

# AIA CHICAGO Board of Directors Meeting Minutes

Wednesday, August 26, 2020, 3:30 – 5:00pm

Video Conference Call

## Attendees

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P	April Hughes (President)	P	Chey-Wen Taylor (Director)	P	Jeremy Gentile (Assoc. Dir.)	P	John Syvertsen (guest)
P	Jessica Figenholtz (Pres-Elect)	P	Manuel Hernandez (Director)	P	Jose Rodriguez (Int'l Assoc. Dir.)		
P	Mindy Viamontes (Sponsorship)	P	Oswaldo Ortega (Director)	<input type="checkbox"/>	Ryan Biziosek (Affiliate Dir.)		
P	Jennifer Park (Honors/ Awards)	P	Jason Golub (Director)	P	Chris Carpenter (Affiliate Dir.)		
P	Drew Deering (Advocacy)	P	Natalie Hicks (Director)	P	Andrew Jiang (Student Dir.)		<u>Key</u>
P	Laura Garcia (Secretary)	P	Tim Tracey (Director)	P	Jeff Jenó (IL Delegate)	P	Phoned in
P	Robert Forest (Past President)	P	Lynda Dossey (Director)	P	Joseph Lai (IL Delegate)	■	Present
				P	Terran Wilson (IL Delegate)	<input type="checkbox"/>	Not Present

## Meeting Minutes

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1. **Welcome** by April Hughes. This meeting was held as a web based video call due to the Coronavirus pandemic.

### 2. Approve July 2020 Meeting Minutes

**ACTION:** The July 2020 minutes were reviewed. Jessica Figenholtz motioned to approve the minutes, Mindy Viamontes seconded the motion.

### 3. Committee Report – Membership / Local Dues Increase

**SUMMARY:** April Hughes reported that AIA Illinois is not raising their dues, but National will raise their dues despite voiced opposition from member chapters.

**ACTION:** Drew Deering motioned to not raise local dues this year, the motion was seconded, and the Board unanimously voted not to raise local dues for 2021.

### 4. President Report

**SUMMARY:** April Hughes updated the Board on actions taken since the last Special Board Meeting. Zurich's separation agreement was forwarded to him, but he has not accepted it and the chapter has received his reply. April and Jessica spoke to staff members Joan and Kathy to update them. April spoke to Roberta Feldman with Fred Brandstrader about Roberta's endowment and the discussion went well. Her major concern was preserving the reputation of Zurich, the Board of Directors and the Chapter, which the Board is working to do. Kathy Jessen retired suddenly and without notice from employment with the chapter, effective last Friday.

Chapter insurance (Traveler's) has been contacted to initiate the claims process in response to Zurich's response to the proposed separation agreement and his attorney's correspondence. Travelers will assign council to us. There is a \$1,000 deductible, but insurance will be covering attorney fees related to the matter and the final settlement with Zurich. The Directors & Officers insurance covers the Board as a group and as individuals while serving on the board. They have been provided with all information to date. Peter Kim is the attorney that Traveler's assigned to the Chapter and he has begun by starting to collect information. Personnel records will have to be collected from the physical office and forwarded to Peter Kim. The Board does not currently have access to locked file cabinets and will need to receive this property back from Zurich/Kathy before the files can be forwarded. Manuel asked about if there had been any defamation of Zurich that we are aware of (the answer is no, the Board has done everything possible not to defame him in any way throughout this process) and April noted that she would send Lori Goldstein's response to Zurich's letter to the Board as additional information. They asked about the change.org petition and what we might do about it if anything. The chapter is working on a PR statement that will attempt to address concerns in a positive manner while not breaking chapter policy or the law. NDAs were issued to staff and staff is reviewing with their attorneys and will get back to us this week. The Personnel committee

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has been working on logistics related to retrieving chapter property from Zurich and Kathy, and has been communicating daily with staff. Staff morale was reported to be low during this time due to member backlash but generally stable.

April asked Matt Dumich to chair a search committee independent of this current board to search for a new EVP in tandem with a search consultant, and invitations have been issued to fill out the committee. April reviewed RFPs from search consultants which are in the Dropbox Folder. Time is of the essence to get the search started, but realistically could take 4-6 months. April also reviewed additional stakeholders that would be coordinated with during the search, including staff and historical figures with relationships to the Chapter. RFP responses are due at the end of this week. April noted that updated financials will be provided by the end of the week or this weekend.

**ACTION:** The Board will be convened to vote to authorize the search consultant next Wednesday, Sept 2<sup>nd</sup> at 8am.

## 5. President Elect Report

**SUMMARY:** Jessica Figenholtz introduced John Syvertsen as our potential Interim EVP. John offered to step in to assist the Board and Chapter during this time by filling the IEVP role. John discussed his extensive past history with the AIA and AIA Chicago, which includes being a past president of the chapter. He also shared some thoughts about the current situation, and thoughts about first steps he recommends in the IEVP role. He has not been informed about the process the board went through in making it's decision to dismiss Zurich from his role, and will not be informed of the details leading to separation, so that he can focus on working with the chapter to move forward. Internally he would have conversations with the staff about their roles, review board minutes and financial reports. He sees his role as a liaison between the staff and the Board. He will also look at what the EVP's outward facing responsibilities, and what is on the calendar coming up. He will be supporting the staff in any way he can so that the chapter can function and do their jobs. Several Board members expressed their agreement and support of John assuming the role, and voiced their appreciation to John that he has offered to step in. John talked about how the perceived lack of transparency by outside members is understandable, but we are ethically bound to maintain confidentiality for the sake of Zurich and the Chapter, and we need to hold the line by staying steady and firm, maintain calm and clarity in the face of the understandable backlash. April asked how John sees his role relative to being a statesman that is "stepping into Zurich's shoes". John said that he sees that as the role of the next EVP, he is not in the running for the EVP role. He talked about positively and optimistically representing the position, honoring the calendar that is in place, and that he will be setting the stage and paving the way for the future EVP.

**ACTION:** Tim Tracey motioned to make the offer to John Syvertsen to be our Interim EVP. Drew Deering seconded the motion. The Board unanimously voted yes to offer John Syvertsen the IEVP role. The ExCom will negotiate the offer.

April discussed the communication that the Board is working on crafting, which will include the announcement about John and the current situation.

## 6. Committee Report – Finance

**SUMMARY:** No report this meeting, updates to be provided within the week.

## 7. Committee Report - Sponsorship

**SUMMARY:** Mindy Viamontes reported that the committee is moving forward with the planning for Designight.

## 8. Committee Report – Honors and Awards

**SUMMARY:** no report

**ACTION:** Lynda reported that the Designight juries are complete, and a jury for the firm of the year award has been identified.

## 9. Committee Report – Membership

**SUMMARY:** no report.

## 10. Committee Report - DOB Working Group

**SUMMARY:** no report.

## 11. Committee Report - Advocacy

**SUMMARY:** no report.

## **12. AIAS Report**

**SUMMARY:** No report.

## **13. EDI Committee Report, LGBTQI Committee Report**

**SUMMARY:** No report.

**Meeting adjourned**

### **Next Meetings**

Board Meeting – 9/23/20 @ virtual meeting (12:00-1:30)

ExCom Meeting – 9/20/20 @ virtual meeting (8am – 9:30am)

**Documents Distributed:** See the August 2020 Dropbox folder for all documents.

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