\$260,000) for conservation of art. VMFA should receive approximately \$1.5 million more in MR funding in 2008-09.

Some of the MR projects are:

- replacing the roof at 201 N. Boulevard
- replacing the roof at the Studio School (work is near completion)
- replacing the 1985 roof
- fixing the skylights in the 1936 wing
- replacing HVAC controls, small air handlers and several fire doors

Capital Projects

There are nine (9) capital projects that include the McGlothlin Wing, installation of a new security system, and installation of a fire suppression system. With so many projects to oversee, two people have been hired on a temporary basis to keep projects moving. Frank Gee is a former Virginia Department of Transportation employee who specializes in federal funding and roadways. He will handle the federal money we have received to install the ramps on the parking deck and the walkways. Al Corbett is a former Dominion Power project manager who will work with Mike Slatner and Brian Haggard on capital projects.

Ms. Amato explained that the Governor has frozen general funds for Capital projects through 2009. VMFA had a remaining allocation of almost \$4.7 million of General funds for the new wing. We requested and were given permission to use funds from the General Obligation Bond to continue the project.

Status of Change Orders related to Expansion

Ms. Amato explained that two groups have been established to review change orders provided to VMFA by Whiting Turner. One group includes Mr. Nyerges and the VP at Whiting Turner; the other includes Whiting Turner project managers, URS project managers, and VMFA expansion managers. Change orders are being reviewed, discussed, and resolved one by one.

Capital Campaign

Mr. Bradley explained that Davenport is developing an RFP for bonds which will probably be issued sometime in August. Options for the debt service are being explored.

IV. ADJOURNMENT

There being no further business, the Chairman adjourned the meeting at 10:40 am

Trudy E. Norfleet
Acting Secretary

Date: _____ Approved: _____

VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Fiscal Oversight Committee Meeting
Held, pursuant to due notice, in the Parlor of the Pauley Center
Richmond, Virginia
Wednesday, September 17, 2008 at 10:15 am

Presiding: Thurston R. Moore, Chairman
Secretary: Ms. Trudy Norfleet

There were present:

Thurston R. Moore, Chairman
James C. Cherry
Herbert A. Claiborne III
W. Birch Douglass III
A. Hugh Ewing III
Grant H. Griswold
John A. Luke, Jr.
Mrs. Stanley F. Pauley
Agustin Rodriguez
Joseph R. Vilseck, Jr.
Mrs. Richard R. Reynolds III, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Ms. Carol Amato
David A. Barbour
David B. Bradley
Leon Garnett
Brian Haggard
Ms. Anne Kenny-Urban
Ms. Joan W. Murphy
Ms. Trudy Norfleet
Alex Nyerges
Ms. Cathy Turner
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

William J. Armfield IV
Alfonso L. Carney, Jr.
Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
Geoffrey P. Sisk
John R. Staelin
Fred T. Tattersall
Mrs. Suzanne T. Mastracco, Ex-Officio

I. CALL TO ORDER

The Chairman, Thurston R. Moore, called the meeting to order at 10:15 am.

II. MINUTES

Motion: Proposed by Birch Douglas and seconded by Mrs. Dorothy Pauley that the minutes of the last meeting of the Fiscal Oversight Committee held on May 20, 2008 be approved as distributed on July 29, 2008. Motion carried.

III. ACTION ITEMS

ARMICS

Risk Management is one of the many things that fall under the purview of the Board of Trustees – including such things as security, theft, safety of personnel and data, human resources, technology, financial integrity. The Auditor of Public Accounts, Walter Kucharski, has previously indicated that we perform well in comparison to other state agencies, and he will meet with the Fiscal Oversight Committee at the meeting in February.

In 2006 the Commonwealth of Virginia began an initiative on internal controls and managing risk known as Agency Risk Management and Internal Control Standards (ARMICS). This initiative is a strong component of maintaining Virginia's position of one of the best managed states. VMFA created a position to address this initiative and Anne Kenny-Urban was selected. She has been working with museum staff for over a year to develop, test and report VMFA's standards and status. The Auditor has announced that the ARMICS plan and our adherence to it will be seriously considered when VMFA is audited in the future. The Auditor will also spend more time with Boards that have fiduciary responsibility for agencies.

Ms. Kenny-Urban reviewed the ARMICS plan, the stages of development, the input of the staff, the ratings for the various categories, and the areas of concern identified by

staff. If a Board member would like a copy of the power point presentation, it can be obtained by contacting Suzanne Broyles.

In response an inquiry as to what extent the Foundation has engaged in a similar exercise, David Bradley reported that they have been doing much the same thing with their auditors. The Foundation has upgraded its technologies so that new safeguards are built into the system. Meetings with employees of the Foundation have emphasized the need to be good stewards donations so that donors will continue to feel confident that their donations are being used properly and wisely.

Budget Reductions

The Governor's Chief of Staff sent all agencies a letter describing the Commonwealth's serious financial situation as a result of the inaccurate revenue projections. He asked that all state agencies prepare budget reduction plans of 5%, 10% and 15% and provide them to the Governor by September 26. The Governor, by law, is authorized to cut budgets only up to 15%. However, the General Assembly can follow by adding to or reducing the cuts. Therefore, VMFA will not know for 5-6 more months what the final budget cuts will be. This means that the budget cuts for FY09 will have to be taken in the last four months of the fiscal year. For this reason, VMFA is planning now to assure that funding is in place to achieve the final budget reduction.

Carol Amato made several points about the reductions:

- The reduction applies only to General Fund money which is only ½ of the VMFA budget.
- VMFA has to plan reductions while planning to open and operate an expanded museum.
- VMFA is fortunate to have various sources of funding. VMFA has the ability to generate income but the reduced size of the museum and its programs has seriously affected earned income.
- When the economy takes a downward turn, the Commonwealth suffers and reductions are made in agencies' funding. When the economy rebounds, the state budget usually responds quickly, although it may take longer this time.
- The Foundation helps when state funds are cut, but the economy has adversely affected the Foundation's income stream which will, in turn, affect what they can provide to VMFA.
- Energy is a major expense for the museum. The Building Supervisor has reviewed energy needs and costs for the next two years and consulted with outside experts to project an increase in energy costs of \$250,000 in FY09 and about \$1.2 in FY10 when the building is open. Fortunately, VMFA was given additional energy funding for the biennium, so some of that will be included in the budget reductions.
- Security is another major expense at the museum. VMFA was given additional funding to upgrade the electronic security system as the expansion comes on line. This money will not be affected. Having highly technical security in place may enable VMFA to reduce the cost of our current security contractor.

- In some cases, non-general funds can be reassigned to general-funded programs when general funds are cut. VMFA is fortunate to have good sources for non-general funds.
- At 10% and 15% budget reductions, VMFA staff will be affected and Division Heads and Managers have been notified. Staff chose to take furloughs during a previous budget cut, but the Governor is looking for permanent reductions rather than temporary ones. Furloughs are not acceptable this time.
- One option open to employees is to reduce their employment from 12 months to 9, 10 or 11 months. This would be a permanent change for any employee choosing this option.
- State protocol dictates that lay-offs are based on seniority.
- When a reduction in personnel is considered, contracts are considered first, part-time staff are considered second, and full-time staff are the last to be considered.
- Personnel layoffs at VMFA will also be considered based on retaining positions required to open the expansion, protect the art, and continue SOL-based programs. Retaining positions that affect every department within the museum and could compromise museum operations if eliminated will also be considered.
- The Workforce Transition Act requires that laid off employees be provided with a severance package. With numerous long-serving employees at VMFA, this could create sizeable payouts. These employees would also be entitled to unemployment insurance which must be paid by the agency and could also create sizeable long-term distributions. The costs for both severance and unemployment insurance must be considered in our budget planning.
- VMFA has a \$900,000 reserve and \$200,000 of it will be used each year to reduce the budget reductions that the departments must take. \$500,000 will be retained as long as possible for opening the new wing.
- Because the state's revenue projects have not been accurate for the past few years, Ms. Amato believes the state will be very conservative with their new revenue projections. These projections and the condition of the economy will significantly impact the final level of budget reductions.

Alex Nyerges commented that VMFA is fortunate to have enthusiastic and dedicated supporters – Trustees, Staff, and Partner organizations – who can be helpful in influencing the Governor and the General Assembly with regard to funding.

Operating Budget

Ms. Amato briefly reviewed the budget summary. The increase in revenue from Admissions and Food Service/Special Events was noted and credited in large part to the exhibitions held last year.

Bond Issue

Hugh Ewing, chairman of the Foundation's Investment Committee, reported that an additional \$20 million of tax exempt variable rate bonds had been issued through the Virginia Small Business Financing Authority. Wachovia is the underwriter, Davenport was the bond advisor, and Hunton & Williams served as bond counsel. This brings the total debt load to \$50 million. The bonds, an obligation of the Foundation rather than the Commonwealth, will be repaid using receipts on pledges.

Next Trustee Meeting

Trustees were reminded that the November 19 and 20 meetings will be held in Roanoke. Non-Trustee committee members and Ex-Officio members are welcome to attend but are not required to do so. More details on the travel plans and meetings will be forthcoming.

IV. ADJOURNMENT

There being no further business, the Chairman adjourned the meeting at 11:40 am.

Trudy E. Norfleet
Acting Secretary

VMFA

**Draft Minutes
Government Affairs Committee
Tuesday, December 2, 2008
10:00 am
The Pauley Center Parlor**

- I. CALL TO ORDER – Ms. Susan S. Goode, Chairman
- II. Introduction of Special Guest – Michael Schewel, Vice-Chairman
- III. Comments by Alex Nyerges, Director
- IV. Overview of State Economic Situation – David Bradley and Carol Amato
- V. The Museum Budget Submittal – Carol Amato
- VI. Strategies for Conveying our Message – Bill Axselle and Sandy Bowen
- VII. Closing Thoughts - Group Discussion
- VIII. Next Meeting: February 18, 2009

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Government Affairs Committee Meeting Minutes
Held, pursuant to due notice, in The Pauley Center Second Floor Meeting Room
Wednesday, 20 February 2008, 3:00 pm

Presiding: Susan S. Goode, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Susan S. Goode, Chairman
Ms. Tina A. Walls, Vice-Chairman
Alfonso L. Carney, Jr.
Ms. Toy L. Cobbe, by phone
Mrs. Beverly H. Diamonstein
Peter Hunt
Kenneth S. Johnson, Sr.
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Richard T. Riley
Michael J. Schewel
Ranjit K. Sen
Jane Bassett Spilman
John R. Staelin
Dr. Joseph R. Vilseck, Jr.
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Bill Axselle
Ms. Sandy Bowen
David Bradley
Ms. Suzanne Broyles
Ms. Susan Ferrell
Ms. Suzanne Hall
Ms. Joan W. Murphy
Ms. Sandy Rusak
Peter Wagner

Absent:

Thurston R. Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio
Robert L. Burrus, Jr.
James C. Cherry
Dr. Herbert A. Claiborne, Jr.

Mrs. Whitt W. Clement
 Mrs. James S. Gilmore III
 Ms. Eva Teig Hardy
 Ms. Frances A. Lewis
 Mrs. Gordon F. Rainey, Jr.
 Dr. Alvin J. Schexnider
 Dr. Shantaram K. Talegaonkar
 Fred T. Tattersall
 Gregory H. Wingfield

I. CALL TO ORDER

The meeting was called to order by the Chairman, Susan Goode, at 3:13 pm. She welcomed new trustee, Alfonso L. Carney, Jr. to the Committee.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Government Affairs Committee held on the 14th of November 2007 be approved as distributed on the 25th of January 2008. Motion carried.

III. Comments by Alex Nyerges, Director

The Director reported that much hard work has been done by all the Trustees, Directors, advisors, consultants and staff who led the charge to inform each level of staff of the House and Senate and the Legislators of VMFA's needs. He thanked all who got us this far and said we have made good progress.

Mr. Nyerges mentioned that at the Statewide Task Force meeting we were shown a map of all the places we have held community meetings across the state in the last twelve months. He noted that Southside Virginia drew a huge crowd, with social events and openings which made us more visible to the state legislators. He said these meetings are valuable and these visits are paying huge dividends. Pam Reynolds indicated that the statewide partner's feedback is so important. She and Susan Goode thanked the staff for all the hard work involved.

IV. Status Report on the 2008 General Assembly – David Bradley

Mr. Bradley and Carol Amato gave background information about the budget specifics. David Bradley brought the state budget pieces, the budget bill for the upcoming biennium, the caboose bill and the Governor's Executive budget – all big thick books. He said the House Appropriations Committee and the Senate Finance Committee will take up each other's versions of the budget tomorrow.

Carol Amato noted that the Governor asked for reductions of five percent from some other agencies while ours was reduced by four percent, or \$363,735. Ms. Amato distributed a handout chart of the current status of the operating budgets for the 2008-10 biennium. This chart shows a summary of what we did to reduce the Museum's operating budget. She said that on Sunday the House and Senate released their budget plans which included additional reductions; however, the Governor had no additional reductions for VMFA. The Senate's budget contained a reversion from the 2008 fiscal year of funds that had previously been authorized by the Department of Planning and Budget to be carried over from 2007. Steps are being taken to get those funds restored. Ms. Amato announced that tomorrow the Fiscal Oversight Committee will review the revised budget with the reductions included. She said we are holding some vacant positions until the budget is finalized. She went on to say we have not laid anyone off, we have managed our general fund money, and by reducing services we can live with these reductions so far.

David Bradley distributed the *Committee Amendments to the Appropriation for the Virginia Museum of Fine Arts* document and reviewed this with the Committee. He noted that the Museum received permission from the Department of Planning and Budget to carry forward the funds and has already committed \$80,000 toward the statewide traveling exhibitions. He said that Bill Axselle and Sandy Bowen are trying to interpret the amendments, but are not able to talk to Senate and House staff now as they are preparing themselves to present the respective version of the budget to the two chambers.

David Bradley reviewed the list of General Assembly 2008 Budget Conferees. He had the official list of the House Appropriations Committee and an unofficial list of the Senate Finance Committee conferees. Mr. Bradley showed the committee the revised budget message points being used in meetings with legislators. He then described other legislation of note with the group listing the patrons of each bill.

V. Other Business/Adjournment

There being no further business, the Chairman adjourned the meeting at 4:10 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Government Affairs Committee Meeting Minutes
Held, pursuant to due notice, in The Pauley Center Second Floor Meeting Room
Monday, 19 May 2008, 3:00 pm

Presiding: Susan S. Goode, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Susan S. Goode, Chairman
Ms. Tina A. Walls, Vice-Chairman
Robert L. Burrus, Jr.
Alfonso L. Carney, Jr.
Mrs. Whitt W. Clement
Ms. Toy L. Cobbe
Mrs. James S. Gilmore III
Ms. Eva Teig Hardy
Kenneth S. Johnson, Sr.
Mrs. Barbara-lyn B. Morris
Mrs. Gordon F. Rainey, Jr.
Richard T. Riley
Dr. Alvin J. Schexnider
John R. Staelin
Dr. Shantaram K. Talegaonkar
Dr. Joseph R. Vilseck, Jr.
Gregory H. Wingfield
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Ms. Susan Ferrell
Ms. Suzanne Hall
Ms. Joan W. Murphy
Ms. Sandy Rusak

Absent:

Thurston R. Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Beverly H. Diamonstein
Peter Hunt

Ms. Frances A. Lewis
Mrs. Stanley F. Pauley
Michael J. Schewel
Ranjit K. Sen
Jane Bassett Spilman
Fred T. Tattersall

I. CALL TO ORDER

The meeting was called to order by the Chairman, Susan Goode, at 3:10 pm. She thanked the staff for their hard work on this wonderfully successful year.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Government Affairs Committee held on the 20th of February 2008 be approved as distributed on the 26th of March 2008. Motion carried.

III. Comments by Alex Nyerges, Director

The Director reported that in these stressful times for the Commonwealth we have been blessed with our incredible Carol Amato and David Bradley who have worked with the Governor's Office and members and staff of the General Assembly to secure additional funding for VMFA priorities in the state budget. He also thanked the Trustees and friends and Foundation Directors who have helped with this effort, as it worked. He said we have many reasons to celebrate at this time.

IV. Observations about the 2008 General Assembly and the Future – David Bradley

Mr. Bradley announced that the annual Government Affairs Committee report was in today's meeting folders and would be included in the folders tomorrow for the Annual Meeting. He remarked that the reason VMFA had been so successful was that we started with clearly defined and defensible goals, cultivation was strategic and early, we utilized a team of outside consultants, and the effort was woven together by a communications plan that included e-mails, extensive phone calls and newspaper articles. He added that by starting early, we got in with our message and got out before things became frantic so we did not have to compete with other messages. We also made certain we were not too over exposed.

Mr. Bradley mentioned that the Statewide Task Force and the LOOK HERE exhibitions played a very important role in all that was going on and was our opportunity to wave our flag. We delivered eight LOOK HERE exhibitions and three of them were in Richmond. In addition we had articles and editorials in other parts of the state. David Bradley reported that twenty-one Artist Fellowship recipients had photos taken with their legislators, John Staelin and Alex Nyerges at the General Assembly in February. They were also seated in the Senate Gallery and recognized by Senator John Watkins and Lt. Governor

Bolling. He also noted that the fact card needs a redesign, and the event for the Legislature needs to be re-engineered with a goal of increasing attendance and reducing the number of no shows. Ms. Walls noted that the dinner is an educational opportunity and we should keep it going each year. She said we might also offer preview tours of the new wing to draw in the legislators. Dr. Schexnider agreed that a preview tour would be a fun experience for them.

Mr. Bradley noted that looking to the 2009 session, there has been no guidance from the administration as to what budget item we would be permitted to submit. He said the transportation issue is still looming and the Governor is calling a special session to address the issue. Our strategy for next year is to plan one-on-one legislative visits, have key legislators here with their spouses for hard hat tours and then to The Oaks for dinner.

John Staelin said having the money committee people come in and explain their process had been a good strategy as he feels it made it harder for them to turn us down, but it also gave the committee members a better understanding of the process. Alex Nyerges asked the group to think about what each of them may be able to do to keep the ball rolling and build on what we have accomplished. He said if they think that a breakfast or a visit with their legislator is in order to please call on him or David Bradley to join them. Susan Goode said the statewide effort is so important and will continue to be in the future.

V. Other Business/Adjournment

There being no further business, the Chairman adjourned the meeting at 3:37 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Government Affairs Committee Meeting Minutes
Held, pursuant to due notice, in the Marble Hall
Tuesday, 16 September 2008, 3:00 pm

Presiding: Susan S. Goode, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Susan S. Goode, Chairman
Michael J. Schewel, Vice-Chairman
James C. Cherry
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
Ms. Toy L. Cobbe
Mrs. Beverly H. Diamonstein
Mrs. James S. Gilmore III
Ms. Eva Teig Hardy
Peter Hunt
Kenneth S. Johnson, Sr.
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Mrs. Gordon F. Rainey, Jr.
Ranjit K. Sen
Jane Bassett Spilman
Dr. Shantaram K. Talegaonkar
Ms. Tina A. Walls
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Ms. Sandra Bowen
David Bradley
Ms. Suzanne Broyles
Ms. Suzanne Hall
Travis Hill
Anthony Maggio
Ms. Joan W. Murphy
Ms. Sandy Rusak
Ms. Alexis Vaughn

Absent:

Thurston R. Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio

Robert L. Burrus, Jr.
 Alfonso L. Carney, Jr.
 Ms. Frances A. Lewis
 Richard T. Riley
 Dr. Alvin J. Schexnider
 John R. Staelin
 Fred T. Tattersall
 Dr. Joseph R. Vilseck, Jr.
 Gregory H. Wingfield

I. CALL TO ORDER

The meeting was called to order by the Chairman, Susan Goode, at 3:20 pm.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Government Affairs Committee held on the 19th of May 2008 be approved as distributed on the 29th of July 2008. Motion carried.

III. Comments by Alex Nyerges, Director

The Director thanked everyone for all their efforts regarding Government Affairs last year.

IV. 2009 General Assembly and the Future – David Bradley

Mr. Bradley announced that the Governor has requested budget reduction plans of five, ten and fifteen percent from each state agency and distributed a document showing the dollar values of those cuts on the museum. Vice-Chairman Michael Schewel was asked to introduce guest speaker, Tony Maggio, Higher Education and Capital Outlay Analyst, House Appropriations Committee, who was present to discuss the budget process.

Mr. Schewel stated that Mr. Maggio has been a legislative fiscal analyst for the House Appropriations Committee since 2001. He provides staff support and expertise to the Committee in the areas of higher education and capital outlay. The Museum is one of his oversight agencies and he knows our expansion project very well. He previously served as a budget manager for 12 years at VCU, a finance coordinator at the State Council of Higher Education, and as a capital outlay coordinator for the Community College System.

Mr. Maggio explained that the budget process is initiated by the Governor. He will submit a proposed budget on December 17, 2008 to a joint meeting of the House Appropriations, House Finance and Senate Finance Committees. The Committees examine revenue and expenditure assumptions in the Governor's introduced budget. They set

funding priorities and consider requests by General Assembly members to amend the budget. Mr. Maggio then reviewed the appropriations subcommittees, their staff and important dates for the budget process.

Mr. Maggio spoke about the 21st Century Capital Improvement Program (CIP). He said the goals of the program were to provide the legislature with a roadmap to evaluate capital requests and need, elevate capital review to the level of the operating budget and to create a CIP process similar to that followed by local government and transportation. He said the program would be a collaborative, nonpartisan effort with greater accountability and will result in projects being built faster. He listed financing mechanisms for the Capital Improvement Program and discussed the state's debt capacity and project funding highlights. Mr. Maggio then noted the economic impact of CIP saying the three impacts on the economy would be:

Direct: Expenditures for construction, improvements, and planning

Indirect: Firms that provide goods and services to construction contractors

Induced: Increases in business activity lead to increased employment and household income which results in greater spending in the region

The economic effect of this construction activity could produce upwards of 20,500 full and part time jobs and these jobs would produce about \$973 million in labor income. State tax revenue would also be impacted by the economic, employment and wage effects of this activity.

Mr. Bradley, President Reynolds and Chairman Goode all thanked Mr. Maggio for coming today and for his very informative presentation.

V. Other Business/Adjournment

There being no further business, the Chairman adjourned the meeting at 4:13 pm. It was announced that the next Government Affairs Committee meeting will be held on February 18, 2009.

Suzanne Broyles
Secretary of the Museum

Date:_____ Approved:_____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Joint Board of Trustees and Foundation Directors Meeting
Held, pursuant to due notice, in The Marble Hall
Tuesday, 26 February 2008, 4:00 pm

Presiding: Pamela Reynolds, VMFA Board of Trustees President
Herbert A. Claiborne III, VMFA Foundation Board President
Secretary: Ms. Suzanne Broyles

There were present from the Board of Trustees:

Pamela Reynolds, President
Richard G. Tilghman, Vice President
Dr. Herbert A. Claiborne, Jr.
Peter Hunt
Charlotte M. Minor
Ms. Barbara-lyn Morris
John R. Staelin
Ms. Mary F. White

There were present from the Foundation Directors:

Herbert A. Claiborne III, President
Ranjit K. Sen, Treasurer
William J. Armfield IV
Ms. Kelly B. Armstrong
L. Ray Ashworth
Mrs. Philip J. Bagley III
Robert L. Burrus, Jr.
Mrs. Robert W. Cabaniss, Jr.
Mrs. C. Edwin Estes
A. Hugh Ewing III
Dr. Monroe E. Harris, Jr.
Kenneth S. Johnson, Sr.
William F. Loving
Nancy B. Lund
Dr. David M. Randolph
John M. R. Reed
Michael J. Schewel
Geoffrey P. Sisk
Henry C. Spalding, Jr.
Mrs. Patricia R. St. Clair
S. Pierce Walmsley V

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Ms. Suzanne Broyles
Ms. Judith W. Gleach

Ms. Suzanne Hall
 Ms. Kate Merlino
 Ms. Chasity Miller
 Robin Nicholson
 Walter H. Ryland
 Ms. Julie A. Thomas
 Ms. Betty Thompson
 Peter M. Wagner
 Richard B. Woodward

I. CALL TO ORDER

The meeting was called to order by the VMFA Board of Trustees President, Pamela Reynolds, at 4:15 pm.

II. OPENING REMARKS – Pamela Reynolds and Herbert A. Claiborne III

Pamela Reynolds welcomed the group and reviewed past Trustee support such as Lillian Thomas Pratt's donation of the Museum's Fabergé collection. She mentioned that 32 Virginia Artists and art students have been awarded a total of \$190,000 in Virginia Museum of Fine Arts Fellowships, celebrated today at the General Assembly. She went on to say that the Museum has awarded more than \$3.8 million to 1,035 professional and student artists to date and money for the Fellowships comes from a privately endowed fund initiated in 1940 by John Lee Pratt of Fredericksburg (husband of Lillian Pratt). Mrs. Reynolds thanked Birch Douglass, Herbert A. Claiborne III and the Foundation Investment Committee for encouraging all of us to come together at this very important moment to talk about the amazing institution that we are all proud to be a part of, the Virginia Museum of Fine Arts.

Herbert A. Claiborne III welcomed both boards and said that President Reynolds provides inspiration to us all. He added that the Foundation Board looks forward to working hand in hand with the Board of Trustees to achieve the campaign goal and maybe even exceed the goal. Mrs. Reynolds said there will be an exciting announcement from a VMFA Foundation Director shortly.

III. THE TOP TEN FUND, *Taking Our Place Among the Finest* – Alex Nyerges

Alex Nyerges pointed out that those present had received the executive summary of the Museum's priority needs and these were reviewed at the last board meeting. He touched on some of the close out costs stating that they were real costs due to the escalation of construction materials. He told of the bridge and bond financing and the costs of running the campaign. He explained that the Top Ten Fund in general terms will give this institution the quality to compare ourselves to other comprehensive museums in the United States (museums such as Santa Fe, Minneapolis, Dallas, Houston, LA County, the best institutions with broad collections). The Director believes we will be in the top ten institutions in membership when we open and hold our first banner exhibition in 2010 and he feels that staying in the top ten is doable.

The Director noted that the other portion of the Fund is to build the endowments as we move forward. He said the goals are clear and achievable and that in a moment Peter Wagner will address how we will attain the campaign goals.

IV. UPDATE ON BOARD OF TRUSTEE ACTION OF FEBRUARY 21
– Pamela Reynolds

Board of Trustees President Pamela Reynolds read the following motion that was passed unanimously by the Full Board of Trustees at their quarterly meeting on Thursday, February 21, 2008.

Motion: that the goals, purposes and methods of the Top Ten Campaign be approved as outlined, and that the Museum staff and the Foundation staff be authorized to cooperatively plan for and implement the plan for the Top Ten Campaign as outlined.

V. CAMPAIGN PLAN OF ACTION – Peter Wagner

Peter Wagner addressed the group saying that the campaign plan is an attempt to address the following critical questions germane to conducting a successful fundraising effort.

1. Do we have *specific* objectives for a campaign? For example:
 - Building restoration or renovation
 - Equipment
 - Endowment
 - Program support
2. Do we know how much money we need to raise?
3. Does the museum have a sound case for support, a compelling vision for the future?
4. Are there adequate sources of support available to the museum?
5. Is the necessary volunteer and staff leadership available to assist with the campaign?
6. And probably the most important question – Is the museum *committed* to the idea of a campaign?

Mr. Wagner said he thinks the plan answers most of these questions very well. He thinks the proof of that is the success we have had over the past several months in raising funds for specific components of the priority needs listed in the plan.

He went on to say the campaign will not be starting from ground zero. We have primed the pump and to date have already raised \$4.4 million dollars in private funds from individuals, corporations and foundations towards our campaign goals. He said he was very happy to make the long-awaited announcement that Foundation Director, Edie Cabaniss, has just contributed an additional \$1 million to the campaign. Mrs. Cabaniss was given a warm round of applause and she fondly discussed her many years of involvement with VMFA.

Mr. Wagner said if the last couple of months (and days) are any indication of future success, and he believes they are, we are off to an excellent start. Alex Nyerges fielded a few questions from the group.

VI. VMFA FOUNDATION APPROVAL OF THE TOP TEN FUND
- Herbert A. Claiborne III

Herbert A. Claiborne III, President of the VMFA Foundation Board of Directors proposed the following motion.

Motion: proposed by Mr. Claiborne and seconded by Mr. Walmsley, that the goals, purposes and methods of the Top Ten Campaign be approved as outlined, and that the Museum staff and the Foundation staff be authorized to cooperatively plan for and implement the plan for the Top Ten Campaign as outlined. The motion was approved unanimously by the Foundation Board of Directors present.

The meeting adjourned at 4:40 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Parlor, 10:30 am
Tuesday, January 8, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Robert L. Burrus, Jr.
Herbert A. Claiborne III
Mrs. William T. Clarke
John R. Curtis, Jr.
W. Birch Douglass III
William M. Grace
Grant H. Griswold
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
Charlotte M. Minor
Stanley F. Pauley
Charles L. Reed, Jr.
Jane Bassett Spilman
Mrs. Richard S. Reynolds III, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Jim Lee
Ms. Joan W. Murphy
Pete Wagner
Richard Woodward

Absent:

Mrs. Bruce C. Gottwald
Floyd D. Gottwald, Jr.
Margaret Freeman Howerton
Mrs. Hunter J. Smith
S. Pierce Walmsley V
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr., at 10:40 am.

II. DISCUSSION OF EXPANSION

At 10:41 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mr. Curtis that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 11:55 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mr. Tilghman 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.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 11:56 am.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Center Parlor, 10:30 am
Wednesday, October 22, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Herbert A. Claiborne III
Mrs. William T. Clarke
Mrs. Whitt W. Clement
John R. Curtis, Jr.
Mrs. Bruce C. Gottwald
William M. Grace
Charlotte M. Minor
Charles L. Reed, Jr.
Jane Bassett Spilman
John R. Staelin
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Ms. Suzanne Broyles
Peter Culley
Brian Haggard
Rick Mather
Steve Pancham
Ms. Alexis Vaughn
Pete Wagner
Lou Wolfe
Richard Woodward

Absent:

Thomas N. Allen
Robert L. Burrus, Jr.
W. Birch Douglass III
Floyd D. Gottwald, Jr.
Grant H. Griswold
Dr. Elizabeth F. Harris
Margaret Freeman Howerton
Mrs. Jane Joel Knox
Ms. Frances A. Lewis

Stanley F. Pauley
 Mrs. Hunter J. Smith
 Ms. Tina A. Walls
 S. Pierce Walmsley V
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr. at 10:36 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the September 16th meeting of the Museum Expansion Committee be approved as distributed on the 20th of October. Motion carried.

III. DISCUSSION OF EXPANSION

At 10:37 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mrs. Clement that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 11:38 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne and seconded by Mr. Curtis 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.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 11:40 am.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee
SECOND: Mr. Curtis DATE: 22 October 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne, Jr./Claiborne III/Clarke/Clement/Curtis/N. Gottwald
Grace/Minor/Reed/Spilman/Staelin/Reynolds/Moore/Mastracco

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: Allen/Burrus/Douglass/F. Gottwald/Griswold/Harris
Howerton/Knox/Lewis/Pauley/Smith/Walls/Walmsley
Tilghman

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Center Parlor, 8:30 am
Wednesday, November 19, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Robert L. Burrus, Jr.
Herbert A. Claiborne III
Mrs. Whitt W. Clement
John R. Curtis, Jr.
W. Birch Douglass III
Mrs. Bruce C. Gottwald
Floyd D. Gottwald, Jr.
Charles L. Reed, Jr.
Mrs. Hunter J. Smith
Jane Bassett Spilman
John R. Staelin
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Ms. Joan W. Murphy
Steve Pancham
Ms. Alexis Vaughn
Pete Wagner
Richard Woodward

Absent:

Mrs. William T. Clarke
William M. Grace
Grant H. Griswold
Dr. Elizabeth F. Harris
Margaret Freeman Howerton
Jane Joel Knox
Frances A. Lewis

Charlotte M. Minor
 Stanley F. Pauley
 Mrs. Suzanne T. Mastracco, Ex-Officio
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr. at 8:34 am.

II. DISCUSSION OF EXPANSION

At 8:35 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed and seconded that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 9:30 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne and seconded by Mr. Curtis 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.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 9:31 am. Some of the Committee members took a tour of the new wing.

Suzanne Broyles
 Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee
 SECOND: Mr. Curtis DATE: 19 November 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne, Jr./Allen/Burrus/Claiborne III/Clement/Curtis
 Douglass/N. Gottwald/F.Gottwald/Reed/Smith/Spilman/Staelin
 Reynolds/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: Allen/Burrus/Grace/Griswold/Harris/Howerton/Knox
 Lewis/Minor/Pauley/Mastracco/Tilghman

Suzanne Broyles
 Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Center Parlor, 10:30 am
Wednesday, December 10, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Herbert A. Claiborne III
John R. Curtis, Jr.
W. Birch Douglass III
Floyd D. Gottwald, Jr.
Grant H. Griswold
Margaret Freeman Howerton
Stanley F. Pauley
Charles L. Reed, Jr.
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Ms. Joan W. Murphy
Steve Pancham
Pete Wagner
Richard Woodward

Absent:

Robert L. Burrus, Jr.
Mrs. William T. Clarke
Mrs. Whitt W. Clement
Mrs. Bruce C. Gottwald
William M. Grace
Jane Joel Knox
Frances A. Lewis
Charlotte M. Minor
Mrs. Hunter J. Smith
Jane Bassett Spilman

John R. Staelin
Mrs. Suzanne T. Mastracco, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr. at 10:43 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the Museum Expansion Committee meeting held on the 22nd of October 2008 be approved as distributed on the 5th of December 2008. Motion carried.

III. DISCUSSION OF EXPANSION

At 10:45 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed and seconded that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 11:30 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne and seconded by Mr. Curtis 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.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 11:32 am.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee
SECOND: Mr. Curtis DATE: 10 December 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne, Jr./Allen/Claiborne III/Curtis/Douglass/F.Gottwald
Griswold/Howerton/Pauley/Reed/Walmsley/Reynolds/Moore
Tilghman

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: Burrus/Clarke/Clement/N. Gottwald/Grace/Knox
Lewis/Minor/Smith/Spilman/Staelin/Mastracco

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Parlor, 9:00 am
Wednesday, February 20, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman

Thomas N. Allen

Mrs. William T. Clarke

Mrs. Whitt W. Clement

John R. Curtis, Jr.

W. Birch Douglass III

Mrs. Bruce C. Gottwald

Grant H. Griswold

Mrs. Jane Joel Knox

Ms. Frances A. Lewis

Charlotte M. Minor

Charles L. Reed, Jr.

Jane Bassett Spilman

John R. Staelin

Ms. Tina A. Walls

S. Pierce Walmsley V

Mrs. Richard S. Reynolds III, Ex-Officio

Thurston R. Moore, Ex-Officio

Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director

Ms. Carol Amato

Ms. Suzanne Broyles

Brian Haggard

Jim Lee

Ms. Joan W. Murphy

Richard Woodward

Absent:

Richard G. Tilghman, Ex-Officio

Robert L. Burrus, Jr.

Herbert A. Claiborne III

Floyd D. Gottwald, Jr.

William M. Grace

Dr. Elizabeth F. Harris

Margaret Freeman Howerton

Stanley F. Pauley

Mrs. Hunter J. Smith

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr., at 9:10 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the November 14th and the December 4th meetings of the Museum Expansion Committee be approved as distributed on the 16th of January 2008 and the 8th of February 2008. Motion carried.

III. DISCUSSION OF EXPANSION

At 9:11 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mrs. Gottwald that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 10:30 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mr. Curtis 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: proposed by Dr. Claiborne and seconded by Mr. Curtis that the Committee approve applying the federal money grant to the parking deck pedestrian ramps, walkways around Robinson House, and the roadway section between Robinson House and the United Daughters of the Confederacy. Motion carried.

Motion: proposed by Dr. Claiborne, seconded by Mr. Curtis that the Committee approve the hiring of additional staff for 18 months to work on Capital Projects for a cost of \$218,060. Motion carried.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 10:40 am.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee

SECOND: Mr. Curtis DATE: 20 February 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne/Allen/Clarke/Clement/Curtis/Douglass/N. Gottwald
Griswold/Knox/Lewis/Minor/Reed/Spilman/Staelin/Walls
Walmsley/Reynolds/Moore/Mastracco

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: Burrus/Claiborne III/F. Gottwald/Harris/Howerton
Pauley/Smith/Tilghman

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Marble Hall and the Expansion Site, 10:30 am
Tuesday, March 4, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Robert L. Burrus, Jr.
Mrs. Whitt W. Clement
W. Birch Douglass III
Mrs. Bruce C. Gottwald
William M. Grace
Grant H. Griswold
Dr. Elizabeth F. Harris
Peter Hunt
Charlotte M. Minor
Charles L. Reed, Jr.
Jane Bassett Spilman
John R. Staelin
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Dr. Lee Anne Hurt
Ms. Joan W. Murphy
Pete Wagner
Richard Woodward

Absent:

Herbert A. Claiborne III
Mrs. William T. Clarke
John R. Curtis, Jr.
Floyd D. Gottwald, Jr.
Margaret Freeman Howerton
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
Stanley F. Pauley
Mrs. Hunter J. Smith
Ms. Tina A. Walls
Thurston R. Moore, Ex-Officio

Mrs. Suzanne T. Mastracco, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr., at 10:45 am for the first time in the McGlothlin Wing Expansion site.

II. TOUR OF EXPANSION

At 10:50 am the Committee, wearing hard hats, had a group tour guided by Richard Woodward, Senior Deputy Director (Architecture and Design). Mr. Woodward pointed out the planned galleries, elevators, offices, meeting rooms and the restaurant and café. He explained where dry wall and glass would be installed and answered the many questions of the Committee members.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 12:00 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Parlor, 10:30 am
Tuesday, April 1, 2008

There were present:

Mrs. William T. Clarke
Mrs. Whitt W. Clement
John R. Curtis, Jr.
W. Birch Douglass III
Mrs. Bruce C. Gottwald
Floyd D. Gottwald, Jr.
William M. Grace
Dr. Elizabeth F. Harris
Margaret Freeman Howerton
Mrs. Jane Joel Knox
Ms. Frances A. Lewis
Charlotte M. Minor
Charles L. Reed, Jr.
Jane Bassett Spilman
John R. Staelin
Ms. Tina A. Walls
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Jim Lee
Ms. Joan W. Murphy
Pete Wagner
Richard Woodward

Absent:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Robert L. Burrus, Jr.
Herbert A. Claiborne III
Grant H. Griswold

Stanley F. Pauley
Mrs. Hunter J. Smith

I. CALL TO ORDER

The meeting was called to order by the Director, Alex Nyerges, at 10:47 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the January 8th, February 20th and the March 4th meetings of the Museum Expansion Committee be approved as distributed on the 26th of February and the 26th of March 2008. Motion carried.

III. DISCUSSION OF EXPANSION

At 10:50 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Ms. Walls, and seconded by Mr. Staelin that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 12:00 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mr. Curtis, seconded by Mr. Tilghman 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.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 12:01 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mr. Curtis MEETING: Museum Expansion Committee

SECOND: Mr. Tilghman DATE: 1 April 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Clement/Curtis/Douglass/F. Gottwald/Grace/Harris/Howerton
Knox/Lewis/Minor/Reed/Spilman/Staelin/Walls/Walmsley
Reynolds/Moore/Mastracco/Tilghman

NAYS: None

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

ABSENT DURING VOTE: Clarke/N. Gottwald

ABSENT DURING MEETING: Claiborne, Jr./Allen/Burrus/Claiborne III/Griswold
Pauley/Smith

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Parlor, 9:00 am
Monday, May 19, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman

Thomas N. Allen

Robert L. Burrus, Jr.

Herbert A. Claiborne III

Mrs. Whitt W. Clement

W. Birch Douglass III

Mrs. Bruce C. Gottwald

Floyd D. Gottwald, Jr.

Grant H. Griswold

Ms. Frances A. Lewis

Charlotte M. Minor

Mrs. Hunter J. Smith

John R. Staelin

Ms. Tina A. Walls

Mrs. Richard S. Reynolds III, Ex-Officio

Thurston R. Moore, Ex-Officio

Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex Nyerges, Director

Ms. Carol Amato

David Bradley

Ms. Suzanne Broyles

Al Corbett

Frank Gee

Brian Haggard

Jim Lee

Ms. Joan W. Murphy

Pete Wagner

Richard Woodward

Absent:

Mrs. William T. Clarke

John R. Curtis, Jr.

William M. Grace

Dr. Elizabeth F. Harris

Margaret Freeman Howerton

Mrs. Jane Joel Knox

Stanley F. Pauley

Charles L. Reed, Jr.

Jane Bassett Spilman
 S. Pierce Walmsley V
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Claiborne, at 9:03 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the April 1st meeting of the Museum Expansion Committee be approved as distributed on the 6th of May. Motion carried.

III. DISCUSSION OF EXPANSION

At 9:04 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mrs. Minor that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 10:00 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mr. Griswold 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.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 10:02 am.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee

SECOND: Mr. Griswold DATE: 19 May 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne/Allen/Burrus/Claiborne III/Clement/Douglass
 N. Gottwald/F. Gottwald/Griswold/Lewis/Minor/Smith/Staelin
 Walls/Reynolds/Moore/Mastracco

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: Clarke/Curtis/Grace/Harris/Howerton/Knox
 Pauley/Reed/Spilman/Walmsley/Tilghman

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Parlor, 10:30 am
Tuesday, June 17, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
Herbert A. Claiborne III
W. Birch Douglass III
William M. Grace
Ms. Frances A. Lewis
Charles L. Reed, Jr.
Ms. Tina A. Walls
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David Bradley
Ms. Suzanne Broyles
Brian Haggard
Pete Wagner
Richard Woodward

Absent:

Robert L. Burrus, Jr.
Mrs. William T. Clarke
Mrs. Whitt W. Clement
John R. Curtis, Jr.
Mrs. Bruce C. Gottwald
Floyd D. Gottwald, Jr.
Grant H. Griswold
Dr. Elizabeth F. Harris
Margaret Freeman Howerton
Mrs. Jane Joel Knox
Charlotte M. Minor
Stanley F. Pauley
Mrs. Hunter J. Smith
Jane Bassett Spilman
John R. Staelin

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Claiborne, at 10:31 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the May 19th meeting of the Museum Expansion Committee be approved as distributed on the 16th of June. Motion carried.

III. DISCUSSION OF EXPANSION

At 10:32 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mr. Douglass that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 11:59 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne, seconded by Mr. Tilghman 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.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the committee and the meeting adjourned at 12:00 pm.

Suzanne Broyles, Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee

SECOND: Mr. Tilghman DATE: 17 June 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne, Jr./Claiborne III/Douglass/Grace/Reed/Walls
Walmsley/Reynolds/Moore/Mastracco/Tilghman

NAYS: None

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

ABSENT DURING VOTE: Allen/Lewis

ABSENT DURING MEETING: Burrus/Clarke/Clement/Curtis/N. Gottwald
F. Gottwald/Griswold/Harris/Howerton/Knox
Minor/Pauley/Smith/Spilman/Staelin

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Museum Expansion Committee Meeting Minutes
The Pauley Center Parlor, 9:00 am
Tuesday, September 16, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Herbert A. Claiborne III
John R. Curtis, Jr.
W. Birch Douglass III
Grant H. Griswold
Dr. Elizabeth F. Harris
Mrs. Jane Joel Knox
Charlotte M. Minor
Stanley F. Pauley
Charles L. Reed, Jr.
Jane Bassett Spilman
Ms. Tina A. Walls
S. Pierce Walmsley V
Mrs. Richard S. Reynolds III, Ex-Officio
Thurston R. Moore, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
Ms. Suzanne Broyles
Brian Haggard
Ms. Joan W. Murphy
Robin Nicholson
Steve Pancham
Ms. Alexis Vaughn
Pete Wagner
Richard Woodward

Absent:

Thomas N. Allen
Robert L. Burrus, Jr.
Mrs. William T. Clarke
Mrs. Whitt W. Clement
Mrs. Bruce C. Gottwald
Floyd D. Gottwald, Jr.
William M. Grace
Margaret Freeman Howerton
Ms. Frances A. Lewis
Mrs. Hunter J. Smith

John R. Staelin
 Mrs. Suzanne T. Mastracco, Ex-Officio
 Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr. at 9:05 am.

II. MINUTES

Motion: proposed and seconded that the minutes of the August 20th meeting of the Museum Expansion Committee be approved as distributed on the 9th of September. Motion carried.

III. DISCUSSION OF EXPANSION

At 9:06 am the meeting went into closed session to discuss matters related to the construction of the parking deck, expansion and sculpture garden.

Motion: proposed by Dr. Claiborne, and seconded by Mr. Moore that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

for discussion of matters relating to specific gifts, bequests, and grants, 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 10:00 am, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne and seconded by Mr. Douglass 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: proposed by Dr. Claiborne and seconded by Mr. Curtis that the committee agrees to return the Maintenance Reserve funds included in the Robinson House budget to the VMFA Maintenance Reserve Fund to be allocated to projects included on the museum's priority Maintenance Reserve projects list and to transfer the unrestricted private funds in-hand that have been allocated to Robinson House to the contingency fund for the McGlothlin Wing. Motion carried.

IV. OTHER BUSINESS/ADJOURNMENT

Robin Nicholson, Deputy Director of Exhibitions, gave an Exhibition Portfolio Overview and PowerPoint presentation on all the major banner exhibitions planned for the special exhibitions gallery in the McGlothlin Wing. No additional business was brought before the committee and the meeting adjourned at 10:16 am.

Suzanne Broyles, Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Museum Expansion Committee
SECOND: Mr. Douglass DATE: 16 September 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Museum Expansion 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 Museum Expansion 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 Museum Expansion Committee.

VOTE

AYES: Claiborne, Jr./Claiborne III/Curtis/Douglass/Griswold/Harris
Knox/Minor/Pauley/Reed/Spilman/Walls/Walmsley/Reynolds
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: Allen/Burrus/Clarke/Clement/N. Gottwald
F. Gottwald/Grace/Howerton/Lewis/Staelin
Mastracco

Suzanne Broyles, Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Expansion Oversight Committee Meeting Minutes
The Pauley Center Parlor, 2:00 pm
Tuesday, February 5, 2008

There were present:

Dr. Herbert A. Claiborne, Jr., Chairman
Thomas N. Allen
John R. Curtis, Jr.
Stanley F. Pauley
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Brian Haggard
Jim Lee
Peter Wagner
Richard B. Woodward

Absent:

Robert L. Burrus, Jr.
W. Birch Douglass III
Floyd D. Gottwald, Jr.
Mrs. Hunter J. Smith
Jane Bassett Spilman

I. CALL TO ORDER

The meeting was called to order by the Chairman, Dr. Herbert A. Claiborne, Jr. at 2:20 pm.

II. MINUTES

Motion: proposed and seconded that the minutes of the last meeting of the Museum Expansion Oversight Committee held on the 14th of December 2007 be approved as distributed on the 25th of January 2008. Motion carried.

III. DISCUSSION OF EXPANSION

At 2:21 pm the meeting went into closed session.

Motion: proposed by Dr. Claiborne, and seconded by Mrs. Reynolds that the meeting go into closed session under Section 2.2-3711 (A) (9) and (30) of the Freedom of Information Act

to discuss and consider matters relating to specific gifts, bequests, and grants,

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 3:43 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Claiborne and seconded by Mr. Curtis 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 and the results of which are outlined in the Certification Resolution.

Motion: proposed by Mr. Tilghman and seconded by Mr. Curtis that it is the sense of the committee that the federal money grant be used for the ramps and walkways project as recommended by staff. Motion carried.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 3:43 pm.

Suzanne Broyles, Secretary of the Museum

MOTION: Dr. Claiborne MEETING: Expansion Oversight Committee
 SECOND: Mr. Curtis DATE: 5 February 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Expansion Oversight 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 Expansion Oversight 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 Expansion Oversight Committee.

VOTE

AYES: Claiborne/Allen/Curtis/Pauley/Reynolds/Moore/Mastracco
 Tilghman

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: Burrus/Douglass/Gottwald/Smith/Spilman

Suzanne Broyles, Secretary of the Museum

Date:

Approved:



THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Marketing and Branding Committee
Held, pursuant to due notice, in The Pauley Center Second Floor Meeting Room
Richmond, Virginia
Tuesday, 28 October 2008, 1:30 pm

Presiding: Ms. Tina A. Walls, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Ms. Tina A. Walls, Chairman
John B. Adams, Jr.
Mrs. Whitt W. Clement
Ms. Nancy B. Lund
Harry R. Thalhimer
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Ms. Suzanne Hall
Ms. Alexis Vaughn

Absent:

Peter Hunt
John R. Staelin

I. CALL TO ORDER

The Chairman, Ms. Tina Walls, called the meeting to order at 1:39 pm and thanked everyone present for making time for a Marketing & Branding update. Alex Nyerges said we need to start implementing these ideas as we have just 18 months until the magic begins. He said that next June will bring the opening of the Lewis Galleries which will be the biggest event before the opening of the McGlothlin Wing in the spring of 2010.

II. REVIEW OF PROJECT – Alexis Vaughn

Alexis Vaughn reported that we began our relationship with LaPlaca Cohen in 2006 while searching for the right person to fill the opening of Deputy Director of Sales and Marketing. Ms. Vaughn was chosen to fill the position and once she arrived, she looked at the progress made with LaPlaca Cohen and noted that Phase 1 of the project was complete. Phase 2 was the marketing plan and now we must refocus on these two pieces and move them forward together.

III. MARKETING OVERVIEW PRESENTATION - Suzanne Hall

Ms. Hall thanked Tina Walls, Harry Thalhimer and Nancy Lund who helped push this project through. She indicated that we learned a lot from the process and now we are ready to take the show on the road. She gave a PowerPoint presentation with the following information.

Ms. Hall reviewed the LaPlaca Cohen eight recommended Actions for Success.

1. Articulate a clear benefit-driven vision for the Museum
2. Restructure internal management decision-making processes
3. Formally articulate the Museum's statewide mission
4. Systematize budgeting
5. Adopt a "Deep and Narrow" model for audience development
6. Tailor communication messages to prioritized target audiences
7. Execute an interim communications campaign during construction
8. Adopt a position statement that incorporates the ideas of Access for All, Quality, Array of Programs, Source of Price, More to Enjoy, and Free.

Ms. Hall noted the importance of defining ourselves: Who We Are (features), What We Do (actions), and To What End (benefits). She said that most important to us is our Statewide Mission which is included in everything from Government Affairs to each employee's work profile. Ms. Hall reviewed the Key Messages of the Plan which are:

- Wide Array of Programs
- An Institution of Tremendous Stature
- Permanent Collection Free to All
- VMFA's Role as Educator
- Wow

Suzanne Hall then introduced the Tagline "my VMFA" and reviewed its applications. This tagline will be used on member magazines, program cards, print advertisements, e-mail templates and banners starting in March of 2009. She reviewed the marketing plan with revisions stating the objectives, principal strategies and comparative research findings. She noted that newspaper and public radio still drive most museums' business. She thanked Altria for the great experts we have had to help us think about maximizing our resources and making the best of what we have.

Phases of the plan are pre-opening, grand opening and post expansion. Pre-opening would consist of on-going exhibitions and programs, announcements at a media event in New York on expansion, the Fischer acquisition, and the Lewis Gallery re-openings, and readiness. The grand opening would capture attention, maintain consistent messaging, and drive resources and attendance to VMFA programs and revenue centers. In summary it was thought that this plan would significantly increase engagement of VMFA regionally and nationally, transition VMFA to a revenue-centered institution, and allocate marketing resources to all institutional programs.

Our next steps would be to continue to refine the marketing plan, redesign the website, roll out the brand and assess and allocate our resources. Ms. Hall again thanked Altria for their support which allowed the VMFA to utilize expertise that may not have been available.

IV. DISCUSSION

Tina Walls opened the meeting up for discussion and asked the group for their comments or questions. Some members were very positive about the tagline “my VMFA” and thought it was fresh, young and inviting. Some thought it was too elitist and suggested using “my, your and our VMFA.” Ms. Clement asked if the tagline would be used for everything, and it was explained that it would only be used for certain applications and always with Virginia Museum of Fine Arts spelled out. As a whole the committee was enthusiastic about the “my VMFA” tagline.

Members thought we could not go the “deep and narrow” route as our mission is to serve a broad audience. Mr. Thalhimer said we need to connect with those other than our VMFA family and Mrs. Reynolds agreed. Ms. Vaughn mentioned “fun” as a key message and Mr. Adams agreed. Ms. Lund felt that “fun” was a tone, not a message. The Director noted that the permanent collection being free to all gets the “wow” from audiences he addresses. Ms. Walls felt that the three key messages should be special exhibitions, statewide, and education. Committee members discussed various ideas for the opening and beyond.

V. OTHER BUSINESS/ADJOURNMENT

There being no further business brought before the Committee, the meeting adjourned at 3:04 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Nominating & Governance Committee Meeting Minutes
The Pauley Center Second Floor Meeting Room, 1:30 pm
Wednesday, October 22, 2008

There were present:

John B. Adams, Jr.
James C. Cherry, by phone
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex L. Nyerges, Director
David B. Bradley
Ms. Suzanne Broyles
Peter M. Wagner

Absent:

Dr. Elizabeth F. Harris, Chairman
Richard G. Tilghman, Ex-Officio
Fred T. Tattersall

I. CALL TO ORDER

The meeting was called to order by President Reynolds at 1:36 pm.

II. MINUTES

Motion: proposed and seconded that the minutes of the April 1st meeting of the Nominating & Governance Committee be approved as distributed on the 6th of May 2008. Motion carried.

III. EXECUTIVE SESSION

At 1:38 pm the meeting went into closed session.

Motion: proposed by Mrs. Reynolds, and seconded by Mr. Adams that the meeting go into closed session under Section 2.2-3711 (A) (1), (4) and (10) of the Freedom of Information Act to discuss a **personnel** matter which is not public, and to discuss a **personal** matter not related to public business and to discuss **special awards** or honors.

Motion carried.

At 2:20 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mrs. White, 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 and the results of which are outlined in the Certification Resolution.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 2:26 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mrs. White MEETING: Nominating & Governance Committee
SECOND: Mrs. Mastracco DATE: 22 October 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Nominating & 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 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 Nominating & 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 Nominating & Governance Committee.

VOTE

AYES: Adams/Cherry/Morris/Pauley/White/Moore/Mastracco

NAYS: None

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

ABSENT DURING VOTE: Reynolds

ABSENT DURING MEETING: Harris/Tattersall/Tilghman

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Nominating & Governance Committee Meeting Minutes
The Pauley Center Second Floor Meeting Room, 1:30 pm
Wednesday, December 10, 2008

There were present:

John B. Adams, Jr.
Mrs. Stanley F. Pauley
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio

By Invitation:

Alex L. Nyerges, Director
David B. Bradley
Ms. Suzanne Broyles
Peter M. Wagner

Absent:

Richard G. Tilghman, Ex-Officio
Mary F. White, Acting Chair
James C. Cherry
Mrs. Barbara-lyn B. Morris
Fred T. Tattersall

I. CALL TO ORDER

The meeting was called to order by President Reynolds at 1:37 pm in the absence of acting Chair Mary White.

II. MINUTES

Motion: proposed and seconded that the minutes of the October 22nd meeting of the Nominating & Governance Committee be approved as distributed on the 9th of December 2008. Motion carried.

III. EXECUTIVE SESSION

At 1:38 pm the meeting went into closed session.

Motion: proposed by Mrs. Reynolds, and seconded by Mrs. Mastracco that the meeting go into closed session under Section 2.2-3711 (A) (1), (4) and (10) of the Freedom of Information Act to discuss a **personnel** matter which is not public, and to discuss a **personal** matter not related to public business and to discuss **special awards** or honors. Motion carried.

At 2:26 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mrs. Reynolds, seconded by Mr. Moore 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 and the results of which are outlined in the Certification Resolution.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 2:27 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mrs. Reynolds MEETING: Nominating & Governance Committee
SECOND: Mr. Moore DATE: 10 December 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Nominating & 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 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 Nominating & 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 Nominating & Governance Committee.

VOTE

AYES: Adams/Pauley/Reynolds/Moore/Mastracco

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: White/Cherry/Morris/Tattersall/Tilghman

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Nominating & Governance Committee Meeting Minutes
The Pauley Center Second Floor Meeting Room, 10:30 am
Wednesday, February 6, 2008

There were present:

John B. Adams, Jr.
James C. Cherry
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Pamela Reynolds, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex L. Nyerges, Director
David B. Bradley
Ms. Suzanne Broyles
Peter M. Wagner

Absent:

Dr. Elizabeth F. Harris, Chairman
Fred T. Tattersall
Ms. Mary F. White
Thurston R. Moore, Ex-Officio

I. CALL TO ORDER

The meeting was called to order by President, Pamela Reynolds at 10:33 pm.

II. EXECUTIVE SESSION

At 11:34 pm the meeting went into closed session.

Motion: proposed by Mrs. Reynolds, and seconded by Mr. Cherry that the meeting go into closed session under Section 2.2-3711 (A) (1), (4) and (10) of the Freedom of Information Act to discuss a **personnel** matter which is not public, and to discuss a **personal** matter not related to public business and to discuss **special awards** or honors.

Motion carried.

At 11:42 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Mrs. Reynolds, seconded by Mr. Cherry 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 and the results of which are outlined in the Certification Resolution.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 11:43 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Mrs. Reynolds MEETING: Nominating & Governance Committee
SECOND: Mr. Cherry DATE: 6 February 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Nominating & 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 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 Nominating & 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 Nominating & Governance Committee.

VOTE

AYES: Adams/Cherry/Morris/Pauley/Reynolds/Mastracco/Tilghman

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: Harris/Tattersall/Moore
Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Nominating & Governance Committee Meeting Minutes
The Pauley Center Second Floor Meeting Room, 2:00 pm
Tuesday, March 4, 2008

There were present:

Dr. Elizabeth F. Harris, Chairman
James C. Cherry, by phone
Mrs. Stanley F. Pauley
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex L. Nyerges, Director
David B. Bradley
Ms. Suzanne Broyles
Peter M. Wagner

Absent:

John B. Adams, Jr.
Mrs. Barbara-lyn B. Morris
Fred T. Tattersall

I. CALL TO ORDER

The meeting was called to order by Chairman, Dr. Elizabeth F. Harris at 2:06 pm.

II. EXECUTIVE SESSION

At 2:08 pm the meeting went into closed session.

Motion: proposed by Dr. Harris, and seconded by Mrs. Mastracco that the meeting go into closed session under Section 2.2-3711 (A) (1), (4) and (10) of the Freedom of Information Act to discuss a **personnel** matter which is not public, and to discuss a **personal** matter not related to public business and to discuss **special awards** or honors.

Motion carried.

At 3:18 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Harris, seconded by Mr. Tilghman 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 and the results of which are outlined in the Certification Resolution.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 3:20 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Harris MEETING: Nominating & Governance Committee
SECOND: Mr. Tilghman DATE: 4 March 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Nominating & 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 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 Nominating & 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 Nominating & Governance Committee.

VOTE

AYES: Harris/Cherry/Pauley/White/Reynolds/Moore/Mastracco/Tilghman

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: Adams/Morris/Tattersall

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Nominating & Governance Committee Meeting Minutes
The Pauley Center Second Floor Meeting Room, 1:30 pm
Tuesday, April 1, 2008

There were present:

Dr. Elizabeth F. Harris, Chairman
John B. Adams, Jr.
James C. Cherry, by phone
Mrs. Barbara-lyn B. Morris
Mrs. Stanley F. Pauley
Fred T. Tattersall, by phone
Ms. Mary F. White
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio
Mrs. Suzanne T. Mastracco, Ex-Officio
Richard G. Tilghman, Ex-Officio

By Invitation:

Alex L. Nyerges, Director
David B. Bradley
Ms. Suzanne Broyles
Peter M. Wagner

I. CALL TO ORDER

The meeting was called to order by Chairman, Dr. Elizabeth F. Harris at 1:35 pm.

II. MINUTES

Motion: proposed and seconded that the minutes of the March 4th meeting of the Nominating & Governance Committee be approved as distributed on the 19th of March 2008. Motion carried.

III. EXECUTIVE SESSION

At 1:36 pm the meeting went into closed session.

Motion: proposed by Dr. Harris, and seconded by Mr. Adams that the meeting go into closed session under Section 2.2-3711 (A) (1), (4) and (10) of the Freedom of Information Act to discuss a **personnel** matter which is not public, and to discuss a **personal** matter not related to public business and to discuss **special awards** or honors.

Motion carried.

At 2:21 pm, by motion proposed, seconded and carried, the meeting resumed in open session.

Motion: proposed by Dr. Harris, 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 and the results of which are outlined in the Certification Resolution.

IV. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the Committee, and the meeting adjourned at 2:23 pm.

Suzanne Broyles
Secretary of the Museum

MOTION: Dr. Harris MEETING: Nominating & Governance Committee
SECOND: Mrs. Mastracco DATE: 1 April 2008

CERTIFICATION OF CLOSED MEETING

WHEREAS, the Nominating & 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 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 Nominating & 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 Nominating & Governance Committee.

VOTE

AYES: Harris/Adams/Cherry/Morris/Pauley/Tattersall/White/Reynolds/Moore
Mastracco/Tilghman

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: None

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

Organizational Excellence Task Force
Pauley Center Parlor
October 29, 2008
4:00 pm

Members Present:

Thurston R. Moore, Chairman
Eva T. Hardy
Thomas R. Morris
Stanley F. Pauley
Michael J. Schewel
Ranjit K. Sen
Thomas H. Tullidge, Jr.
Pamela Reynolds
Carol Amato
David Bradley
Alex Nyerges

Members Absent:

Herbert A. Claiborne, III

Mr. Moore explained to the group that their purpose was to assure that VMFA – both the Museum and the Foundation - operate properly to become one of the Top Ten Museums in the United States. He explained that no concerns had been expressed that prompted the establishment of the task force but that it was a timely activity to take place in tandem with the strategic plan being developed for 2010-2015. He believes that the Task Force should assure that:

- The organizations best fit their collective mission
- There is transparency and efficiency in the organizations
- There is proper alignment of functions that maximize communication, collaboration and innovation and
- The authority of individuals is commensurate with their responsibilities

Information distributed included:

- Enabling legislation for VMFA
- Organizational charts for all VMFA departments
- Audit report of VMFA by the Auditor of Public Accounts for 2007-2008
- Latest response to Performance Measures and Management Scorecard
- Brief facts about VMFA Foundation
- By-laws of VMFA Foundation
- Articles of Incorporation for VMFA Foundation
- Mission Statement for VMFA Foundation

A book entitled “National Standards and Best Practices for US Museums” published by the American Association of Museums (AAM) has been checked out from the museum’s library for use by the Task Force. Ms. Amato commented that she believes Virginia’s standards are somewhat higher than those outlined in the book.

Additional materials requested for use by Task Force:

- Personnel classification and compensation analyses for Museum and Foundation and a comparison of the two
- Internal control reports from Museum and Foundation
- Checklist of what is required by AAM for a museum to be accredited
- Statewide Task Force Report
- Report on Trustee retreat and museum assessment conducted by Barbara Taylor
- Drafts of the Strategic Plan as it progresses

Discussion included:

- Who needed to be brought in to provide information?
- Alex should identify any other staff members with whom the Task Force should meet.
- Pete Wagner should be added to the list of people to interview.
- The Association of Governing Boards for Colleges and Universities would be a good resource for how foundations are allied to public institutions.
- Some Trustees had indicated they would like to speak with Eva or Thurston regarding best practices.
- When soliciting comments from others, specific questions should be asked regarding the organization of the museum.
- New IRS rules coming out in 2010 will affect non-profits and probably should be reviewed by the Task Force.
- How can it be determined if VMFA is actually meeting what is stated in the Mission Statement?

Timeline for Task Force Work:

The final draft of the 2010-2015 Strategic Plan is scheduled for March or April with approval by the Board of Trustees at their May meeting.

The Organizational Excellence Task Force should complete its work by May 15, 2009 to coincide with the Strategic Plan timeline.

Adjournment:

The meeting was adjourned at 4:45 pm.

President's Council Meeting Minutes
The Pauley Center Dining Room
Monday, 20 October 2008, 12:00 pm

There were present:

Pamela Reynolds, Current Board President
Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
Charlotte M. Minor
Charles Larus Reed, Jr.
W. Taylor Reveley III
Jane Bassett Spilman

By Invitation:

Alex Nyerges, Director
Noah Adams
Ms. Carol Amato
David B. Bradley
Ms. Suzanne Broyles
Dr. Joseph M. Dye III
Dr. Lee Anne Hurt
Ms. Carol Moon
Robin Nicholson
Ms. Nancy Raybin
Ms. Sandra Rusak
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

Absent:

Bruce C. Gottwald
Floyd D. Gottwald, Jr.

I. Call to Order – Pamela Reynolds, Current Board President

President Reynolds called the meeting to order at 12:07 pm and welcomed the group to the second annual President's Council luncheon. She stated the reason for the meeting was to draw on the leadership experience of the former VMFA Board Presidents and to thank them for their amazing service.

President Reynolds reported that three new committees have been formed, Organizational Excellence, headed by Thurston Moore and Eva Teig Hardy, the Education Committee, headed by Suzanne Mastracco, and the Advancement Committee, headed by Barbara-lyn Morris and Ranjit Sen.

II. **Remarks of the Chief Operating Officer – Carol Amato**

Carol Amato noted that this was the 15th time she has dealt with a state budget cut and many of the Presidents present had been through them with her. She explained that VMFA had been given the maximum cut, 15%, by the Governor and to avoid layoffs it was decided to use museum reserves to cover the costs for FY09. She said we cannot handle any deeper cuts that the General Assembly might bring later on. And we will not be able to sustain any FY10 cuts and still open the expansion. Therefore our message to the Administration will be that we need additional money to secure, open, and operate the building next year. \$1 million is needed for additional energy costs, \$500,000 for additional housekeeping, maintenance workers and security, and \$500,000 for visitor services personnel when the building opens. Ms. Amato said we will seek a special appropriation because it is necessary. Those present discussed ways to conserve and strategies for approaching the General Assembly.

III. **Remarks of the Director**

Alex Nyerges introduced Noah Adams from NPR who is researching a story on art museums today. Mr. Nyerges then introduced Alexis Vaughn, our new Deputy Director for Sales and Marketing. He told the group that Ms. Vaughn was the former Chief Operating Officer of the North Carolina Museum of Art and has worked for Citicorp and the Peace Corps.

The Director mentioned that we are working with Whiting-Turner to settle change orders and negotiating a final settlement for the McGlothlin Wing. He said he looks forward to the opening of the Lewis Galleries which should happen next June 2009. The new wing should be open by April of 2010 for many different previews with donors, members, media, hospitality workers and others. The capstone will be a June 1st banner exhibition and then a Flower Ball in the fall of 2010.

Alex Nyerges gave a Top Ten Fundraising update saying that Altria increased its pledge by \$1.4 million which takes its commitment to a total of \$2 million. Susan and David Goode have just given \$2.5 million to the campaign and an anonymous gift of \$2 million has come in. The Director noted that we continue to make progress and we are on the right path. President Reynolds agreed and said we have the right Director for the right time.

IV. **Strategic Plan – Nancy Raybin**

Nancy Raybin, Strategic Planning Consultant, described her strategic planning process with a PowerPoint presentation for the former Presidents. She noted that this was a delightful time to be working with the museum staff and she is focusing on the years 2010 – 2015. Ms. Raybin asked those present to give their thoughts on the following topics.

Financial sustainability

Audience expansion

Program enhancement (collection, education, outreach)

Organizational excellence
 Statewide expansion
 Staffing
 Marketing

The group agreed that state funding will probably decrease in the future and will always be a constant struggle so that ways to earn revenue are key. The importance of Annual Giving was noted and scholarly production by our curators needs to be noticed. The need for statewide outreach and enhanced technology to be increased was mentioned. It was hoped that our prestige and standing in the museum community would rise when we have our new expansion and sculpture garden open. Alex Nyerges said this is what is behind the idea of being one of the Top Ten museums in the nation.

Nancy Raybin thanked everyone for the helpful feedback. She said she has talked to other interesting and thoughtful people including Trustees, Directors and staff. She plans to meet with the Managers and Coordinators and major donors to get a good cross section of ideas.

President Reynolds thanked the Former Virginia Museum of Fine Arts Board Presidents for attending saying it was their hard work that got us here today.

The meeting adjourned at 1:40 pm.

Recorded: _____ Date: _____
 Suzanne Broyles, Secretary

Approved: _____ Date: _____
 Pamela Reynolds, Chairman

Approved: _____ Date: _____
 Alex Nyerges, Director

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Restaurant Operation Sub-Committee Minutes
The Pauley Center Dining Room, 3:30 pm
Tuesday, February 5, 2008

There were present:
John R. Curtis, Jr., Chairman
Pamela Reynolds, President
Thurston R. Moore, Vice-President
Dr. Herbert A. Claiborne, Jr.

By Invitation:
Alex L. Nyerges, Director
Ms. Carol Amato, Chief Operating Officer

Absent:
John R. Staelin

I. CALL TO ORDER

The meeting was called to order by President Reynolds 3:45 pm.

II. RESTAURANT OPERATION PLANNING

Pamela Reynolds distributed information on art museum restaurants for further reading. John Curtis requested financial profiles on art museum restaurants including sample contracts such as MOMA.

Decisions and topics to be discussed:

- * Management of in-house vs. contract
- * Furniture/Fixtures/Small Equipment
- * Café furniture: tables, chairs, small ware
- * Lighting for dining areas

John Curtis asked if the bar was included in the design.

Action Item: Alex Nyerges will follow up with Richard Woodward to verify.

Pamela Reynolds asked if we can afford a Rick Mather design.

Action Item: John Curtis said it is believed all built ins and lighting were designed and included in the Expansion Budget. Carol Amato will verify. She will also verify

what is included such as: built in seating, Board Room/Trustee Dining Room built ins.

Mr. Curtis asked if a design firm will be engaged as there is a need for a unified feeling and an ambiance. He asked if the projection in the business plan was accurate (a \$2.3 million gross and a \$706,000 net/profit).

Action Item: Carol Amato will verify.

Mrs. Reynolds noted that menu design is a decision to be made. She asked if we will entertain a Celebrity Chef.

Discussion centered on the style and logistics of the third floor restaurant with emphasis and interest placed on the use of the private dining room. Carol Amato explained our current full time and part time pool of employees and our operations.

All agreed that quality was the top priority. Thurston Moore asked us to discuss the process to decide which was better in-house vs. contractor. John Curtis recommended a presentation to this sub-committee.

Action Item: We will survey several prominent art museums to determine:

- a. out source vs. in-house
- b. gross revenues
- c. net revenues

Carol Amato noted the current food service does work at cost in-house. John Curtis encouraged Cathy Turner to survey other institutions. Carol Amato expressed concerns about outsourcing.

Action Item: Carol Amato and Cathy Turner will present the group with her budget information for outfitting the restaurant and café.

Action Item: Carol Amato and Alex Nyerges will consult with Rick Mather and Peter Culley on design expectations.

III. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the group, and the meeting adjourned at 4:23 pm.

Alex Nyerges
Director of the Museum

Date: _____ Approved: _____

Virginia Museum of Fine Arts
Restaurant Operation Sub-Committee Minutes
The Pauley Center Dining Room, 2:00 pm
Wednesday, April 23, 2008

There were present:
John R. Curtis, Jr., Chairman
John R. Staelin
Pamela Reynolds, Ex-Officio
Thurston R. Moore, Ex-Officio

By Invitation:
Alex L. Nyerges, Director
Peter Culley
Ms. Kennah Harcum
Ms. Cathy Turner
Richard Woodward

Absent:
Dr. Herbert A. Claiborne, Jr.

I. CALL TO ORDER

The meeting was called to order by the Chairman, John Curtis, at 2:00 pm.

II. MINUTES

Motion: proposed by Mr. Curtis and seconded by Mrs. Reynolds that the minutes of the last meeting of the Restaurant Operation Sub-Committee held on the 5th of February 2008 be approved as distributed on the 26th of February 2008. Motion carried.

III. FOOD SERVICE SPECIAL EVENTS PROFILE

A document showing capital expenditures for the McGlothlin Wing Restaurants was distributed. John Curtis asked to affirm that the Private Dining Room and the Board Room are included in the estimates for the Fixtures, Furniture and Equipment (FFE). He asked if the Board Room had a budget for FFE.

Cathy Turner presented a PowerPoint overview on Food Service and Special Events including organizational structure, hours, facilities, and special events. It was noted that 340 special events were held last year. Ms. Turner compared operations prior to construction, during construction and plans for post construction. She reviewed the financial profile for FY07. A profit of \$50,000 is anticipated in FY08.

John Curtis asked about the overhead cost allocation for in-house events as we move forward. Ms. Turner reviewed projected and planned for post-expansion for food service and special events. A comparison with November 2007 and December 2007 was presented. John Curtis urged a careful review of pricing to reflect real costs and overhead.

IV. RESTAURANT DESIGN

Peter Culley presented restaurant design concepts using examples from Rick Mather facilities. Current design specifications include bar, lighting and loose furniture concepts, flooring (restaurant carpeting choices including color have already been selected), acoustic ceilings, and café hard surface flooring. Furniture is planned to be purchased vs. custom produced and of North American/USA origin. A heavy emphasis on the interrelationship of interior and exterior spaces is planned for both restaurant facilities with lots of natural light.

Furniture will reflect a Leslie Cheek tradition with emphasis on clean, modern design such as Knoll, etc. Peter Culley presented an extensive visual overview of possibilities in furniture.

V. FOOD SERVICE MANAGEMENT OPTIONS

Cathy Turner distributed two documents. The first was a strategy to operate the restaurants and the second document gave a comparison of other museum food service operations illustrating the question of in-house management vs. contractor operated food service.

John Curtis asked us to have both the Museum Expansion Committee and Fiscal Oversight Committee review these presentations and ideas/proposals.

John Staelin agreed that the in-house vs. contractor decision needs to be approved by the Fiscal Oversight Committee and the Full Board of Trustees.

VI. OTHER BUSINESS/ADJOURNMENT

No additional business was brought before the group, and the meeting adjourned at 4:00 pm.

Alex Nyerges
Director of the Museum

VMFA

Draft Minutes of the
Meeting of the Strategic Planning Committee
Friday, 21 November 2008, 9:30 am
Pauley Center Parlor

- I. INTRODUCTORY REMARKS—Alex Nyerges

- II. STRATEGIC PLANNING PROCESS—Nancy Raybin
 - Progress to date
 - Findings
 - Challenges
 - Next Steps

- III. ORGANIZATIONAL EXCELLENCE TASK FORCE—Eva Teig Hardy,
Thurston Moore

- IV. OTHER BUSINESS/ADJOURNMENT

Date: _____

Approved: _____

Virginia Museum of Fine Arts
Strategic Planning Committee Meeting Minutes
The Marble Hall
Monday, 28 July 2008, 12:00 pm

There were present:

Pamela Reynolds, Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Herbert A. Claiborne III, Foundation President
Charlotte M. Minor, Foundation Vice-President
Alex Nyerges, Director
Ms. Carol Amato, Chief Operating Officer
David B. Bradley
Dr. Herbert A. Claiborne, Jr.
John R. Curtis, Jr.
W. Birch Douglass III
Kenneth M. Dye
A. Hugh Ewing III
Ms. Eva Tieg Hardy
Ms. Frances Lewis
Ms. Nancy Raybin
Ms. Sandra Rusak
Michael J. Schewel
Ranjit K. Sen
Ms. Alexis Vaughn
Peter M. Wagner
Richard B. Woodward

By Invitation:

Ms. Candy Banks
Ms. Suzanne Broyles
James C. Cherry
Mrs. Louise B. Cochrane
John Fuller
Dr. Lee Anne Hurt
Ms. Carol Moon
Ms. Joan Murphy
Mrs. Stanley F. Pauley
Agustin Rodriguez
Dr. Shantaram K. Talegaonkar
Ms. Mary F. White

Absent:

Thurston R. Moore, Vice-Chairman
Thomas N. Allen
Mrs. Whitt W. Clement
Ms. Susan S. Goode
Ms. Suzanne Hall
Dr. Elizabeth F. Harris
Robin Nicholson
Stanley F. Pauley
John R. Staelin
Tina A. Walls
S. Pierce Walmsley V

I. Introductory Remarks

Director Alex Nyerges welcomed the group at 12:10 pm and introduced consultant Nancy Raybin. Mr. Nyerges announced that Nancy was a Virginian and a VMFA member and thanked her for being here to lead this charge. Mr. Claiborne III, Foundation President, addressed the group and thanked them for their time. He noted that this adventure should take about nine months and he cannot wait to see what comes out of this process. Trustee President, Pamela Reynolds, said we are very excited as we begin the strategic planning of the Museum's big picture which is extremely important. She said we need this planning to support the Business Plan that former President Charlotte Minor headed up. We need to examine whether the Top Ten Fund of \$60 million is enough as we look at budget cuts in the General Assembly because we are a state institution and need to be aware of all that that brings. Mrs. Reynolds noted that we are becoming a big institution and one that needs to be seamless. She said we are proud to be one VMFA family and glad the Foundation Executive Committee has joined us today. Mrs. Reynolds noted that the one person really driving this planning is Carol Amato and she presented Ms. Amato with flowers and thanked her.

II. Review of Planning Process Goals and Objectives Opportunities to engage Trustees, Directors, Staff, Constituencies Progress to Date – Nancy Raybin

Nancy Raybin remarked that she is delighted to be here and she reviewed the process she will follow. She said the work plan was developed with Carol Amato and Alex Nyerges. The first activity is to "Plan to Plan" and the entire process will go through May of next year. Ms. Raybin will draft a positioning paper after this first meeting and will continue to dialog with key staff, trustees, foundation directors, and friends of the museum. Ms. Raybin will meet with both boards to review the planning process, the revised positioning paper and to facilitate discussion on priority issues. A seminar on planning will be held with community leaders to help all understand the importance of strategic planning.

Ms. Raybin said she will convene six to eight meetings of key constituency groups, create a summary of our findings and then a preliminary plan. She will brief the boards on the progress in January and digest the findings in February. March will bring a one day retreat to discuss key strategic options and gain a consensus on framework, direction and options. The Final plan will be drafted in March and April and in May we will review, revise and approve the Plan.

III. **Key Strategic Issues facing the institution 2010-2015: Group Discussion**

Nancy Raybin asked the committee members to state what they felt was the most critical strategic issue facing the institution. Some of the responses are listed here.

Stable source of funding over the long run
 Operations improvements
 Bigger endowment
 Larger unrestricted support
 Follow-through on completing infrastructure improvements
 How to make the museum appealing to younger people
 Achieve and sustain larger membership
 Continue to raise funds to support acquisitions, programs and operations
 Attendance and membership increases to meet the state's goals
 Encourage higher level membership
 Top notch programming and exhibitions
 More diverse audiences
 State support secured
 Permanent collection in top ten
 Statewide outside Richmond
 Awareness that VMFA is for all ages
 Earned income/attendance when we open
 Keep people coming back
 Staffing levels
 How do we communicate with young people?
 Broaden the local community
 Bring children in to experience the "joy of looking at art"
 Maintain and commit to strengthen the curatorial staff
 Regional and international commitments
 How to compete with other leisure activities of teens and young adults
 Preservation, education, scholarship
 Mission of VMFA, strengthen the collection
 Complete the campaign successfully
 Staff salaries are a weakness, sub standard, and certainly not top ten
 Mistake not to include the top ten program in our strategic planning
 Develop our uniqueness – we are the most successful private/public museum in the country
 Continue to serve our statewide partners
 Redefine a museum visit
 Focus on our immediate needs
 Long term vision – engagement, participation, attendance, on-line and here

Director, Alex Nyerges, said the bottom line is money, art, programming and making a museum visit relevant, exciting and fun. He explained that if we make it relevant, the funding will come and the audience will be there.

IV. Next Steps

Nancy Raybin said this is the beginning. She asked the group to keep these ideas flowing. The next step is for Ms. Raybin to develop the positioning paper showing what the year 2015 will look like and get more detailed feedback.

President Reynolds said today we are a big institution thinking as a big institution. She noted that Staff will be more involved as we go along and said this is your Strategic Plan and it is important to get it right so you will be pleased at the end.

No other business was brought before the Committee and the meeting adjourned at 1:30 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____

Approved: _____

Virginia Museum of Fine Arts
Strategic Planning Committee Meeting Minutes
The Pauley Center Parlor
Wednesday, 20 August 2008, 1:00 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Herbert A. Claiborne III, Foundation President
Charlotte M. Minor, Foundation Vice-President
Alex Nyerges, Director
Ms. Carol Amato, Chief Operating Officer
David B. Bradley
Dr. Herbert A. Claiborne, Jr.
W. Birch Douglass III
Dr. Joseph M. Dye III
Kenneth M. Dye
A. Hugh Ewing III
Ms. Susan S. Goode
Ms. Suzanne Hall
Robin Nicholson
Ms. Nancy Raybin
Ms. Sandra Rusak
Michael J. Schewel
Ranjit K. Sen
John R. Staelin
Ms. Alexis Vaughn
Peter M. Wagner
Tina A. Walls
S. Pierce Walmsley V
Richard B. Woodward

By Invitation:

Ms. Suzanne Broyles
Dr. Lee Anne Hurt
Ms. Carol Moon
Ms. Joan Murphy

Absent:

Mrs. Suzanne T. Mastracco, Vice-Chairman
Thomas N. Allen
Mrs. Whitt W. Clement

John R. Curtis, Jr.
Ms. Eva Tieg Hardy
Dr. Elizabeth F. Harris
Ms. Frances Lewis
Stanley F. Pauley

I. Introductory Remarks

Director Alex Nyerges welcomed the group at 1:00 pm and thanked consultant Nancy Raybin for all her hard work. He also thanked Carol Amato and Carol Moon for all their support. He said that it is so exciting to think that in sixteen months the new wing will come on line. Mr. Nyerges announced that the Statewide Task Force will give their final report to the Board of Trustees in November showing that we are following two very important parallel paths, statewide and expansion, on our way to being a Top Ten institution.

II. Overview of First Planning Meeting and New Developments – Nancy Raybin

Nancy Raybin remarked that she was pleased to be back with us again. She said that today we will talk about key strategic issues and how they are shaping up. We will have three related conversations about serving the community and our constituents, engaging younger audiences, strengthening our statewide impact and reaching diverse populations within our communities.

In a PowerPoint presentation, Ms. Raybin covered what we want to accomplish. Increased financial sustainability and growth was the first issue and this included:

- Securing a stable source of funding over the long run through operational improvements, bigger endowments and larger sources of unrestricted support
- Continuing to raise funds to support acquisitions, programs, and operations
- Encouraging higher-level memberships
- Securing state support
- Assuring earned income revenues through increased attendance post-expansion
- Completing the campaign!

The next issue was increased attendance including:

- Ensuring that VMFA's long-term vision is about engagement, participation, and attendance
- Working toward attendance and membership increases to meet the state's goals as well as ours
- Making VMFA a mecca for the community, and in doing so strengthening our case for state funding

Ms. Raybin elaborated on the following ways we will succeed.

- Enhancing program quality
- Becoming more effective/efficient in managing resources
- Continuing to attract and retain top quality staff
- Investing in marketing
- Better positioning of the Museum with our constituencies and in our communities

III. **Opportunities to Engage Constituencies** (Discussion)

Engaging Younger Audiences

Sandy Rusak, Deputy Director for Education and Statewide Partnerships, gave an overview of our education programs. She explained that VMFA provides programming for youth from when they are in strollers visiting with their families through early childhood, SOL based programs for students K-12, teen and college age programs. These programs vary from guided tours in the galleries to taking programs right into the schools. She said we offer after school programs, Saturday Family days, and non-school related programs. Ms. Rusak noted that our teen audiences, who are traditionally harder to get involved, have a very active and successful teen advisory group that produce a magazine, and art and fashion shows. She told about our college night offerings which bring hundreds of college students from as far away as Washington and Lee. We want to encourage these audiences as they become young adults to engage in a lifelong learning and interest in VMFA.

Charlotte Minor, VMFA Foundation Vice-President, agreed that Sandy Rusak and her staff do an excellent job with all the programs mentioned. She felt that to enhance it all, we need more use of the internet, which takes funding; and we need to reach and engage more lower-income children who might not return after their school visits. Ms. Minor suggested contacting churches and possibly explore mentoring programs modeled on Virginia Commonwealth University's prototype. Ms. Minor felt we need to do a better job of getting large numbers of VCU students here to tour the galleries.

The committee members discussed more ideas such as having young people design a webpage for children; marketing on the internet – sending young audiences a monthly blast of what's going on here; more support groups for people in their 20s, 30s, and 40s; encouraging local firms to get new hires involved at VMFA; partner with VCU more on conservation or curatorial programs; or create an initiative for future leaders and supporters.

Trustee Vice-President, Richard Tilghman, remarked that we are already doing a great job, are pleased with what we do, and just need to do more of it. Director, Alex Nyerges, said the difference between what we need and what we have is not big and the \$4 million goal in the campaign's education area would address many of the things talked about today.

Strengthening VMFA's Impact Statewide

Robin Nicholson, Deputy Director of Exhibitions, summarized the almost two years of work done by the Trustee Statewide Task Force. He said the group started by distributing a statewide survey to museum partners, scheduling statewide community meetings to discuss and assess VMFA's programs, and holding three day-long retreats for the Museum's senior staff to engineer change to integrate statewide priorities throughout the institution. Mr. Nicholson said now a formal draft of the Task Force Report has been written. He said VMFA has done a good job and our partners appreciate the work we do.

He noted some of the issues we face such as not being as well-known as we'd like to think, for example having minimal impact in Northern Virginia. Other issues include the fact that after the 1999 Egypt blockbuster, the vast majority of Virginia visitors never returned. He also noted how the now defunct artmobile made a special impact on audiences who never visited VMFA or would never be exposed to art in their communities. At the moment most of our statewide exhibitions and programs are aimed at an art-receptive audience via our partner institutions. This leads to the bigger question of how can an art museum be relevant in the 21st century.

Alex Nyerges said that we look forward to working with George Mason University to have a presence in Northern Virginia as we need a physical presence there to be known. It was suggested that with consistent programming and presence, we would get Nova traffic. Others ideas voiced by the group were that we need to work with NoVa Community Colleges to reach the 18-25 year olds; get something going on-line since we are now digital; state institutions here could offer partnership opportunities; we could partner with the Virginia Historical Society; have private collectors open their homes to visitors; and we need to learn how other institutions are doing with their satellite operations.

Nancy Raybin noted that due to time constraints the Committee would cover the third issue of "Reaching Diverse Populations Within our Communities" at the next meeting.

IV. Next Steps – Nancy Raybin

Nancy Raybin said the next steps will be for her to develop the positioning paper with Alex Nyerges. She will meet with the Executive Committee and other smaller groups with the positioning paper. The Organizational Excellence work group will get started and a strategic planning seminar will be scheduled.

No other business was brought before the Committee and the meeting adjourned at 2:30 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____

Approved: _____

Virginia Museum of Fine Arts
Strategic Planning Committee Meeting Minutes
The Pauley Center Parlor
Monday, 15 September 2008, 1:30 pm

There were present:

Pamela Reynolds, Chairman
Thurston R. Moore, Vice-Chairman
Mrs. Suzanne T. Mastracco, Vice-Chairman
Richard G. Tilghman, Vice-Chairman
Charlotte M. Minor, Foundation Vice-President
Alex Nyerges, Director
Ms. Carol Amato, Chief Operating Officer
David B. Bradley
Dr. Herbert A. Claiborne, Jr.
Mrs. Whitt W. Clement
W. Birch Douglass III
A. Hugh Ewing III
Ms. Suzanne Hall
Ms. Eva Tieg Hardy
Dr. Elizabeth F. Harris
Ms. Frances Lewis
Robin Nicholson
Ms. Nancy Raybin
Ms. Sandra Rusak
Michael J. Schewel
Ranjit K. Sen
John R. Staelin
Ms. Alexis Vaughn
Peter M. Wagner
Tina A. Walls
S. Pierce Walmsley V
Richard B. Woodward

By Invitation:

Ms. Suzanne Broyles
Ms. Carol Moon

Absent:

Herbert A. Claiborne III, Foundation President
Thomas N. Allen
John R. Curtis, Jr.
Kenneth M. Dye

Ms. Susan S. Goode
Stanley F. Pauley

I. Introductory Remarks

Director Alex Nyerges welcomed the group at 1:30 pm and thanked them for attending and participating as this will increase the value of our end result.

Consultant Nancy Raybin stated that she was pleased that everyone put so much into the meetings during the summer. She said today we will finish up the agenda from our August meeting with Alexis Vaughn and Ranjit Sen reporting on Reaching Diverse Constituencies and Eva Tieg Hardy leading discussion on the Organizational Excellence Task Force.

Motion: proposed and seconded that the minutes of the July 28th meeting of the Strategic Planning Committee be approved as distributed on the 9th of September. Motion carried.

II. Reaching Diverse Constituencies Within our Communities – Nancy Raybin, Alexis Vaughn, and Ranjit Sen

Alexis Vaughn addressed the group explaining what we do now to reach diverse constituencies. Her list included interpreting the permanent collections of world art which lends itself to many varieties of multi-cultural programs. She said the support groups work within diverse communities as ambassadors, Docents give tours in languages other than English, the Community Affairs Department has a presence at many community festivals, and “Buzz” targets community leaders to engage new communities.

Nancy Raybin went table by table and asked the members for their further recommendations. Among the ideas were cross selling programs, have affiliated groups purchase artwork giving them a stake in the museum, create a membership station, get more corporations involved, have a special exhibition for specific groups every three years, and contact newcomers clubs in the area.

III. Further Thoughts on Engaging Young People and Strengthening VMFA’s Impact Statewide – Nancy Raybin and Discussion

The group discussed ways to get young people involved through scouting, schools, and churches. Suggestions included setting up children’s sensory experiences, partnering with other non-profits such as Big Brothers, Big Sisters groups and soliciting student members from university student bodies the first week of school.

The discussion turned to how we assess success and how we define what it means to effectively reach a diverse population here and statewide. The question raised was if “reach” was defined by occasional visits, or ongoing relationships. The idea of identifying a specific target community and duplicating outreach throughout the state was mentioned. It was noted that VMFA cannot be everything to everyone.

IV. **Organizational Excellence Task Force – Eva Teig Hardy**

Eva Teig Hardy explained that an Organizational Excellence Task Force is being formed to be co-chaired by her and Thurston Moore. This group will examine how best to go about linking the Strategic Planning process to the opening of the new facility. It will help determine how we will optimize our effectiveness and become a Top Ten organization despite the state's current major shortfalls. The task force will be assembled in the next few days and will hopefully include Secretary of Education Thomas R. Morris.

It was explained that this effort differs from the Business Plan in that it is more far-reaching than the earlier plan. The Business Plan focused on increasing revenues through expansion of services and did not examine areas of operation unrelated to profit centers. The state has initiated several initiatives targeted at improving internal controls, making this an opportune moment for the new task force.

V. **Public-Private Partnership**

The group discussed how state universities are a model for public-private partnerships in that in exchange for raising endowments, they have secured more freedom from the state. The group acknowledged that VMFA's support from the state is unreliable. The museum currently relies on the state for approximately 50% of its operating budget. In times of economic shortfall, support for VMFA is not one of the state's top priorities and the museum is still recovering from the last round of cuts, which were much less severe than those currently anticipated.

One way to sustain VMFA's viability as a Top Ten institution is to figure out what it will cost to decrease the museum's dependence on the state substantially and raise the endowment necessary for greater self-support. This greater financial independence might also allow more freedom of action, following the university model. However, the value of state support cannot be underestimated, as it does provide a safety net when the economy worsens. It was stated that we should not lose sight of the fact that even in a tough fiscal year (FY 09), our initial appropriation increased by more than 10%.

It was noted that when the new facility is opened, our greater dependence on income from our revenue-generating programs will make us more susceptible to economic downturns. Museum memberships and gifts to the Annual Giving Fund are likely to be among the first discretionary cuts made by individuals. While budget reductions will impact all aspects of planning, we should note that we are currently enjoying the fruits of our first Strategic Plan from 1995 in the McGlothlin Wing. Historically, times of crisis have helped membership numbers and major gift donations.

VI. **Other Business/Adjournment**

The next meeting will be held on November 21 in the Pauley Center Parlor from 9:30-11:00 am. No other business was brought before the Committee and the meeting adjourned at 3:00 pm.

Suzanne Broyles, Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Statewide Task Force Meeting
Held, pursuant to due notice, in The Pauley Center Second Floor
Richmond, Virginia
Wednesday, 20 February 2008, 2:00 pm

Presiding: Ms. Suzanne T. Mastracco, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Ms. Suzanne T. Mastracco, Chairman
Ms. Toy L. Cobbe, Vice-Chairman, by phone
Ms. Susan S. Goode
Mrs. Barbara-lyn B. Morris
Ms. Betsy White
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
David Bradley
Ms. Suzanne Broyles
Ms. Susan Ferrell
Ms. Suzanne Hall
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandy Rusak

Absent:

Agustin Rodriguez
Dr. Alvin J. Schexnider
Thurston R Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Suzanne Mastracco, called the meeting to order at 2:09 pm.

II. MINUTES

Motion: proposed by Mrs. Goode and seconded by Mrs. Reynolds that the minutes of the last meeting of the Statewide Task Force held on the 19th of September 2007 be approved as distributed on the 23rd of October 2007. Motion carried.

III. VMFA STATE OF THE ARTS

LOOK HERE *Speed* at the Peninsula Fine Arts Center

Alex Nyerges said it has been a busy couple of months with fabulous community visits across Virginia to South Boston, Martinsville, and Danville. He noted that this trip drew the largest crowd yet and we received lots of input and excitement from partners very pleased with VMFA. He went on to say that the *Speed* exhibition opened in Newport News last month with a great crowd and we were very visible to the legislators, which is phenomenal. Next Tuesday, February 26th we take the Fellowship winners to Capitol Hill to meet their legislators and return to VMFA for lunch to celebrate their awards. This 70th anniversary as a truly statewide institution is a great time to show the General Assembly our support of Virginia artists.

Suzanne Mastracco noted that the *Speed* opening at the Peninsula Fine Arts Center was a great example of what we need to do with our Statewide Partners. The Peninsula Fine Arts Center showed what a partner can do when they go the extra mile with our exhibitions. She was impressed with their Family Day where everything in the art center was related to the theme of speed. Ms. Mastracco said we should use that experience as a model for future exhibitions. Susan Goode mentioned that the local advertising for *Speed* has been excellent and it has been on public radio twice a day.

IV. REPORT ON RECENT COMMUNITY MEETINGS

Susan Ferrell brought out a map showing all the places around the state where Staff and Trustees have visited our partners. She named the eight yellow locations on the map showing where we have been: Winchester, Staunton, Virginia Beach, Norfolk, Roanoke, McLean, Farmville and Martinsville. Ms. Ferrell said we are proposing three more locations: Northern Neck, Far Southwest Virginia and Charlottesville. She explained that we also invite people from the larger geographic areas around the partner locations to attend the community meetings. Ms. Ferrell told of the wonderful hospitality staff and trustees experienced at each location and said the partners have been very pleased with VMFA's offerings.

V. UPCOMING MEETINGS AND NEXT STEPS

Sandy Rusak explained that this committee did not meet at the November quarterly meeting dates and must now catch up and plan another meeting before the May annual meeting. The group checked their calendars and decided to meet on Monday, April 21 at 10:00 am in the Pauley Center Second Floor meeting room.

Sandy Rusak went on to speak about the proposed format for the VMFA Statewide Task Force Report that will be presented at the May meeting. She distributed a document showing a possible format and asked for feedback from the group. She expects to send out a first draft of the report before the April meeting for committee review. Not all of the community meetings will have taken place by that time, but their input can be inserted into the report as it becomes available. Committee input and recommendations can be given at the April 21st meeting and then Ms. Rusak can make those modifications and send out the final work in the May meeting mailing.

VI. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Task Force, and the meeting adjourned at 2:50 pm.

Suzanne Broyles, Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Statewide Task Force Meeting
Held, pursuant to due notice, in The Pauley Center Second Floor
Richmond, Virginia
Monday, 19 May 2008, 2:00 pm

Presiding: Ms. Suzanne T. Mastracco, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Ms. Suzanne T. Mastracco, Chairman
Ms. Toy L. Cobbe, Vice-Chairman
Ms. Susan S. Goode
Mrs. Barbara-lyn B. Morris
Agustin Rodriguez
Dr. Alvin J. Schexnider
Ms. Betsy White, by phone
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
David Bradley
Ms. Suzanne Broyles
Ms. Susan Ferrell
Ms. Suzanne Hall
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandy Rusak

Absent:

Thurston R Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio

I. CALL TO ORDER

The Chairman, Suzanne Mastracco, called the meeting to order at 2:05 pm. She remarked that she was impressed with the progress made by the Task Force and noted that with only two more trips the whole state will have been covered by VMFA visits, openings or community meetings.

II. MINUTES

Motion: proposed by Mrs. Goode and seconded by Mrs. Reynolds that the minutes of the last meeting of the Statewide Task Force held on the 20th of February 2008 be approved as distributed on the 26th of March 2008. Motion carried.

III. VMFA STATE OF THE ARTS

LOOK HERE *Speed* at the University of Virginia Art Museum

Alex Nyerges said a week and a half ago the final opening of the exhibition LOOK HERE: *Speed* was held at the University of Virginia Art Museum. He noted that during the visit, staff had many good conversations about what our partnerships can accomplish and the exhibition helped to open many doors. The Director said this was a good ending to this component and we expect to have many of the same type of exhibitions travel the state.

IV. REPORT ON RECENT COMMUNITY MEETINGS

Susan Ferrell brought out the map showing all the places around the state where VMFA staff and Trustees have visited our partners. She also distributed a handout showing a snapshot of Statewide Partner Involvement to date. She explained that 51 written surveys were completed, 135 people attended the eleven statewide partner meetings and two future partner meetings are planned for the Eastern Shore and Far Southwest Virginia. Ms. Ferrell said it is very impressive what our Director, Alex Nyerges, has done to lead this charge to visit all of these communities and the staff appreciates his ambitious and energetic style. Having the Director as well as Trustees attend these community meetings is very much appreciated by the people in attendance.

Ms. Ferrell mentioned that since our last meeting on February 20th visits were made to the Northern Neck, Charlottesville and Lynchburg. She noted that as suggestions are given by our partners, VMFA staff works on ways to make their ideas happen. Besides our partners, also attending the community meetings are local municipal governments and area non-profit groups.

V. REORGANIZATION UPDATE AND NEXT STEPS

Sandy Rusak remarked that this Task Force is unique in terms of incorporating the changes suggested as we go along. For instance she said that prospective partners asked for a paper on our Partner Program which prompted Susan Ferrell and her team to create a lively brochure with application. Also, many schools said they loved our exhibitions, but the crates were so heavy that the shipping fee was too high for their budgets. As a result, the staff has researched new crates and is making a conversion to lighter weight models. This prompted discussions on possibly making each school in Virginia a VMFA partner free of charge. Mrs. Reynolds stated that this might be a very attractive sponsorship to a funder. Barbara-lyn Morris commented that she liked the idea of schools having free memberships. Dr. Schexnider said these were all good ideas.

Ms. Rusak indicated that we would also like to increase teacher training offerings as well as pilot a series of in-school field trips statewide. She announced that 10,000 children were served in the Metro Richmond area this year. Toy Cobbe said it would be good to teach the statewide partners how to work with their area schools also. Ms. Ferrell told the group that we would also like to work with colleges to allow our outreach programs to be part of their practicum classes for pre-service teachers. She noted that some colleges do not realize we have an internship program and marketing is needed to spread the word.

Dr. Schexnider asked if we should take a more systematic approach by going to the State Board of Education. Mr. Nyerges replied that he attends State Agency Head meetings and will work at it from several angles, from the top down. The Director said we have a good group of people here working hard and when we bring exhibitions Statewide we help visitation in Richmond as more people become aware of the Virginia Museum of Fine Arts. He stated that even curators, registrars and conservators are now getting involved in the traveling exhibitions.

Ms. Rusak said another change was that Alex Nyerges had each staff member now include a statewide component in their job description which she said is a wonderful message to everyone that Virginia really is our first name.

Sandy Rusak cited another very important change, Statewide Exhibitions have been under the Education and Statewide Partnerships Division and they have now moved to the Exhibitions Division and are included in the Exhibition Portfolio schedule. Ms. Rusak said this will really serve our constituencies beautifully. Robin Nicholson, Deputy Director of Exhibitions, explained that we will be looking to our partners to share in the development of our traveling statewide exhibitions.

Suzanne Mastracco noted that at the September meeting we should have the final Statewide Task Force report. She said we will send out a draft of the report to Task Force members over the summer for their review. Ms. Mastracco concluded by saying the attitude changes and concrete accomplishments resulting from this Task Force and the community meetings were fantastic and she thanked all who were involved.

VI. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Task Force, and the meeting adjourned at 3:00 pm.

Suzanne Broyles
Secretary of the Museum

Date: _____ Approved: _____

THE VIRGINIA MUSEUM OF FINE ARTS
Minutes of the Statewide Task Force Meeting
Held, pursuant to due notice, in the Marble Hall
Tuesday, 16 September 2008, 1:00 pm

Presiding: Ms. Suzanne T. Mastracco, Chairman
Secretary: Ms. Suzanne Broyles

There were present:

Ms. Suzanne T. Mastracco, Chairman
Ms. Toy L. Cobbe, Vice-Chairman
Ms. Susan S. Goode
Mrs. Barbara-lyn B. Morris
Agustin Rodriguez
Pamela Reynolds, Ex-Officio

By Invitation:

Alex Nyerges, Director
Ms. Suzanne Broyles
Mrs. Whitt W. Clement
Ms. Louise B. Cochrane
Ms. Susan Ferrell
Ms. Cynthia Kerr Fralin
Ms. Suzanne Hall
Ms. Joan W. Murphy
Robin Nicholson
Ms. Sandy Rusak
Dr. Shantaram K. Talegaonkar

Absent:

Thurston R Moore, Ex-Officio
Richard G. Tilghman, Ex-Officio
Dr. Alvin J. Schexnider
Ms. Betsy White

I. CALL TO ORDER

The Chairman, Suzanne Mastracco, welcomed the group and called the meeting to order at 1:00 pm. She congratulated Sandy Rusak, Alex Nyerges, Robin Nicholson and Susan Ferrell for the extraordinary job they did in pulling together eighteen months of work into a comprehensive form in the Statewide Task Force Draft Report.

II. MINUTES

Motion: proposed by Mrs. Mastracco and seconded by Ms. Goode that the minutes of the last meeting of the Statewide Task Force held on the 19th of May 2008 be approved as distributed on the 29th of July 2008. Motion carried.

III. VMFA STATE OF THE ARTS

Alex Nyerges remarked that the amount of effort put into this draft report by Susan Ferrell, Sandy Rusak and Robin Nicholson really made it work. He said in the thirteen visits across Virginia we found out how much we are valued for all we do. During the visits we listened and heard a lot of really good things and the report encapsulates this. Some of the improvements have already been implemented. The division heads recently held a statewide retreat and reviewed the draft document. There is a cost to each task and a larger budget is needed, but we are looking at the core values of the institution. The Director remarked that Education and Art are who we are, first and foremost and Virginia is our first name.

IV. REVIEW OF STATEWIDE TASK FORCE DRAFT REPORT

Sandy Rusak thanked Suzanne Mastracco and Alex Nyerges and said it was an interesting exercise to go through the notes and begin to craft the report. She said the report will come with an executive summary that will be sent out with the final report. We want to concentrate today on the body of the report and fold in the staff changes when we are inserting your comments. Then we will send it out to you for the last time to be sure we have all your recommendations. The report will then be distributed to the Full Board in November. A budget and timetable will be incorporated. This is text only at the moment but it will have many pictures of Virginia and art and be more presentable in its final version.

Ms. Rusak opened the meeting up to discussion and members gave their suggested changes for the draft report. Barbara-lyn Morris asked if we had learned anything surprising. Alex Nyerges said he was surprised by the level of enthusiasm from the partners at the statewide meetings and the high numbers of people who attended. He noted that some people from the same town who did not know each other attended and we were able to facilitate introductions. Also people really needed and desired our support and wanted more. The level of praise was high and we learned that Jeffrey Allison and Trent Nicholas each have fan clubs across Virginia. Mrs. Reynolds explained that we learned what people were thinking and gleaned ideas from them.

Toy Cobbe was pleased that VMFA listened to their partners and heard the concerns across the state. She asked if the paragraph on page five regarding free exhibitions meant that the shipping was free also. The Director made a note to define that specifically in the final report.

Members discussed having an endowment for memberships for statewide partners and whether we should seek funding for this endowment. Ms. Cobbe also suggesting adding a bullet point to the action items stating that the committee recommends we develop a one page handout to distribute to legislators and others to promote what the education and statewide partnership division has accomplished each year. Susan Goode agreed and said the Norfolk Arts Group has done something similar to show legislators what they would be funding.

V. CONCLUDING REMARKS

Sandy Rusak said it meant so much to those communities to have the Director and the President, the First Lady of the Museum, and the Trustees present at the community meetings. Suzanne Mastracco asked how the partners will be notified of the changes and Susan Ferrell explained that they were all told they would receive appropriate portions of the final report.

Ms. Rusak noted that Betsy White could not be with us today but sent her comment that she has read the document and thought it was excellent and thorough and designed to embed Statewide into VMFA institutionally.

Alex Nyerges announced that we are going to go out to each region on a regular basis to visit, listen and reaffirm and he would like that made more specific in the report also. Suzanne Mastracco thanked the group for this draft document which she said was quite an accomplishment.

VI. OTHER BUSINESS/ADJOURNMENT

No further business was brought before the Task Force, and the meeting adjourned at 2:00 pm.

Suzanne Broyles
Secretary of the Museum