

**CHAUTAUQUA INSTITUTION BOARD OF TRUSTEES**  
**Zoom Meeting**  
**8:30 a.m., Saturday, July 25, 2020**

**MINUTES**

**Members Present**

Candace Maxwell, Chair	Nancy Kyler
Marnette Perry, V. Chair	Anita Lin
James Brady	Richard Osborne
Christine Brueschke	Sheila Penrose
Hugh Butler	Sara Hagen McWilliams
Judith Claire	David Rosen
Nancy Gibbs	Dorothy Trefts
Izumi Hara	Richard Wade
John Haughton	James Klingensmith
Terrance Horner	Michael Metzger
Robert Jeffrey	William Neches
Kyle Keogh	

**Others Present**

Michael Hill  
Sebby Baggiano  
Samuel P. Price, Jr.  
Timothy Renjilian  
Shannon Rozner  
George Snyder

**I. Call to Order and Executive Session**

Candace Maxwell, Chair of the Board of Trustees, called the Meeting of the Board of Trustees to order at 8:30 a.m. on July 25, 2020. The Board moved into executive session, inviting Michael Hill, Tim Renjilian, George Snyder, Shannon Rozner and Samuel Price to join. William Neches recused himself from the executive session.

**II. Trustee/Director Joint Session**

At the conclusion of the Executive Session, the Board returned for a joint session including the Institution Board of Trustees and the Board of Directors of the Chautauqua Foundation.

Ms. Maxwell made opening remarks of welcome. Nancy Kyler introduced the session's guest speaker, Paula Cozzi Goedert, who then offered her insights into key trends in Not-For-Profit governance.

**A. Report of the Board Chairs**

Ms. Maxwell reported on the organization's status leading up to the introduction of COVID, as well as developments throughout the pandemic, with emphasis on financial condition and strategic plan implementation. After noting that projections regarding the financial impact of COVID have revealed themselves to be quite accurate, Ms. Maxwell noted that planning for 2021 has already begun. She emphasized the need for flexibility, strong cash management and a likely adjustment in the scope and/or timing of many strategic initiatives, including how to leverage the CHQ Assembly going forward.

Mr. Renjilian outlined six areas of focus the Foundation set for itself pre-COVID and then discussed the effects COVID had on each area and plans for moving forward in each area post-COVID.

## **B. Report of the President**

Mr. Hill updated the Boards on efforts regarding COVID safety on the grounds.

Mr. Hill summarized the Weekly Porch Chats he and Ms. Maxwell have led all season.

Mr. Hill updated the Boards regarding the search for an IDEA officer, underscoring the securing of philanthropy that allows us to pursue this position while other hires are frozen.

Mr. Hill updated the Boards on progress in the Advancement Department, emphasizing developments in Planned Giving; the innovation of donor recognition, especially amidst the pandemic; and the increased contacts with major donors and potential partners. Mr. Hill also thanked Nancy Gibbs for her introduction to The HOW Institute, a relationship that he believes may lead to increased corporate and foundation giving.

Mr. Hill updated the Boards on the status of the CHQ Assembly, highlighting that initial technical problems had dissipated and sharing statistics regarding viewership and other forms of participation. Mr. Hill commended Emily Morris and the team she assembled to implement CHQ Assembly. He also noted that planning for fall has already begun, with many of our summer content providers interested in continuing to contribute content after the summer. Finally, he commended the boards in deciding to invest in the CHQ Assembly.

Lastly, Mr. Hill updated both boards regarding a breach in vendor software that will be relayed to Institution patrons and donors. The breach did not include sensitive information such as social security numbers or credit card information.

## **C. Financial Planning for 2021**

James Brady summarized work performed to move to a three-year budgeting process prior to March 2020, and the subsequent pivot to scenario planning once the pandemic arrived. Sebbly Baggiano then discussed the approach and schedule for 2021 financial planning.

## **III. Executive Session**

The Board of Trustees moved into executive session, inviting Michael Hill, Tim Renjilian, Samuel Price and George Snyder to join.

Respectfully Submitted,

Shannon Rozner, Acting Corporate Secretary  
Chautauqua Institution Board of Trustees