



**CHAUTAUQUA INSTITUTION
BOARD OF TRUSTEES**

**Tuesday, June 24, 2025
Via Zoom**

DRAFT MINUTES

Trustees Present:

Michelle Adelman, Veronica Biggins, Laurie Branch, Rick Evans, Karen Goodell, Paul Hagman, Izumi Hara, Terry Horner, Candy Maxwell, Gwen Norton, Bob Obee, Rich Osborne, Dave Pelton, Sara Ponkow, Larry Thompson, Steve Zenczak

Trustees Absent:

Matt Benson, Nancy Gibbs, Steve Messinger, Mike Metzger, David Peckinpugh, Jill Penrose, Marnette Perry

Others Present:

Sebby Baggiano, Geof Follansbee, Amy Gardner, Shannon Rozner, Angela Schuettler, John Shedd, Tamara Silzle, Tim Renjilian, George Snyder

I. Call to Order and Roll Call

Ms. Maxwell started the meeting by requesting that Ms. Rozner conduct a roll call. Following the confirmation of a quorum, Ms. Maxwell called the meeting to order.

II. Approve Greene Family Commons Phase 2

Dr. Branch, as Chair of the Budget & Finance Committee, reviewed details related to Phase 2 of the Greene Family Commons and recommended on behalf of the Committee its approval. Specifically, the Committee recommended:

- approval of Phase 2 of the renovation to the Greene Family Commons as outlined in the Phase 2 Capital Project Checklist, with a total expenditure of \$10,607,319;
- authorization of Mr. Keogh to sign related contracts; and
- An exception to the competitive bidding requirement for this project.

The resolution is attached as Appendix A. The discussion that followed focused on endowment planning, the timing of cash released from pledges, and the terms of a line of credit to be used for bridge financing.

Upon motion duly, the Board approved Phase 2 of the Greene Family Commons renovation as presented in Appendix A.

Appreciation for the generous donation from Craig and Cathy Greene was expressed. Recognition was extended to Mr. Shedd and the staff for their dedicated efforts, and Dr. Branch's leadership role within the Budget & Finance Committee.

III. Update From Presidential Search Committee

Dr. Branch gave a brief update on the Search Committee's progress, highlighting the Committee's recommendation to engage Heidrick and Struggles to assist in finding Chautauqua's next president. Dr. Branch asked that confidentiality be maintained until after the Board votes electronically on this recommendation and until after the Search Committee notifies all the firms under consideration of the Committee's decision.

Plans for electronic voting for this resolution were discussed, along with the need for a budget amendment, as this engagement was not anticipated when the 2025 budget was created.

There being no further business, the meeting was adjourned.

Respectfully submitted,

Shannon D. Rozner
Corporate Secretary
Chautauqua Institution Board of Trustees



WHEREAS, the Board of Trustees of Chautauqua Institution (“Board”) has launched a comprehensive fund-raising campaign known as Boundless (the “Campaign”); and

WHEREAS, the renovation of the student housing facilities formerly known as Bellinger Hall and now known as the Greene Family Commons is a priority project within the Campaign; and

WHEREAS, Chautauqua Institution (the “Institution”) has secured funding in the form of cash and pledges sufficient to renovate the common areas of the Greene Family Commons (“Phase 2”); and,

WHEREAS, Board recognizes that this renovation is in the best interest of the Institution and will allow it to fulfill its mission effectively;

NOW, THEREFORE, BE IT RESOLVED, that the Board hereby approves Phase 2 of the renovation to the Greene Family Commons as outlined in the Capital Project Checklist attached hereto as Exhibit A and incorporated by reference. The total expenditure being approved under this resolution is \$10,607,319, which includes a) construction costs for Phase 2 of \$9,626,905; b) contingency of \$100,000; c) administrative and advancement overhead of \$600,414; and d) design costs already expended and committed that apply to Phase 2 of \$280,000.

FURTHER, BE IT RESOLVED, that the Interim Chief Executive, or in his absence, the Executive Vice President and the Chief Financial Officer jointly, is authorized and directed to implement Phase 2, including:

- signing contracts for goods or services related to the implementation of Phase 2 provided such contracts do not go beyond the scope or total costs covered by the Capital Project Checklist approved herein; and
- making exceptions to the competitive bidding requirements of the Board’s Expenditure Policy for securing the services of Buffalo Construction Consulting as Construction Manager at the cost identified in the Capital Project Checklist attached as Exhibit A.

FURTHER, BE IT RESOLVED, that the Interim Chief Executive will provide regular updates to the Board regarding implementation of the Phase 2 renovations to the Greene Family Commons and its impact on the Institution’s operations and financial position.

This resolution shall take effect immediately upon its adoption.