



**ANNUAL MEETING OF THE
CORPORATION OF CHAUTAUQUA INSTITUTION
AUGUST 8, 2020**

Draft Minutes

Subject to Approval at the 2021 Annual Meeting of the Corporation

The annual meeting of the Corporation was held Saturday, August 8, 2020, 10 a.m., via Zoom at Chautauqua Institution, Chautauqua, New York.

Candace Maxwell, Chair of the Board of Trustees, called the meeting to order. Ms. Maxwell reviewed the membership qualifications as outlined in the New York State Charter of Chautauqua Institution. She recognized Messrs. James Brady and David Rosen for their dedication and commitment to Chautauqua and the work of the Board of Trustees with a collective 18 years of service and noting their terms expire in October 2020.

The meeting proceeded to the election of a Class B Trustee. Ms. Maxwell explained the election process for 2020 and noted that the Institution Trustees took action to allow for electronic voting and additional time to vote, solely for 2020 and due to the existence of a global pandemic that makes in-person meetings untenable. Ms. Maxwell noted that, per the Institution By-Laws, candidates can self-nominate or be nominated with written notification to the Corporation Secretary not less than 20 days prior to this meeting. Candidates must meet the legal requirements as provided in the Charter and By-Laws.

William Neches was nominated by John Ford of the Chautauqua Property Owner's Association for election to serve a second four-year term as Class B Trustee. Mr. Rick Swegan and Ms. Debra Dinnocenzo nominated Jay Summerville with the Secretary of the Corporation per the requirements outlined in the Institution By-Laws. Ms. Maxwell reported that Dr. Neches and Mr. Summerville had met the legal requirements as stated in the Institution Charter and By-Laws. Ms. Maxwell noted that the independent audit firm of Buffamante Whipple Buttafaro, PC (BWB) had been retained to receive and tally the ballots cast electronically and had reported the results of the voting to Ms. Maxwell. Ms. Maxwell reported that BWB had determined that 262 votes had been cast for Dr. Neches and that 146 votes had been cast for Mr. Summerville. ***Ms. Maxwell declared Dr. William Neches to have been elected as a Class B Trustee of Chautauqua Institution for the four-year term commencing on October 1, 2020.***

Mr. Sebastian Baggiano, Executive Vice President, Chief Financial Officer and Treasurer of the Corporation, presented the financial report, certified by the firm of BWB, for the period ending December 31, 2019 and distributed the consolidated earnings and cash flow summary from the audit. A copy of said certified financial report was filed with the records of the Corporation and a copy entered with the official minutes.

There being no further business, the meeting was adjourned.

Respectfully submitted,

Shannon Rozner, Acting Secretary