THE ART STUDENTS LEAGUE OF NEW YORK

215 West 57th Street, New York, NY 10019

Board of Control Meeting

March 10, 2026

MEETING MINUTES

A meeting of the Board of Control ("BoC") of The Art Students League of New York ("The League"), having been duly noticed and called, was held on March 10, 2026 in person at The Art Students League Cafe and via Zoom.

Present:

Yoko Cohen, President

Stephen Durkee, Vice President & Secretary

Marcie Vesel Bronkar, Vice President

Beth Berns, Treasurer (via Zoom)

John Chee

Charles "Chick" Foxgrover

Jon Greenfield

Daniel Kalin

John Kneapler

Stephen Rosenthal

Peter Stamas

Linda Turner

Also Present:

Michael Hall, Executive Director

Inga Glodowski, Director of Development

Kathleen Hayes, Chief Financial Officer

Becka Vacarelo, Manager of Development Operations, taking minutes

Joshua C. Nathan, Counsel to the League

I. CALL TO ORDER:

There being a quorum present, President Yoko Cohen called the meeting to order at 6:06 pm.

II. APPROVAL OF THE MINUTES:

The BoC reviewed the previously circulated minutes of the February 4, 2026 meeting of the BoC and unanimously approved them without edits.

III. PRESIDENT'S REPORT:

President Yoko Cohen highlighted that the FY25 audit was completed, that the auditors issued a clean audit, and the League accepted the results.

IV. CAPITAL CAMPAIGN PRESENTATION:

Inga Glodowski gave a presentation on the Capital Campaign strategy and goals. The BoC discussed the campaign phases and government funding details.

V. EXECUTIVE DIRECTOR'S REPORT:

Michael Hall gave a staffing update and an update on the building after the recent flooding.

VI. FINANCE COMMITTEE:

Beth Berns presented on behalf of the Finance Committee. She noted that the Committee met on March 9th and Kathleen Hayes distributed the latest financial reports, which were also circulated to the BoC.

VII. DEVELOPMENT COMMITTEE:

John Chee presented on behalf of the Development Committee and introduced a dashboard to measure fundraising efforts.

VIII. BUILDING COMMITTEE:

Steve Rosenthal presented on behalf of the Building Committee and noted that the work is progressing well and that he and Michael Hall have met with several departments about the project.

IX. COLLECTIONS COMMITTEE:

Marcie Vesel Bronkar presented on behalf of the Collections Committee. She highlighted the works accepted by the commitee in their February meeting.

X. MEMBERSHIP COMMITTEE:

Charles "Chick" Foxgrover presented on behalf of the Membership Committee, noting that the committee will focus on ways to further engage the membership and build community.

XI. AUDIT COMMITTEE:

John Chee presented on behalf of the Audit Committee and acknowledged the report made earlier in the meeting

XII. CONSTITUTION REFORM COMMITTEE:

Steve Durkee presented on behalf of the Constitution Reform Committee. The Committee proposed changes to By-Laws I, X, and XIV, and sought approval from the Board to present these proposed changes to the membership at the Member's Meeting in April. The BoC discussed and voted on each proposed by-law.

By-Law I: Following discussion, the BoC voted to propose a change to the definition of "good standing" to the membership in April, with a roll call vote of 10-1-1 as follows: "yes" votes by Yoko Cohen, Stephen Durkee, Marcie Vesel Bronkar, Beth Berns, John Chee, Charles "Chick" Foxgrover, Daniel Kalin, Stephen Rosenthal, Peter Stamas, and Linda Turner, a "no" vote by Jon Greenfield, and an abstention by John Kneapler.

By-Law X: Following discussion, the BoC voted to propose changes to the by-law regarding the number of required member's meetings to the membership, with a roll call vote of 8-3-1 as follows: "yes" votes by Yoko Cohen, Stephen Durkee, Marcie Vesel Bronkar, John Chee, Daniel Kalin, Stephen Rosenthal, Peter Stamas, and Linda Turner, "no" votes by Beth Berns, John Kneapler, and Jon Greenfield, and an abstention by Charles "Chick" Foxgrover.

Following discussion, the BoC also voted to propose a change to the by-law regarding the number of required board meetings to the membership, with a roll call vote of 8-2-2 as follows: "yes" votes by Yoko Cohen, Stephen Durkee, Marcie Vesel Bronkar, Daniel Kalin, John Kneapler, Stephen Rosenthal, Peter Stamas, and Linda Turner, "no" votes by John Chee and Jon Greenfield, and abstentions by Beth Berns and Charles "Chick" Foxgrover.

Following discussion, the BoC also voted to propose a change to the by-law regarding the timing of posting minutes to the membership, with a roll call vote of 11-1 as follows: "yes" votes by Yoko Cohen, Stephen Durkee, Marcie Vesel Bronkar, Beth Berns, Charles "Chick" Foxgrover, Jon Greenfield, Daniel Kalin, John Kneapler, Stephen Rosenthal, Peter Stamas, and Linda Turner, and an abstention by John Chee.

By-Law XIV: Following discussion, the BoC voted unanimously that Board counsel Josh Nathan would circulate revised language for this proposed bylaw change, and that BoC would confirm by email whether to propose the change as revised to the membership.

All proposals that the BoC agreed to propose to membership will be posted on the Bulletin Board on or prior to March 18.

XIII. <u>NEW BUSINESS:</u>

The BoC discussed certain matters in Executive Session.

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There being no further business, the meeting was adjourned at 9:38 PM.

Respectfully submitted,

Becka Vacarelo

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Manager of Development Operations