

# AIA CHICAGO Board of Directors Meeting Minutes

Wednesday, September 30th, 2020, 12:00pm – 2:00pm

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 (IEVP)
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 Biziorek (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 August 2020 Meeting Minutes

**ACTION:** The August 2020 minutes were reviewed. Lynda Dossey motioned to approve the minutes, Jessica Figenholtz seconded the motion.

### 3. Approve All Special Board Meeting Minutes

**ACTION:** All six Special Meeting minutes from 7/1/2020 to 9/18/2020 were provided for the Board to review.

**ACTION:** Board members were given until EOB this Friday to review and provide corrections if needed. Minutes will be closed as approved after that time, unless a Board member requests additional time for review.

### 4. President Report

**SUMMARY:** April opened the floor to discussion about the general meeting on 9/25. Drew Deering thanked Tim Tracey for his role in the presentation. Tim Tracey said that he was impressed with April's poise and professionalism while under fire. General open discussion followed. One Board member noted that we shared a lot of information and that membership is trying to reconcile conflicting accounts that they had heard of the events this summer. Another Board member noted that some attendees lamented that staff was on the call to hear the discussion. One attendee relayed to the board that they believed that not all the facts were presented, that the meeting was unethical, tailored in support of our agenda, and defensive, and that there was also scrutiny and questions about abstentions. Feedback from other attendees was surprise about what occurred; they felt that there was due diligence and sympathized with the difficult position of the Board. A Board member noted that he thought the meeting went well and the Board speakers did as good a job as possible given the conditions of the meeting. Another noted that a staff member questioned why this is considered a two-sided issue. If there is a process that comes to a difficult conclusion, then there is nothing to debate. The injured is not the person who was let go but the staff. Several Board members noted that there was no other conclusion we could have come to. Another Board member noted that all feedback they received was positive and that the members appreciated all of the Board's efforts over the past few months. Another Board member reported that there was a robust discussion on a slack channel where many younger members expressed disappointment in this profession's elder's inability to accept that there may have been some problems. Another Board member noted that this is an opportunity to reset. Another said that it has become clear that this was a bigger issue than just the former EVP; how can the 6 voices that had the courage to speak up, and the Board who had the courage to listen and take action, become part of the narrative. All were disappointed by the lack of acknowledgement of the problems as explained in the Board's statement, and how so many member attendees read their prepared statements expecting that their positive personal experiences should override the issues and concerns that lead to the investigation and separation from the previous EVP.

April Hughes discussed vote results from the 9/25 General Meeting, announced at the meeting and verified:

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Net Result:	
<b>What was announced in the meeting by April - PREVERIFICATION:</b>	
Voters on the Line	310
Yes	149
No	104
Abstain	57
	<hr/> 310
Votes Needed to Pass	155 (actual a majority would have been 156)
<b>What will go in the minutes, POST VERIFICATION:</b>	
Voters on the Line	343
Yes	144
No	101
Abstain	98 ***UPDATED ABSTENTIONS
	<hr/> 343
Votes Needed to Pass	171.5 (actually a majority would have been 172)

April Hughes discussed letters received from membership, which are available for review in the Dropbox folder. It was noted that members acting on incorrect information have cost the chapter thousands of dollars. She noted that our bylaws need to be updated. Lynda Dossey asked if we are actually having audits every year as Kathy Jessen claimed in her letter. Bob Forest clarified that he believes that financial documents are pulled together yearly, but that yearly compilation is not the same as an audit.

Matt Dumich is leading the ED search committee, and the committee recommended Helene’s “The Three Aspens, Ltd” company to be search consultant.

**ACTION:** Tim Tracey motioned to hire The Three Aspens, Jeremy Gentile seconded, the Board unanimously voted yes, with one recusal (Drew Deering).

Lynda Dossey and Bob Forest both noted that we could consider inviting some members to join the ED search committee. There was general discussion about this. Consensus was to include these members. There is already a plan in place to conduct meetings with stakeholders, which we are proposing to expand to fold them into the process. The committee will discuss the structure and publicity of this process and review the task list to see how members could contribute.

April updated where we are at with the settlement discussions with the ex EVP. There has been progress and our attorneys believe that we are in the end stages of negotiation. We hope to arrive at a final settlement soon. Insurance covers the settlement total up to a certain amount determined by insurance. Jose asked if our premiums would go up and insurance was not willing to confirm at this point.

## 5. President Elect Report

**SUMMARY:** Jessica Figenholtz provided an update on our crisis PR consultant. They have provided a synopsis of all press coverage to date. She discussed the most recent ENR article, and the specific information in that article that indicates that members have shared confidential information (or that ENR achieved access through a member). Although we did not share any information, this has impacted our settlement negotiations. In order to move forward, John is working on a letter that will update membership on all of the great things this chapter is pushing forward.

Jessica also updated the Board on the Strategic Planning effort and the benchmarking exercise completed by our consultant. We are leading in several categories, and there are some categories we could improve on. Next steps are to conduct interviews with 30-40 people, including the board, staff, members, and affiliates. There will be a slight pause for about a month on the strategic planning effort, to allow some discontentment to settle, and to align it with the next Executive Director search. Bob Forest suggested we revisit the pause every month. Tim Tracey noted that partnering with the next EVP would be beneficial in the long term.

## 6. Executive Vice President Report

**SUMMARY:** John Syvertsen started with a staff update. He has met with each of our staff individually, and they also meet as a group every day at 10am. The meetings have been helpful, and staff is doing well with the Zoom format. Wendy Daniels is covering Kathy Jessen’s previous responsibilities and is doing very well. She met with the group overall and all staff are connecting with her directly. John is in the office on Tuesdays from 8 to 11, and Wendy Daniels is there at the same time. Drew Deering noted very positive feedback from the staff about John’s work in the IEVP role. John is working on the letter

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going out to membership on chapter updates, the deadline for the letter is Friday. John notes the incredible creativity by the staff and the board to move events forward during the pandemic, in particular Designight. "If design is for everyone, Designight should be for everyone as well". There are several exciting programs coming up in the next week. Staff is continuing to work on Designight and the Annual Meeting. Jessica noted that we acknowledged Joan's 25 anniversary with the chapter by sending her flowers and donating \$250 to the local animal shelter that she is involved with.

#### **7. Committee Report – Personnel Committee**

**SUMMARY:** Laura Garcia updated the Board on the Board Personnel Committee. There was discussion about all of the tasks set through the end of this year, and Chey Taylor volunteered to join the committee. The Board Personnel Committee will focus on updating the employee manual and resetting the employee review process, which had not been a consistent or dependable process in the past. This will include a review and reconciliation of job descriptions with our current staff, with the goal of establishing a benchmark for the future EVP and all staff related to reviews. The employee manual update with bring the manual in line with current standards, include a benchmarking exercise, and incorporate recommendations from the investigation reports.

#### **8. Committee Report - Sponsorship**

**SUMMARY:** Mindy Viamontes reported that there is a signed contract in place with Sound Investments. The event date is November 13<sup>th</sup> and the program itself will run for 1.5 hours. There are pre and post event parties planned via the website. that the committee is moving forward with the planning for Designight. The show will be recorded entirely in advance and will be able to be reviewed for at least a month after the event. The event trailer is finalized and that will be released soon along with additional promotional materials. Summary of the event cost is \$33,500.

Sponsorship goal is to offset the cost of the event by 100%. We would also like to raise money to donate to our EDI efforts so the total current goal is \$43,500. Early sponsors are being acknowledged this year, but rolled over to 2021. We have \$23,000 in newly committed sponsors for this year and Mindy expects that the new sponsorships goals will be hit. Several Board members thanked Mindy and the committee for their exceptional efforts.

#### **9. Committee Report – Finance**

**SUMMARY:** Drew reported that we are working on regaining control over chapter finances. We are working on signatory updates on our checking accounts. Addressing foundation accounts will be next. John Syvertsen was able to open new credit cards so that chapter expenses can be covered. Peachtree was our old accounting system, we are moving the chapter to Quickbooks online. A tax extension was filed on behalf of the chapter automatically as a courtesy by last year's tax accountant. They had not been retained for 2020 prior to Zurich and Kathy Jessen's departures. Drew is reviewing options for tax preparers. We will apply for forgiveness for the PPP loan after finances are back in order. We are currently well above our cash reserve requirements. Wendy has reconciled all the back accounts and statements through July. The committee will start developing the 2021 budget with John Syvertsen next.

#### **10. Committee Report – Advocacy**

**SUMMARY:** no report.

#### **11. Committee Report – Honors and Awards**

**SUMMARY:** Lynda Dossey reported no new news.

#### **12. Other Business**

**SUMMARY:** none.

#### **Meeting adjourned**

#### **Next Meetings**

Board Meeting – 10/28/2020 @ virtual meeting (12:00-1:30)

ExCom Meeting –10/21/2020 @ virtual meeting (8am – 9:30am)

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