

Minutes of Board of Trustees Meeting, 9/30/23 (page 1)

Minutes of Board of Trustees Meeting
September 30, 2023

Attendees: President of the Board Steve Rotella, Vice President of the Board Tom Dyja, Executive Director Alison Ventura, Trustees Michael Simon, EJ Camp, Donna Richardson, Katie Sonnenborn, Jeri Newman, Lydia Irving, Jennifer Valentino, Tina Silvestri, Catherine Chermayeff, Suzanne Gluck, Sarah Olmstead, Lindsay Pollock, Charles Dean, Ted Harris, Honorary Trustee John Holzapfel

1. Call to Order

The meeting was called to order by President Steve Rotella at approximately 9:03 a

2. Approval of Minutes

A motion to approve the minutes of the Board of Trustees Meeting of July 22, 2023 was made by Charles Dean, duly seconded and unanimously approved.

3. Executive Director's Report

Executive Director Alison Ventura reported that the Summer Benefit was very successful. Over 400 people attended. In addition, other end of summer events, such as the ma show, were well attended. A members' night held at the end of August was also very successful. Alison thanked Sarah Olmstead for her work again arranging for and organizing the docents this summer. Alison announced that office administrator Ms Groeneveld was becoming a full-time employee of the Society. It is anticipated that she will be very helpful as the Society moves forward with the collections center building project. The Society's internship program this summer was very successful. Three interns participated. The Red Barn is being cleaned out to prepare for next summer exhibit about farming, fishing and transportation. Alison thanked John Holzapfel for his help with this. She also noted that a cocktail party for Griffin Giving Circle members was held at Susan Holden's house in early September. Alison thanked Susan Holden, Steven Aresty for hosting. She also thanked Scott Robbins and Melissa Groeneveld for all of their hard work in connection with the Society's events this summer. President Steve Rotella on behalf of the Board thanked Alison for her leadership during her first year as Executive Director.

5. Financial Report

Treasurer Michael Simon reported the following:
The transfer of the Society's investment accounts from Vanguard to Wells Fargo has been completed. The Tupper donation has been invested in short term Treasury bill held in an account at Wells Fargo. The audit of the Society's finances is nearing completion and we are expecting to have the final audit report by the next Board meeting. Planning for next year's budget has begun and it is anticipated that the 2024 budget will be presented to the Board at its January meeting. There will be a separate budget for the collections center project. President Steve Rotella noted that the

Society's finances are slightly better currently than what had been budgeted.

6. Development Report

Steve Rotella reported that fundraising was generally successful this year, but noted that the Griffin Giving Program has shown some erosion compared to prior years and that this program should be reviewed and refreshed. While the Summer Benefit's live auction earnings were less than prior years, the online auction did substantially better than in previous years. The Society's membership numbers have improved from last year as did sponsorship earnings. Overall, fundraising is slightly ahead of last year, though there is potential for improvement via renewed focus on the Griffin Giving Program and improving earnings from events.

7. Buildings and Grounds

Chairperson Jennifer Valentino noted that the engraved pavers for new Griffin Giving Program members have finally been installed in the walkway to Poquatuck Park. An arborist has been consulted regarding the copper beech tree next to Vail House. This tree has been affected by the blight that is currently affecting many trees throughout the East End. It is not clear at this time what can be done to save the tree. Steve Rotella commented that while we are doing what we can to extend the life of this tree, its fate may potentially be impacted by the collections center building project given the tree's proximity to Vail House. The Society will consult with the architects of the project, should the Society move forward, as to what can be done to minimize the impact of the construction on the tree. We will do everything possible to preserve the tree, but it may not be possible to save it. Jennifer Valentino went on to comment that the work on the chimney at Vail House has been completed. She also noted that thanks are due Sebastian Heath who offered to repair one of the railing posts on campus that had fallen down and was rotting. He generously installed a replacement.

8. Community Engagement Report

In Chairperson Leslie Cohen's absence, Alison Ventura noted that the North Fork Art and Artists exhibition at the Society was coming up and that it was a good way of supporting local artists whom have been so generous to the Society. Michael Simon remarked that he had already visited the exhibit and that it was very impressive. Steve Rotella suggested that consideration be given in future years to putting the exhibit up online to reach a broader audience and maximize the benefit to the participating artists.

9. Collections Report

Chairperson Charles Dean informed the Board that in addition to a number of new and interesting acquisitions, the Committee identified three items to be deaccessioned: carriage steps for which the Society does not have the corresponding carriage, a broken spinning wheel and a broken chandelier, both of which are beyond repair. Suzanne Gluck made a motion to vote on the deaccessioning of these items; this motion was seconded and unanimously approved by the Board.

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10. Nominating Committee Report

Chairperson Suzanne Gluck reported that four to five potential new Board members were being nominated, including two with an interest in helping with development, two with an interest in helping with community engagement, and one with excellent background and experience to take on the role of treasurer. Steve Rotella thanked John Holzapfel for his help in identifying board candidates.

11. Collections Center Project Discussion

Collections center committee members Leslie Koch and Ann ffolliott joined the meeting. Steve Rotella started by thanking the committee members for all their hard work and expertise. Following last year's detailed analysis with JH Pokorny regarding options for best preserving the Society's collections, the Board had approved a recommendation to repurpose Vail House for use as a collections center. An assessment of Vail House was undertaken with respect to the project, following which in March of this year, with the Board's approval, a request for qualifications (RFQ) was sent out to 27 architecture firms who would potentially be appropriate for the project. Eleven of these firms had local principles or other close ties to the East End. Key selection criteria were identified, including, *inter alia*, experience with adaptive reuse projects such as this, ties to the East End, proven experience working with a historic district and/or in a historic context and proven ability to deliver projects on time and on budget. Eight firms sent responses to the RFQ, which were reviewed by the Committee in detail. Zoom interviews were held by the Committee with six of these firms, from which two finalists emerged. In person meetings were held in July on the Society's campus. References were checked. Further Committee meetings were held in August, following which Skolnick Architecture and Design was unanimously recommended.

Alison Ventura stressed Skolnick's experience with adaptive reuse projects and their sensitivity to the historical context. She noted the firm's high level of engagement and deep interest in the project. The firm is based in Sag Harbor and New York City and do a lot of work with the East Hampton Library. Steve Rotella noted that in the distant past, they had done work on the Webb House. Leslie Koch commented on the importance of fundraising for a project such as this and the likelihood of needing to secure some form for production loan or line of credit in order to keep the project moving forward in a timely way. She also noted the need to anticipate an increase in operating expenses once the project is completed and to plan accordingly. She stressed that this project is a major undertaking and the importance of fully understanding what that entails in determining whether to move forward. Steve Rotella reiterated this and added that the effort necessary both in terms of time and financial commitment to move forward with this project should not be underestimated. Board member Katie Sonnenborn asked what the Committee's programmatic assumptions were and how they would relate to increased operating expenses. Alison Ventura remarked that the primary purpose of the project is to safeguard the collection and make the collection more accessible to researchers and others. Steven Rotella noted that although Connie Tupper did not specify that her bequest be used for a collections center project, preserving the Society's collection was what she

intended her gift to be used for. Committee member Tina Silvestri noted that humidity control and fire suppression would be important features of the project. Leslie Koch emphasized that the building's function would be primarily for staff and researcher use rather than public use. Charles Dean asked whether the project would include space for researchers in which to examine documents and/or objects from the collection. Alison responded that a place where research can be undertaken is among the elements that the project is intended to include. Board member Jennifer Valentino asked about additional staffing that may become necessary with realization of the collections project. Steve Rotella addressed this noting that attention will need to be paid to delegating responsibility for day to day operations and using consultants where necessary in addition to seeking out grants where applicable. He added that decisions will need to be made in the near future as to how the project is to be managed in an efficient way.

Committee member Tina Silvestri then led the Board through the proposed resolution regarding the engagement of Skolnick as the architect for the project and authorization for the expenditure of up to \$500,000 with respect to fees and other costs in connection with the design stage of the project. Per the proposed contract with Skolnick, costs are to be paid as designated milestones are achieved. She noted that outside counsel has reviewed on behalf of the Society the contract. Steve Rotella then put the resolution to a vote by the Board. Tom Dyja made the motion to approve the resolution. Catherine Chermayeff seconded it. Steve then called the roll of Board members in attendance, each of whom voted in favor of the resolution. In addition, Leslie Cohen, though not present at the meeting, cast her vote in favor by proxy. Accordingly, the resolution passed unanimously. Steve then thanked Ann ffolliott for all her support with respect to this project and more generally her longstanding support of the Society. Discussion then took place as to next steps, including the hiring of an attorney to help with the permitting that will be necessary in connection with the project. Steve thanked the Committee for their work to date on the project.

11. Adjournment

The meeting of was adjourned at approximately 10:26am.