

MINUTES
ASIAN ART COMMISSION
4:00 p.m., Tuesday, January 23, 2018
Education Classrooms
200 Larkin Street, San Francisco, California

Commissioners Present:	Akiko Yamazaki, Chair Cori Bates Kathy Bissinger Alexander D. Calhoun Julia K. Cheng Virginia Foo Martha Sam Hertelendy Timothy F. Kahn Bill S. Kim	Chong-Moon Lee Alexandra Lenehan Fred M. Levin Gorretti Lo Lui Nanci Nishimura Anthony Sun Lucy Sun Jane Chang Tom Judith F. Wilbur
Commissioners Absent:	Edwin L. Berkowitz William Mathews Brooks Eliza L. Cash Carmen Colet Joan Danforth	James D. Marver Maura B. Morey Kenneth P. Wilcox Brenda Wright
Trustees in Attendance:	Ellen Bauch Pehong Chen (phone) Kapil Chhibber Robert L. Duffy Mary Powell Grossman, ex officio Sung Jin Ingriselli Anne Kahn, ex officio	Maria Kahng John Maa Kumar Malavalli Suno Kay Osterweis Allison Rose Merrill Randol Sherwin Nick Unkovic
Also Present:	Michele Alioto, Trustee-elect Jay Xu Joanne Chou Catherine Finn Tim Hallman	Ann Kotas Rob Mintz Nancy Sackson Caryl Sherpa Laura Hathhorn

1. Call to Order.

Chair Akiko Yamazaki called the meeting to order at 4:10 p.m., a quorum being present. Ms. Yamazaki welcomed Trustee-elect Michele Alioto, and noted Trustees Pehong Chen and Sung Jin Ingriselli were participating by phone.

Tony Sun, co-chair of the ad hoc Succession Committee with Fred Levin, gave a brief overview of the committee's charge and process, thanking fellow board members who have agreed to serve on the committee, including Cori Bates, Pehong Chen, Chong-Moon Lee, Kumar Malavalli, and Jim Marver.

2. Approval of Minutes

Minutes from the September 26, 2017 meeting were approved as written.

3. Transformation Project Report

Akiko Yamazaki began with the Capital Campaign Report by giving a brief update since the September meeting, highlighting seven new leadership commitments of \$500,000+, totaling \$10 million, and additional campaign commitments boosting the total raised since September to above \$12 million, resulting in \$73 million raised toward the \$90 million goal from 92 contributors. Akiko called on Rob Mintz for an update on loans for art installations planned for the transformation. Rob talked about plans in the works for installations for the Art Terrace, the front steps and the Pavilion opening exhibition.

Transformation Project Committee Chair Tim Kahn reviewed important signed and pending contracts and the status of outstanding permits. He highlighted the work of the staff logistics team, i.e., temporary business entrance and loading dock policies and procedures, event plan and vendor guidelines during renovation and the strategy for communications. Tim also reviewed current risks, including permit approvals, the tentative construction timeline.

4. Gala Update.

Lucy Sun, chair of the 2018 Gala with the theme of Transformation, spoke on behalf of her fellow chair, Kulapat, and their honorary chairs, reporting on the single most important fundraising event of the year. She announced the one auction item that will be auctioned during the evening: two tickets to the Kremlin Gala for the Bulgaria Heritage Collection in Moscow.

5. Development Committee Report.

On behalf of committee chair Fred Levin, Chief Philanthropy Officer Nancy Sackson presented the Development Report noting an additional \$5.32 million needed to reach the FY18 goal of \$9.76 million. Regarding board revenue goals, she noted percentages toward goal for unrestricted (35%), restricted (10%) and special events (173%). She reviewed 2018 sponsorship opportunities for exhibitions through December, as well as the March SFUSD Arts Festival. In closing, Nancy noted Asia Week in New York from March 16 through 19, reviewing highlights and additional events.

6. Audit Report – Nick Unkovic

On behalf of Audit Committee Chair Kevin Martin, Nick Unkovic stated that the Audit Committee provides oversight of the integrity of the Foundation's financial statements, its compliance with legal and regulatory standards and other areas of governance. He reported that the museum's auditors, Armanino, had completed their 2017 audit of the museum's financial statement and issued a clean and unqualified opinion, and that the auditors had expressed admiration for the museum's financial staff. Nick noted the auditor's report and financial statement were available on the museum's website. He thanked committee chair Kevin Martin for his leadership, his fellow colleagues on the committee, and CFO Joanne Chou and her team for their excellent work throughout the year. Nick also reported on the museum's Whistleblower hotline, pursuant to which employees can register complaints. Nick noted in the last fiscal year and during his tenure on the committee, the committee had never had a hotline complaint from the staff, noting that was a tremendous testament to Jay Xu and his entire executive team.

7. Operations Report

Director Jay Xu welcomed Qamar Adamjee, Malavalli Family Foundation Associate Curator of Art of the Indian Subcontinent, who presented the art hit on *Divine Bodies*.

Dr. Xu presented a Director's Report reviewing highlights since the September annual meeting starting with the media announcement of the project, project and campaign highlights, industry awards and accolades, and the November 30 commissioner swearing-in ceremony. Jay paid tribute to

Mayor Edwin M. Lee, expressing his admiration of him as a true supporter and friend of the Museum. Jay reviewed the background of a staff Vision Board noting a presentation by leadership of that committee, Ginny Clauss, would be given later in the meeting. Jay highlighted some of the internal physical changes in the museum in preparation for construction, highlighting the preparation department's temporary relocation to the museum's Bayshore warehouse. Jay highlighted the upcoming February 1 staff holiday party, the March 1 Gala, our new café vendors, noting a mid-March opening, and upcoming exhibitions, Couture Korea and Divine Bodies.

Jay called on Virginia (Ginny) Clauss, Membership and Guest Experience Manager, who also served as leader of the staff Vision Board, for presentation on the process that the staff committee went through as they evaluated and recommended revisions to the museum's vision, mission and core values. This was her second presentation before the board, having presented to the Foundation Executive Committee in November.

Next, Jay called on Rob Mintz, Deputy Director of Arts and Programs, who presented a survey of upcoming exhibitions through 2020.

Wrapping up the Director's Report, Jay asked Catherine Finn, Chief Human Resources Office, for an overview of initiatives she has been working on since her arrival in early November.

8. Consideration and Possible Actions

a. Acknowledgement by Resolution of the Asian Art Museum of San Francisco Combined Financial Statements for the Year Ended June 30, 2017 and Independent Auditors' Report

WHEREAS, In November 2002 the Foundation Audit Committee proposed that the Commission and Foundation acknowledge final audited financial statements by resolution annually; and

WHEREAS, The Foundation Audit Committee approved the draft 2017 Financial Statements on November 16, 2017; and

WHEREAS, Copies of the final statements have been distributed to the Commission and Foundation; now, therefore, be it

RESOLVED, That the final Asian Art Museum of San Francisco Combined Financial Statements for the Year Ended June 30, 2017 and Independent Auditor's Report are hereby acknowledged.

b. Condolences to the Families of Ralph Colet, Edwin M. Lee and Hiromitsu Ogawa

RESOLVED, On behalf of the entire museum family, the Commissioners and Trustees of the Asian Art Museum wish to express their deepest condolences to the families of members of the museum family who recently passed away:

Mr. Ralph Colet, husband of Commissioner Carmen Colet, who passed away on October 28, 2017;

Mayor Edwin M. Lee, who passed away on December 12, 2017; and

Mr. Hiromitsu Ogawa, former Trustee, who passed away on December 20, 2017

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- c. Acknowledgement of Foundation Approval of Resolution F17-029 on November 15, 2017 Authorizing the Transformation Project Committee to (i) Approve a Final Transformation Budget, (ii) Finalize, Approve and Execute a Construction Contract with Swinerton Builders, and (iii) to finalize, approve and execute on behalf of the Foundation all remaining Contracts Above \$100,000, and Authorization for the Asian Art Museum Director and/or CFO/COO to finalize, approve and execute on behalf of the Foundation all remaining contracts below \$100,000 required to complete the Transformation Project**

WHEREAS, On November 15, 2017 the Foundation Executive Committee (FEC) authorized the Transformation Project Committee (TPC) to:

- (i) authorized the Transformation Project Committee (TPC) to approve a final Transformation Project Budget for construction and related costs not to exceed \$38,750,000, with the intention to manage to \$38,000,000 if reasonably practical, and
- (ii) authorized the TPC to finalize, approve and execute on behalf of the Foundation a guaranteed maximum price construction contract with Swinerton Builders not to exceed \$24,000,000 as part of the Transformation Project Budget approved in item (i) above, and
- (iii) authorized the TPC to finalize, approve and execute on behalf of the Foundation all remaining contracts above \$100,000 required to complete the Transformation Project provided that they are within the Transformation Project Budget per item (i) above, and
- (iv) authorized the Asian Art Museum Director and/or CFO/COO to finalize, approve and execute on behalf of the Foundation all remaining contracts below \$100,000 required to complete the Transformation Project providing that they are within the Transformation Project Budget per the item (i) above; now, therefore, be it

RESOLVED, That the Asian Art Commission acknowledges the FEC's approval of F17-029 on November 15, 2017.

d. Approval of the Start and Finish Dates of Construction

WHEREAS, Pursuant to the Grant Acceptance Agreement (GAA) between the Asian Art Commission (Commission) and the Asian Art Museum Foundation (Foundation) dated January 10, 2018, and the Contractor's Notice to Proceed dated January 11, 2018, construction shall commence during February 2018, or as soon thereafter as is feasible as determined by final permit approvals from the City & County of San Francisco, and the anticipated Substantial Completion date shall be by June 2019; now, therefore be it

RESOLVED, In compliance with Section 1.2.4 of the GAA, the Commission hereby approves the start and finish dates stated above.

e. Renewal of Loan No.: OL1995.03 to the Fine Arts Museums of San Francisco

WHEREAS, The Fine Arts Museums of San Francisco (FAMSF) has had a pair of West Asian cheek pieces from the Avery Brundage Collection on loan at the Legion of Honor since 1995; and

WHEREAS, The Asian Art Commission has renewed various aspects of the loan numerous times, details of which are on file with the Asian Art Museum's registration office; and

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WHEREAS, FAMSF has requested a three-year renewal of the objects listed below for the period February 2018 through February 2021; and

B62B87.a-.b

METAL ARTS

Horse cheek pieces of a bit in the form of sphinxes, approx. 800-700 BCE

Luristan, Bronze

H. 6 ½ in x W. 5 ½ in x D 1 ¼ in

The Avery Brundage Collection

WHEREAS, The FAMSF has requested a three-year renewal of the one object listed below for the period February 2018 through February 2021; and

B60P2136

CERAMICS

Large footed bowl or cup with handles, approx.

750-700 BCE, Cyprus or Turkey

Painted pottery

H. 6 ½ in x Diam. 8 ½ in

The Avery Brundage Collection

WHEREAS, The Director and Deputy Director of Arts and Programs recommend the loan renewal for the additional period; now, therefore, be it

RESOLVED, That the Asian Art Commission hereby approves renewal of the objects above from Loan No.OL1995.03 to FAMSF.



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9. Public Comment

Members of the public were invited to address the Commission on items that were within the subject matter jurisdiction of the Asian Art Commission. The public may address the Commission for up to three minutes and the Chair may limit total testimony to thirty minutes. Members of the public present did not wish to comment. There being no outside members of the public present, no public comment was made.

10. Adjournment

There being no further business to discuss, the meeting was adjourned at 6:05pm