

**CHAUTAUQUA INSTITUTION
BOARD OF TRUSTEES
Zoom
Saturday, December 11, 2021**

**DRAFT MINUTES
(Subject to Change Upon Final Approval)**

Members Present

Candace Maxwell, Chair	Jamie Klingensmith
Marnette Perry, V. Chair	Nancy Kyler
Hugh Butler	Anita Lin
Judith Claire	Sarah McWilliams
Rick Evans	Jesse Marion
Helene Gayle	Mike Metzger
Nancy Gibbs	Bill Neches
Paul Hagman	Gwen Norton
John Haughton	Richard Osborne
Izumi Hara	David Peckinpaugh
Terrance Horner	Dick Wade
Kyle Keogh	

Absent

Larry Thompson

Others Present

Michael Hill	Emily Morris
Sebby Baggiano	Tim Renjilian
Rindy Barmore	Shannon Rozner
Matt Ewalt	Tim Renjilian
Geof Follansbee	John Shedd
Amy Gardner	George Snyder
Dana Lundberg	Amit Taneja
Deborah S. Moore	

I. Call to Order

Ms. Maxwell called the meeting to order and briefly reviewed the agenda and action items for today's meeting.

II. Minutes

The minutes of the November 6, 2021, Board of Trustee meeting were approved as amended.

III. Board Chair Report

Ms. Maxwell referred to the Inside CHQ video series, which is envisioned as a resource to help property owners better understand the organization — how it works, how it is governed, and how it is implementing decisions aligned with the strategic plan, [150 Forward](#). Five episodes are currently available, with more planned.

Technology Roadmap

Ms. Maxwell referred to the Technology Roadmap Plan included in the Board's briefing material, stated the Board will be asked to approve the Technology Roadmap Plan today and asked Mr. Baggiano to briefly discuss the Plan. Mr. Wade, Budget & Finance Committee Chair, and Mr. Keogh, Marketing & Brand Strategy Committee Chair, expressed support of their respective committees for investing in the Technology Roadmap Plan, as outlined by Mr. Baggiano.

A motion was made to approve capital spending of up to \$5.8 million over the period 2021 — 2025, for the purpose of updating and enhancing Chautauqua Institution's information technology systems, in accordance with the plans outlined in the Board Briefing materials for the December 11, 2021, meeting.

The motion passed.

IV. Report of the President

Mr. Hill reported on the purchase of 4833 West Lake Road, noting the Institution has closed on the property, and discussed the housing opportunities this asset provides Chautauqua; discussed the Institution's Vaccination Policy requiring all Chautauqua employees to be vaccinated; recognized the Board, committees and staff for their work toward building the 2022 Operating & Capital Budgets, noting the significant investments being made in technology and human capital to seize the opportunities outlined in the *150 Forward* Strategic Plan and its initiatives.

V. 2022 Operating & Capital Spending Plans

Mr. Wade, Budget & Finance Committee Chair, stated the Budget & Finance Committee met five times over the course of the last few months to develop and recommend approval of the proposed 2022 Operating & Capital Spending Plan as presented in the Board's briefing material; and noted Chautauqua is positioned to financially support the proposed Spending Plan based on the addition of the Shuttered Venue Operators Grant and other support such as the Paycheck Protection Program, which allowed Chautauqua to report cash reserves in excess of the budget for 2021.

Mr. Baggiano briefly discussed the specific details, process and analysis utilized to build the proposed 2022 Operating & Capital Spending Plan; and referred to the risk mitigation levers outlined in the Spending Plan, which will allow the Board and administration to evaluate and monitor the Spending Plan and, if necessary, take appropriate measures to mitigate Chautauqua's risk.

Upon the recommendation of the Budget & Finance Committee, a motion was made to approve the operating and capital spending plan for fiscal year 2022, in accordance with the Board Briefing materials for the December 11, 2021, meeting.

The motion passed.

VI. Executive Session

A motion was made to move to executive session inviting Mr. Hill, Mr. Lundberg, Mr. Renjilian and Mr. Snyder.

The motion passed.

There being no further business, the meeting was adjourned.

Respectfully submitted,

Rindy S. Barmore
Corporate Secretary
Chautauqua Institution Board of Trustees