



MEETING MINUTES
BOARD OF DIRECTORS
DETROIT INSTITUTE OF ARTS

Date: **Wednesday, November 16, 2022**
Time: **10:30 AM – 1:00 PM**
Location: **Smith Crystal Gallery**
Meeting Type: **Regular Meeting**

ATTENDANCE

Present: Bonnie Larson, Christine Provost, Cynthia Ford, Eugene A. Gargaro, Jr., Hassan Jaber, John Lewis, Judith Pritchett, Lane Coleman, Lillian Demas, Marla Donovan, Marsha Philpot, Molly Valade, Ralph Gerson, Renata Seals, Rhonda Welburn, Robert Jacobs, Sonia Hassan, Thomas Guastello, Victoria Rogers, Fair Radom, Ann Berman, Buzz Thomas, Charles Boyd, Christine Giampetroni, David Larsen, Kimberley Wiegand, Mary Culler, Mohammad Qazi, Padma Vattikuti, Takashi Omitsu, Tony Saunders; Andrew Camden, Charles Anderson, Dave Meador, David Hempstead, Elaine Driker, Jean Hudson, Ralph Mandarino, Thomas Sidlik, Anita Rajpal, Barbara Quilty Charles Dunlap, Lisa Pernick, Dexter Mason, Elizabeth Lilley, Rosemary Gugino

Absent: Bryan Barnhill, Denise Brooks-Williams, Hubert Massey, Jason Tinsley, Jennifer Hudson-Parke, John Hantz, Lawrence García, Lindsey Buhl, Lorna Thomas, Matthew Lester, Nancy Mitchell, Nicole Eisenberg, Paula Silver, Richard Brodie

Guests: Ed Bruley, Jill Rilley, Terry Marecki, Charlie Cavell, Leon Drolet, Bettye Misuraca, Lolita Haley, Warren C. Evans, Swarn Rajpal, Tammy Patton

Others Present: Alan Schwartz, Colleen Clinton, Salvador Salort-Pons, Julie McFarland, Elliott Broom, Gavin Lynch, Rachael Goodwin, Nettie Seabrooks, Nina Sapp, Judith Dolkart, Melissa Peña, Rob Bowen, Anthony Smith, Jennifer Snyder, Kate Spratt, Juana Williams, Katie Pfohl, Carla Tinsley Smith

PROCEEDINGS

Call to Order

Eugene A. Gargaro, Jr., called the hybrid (Microsoft Teams and in-person) meeting of the Board of Directors of the Detroit Institute of Arts to order at 10:37 a.m. A quorum was in attendance.

Introductions

Gene introduced special guest Warren C. Evans, Arts Institute Authority members and Board of Commission members in attendance.

Approval of Minutes

Motion: It was moved, supported and carried to approve the minutes of the August 17, 2022 Board of Directors meeting.

Resolutions

Motion: It was moved, supported and carried to approve resolutions for Warren Coville and Eugene Driker.

GOVERNANCE & NOMINATING REPORT

Bonnie Larson presented the 2023 slate.

Candidates for Re-Election November 2022

Candidates for Re-Election for a Third Term

1. **John D. Lewis** (elected November 2016, served from 1993-2013)**
2. **Tony Saunders** (elected November 2016)**
3. **Padma Vattikuti** (elected November 2016)**

Candidates for Re-Election for a Second Term

4. **Charles Boyd** (elected November 2019)
5. **Richard Brodie** (elected November 2019)
6. **Christine Giampetroni** (elected November 2019)
7. **Matthew Lester** (elected November 2019)
8. **Mohammad Qazi** (elected November 2019)

Motion: It was moved, supported and carried to approve the Governance & Nominating Committee roster.

Board Members Rotating Off November 2022

1. **Buzz Thomas** (elected November 2013)***
2. **Jennifer Hudson-Parke** (elected November 2013)***
3. **John Hantz** (elected November 2013)***
4. **Lindsey Buhl** (elected November 2013)***
5. **Marla Donovan** (elected November 2013)***
6. **Molly Valade** (elected November 2013)***

**Number of 3-year terms served by Nov. 2022*

Elected Board Candidates

1. Ali Moiin
2. Blake Ellis
3. Damon Porter
4. Dina Richard
5. Joanne Danto
6. Michael Simcoe

Honorary Board Candidates

1. Lois Cohn
2. Linda Dresner Levy
3. Ed Levy

Motion: It was moved, supported and carried to approve the 2023 Honorary Board Candidates

BOARD BYLAW CHANGES

Bonnie Larson and Gene Gargaro presented the changes to the board bylaws as presented.

After much consideration and review by the Governance & Nominating Committee, legal counsel, the Executive Committee, and the Professional Practices Committee, revised bylaws were presented for approval.

Motion: It was moved, supported and carried to approve the term limits for chairperson of the board and its process.

Motion: It was moved, supported and carried to merge the Finance and Audit Committees.

Motion: It was moved, supported and carried to approve all bylaw changes in aggregate.

DIRECTOR'S REPORT

Salvador Salort-Pons provided an overview of the Operations Dashboard, an update on the Endowment and announced a major gift.

I. A special thanks to our 2022 Gala Chairs

- A. Lindsey and Tom Buhl
- B. Joanne Danto and Dr. Arnold Weingarden
- C. Christine and John Giampetroni,
- D. Denise Brooks-Williams and Jeffrey Williams

II. Operations Dashboard review

III. New Hires

- A. Patrick Fisher, Director of IT
- B. Natalie Cancilla, Digital Asset Manager
- C. Jen Snyder, Chief Digital Officer

IV. Contemporary Wing Renovation Update

Salvador presented an updated plan and timeline for the project:

- **Fall 2025:** Reinstallation with *no construction*
- **2023-2025:** 3-4 Contemporary Installations
- **2023-2024:** Reinstallation Advisory Group & Collection Consultants

V. Digital Division

Jen Snyder introduced herself and shared a brief overview of her upcoming work. More information on projects will be shared at the February board meeting.

VI. Art Acquisitions, Year-End Gifts, Deaccessions, and Loans

Judith F. Dolkart presented on the works for consideration

A. Purchase Considerations

1. Angelica Kauffman, *Pair of Group Portraits of Mr. Mrs. Joseph May and their Children*, 1780
2. Julie Mehretu, *Among the Magnitude VIII*, 2020-2022
3. Félicie de Fauveau, *Portrait Bust of the Duchess of Berry*, 1840
4. Marie Watt, *Skywalker/Skyscraper (Ghostwriter)*, 2022
5. Artis Lane, *Woman*, 1989
6. Manierre Dawson, *The Gate*, 1913
7. Unknown French Artist, *Small Sword with Koft-gari Hilt*, ca. 1770
8. James Joseph Tissot, *The Elder Sister (La soeur aînée)*, 1881
9. Ellen Day Hale, *The Willow Whistle*, 1888

B. Gift Considerations

1. Deborah Roberts, *Mud Pie*, 2022. Gift of Frank and Laura Baker
2. Abung, Sumatran, *Ceremonial Skirt (Tapis Jung Sarat)*, 19th century. Gift of Andrew L. and Gayle Shaw Camden

Four Gifts of Norman and Susan Stewart and the artist Hunt Slonem

1. *Lucky Charm 8*, 2022
2. *Lucky Charm 9*, 2022
3. *Lucky Charm 10*, 2022
4. *Lucky Charm 11*, 2022

Two Gifts of Norman and Susan Stewart and the artist Titus Welliver

1. *Dead Stand*, 2022
2. *Snow Laden Pines*, 2022

1. Judy McReynolds Bowman, *Mom on Belle Isle*, 2022. Gift of Norman and Susan Stewart and the artist Judy Bowman

Twelve Accessioned Gifts of the Lila and Gilbert Silverman Collection

1. George E. Ohr, *Brothel Tokens 8*, mid 19th – early 20th century
2. Louis Comfort Tiffany, *Salt Cellar*, ca. 1910 (1 of 2)
3. Louis Comfort Tiffany, *Salt Cellar*, ca. 1910 (2 of 2)
4. George E. Ohr, *Pitcher*, no date
5. Torrick Ablack, *Mine*, 1984
6. James Malone, *Scenes of Life in the Ghetto*, before 1975
7. Sam Mackey, *Sam's House*, no date
8. Israel Litwak, *View Near Dover N.J.*, 1949
9. Futura 2000, *Rock the Fun Gallery with Kano & Me*, 1983
10. Glenn Ligon, *Untitled [To Disembark – Henry 'Box' Brown Narrative]*, no date
11. Ghana Ewe Tribe, *Kente Cloth*, no date
12. Tyree Guyton, *Stuck*, ca. 1998

One hundred and thirty two (132) Non-Accessioned Gifts of the Lila and Gilbert Silverman Collection

1. *Various titles and artist. See board packet for full inventory.*

Motion: It was moved, supported and carried to approve Salvador's report with the addenda distributed at the meeting.

C. Bequests

Judith F. Dolkart presented a restricted gift of 44 lots (individual items, sets or pairs), French Faience from the Bequest of Sidney R. Knafel. 30 of the lots are being presented to the for approval for accessioning, and the remaining 14 lots of non-accessioned art will be sold at public auction in accordance with the estate trust documents of Sidney R. Knafel, with the funds from auction to be used to support the DIA's Sidney R. Knafel French Faience Collection Fund. Per Alan Darr in his report:

These fourteen pieces equate in value to \$160,500—less than 20% of the overall appraised value of \$889,500 (or 20% = \$177, 500 in value) which the estate allows the DIA to sell at public auction for the future care and display of the DIA Knafel Faience collection and possibly one or more additional faience acquisitions in the future. Thus, the fourteen pieces donated and listed as non-accessioned gifts are those which the DIA will sell at auction in 2023 or later. The estate also requires that at least 10% of the gift be on public display, i.e. three or four pieces to be displayed, or more as preferred, in the European galleries.

Motion made, seconded, and carried to approve the restricted gift.

TRI-COUNTY REVIEW

Julie McFarland provided and update on continued conversations of our service agreements focusing on the four main areas:

- Free admission
- Seniors
- Schools
- Community Partnerships

Program plans for the 2023 Calendar year will be presented to the tri-counties in December

IDEA PROJECT & WORKPLACE CULTURE UPDATE

Melissa Peña, Executive Director, Talent, Culture, and Operations, and Carla Tinsley-Smith, Director of IDEA presented key theses present in discussion and findings from the second workplace inclusion survey:

- Accountability
- Communication
- Learning, Development and Professional Growth
- Collaboration

Our DIA IDEA Statement:

You belong here.

Discover. Inspire. Appreciate.

We believe that art has the power to connect. Driven by our mission, we create experiences that speak to human stories through time, place, and culture. Our team members and community inspire us to promote practices that begin with dignity and respect to foster a culture of belonging for all.

LEARNING & AUDIENCE ENGAGEMENT

Anthony Smith, VP of Learning and Audience Engagement introduced new team member, David Fiegel, Manager of Gallery Teaching. A. Smith also provided an overview of LAED Division planning with emphasis on cohesion, collaboration, consideration, and creativity.

FINANCE & INVESTMENT REPORT

Kate Spratt, CFO, delivered a financial update.

2022 FY Audit Results

- Plante Moran has issued an unmodified opinion (highest level of assurance) on the financial statements, stating that:
 - The statements present fairly the financial position of the DIA
 - The DIA's analysis for accounting entries is appropriate
 - Reasonable judgments and consistency have been applied
 - Financial Statement disclosures are neutral, consistent, and clear
 - Strong cooperation and communication between the DIA and PM
- Audit finding reported related to internal controls with user permissions for payroll and accounting systems; Corrective action implemented to address issue.
- The audited financial statements will be posted to the DIA's website and copies are available from the accounting department upon request

FY 2023 Financial Summary

The DIA's financial performance has been consistent with budget for the first three months of the 2023 Fiscal Year

- Revenue is \$300,000 unfavorable to budget for the Quarter
- Expenses are \$300,000 favorable to budget
- Unrestricted operating results are consistent with budget
- Spending from restricted funds is within budget for capital projects, art acquisitions and auxiliary & volunteer groups. Exhibitions costs are higher than planned through September, which will be reduced as Van Gogh revenues are generated.

Total Endowment Funds (Operating, Art Acquisition, Education and Other) were reported at \$407 M.

SPECIAL THANKS

Gene Gargaro extended his sincere thanks to Nettie Seabrooks for her service and contributions to the DIA.

ENRICHMENT

Katie Pfohl and Juana Williams presented on two recent acquisitions.

AUXILIARIES

- Founders Junior Council – Dexter Mason, President Introduction
- Friends of Arts & Cultures – Anita Rajpal, Chair Freer House lecture on February 23 and upcoming Newsletter
- Friend of Arts and Flowers – Beth Lilly. Holiday flowers will be up next week, and FAF will resume with fresh arrangements on January 9th.
- Friends of Modern and Contemporary Art - Andrew Camden announced the addition of 6 new board members and efforts to re-energize and grow membership.

GALA 2022

Fair Radom, Chair Development Committee, announced that the Gala's net goal \$850K was beyond exceeded with actual gross of \$2M and net \$1.4 M.

ADJOURNMENT

The meeting was adjourned at 12:18 p.m. The next regular meeting of the Board of Directors is scheduled for Wednesday, February 22, 2023.

Motion: It was moved, supported and carried to adjourn the meeting.

Minutes submitted by Rachael Goodwin.