

To: BSA Foundation Trustees
From: Ted Touloukian AIA, Chair
Re: Meeting Agenda
Date: Wednesday, April 10, 2019

Our next meeting begins at 12:00 pm to 2 pm on Wednesday, April 10 at BSA Space, 290 Congress Street, Boston. Lunch will be provided at 12:00 pm.

AGENDA

- 12:00 PM Call to Order
- Approval of January Retreat and February Joint Meeting Minutes [VOTE]
- 12:10 PM Strategic Conversations
- *Design Education* – 30 minutes
 - *Community Design* - 30 minutes
 - *Grants* – 20 minutes
- 1:30 PM Update on consultants
- Fundraising and major gifts
 - Business planning
 - Website and messaging
- 1:40 PM Updating the BSA and BSA Foundation Collaboration Agreement - VOTE
- 1:50 PM Update on work from the BSA – Rick Dimino & Eric White
- 1:55 PM New Business
- Report on Committee assignments

ENCLOSURES

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|--|-------|
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Minutes from the January 23rd Meeting of the Board of Trustees

Present: *Trustees: Meera Deean, Bennet Heart, Peter Kuttner FAIA, Anne-Marie Lubenau FAIA, Patrick McCafferty PE, Kelly Sherman, David Silverman AIA, Ted Touloukian AIA, Laura Wernick FAIA, Ken Willis*

Staff: Polly Carpenter, Ben Cohen, Billy Craig, Michela Davola, Jenny Effron, Abby Lindauer, Victoria McKay, Eric White

Absent: Rick Dimino, Rickie Golden, Eric Krauss, Haril Pandya FAIA, Richard Taylor

Call to order: Noting the presence of a quorum, President Touloukian called the meeting to order at 12:09 pm and welcomed the Board.

Minutes of prior meeting: Amend Dec. 2018 meeting notes to reflect budget acceptance
Upon a motion by President Touloukian, it was:
VOTED to accept the minutes of the December 2018 Board meeting with amendments;
Heart motioned. Silverman seconded;

Unanimous.

Business Upon motion a by President Touloukian, it was:
VOTED to welcome Richard Taylor to the Board of Trustees
Wernick motioned. Kuttner seconded;

Unanimous

Presentations: White began with the Introduction to BSA Foundation Board presentation.

Staff Presentations:
Polly Carpenter- Youth & Family 2018 review
-“Sparchitecture” with Mass Art
-6 or 7 apprentice students will be coming to the BSA over the summer
-KidsBuild is going on the road

Eric White- Community Design and new hire plan
-Model of op. plan coming late Jan
-Reviewed programs that happened in 2018

Jenny Effron- Policy
-How do we distinguish ourselves with policy work?
-Applied to Rose Fellowship, 11 other similar applicants, BSA was not selected

Victoria McKay- Advancement
-Total raised in 2018 was \$746,500
-Introduce rising philanthropists
-Focusing on broadening the donor pool in 2019
-First silent Auction taking place March 14th

Billy Craig- Business and Operations
-AIA Associate membership down
-Boutique conference on embodied carbon taking place at MIT on May 31st

BSA Board of Trustees and BSA Staff split into three groups different topics:

Group work:

Group One: Policy and Development

Policy

- Offer full 'toolbox'
 - Gallery -Charities
 - AB -Access to Global Expertise
 - Lectures -Access to Officials
- Design overlay, vision
- Convener
 - Position?
 - Engage Public
- Why are we doing and how to explain?
 - Design can be equitable
 - Design makes a better Boston.. better World
- Wide scale?
 - Housing -Transit
 - Climate -Resiliency

Development

-Challenges

- Saturated market -Over 4,000 BSA/ 150 Legacy
- Are we trying hard enough to reach firms?
- Reaching out to allied firms as BD opportunity
- Different drivers for Architecture firms, Engineering firms, Contractors, and others
- Consider assigning firms for individual outreach
- For firms seeking BD benefit: what do we get for "X"
- Create links between organizations
- How BSAF fills the gap in the external problems in the city
 - Education -Policy
 - Community

Group Two: Education and Finance

Value of Design Education

- Observation -Real-world Understanding
- Engineering -Analysis
- Collaboration -Problem solving
- Vision -Planning/ Strategizing
- Informed and engaged citizens
- Business revenue model?
 - Balance of paid/free programs
 - Specifically sponsored programs
 - Firms -Foundations

Questions about Finance

- Approach to investment policy
- Approach to endowment use, growth
- Relationship to BSA support: short + long term

Group 3: Programming and Business

How does what we offer reflect who we are?

-Start hosting 'networking' events for CDRC

-Be known as a resource

-Be a matchmaker

-Create opportunities

-Primary goal to get a person in the role to serve the community

-Have the judgement to connect projects to firms and vice versa

-What are our services?

-Find next steps/ act as a safety net

Business

-Consultant hired to give the what and how

-Don't rule out low income professional programs

-Future of professional outreach

Adjourn:

Touloukian requested a motion to adjourn, motion by Sherman, seconded by Silverman, it was
VOTED to adjourn the meeting at 4:10 pm;

Unanimous.

Respectfully submitted,

Abby Lindauer

(on behalf of Kelly Sherman, Secretary)

February 28, 2019 Minutes of the BSA + BSA Foundation Joint Meeting

BSA Board Present: *Sam Batchelor AIA, Rebecca Berry AIA, Jeffry Burchard AIA, Sara Carr, Jean Carroon FAIA, Larry Chan FAIA, Natasha Espada AIA, Anda French AIA, Shauna Gillies-Smith ASLA, Kelly Hutzell AIA, Glen LeRoy FAIA, Andrea Love AIA, Dan Perruzzi AIA, George Proakis AICP, Patricia Seitz AIA, Ellen Watts FAIA, Jay Wickersham FAIA,*

Foundation Board Present: *Meera Deean, Bennet Heart, Peter Kuttner FAIA, Anne-Marie Lubenau FAIA, Kelly Sherman, David Silverman, Richard Taylor, Ted Touloukian AIA, Laura Wernick FAIA*

Staff: *Ben Cohen, Jenny Efron, Pamela de Oliveira-Smith, Abby Lindauer, Victoria McKay, Eric White*

Absent: *Brandon Clifford, Rick Dimino, Christine Dunn AIA, Rickie Golden, Amy Korte AIA, Eric Krauss, Malia Lazu, Patrick McCafferty PE, Greg Minott AIA, Mary Anne Ocampo Assoc. AIA, Haril Pandya FAIA, Ken Willis*

Call to order Noting the presence of a quorum, President Carroon and chair Touloukian called the meeting to order at 12:19 pm.

EDI Effron and French spoke about the current work being done on the EDI Task force; both internally and externally. Staff meets monthly to tackle the taskforces goals.

- The BSA Awards will be adding demographics and EDI language in submissions and jury process
- Build relationships with local student orgs and find out what initiatives universities are taking around EDI
- The new website will hold resources (Ex. AIA Minnesota CE EDI Training)
- BSA Statement will be made and released

Communications Board voted to skip Upstatement presentation and updates to continue conversation on business plan.

Update Upon a motion by Touloukian, seconded by Carroon, it was VOTED to skip update; Unanimous.

Business Planning/
David Grasfield Grasfield presented his preliminary ideas on structuring the BSA and BSA Foundation business planning. Next steps are to refine potential revenue generators with a smaller group including staff leadership, two representatives from the BSA and two from the Foundation boards. We anticipate presenting the plan to the Boards in May.

Adjourn Upon a motion by Carroon, seconded by Sherman, it was VOTED to adjourn the meeting; Unanimous.

Respectfully submitted,

Abby Lindauer
Acting Secretary

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2019 BSA Foundation Board Meeting Agenda Schedule

| Dates | Agenda Items | Reports |
|---|--|--|
| Wednesday, January 23 Board Retreat | -Introduce new Trustees -2019 Committee appointments -Review 2018 -Strategic collaboration committee recap -Key questions for Board in 2019 | -Assessment Report -Budget & Investment -Development -Programs & Exhibitions -Press |
| Wednesday, February 27 Joint Board Reception 6 PM - 8 PM | -A social event for the Society and Foundation Boards | |
| Thursday, February 28 BSA & BSA Foundation Meeting 12 PM - 2 PM | -Relationship between BSA and Foundation -Equity, Diversity, and Inclusion -Long-term financial and business planning | -EDI |
| | | |
| Wednesday, April 10 12 PM - 2 PM ExComm 11 am-noon | Strategic Discussion: Goal 1- Education -Finance Committee recommendations -Review grant guidelines | -Final FY 2016 -Budget & Investment -Development -Assessment report -Press -Goals update |
| Wednesday, May 22 12 PM - 2 PM ExComm 11 am-noon | Strategic Discussion: Goal 2- Community -Q1 Review and Adjustments -Budget Prep Calendar | -Q1 Reports -Assessment Report -Goals Update |
| Wednesday, June 19 12 PM - 2 PM ExComm 11 am-noon | Strategic Discussion: Goal 3- Policy -Nominating Committee Recommendations -Audit review results -Define action items for Sept. 4 Board Meeting -Budget prep including ED Compensation | -Budget & Investment -Development -Civic TF update -Assessment report -Press -Programs & Exhibitions -Audit report |
| Wednesday, September 4 12 PM - 2 PM ExComm 11 am-noon | Strategic Discussion: Goal 4- Programs, Exhibitions & Grants -Budget preparation -Action items | Q2 Reports -ED report -Exhibitions/ Programs report -Development report |
| Wednesday, October 2 12 PM - 2 PM ExComm 11 am-noon | -Budget review and approval -Confirm 2020 Trustees and Officers -Joint Strategic Collaboration Assessment -Strategic discussion -Review of Executive Director | Q3 Reports -Budget & Investment -Development -Management -Press -Prep for Board & ED Assessments |
| Wednesday, December 4 12 PM - 2 PM ExComm 11 am-noon | -Strategic Discussion & 2020 Planning -Review of 2019 | -Grants Committee -Development Report -Press |

Highlights of BSA Foundation Scorecard

March – April 9, 2019

Goal 1 Design Education

Activities: Programs ranging from BPS Kindergarten program, Design Thinking Day, Apprentice Learning, BPL Afterschool, Family Design Day, and KidsBuild!

Results: Over 1,400 students, ages 4 - 18 engaged directly in BSA programs and significant number of young girls who visited our activities table at the MIT Girls Build event.

Impact: The majority of students and programs come from under-resourced and underserved communities. Provides young people with the basic design thinking experiences.

Goal 2 Community Design

Administrative: Advisory committee met to guide our hiring a new community design director. Working with Eric to develop a job description and plan for hiring.

Activities: One community project in construction; One community project moving into design phase; one charrette completed in March; One charrette planned for April; One Design Workshop planned for May; one forum hosted in March; one being planned for late April/May; one exhibition on community design currently up; one design workshop on hold (Chelsea Produce Center).

Impact: While we are without a community design director, a number of projects are currently in planning, in design or in construction. We are also advancing goal through programs.

Goal 3 Policy

Activities: Primary focus advancing work around carbon free and housing priorities. Major conference in planning for May; meetings with BPDA; program on carbon free Boston; and planning for both a carbon competition and housing fellowship.

Impact: Increasing reputation with the city leading to strong opportunities to lead the way on both designing Boston for carbon free communities; and design to meet Mayor's affordable housing goals.

Exhibitions

Activities: In the Public Interest up through April 21 and next major exhibition Balancing Act opens May 17 – September 27. Smaller photo exhibitions, student lighting, and technology have been featured.

Impact: Anticipate 25K visitors a year (non-architects) visit the gallery each year.

Grant Giving

Activity: \$20K grants from Foundation will be available. Planning now for CfE to post in May.

Impact: Need to discuss how grants can have greater impact on achieving Foundation goals.

Development/Fundraising

Administrative: Engaged major gifts consultant to help plan next phase of fundraising. Need Board review.

Activity: One major event (auction, revenue \$19K); Currently \$87,000 raised in 2019.

Impact: Corporate support remains strong and now look to move into major gifts planning.

| | | BSA & BSA FOUNDATION SCORECARD | | | |
|--|---|--|---|--|--|
| Goal | Recent Activities | Inputs | Outputs | Outcomes | Notes |
| Type of Work | Steps being taken to advance the goal | resources, financial, staff/volunteer time 1 Low, 10 high | # of programs, participants, demographics | impact on participants or community | |
| 1 Architectural Practice Excellence - Advance design and professional excellence and equity through supporting a diverse range of models of architectural practice and design | | | | | |
| Emerging Professionals Forum | Hear from Hiring Managers panel | low staff and volunteer time, moderate-low cost (pizza) | 2-hour panel discussion with Q+A, 4 panelists, 2 moderators (EPNet co-chairs), 25-30 attendees | panelists able to talk about their work/firm culture; attendees able to hear and ask about strategies for application, interviewing, negotiation | a repeat program; attendees always very grateful to have this as a resource; important that the panelists are candid |
| Emerging Professionals Program | Feedback Mentorship program - application and pairing | moderate staff time; moderate volunteer time; moderate-low cost (food and beverage for planning/pairing meeting + kickoff) | 5-month mentorship program with one 2-hour kickoff (April) and one 2-hour wrap up (September); 30 panelists (15 EP mentees, 15 mentors) | each participating mentee meets with 5 potential mentors; program provides the loose structure for initial meeting; up to participants to build relationship beyond this | planning/pairing taking place April 2; kickoff taking place April 22; pursuing AIA Trust grant; loosely structured mentorship program model EPNet hopes to share with other AIA (AIA NE especially) chapters |
| Emerging Professionals Program | Mid-Career panel | low staff and volunteer time, moderate-low cost (pizza) | 2-hour panel discussion with Q+A, 3-4 panelists, 2 moderators (EPNet co-chairs) | TBD | will take place late April/early May; important for EPs to hear from mid-career specifically rather than principals/later-career because that is EPs' next step (more relevant) |
| Emerging Professionals Event | EPNet Grad Party | low staff and volunteer time, moderate-low cost (food + beverage) | social networking opportunity for EPs and recent architecture school grads | TBD | taking place Wednesday, May 22 |
| Business of Architecture | Codes Roadshow | moderate staff and volunteer time; moderate cost (presenter travel + stipend, food and beverage, rental costs (possibly)) | 4 2-hour, 2 LU) HSW presentations on MA State Building Code-- 1 each in MetroWest, South Shore, North Shore, Cape/Islands | TBD | will take place late April/early May; will provide in-person HSW learning opportunities for those in "BSA territory" but for whom BSA Space is not easily accessible |
| EDI+SH | Design Awards | low staff time; no financial cost | Included EDI requirements in Design Awards submission page: EDI+SH | Increase firms'/submitters' awareness of their firm makeup, AIA ethics and professional conduct expectations, and BSA position on EDI+SH | questions about demographics (gender, firm size, racial/ethnic diversity); affirmations (AIA code of ethics and professional conduct; intent declaration; BSA statement on EDI+SH) |
| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
| 2 Design & Building Excellence - Improve the quality of building construction through collaboration and thought leadership in the AEC industry | | | | | |
| Includes: Knowledge Communities, ABX, Workshops, AEC Collaborations, Conferences/Seminars, Industry EDI + H | | | | | |
| Conferences/ Seminars | Embody Carbon in Buildings Conference | High staff time (communications, sponsorship/sales, on-site logistics, high-level content management); high volunteer time (advisory group directs content development); high financials (space rental, AV, food and beverage) | 150 attendees plus 21 tabletop showcase exhibitors; | Scheduled May 31 | will take place Friday, May 31; supported by allied organizations: NESEA, USGBCMA, APTNE, MIT Concrete Sustainability Hub, AGC MA; providing Embodied Carbon "101" knowledge to AEC practitioners; national AEC leaders (practitioners, researchers, consultants) will share expertise |
| Increase Role of Kno Cos @ ABX | Met with chairs of MakeTANK, WiD, Building Enclosure Council, SetchUp, and Access Committee to discuss submissions for tracks at ABX. | Susan, Billy | 40 in attendance | TBD | Submissions due to Informa by April 15 |
| Knowledge Community (Kno-Co) Communication | Evaluated the online-presence needs of each knowledge community. | Communicated architects.org needs of our kno-cos. Continued setting up LinkedIn Groups for each kno-co. | | TBD | |
| Meeting developing relationships between board VPs with Kno-Co Chairs | Held an introductory VP/Chair Roundtable. Chairs gave brief overviews of their 2019 agendas, Jean Carroon shared a brief overview of the BSA's commitment to a carbon-free Boston, and Jenny presented the preview of work by the EDI Task Force. | Susan | Chairs gave brief overviews of their 2019 agendas, Jean Carroon shared a brief overview of the BSA's commitment to a carbon-free Boston, and Jenny presented the preview of work by the EDI Task Force. Roughly 45 participants | Follow-up letter to come from Jean with an 'ask' for carbon programming; more info to follow from the EDI Task Force; outreach for new kno-co leadership based on expressed interest in passing the torch; and amplification of the need for greater promotion of our knowledge resources. | |
| MakerSpace Project | Working with MakerSpace committee to bring 3D printers to gallery and print new Boston model - aiming for November completion | Volunteer committee, modest staff involvement, donated equipment | Will result in updated Boston model as well as gallery visitor experience with 3D | | |

| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
|--|---|--|--|---|--|
| 3 Policy 1 -Advocate for policies in planning and design that create a more beautiful, vibrant and just city and region Policy 2- Use design to engage and empower the public to address regional challenges Includes: organization policy goals, Designing Boston, Panels, larger urban Design Workshops, building relationships, visioning | | | | | |
| | | | | | |
| EDI+SH | EDI + SH update committee meeting and planning next steps | 6 - regular staff involvement, significant volunteer committee involvement | Recommendations for addressing the profession, firms, and BSA EDI needs | | Meeting reviewed next steps to advancing the organization's goals for EDI. Committee reviewed work since December and identified plans for next steps of action. |
| Resiliency | BPDA Resiliency Guidelines Working Group | 4 - modest staff planning, 12 volunteer architects | Drew BPDA staff and the two consultants - Utile and Klenfelder | Provided BPDA with direct feedback from design and engineering professionals to the impact of proposed resiliency guidelines | |
| Carbon | Designing Carbon Free Boston | 5 - moderate staff planning, organizing, promoting, coordination | About 100 attendees, revenue net \$1,000 | Promoting the Carbon Free Boston 2050 report and USGBC report on the cost of building net zero. Showcases best green building practices | Scheduled for May 9 |
| Carbon | Living with Carbon Competition | 7 - major staff involvement in planning at this time | TBD | Provide the city and region with creative design solutions to creating net zero carbon neighborhood/communities. | In the planning stages |
| Housing | Housing Fellowship | 7 - major staff involvement and modest salary impact | Significant impact on meeting the Mayor's goals for housing affordability, but through the design lens | Impact the city's affordable housing policies and design solutions | Working with Boston DND/I-Lab to create a 2-year shared BSA/City Fellowship addressing affordable housing issues in Boston through design and policy. Fellow will manage pilot projects. |
| Community | Charles River Watershed Floating Wetland | 1 - small staff involvement | NA | The next phase of a BSA Foundation Grant project is the new floating wetland project. | |
| Citizen Architect | Public Appointments for state and local positions | 6 - moderate staff management of requests | Over 30 nominations are in the process of being processed | Increasing the impact of architects and the voice of design in the government and community process | |
| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
| 4 Design Education - Provide access to design education for every child in Boston Includes: all youth and family programs and activities | | | | | |
| School Education Program | BPS Kindergarten Program | 9 | 15 volunteer Architects. 15 classrooms. 300 students Age 4-6 Underserved | Partnerships lead to collaborations that improve our programs, and reach larger audiences to provide design education. | Current |
| Family Education Program | Family Design Day - In the Public Interest | 7 | 3 volunteer architects. 20 students Age 5-13 | Students gain awareness of the power of design and architecture to effect positive change | 3/16/19 |
| School Education Program | Boston PIC Design Thinking Day | 6 | 75 Age 16-18 Underserved | Opportunities to reach students in under-resourced communities to encourage future equity, diversity and inclusion in the profession. Partnerships foster collaborations that improve programs, and reach larger audiences about the power of design. | 3/8/19 |
| School Education Program | Apprentice Learning apprenticeship | 9 | 7 students Age 13-14 Underserved | Deep design education programs enable students to develop quality design skills that can be applied to solving complex challenges. Partnerships lead to collaborations that improve our programs, and reach larger audiences to provide design education. | Current |
| Afterschool Education Program | BPL Afterschool | 6 | 10 students Age 11-12 Underderived | Deep design education programs enable students to develop quality design skills that can be applied to solving complex challenges. Partnerships lead to collaborations that improve our programs, and reach larger audiences to provide design education. | Current |
| Family Education Program | KidsBuild! | 9 | 660 children. 70 volunteer architects | Students gain awareness of the power of design and architecture to effect positive change | 4/6 & 4/7 |
| Family Education Program | MIT Girls Day | 6 | 300 - 400 girls at the BSA Foundation education table building models | Students gain awareness of the power of design and architecture to effect positive change | 4/23/2019 |

| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
|---|--|---|--|--|---|
| 5 Community Design - Provide access to design resources for every Boston neighborhood | | | | | |
| Includes: all community work, projects, charrettes, community visioning, small community design workshops | | | | | |
| Forum on Community Design and Equity | Designing Boston: Building Community | 5 - Jenny led, Medium staff time to organize speakers, presentations, promotion | 110 registered, 70 attendees, 25 first time, HSW credits awarded, | local architects spoke about public interest design careers and what community engagement means | Highlighted a few of the local architects that were part of the digital portion of the current exhibition <i>In the Public Interest</i> |
| Charrette - Equity/Social Cohesion, Design X | Lutheran University Charrette | Jenny led/ coordinated low staff time to refer volunteers to Church partner | 9-12 volunteer architects over 1.5 days | Helped envision space to accommodate more community uses | the church worked with Project for Sacred Places for this project and BSA got them volunteers |
| Small Design Workshops - Municipal Planning & Equity | Patio Café Design Workshop with Boston Main Streets | Jenny led, heavy staff time to coordinate volunteers and with the City | Work with City and volunteer members to help small business & local economy | City initiative will be led in part by BSA Foundation community work | Workshop will happen mid-May |
| Community Project | Lena Park Playground Project | Polly lead working with the BSA GDIRC committee led by Patti Seitz AIA | Result of planning work with community is \$600K CPA funding for Lena Park community | Will result in the design (shifting from volunteer to paid) and construction of community space and playground in Lena Park | Combined staff and volunteer led project. |
| Community Project | Sumner Street School Playground | Polly lead, working with BSA, BSLA teams resulted in new playground plan | Design has wrapped up - several community meetings, both youth and neighborhood charrette | Project moved on to construction phase. Construction has slowed down, but will be completed for new fall school year. | |
| Charrette | National Park Service Charrettes | 5 - Modest staff planning and coordination of volunteers | TBD | Will result in preliminary recommendations for NPS public space use in Boston | Compiling case studies for NPS and leading community charrette for affordable commercial space for rope walk |
| Exhibitions | Community Design Exhibition: In the Public Interest | <i>see exhibitions</i> | <i>see exhibitions</i> | <i>see exhibitions</i> | One of our first exhibitions shifting to line up themes with our organizational agenda |
| Forum on Community Design and Equity | Planning for Community Design Forum | 5 - Jenny led, Medium staff time to organize speakers, presentations, promotion | | Hear best practices of models of community design from other parts of the country. | Program in planning - aim to have 2-3 leaders from other cities who lead community design. Stephen Gray has agreed to moderate. |
| Charrette | Allston Throat Charrette | Led by Urban Design com. with staff support | Engaging community, MA DOT, designers | Follow up on 2015 Design Workshop responding to the Allston MA Pike exchange and future of the railyard. | Invited by MA DOT now that project is underway to follow up on the 2015 design recommendations |
| Community Design Workshop (on hold) | Chelsea Food Produce Center | 3 - modest staff involvement to keep project moving | NA | NA at this time | Currently on hold due to delays with community |
| Staffing/Leadership | Community Design Director | 7 - staff time interviewing and developing plan | TBD | New Community Design Director | Advisory group created to assist in developing job description and process. |
| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
| 6 Membership - Provide the highest level of service to our members, partners and guests | | | | | |
| Includes: renewals, recruitment, scholarships, allieds, design awards, and continuing education credits | | | | | |
| Continuing Education Credits | | 7 - High staff time submitting and tracking CEU | March - CEU 26 hrs; 7 HSW 213 member hours | Quality design education provided for members and allowing them to maintain their license | |
| Design Awards | 2019 Design Awards submissions open | High staff time; moderate volunteer time; financials include online submission platform, annual fee, travel for 1-2 juries, food for 7 juries | Awards revenue for all submissions (in 6 categories for 2019); 7 awards juries (6 meet once, 1 meets 4 times) - one to two meet outside of Boston; awards decisions (celebrated at Gala in January 2020) | member and nonmember engagement on juries; engagement of other components on juries (AIA/NY Housing; AIA LA for Honor); committee chair engagement on jury recommendations; local (and wider?) recognition by peers for excellent work (winners) | |
| Scholarships | Rotch Travelling Scholarship | moderate-low staff time; moderate-low volunteer time; all costs except for staff time and cost of space reimbursed by Rotch Trust | One winner selected to receive \$40,000 to travel and research architecture for minimum of 6 months | Support of emerging professionals and broader architectural investigation; highlighting strength of MA architecture schools and firms | Rotch is interested in fundraising and would like to begin to do so soon, but has no immediate plans in place; would like greater funds in particular to be able to offer Travelling Studio again in addition to Travelling Scholarship |
| Maintain our good AIA member figures. Grow other categories with particular focus on the Allied category. | Renewals invoiced/mailed. Reminders in Currents. Pursuing Allied members more vigorously via our sponsorship program handled primarily by Maria Salvatierra. | 10 | Renewals Paid as of 3/31/2019: FAIA - 98, AIA - 2217, Assoc. AIA - 240, Professional Affiliate 54, AIA_Other - 18, Architecture Firm Members - 116, Allied Firm Members 54 | 2018 Revenue by member type: FAIA/AIA Membership - \$1,357,157 Assoc. AIA Membership - \$115,004 Professional Aff/AIA_Other Membership - \$20,826 Architecture Firm Membership - \$428,740 Allied Firm Membership - \$99,285 | |
| Grow Allied Membership | Outreach to previous Allied members and new subcontractors about the updated benefits of Allied membership | 7 | 2 (1 reinstate/1 new) since last Board report. | | |
| BSA Future Architect Scholarship (F.A.S.) | Included Scholarship request form with renewals/reminders and various follow-up with members encouraging participation | 3 | 25 Assoc. AIA have taken advantage of the FAS program | | |

| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
|---|--|--|--|---|---|
| 7 Communication - Advance BSA and Foundation as thought-leaders and conveners in the industry and public appreciation for architecture Includes: messaging, AB, web, social media, press & marketing, professional communications, public resources, public activities, exhibitions | | | | | |
| AB | Transition from paper to digital. First theme is Evolve | (\$220,000 2019 expenses budgeted; \$150 revenue budgeted) 10 | None to date | Content reflects thought leadership; new format engages new audiences; gets people talking about architecture | Look and feel has been established; Leone design has been retained for art direction; editorial is under development; themes have been established for remainder of year; existing content is being migrated to new framework; aiming for May 1 launch. |
| Web | Total transformation developed by Upstatement. | 10 (\$250,000 2019 expenses budgeted; revenues from Classified is \$140K) Significant staff time | Existing site: 70,000+ unique visitors monthly 90,000+ page views monthly; New site: research phase conducted; creative brief presented | Thought leadership and engagement | Creative brief was presented to BSA/AIA, BSA Foundation Board, and AB Editorial Board; project nearing May 1 launch. |
| Social Media | Continue digital first marketing | 4 | Twitter followers 11K; Facebook likes 6,700; Instagram followers 1,500; 7,000+ group members | Engagement | New marketing strategy is being developed in tandem with the website rollout |
| Currents | Redesign for new website launch; Continue to successfully issue | 2 (\$22K 2019 revenue budgeted) | 10K+ recipients; 25% open rate | Promote upcoming events | Will redesign to align with new website |
| Messaging | Focus narrative on the work; express over-arching impact supported by two pillars | 5 | Planning | New POV throughout collateral clearly expresses impact | New and revised content planned for website launch; messaging in development |
| Exhibitions | Spring exhibition 2019 main gallery: In the Public Interest on view through April 21 | 7 (\$100,000 annual Foundation exhibition expenses main gallery spread over two shows; BSA spends \$50K for Design Awards exhibition; see Advancement for revenue) | 25K visitors annually | Audiences explore new models for public interest design; take action in their communities | \$100,000 annual exhibition investment main gallery...Of special interest vis-a-vis community design; emerging professionals; exploration of the impact of traveling scholarships for designers |
| Exhibitions | Spring 2019 Salt Gallery: Multi(ply) through April 29; showed The Reasons Offsite from March 16 through March 21 | 3 (Shows in Salt typically no expense; see Advancement for revenue) | 25K visitors annually | Audiences explore the work of WIT design studio | Lamps and pavilions |
| Exhibitions | First floor and conference rooms: Boston Up: Infrared photographs by Neal Rantoul through June 1; Surface Tension: Architectural photographs from Peter Vanderwarker; IG Boston Snapshots in Congress; New Visions of Designed Environments on view June 4 through January 3, 2020; IG Boston in Congress Room | 4 (\$5K 2019 budgeted expense for 1st floor; see Advancement for revenue) | 25K visitors annually | Expose audiences to architectural photograph; bring in new audience types to Space | Shows change every six months |
| Exhibitions | Summer 2019 main gallery and Salt: Balancing Act: Urbanism and Emerging Technologies on view May 17 through September 27 | 7 | 25K visitors annually | Deepen relationship to CBT; expose audiences to progressive thinking about sustainability | Exhibition is actively in the design phase; Recipient of AIA Traveling Grant; plans already in place for exhibition to travel to AIA Seattle |
| Exhibitions | Fall 2019 main gallery and Salt: Construction (October) | TBD | 25K visitors annually | Architects give back and have fun doing it; media buzz | Scheduled |
| Exhibitions | Fall 2019 main gallery and Salt: BSA Design Awards (November through January 2020) | TBD | 25K visitors annually | Professional celebration; elevation of design | Scheduled |
| Exhibitions | Winter 2019 1st floor: Gingerbread (December) | TBD | 25K visitors annually | Some unrestricted funding for Foundations | Scheduled |
| Boston Architecture Diary | Third party platform promoting design events from multiple institutions across town; architecturediary.org | 1 (not budgeted) | <1,000 monthly hits / 1 potential additional investor | Potential to awareness among the public | Scheduled to expire; cannot divert resources to maintain upkeep; \$3000 cost per year, not shared after by other institutions following launch. Goal can be achieved through other tools including social media, programs and exhibitions at BSA Space and in the community; press and other media: |
| AIA Guide to Boston | Available in Apple App Store | 1 (not budgeted) | Fewer than 500 downloads | Potential for public engagement | Despite marketing via social media, display and print ads, presence at events including ABX, the product has not enjoyed success |
| Homeowner's Project Handbook | Digital directory available at homeownersprojecthandbook.com | 4 (\$50 revenue and \$5K expenses budgeted for 2019) | January and February 2019: Unique users: 416, Page views: 1,284 Since June 1 2018: 3,000 unique users and 10,000 views; 2019 Handbook now being marketed | Supports small firms and sole practitioners ; provides a way to guide the public toward qualified architects | Legacy publication went digital first in 2018. Will be digital only in 2019; sales and sales marketing is underway for the 2019 edition; |
| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
| 8 Operations/ Organization - Provide the operational and technical support to deliver excellent member service and staff efficacy Includes: technology, database, building, staff, supplies, equipment, intangibles | | | | | |
| TMS ABX case | Settlement coming to close. Waiting paperwork from TMS legal | 10 - very lengthy, expensive legal process | Final decision is TMS to pay \$75K over 4 installments by end of year | Most significant impact is completion of legal action means no more legal expenses on TMS and staff time dedicated to other | |
| A&E911 and Committees | Dealing with requests to host A&E911 programs. Have required stiff requirements because of the poor experiences working with this group in past | 9 - over last month has required a great deal of management time | NA | Past impacts have cost the BSA \$, time and relationships. Working to minimize future impact. | |
| AIA Database | AIA changing to new database system in late 2019. Monitor to determine if we also change. | Currently low staff impact, but will require more time in summer/fall | Could result in possible savings and improved systems | TBD | Will assess later this summer. Currently monitoring progress with National. |
| AIA CACE | CACE working groups focused on best practices and recommendations for chapters on Impact of Economic Downturns, and engaging emerging professionals | 1 - currently low impact, but monitoring results for future recommendations | Could lead to planning for potential downturn and new EP programming | TBD | |
| Business Planning | Engaged with consultant David Grasfield to develop a business plan for BSA and Foundation | \$30,000 for consultant and significant staff / volunteer time | Result will be recommendations for business plan | Plans to reduce deficit and build organizational revenue | Next steps - small team reviewing potential revenue opportunities and necessary investments |
| AIA Women's Leadership Conference | BSA managing the Shu-Ping Chin FAIA scholarship fund. Working to transfer funds to AIA | 2 - low impact but will require some accounting time | Shift responsibility of oversight to AIA | Free up small amount of accounting and administrative time | |

| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
|---|---|---|---|---|--|
| 9 Governance - Build a high performance nonprofit organization that advances both independently and together to achieve our goals Includes: Boards, Task Forces/committees, coordinated governance, strategy, AIA, Compliance, Policies, Bylaws, Executive Director, Governance EDI+H | | | | | |
| BSA & BSA Foundation Agreement | Update draft written and prepared to be presented to Boards | volunteer leadership and ED time 3 | Stronger relationship between the BSA and Foundation | Clarify and updated terms of operation | To be presented for vote at the Board meetings |
| BSA Nominating Committee | Preparing and serving NC to identify candidates for 2020 elections | 6 - moderate staff time to prepare resources and follow through | Strong candidates for BSA leadership | Effective governance | |
| BSA Ethics Committee | First meeting of Ethics - unusual as committee is reviewing 3 cases | 6 - currently higher staff time than usual | 3 cases being reviewed and processed | TBD | |
| AIA Grassroots | 12 members of AIA MA attended including visits to Capitol Hill | 5 - moderate staff time preparation and participating | Excellent congress visits; good leadership training | Among the results - potential participation by senators at Embodied Carbon conference | |
| Goal | Recent Activities | Inputs | Outputs | Impacts | Notes |
| 10 Financial - Build a financial model that supports and advances the organizations' short and long term goals Includes: Financials, Audits, Budget Process, Fundraising/Development, work with other affiliates | | | | | |
| Fundraising/Development Legacy Circle | Renewing Legacy Circle Members goal: \$180,000 | 8 Staff time, highly intensive | 3 renewed members 1 increased to \$25K | Currently \$35,000 in renewals; Meetings/conversations scheduled/in progress with 16 others | |
| Fundraising/Development Legacy Circle | New Legacy Circle Members goal: \$180,000 | 2 Currently staff time light; volunteer involvement light | 2 new members | Currently \$11,000 | Most new LC's secured closer to Breakfast Fundraiser (December) |
| Fundraising/Development Legacy Circle | One Time Breakfast Donations goal: \$30,000 | | | | Will occur at Breakfast(December) |
| Fundraising/Development Legacy Circle | Breakfast Sponsors goal: \$4,500 | 1 staff time; sponsors recurring | 1 sponsor | \$ 1,500 | Will occur closer to Breakfast(December) |
| Fundraising/Development Grants | Grants and sponsorship goal: \$110,000 | 6 Staff time, highly intensive | 2 new grants; 1 new exhib sponsor | Currently \$10,000; \$83,250 applied for; \$2,500 in unrestricted support; \$2,500 in restricted support; \$5,000 towards Balancing Act from Existing ConditionsVisibility to new funder (Eastern Bank) | |
| Fundraising / Development, Annual Fund | Annual Appeal: \$30,000 | 2 Current results carry over from 2018 appeal | 7 AA donors | \$10,500 in unrestricted support; new major donor - individual (philanthropist) | |
| Fundraising Events | Events goal: \$55,000 | 5 Staff time and volunteer involvement moderately intensive. | AutoDesk Sponsor: \$5000; Silent \$6,059; Live \$2,600; Donations \$100; Misc: \$180; Tickets \$5,141; (Staff spent \$3,245 - 54% - on auction items) | \$19,080 in unrestricted support from auction ; new event; new ways to support the Foundation's work | <i>Note: Event revenue unlikely to meet goal; will need to be made up in other areas. Auction complete; Other events for 2019: Arch Trivia (2); Gingerbread; Book Sale; Note 2: the next Trivia is on May 9.</i> |
| Fundraising Events | Architecture Auction | 5 moderate staff and volunteer involvement | New event; selection of 50+ artworks and experiences | Approximately 150 attendees. Engagement from committee and donors of artworks/ experiences; attendees and word of mouth for next year | Future events will need better marketing strategy to diversify audience and attract ticket buyers. |
| Development Consultant | Recruit new consultant | 7 Staff and volunteer somewhat intensive (36 hour retreat); Richard's fee for retreat facilitation \$10,000 | New learning and preparation to start major gifts program | Richard Russel of Resilient Philanthropy led Board and volunteers on retreat focused around launching major gifts program March 21-22. Followup from retreat has started | |
| Audit | Finished closing BSA year. Currently wrapping up audit | Approx cost of audit \$10K | financial statements | clear knowledge of 2018 results | should be completed by late April presenting to board in May |
| Audit | Finished closing Foundation year. Currently wrapping up audit | Approx cost of audit \$10K | financial statements | clear knowledge of 2018 results | should be completed by late April presenting to board in May |
| Audit | Finished closing AIA MA year. Currently wrapping up audit | 2 - minimal staff time, all expenses paid by AIA MA | Part of agreement with chapter and fee paid to BSA | Fee payment to BSA | |
| Audit | Finished closing WMAIA year. Currently wrapping up audit | 2 - minimal staff time, all expenses paid by WMAIA | Part of agreement with chapter and fee paid to BSA | Fee payment to BSA | |
| Audit | Finished closing AIA CM year. Currently wrapping up audit | 2 - minimal staff time, all expenses paid by AIA CM | Part of agreement with chapter and fee paid to BSA | Fee payment to BSA | |
| Closing BSA Q1 2019 | reviewing all Q1 transactions | 4 - relatively modest staff time | Q1 2019 financials statements | see how we are doing compared to budget | All statements will be collected by mid-April and will report Q1 at May meetings |
| Closing Foundation Q1 2019 | reviewing all Q1 transactions | 4 - relatively modest staff time | Q1 2019 financials statements | see how we are doing compared to budget | All statements will be collected by mid-April and will report Q1 at May meetings |

AMENDED AND RESTATED COLLABORATION AGREEMENT

This Amended and Restated Collaboration Agreement (this “Agreement”) effective as of _____ 2019 (the “Effective Date”), is made by and between the BSA Foundation (the “Foundation”), a Massachusetts non-profit corporation, and the Boston Society of Architects, a Massachusetts non-profit corporation (the “BSA”). The Foundation and the BSA are sometimes referred to herein, individually, as a “Party” and, collectively, as the “Parties.” This Agreement amends and restates in its entirety the Collaboration Agreement executed by the Parties as of May 7, 2015 (the “Original Agreement”).

BACKGROUND

- A. The Foundation works to make Boston a model of a resilient, equitable and architecturally vibrant city and region. The Foundation shares an appreciation for the built environment with the BSA and the public, and it is recognized as a charitable educational organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”).
- B. The BSA is the local chapter of the American Institute of Architects in the Boston metropolitan area. Its membership is drawn from Eastern Massachusetts and includes over 4,000 architects, associate members and building industry affiliates. The BSA is committed to professional development for its members, advocacy on behalf of great design, and, through support of the Foundation, sharing an appreciation for the built environment with the public at large. The BSA is a professional organization under Section 501(c)(6) of the Code.
- C. Since the execution of the Original Agreement in 2015, the BSA and Foundation boards and staff have successfully addressed the logistical, programmatic and legal considerations involved in the ongoing collaboration between the BSA and the Foundation, including by having the Foundation serve as the primary overseer of public educational programs that were historically developed and operated by the BSA.
- D. Recognizing the synergies that have been created by collaboration between the BSA and Foundation, the Parties agree to continue this collaboration to allow the BSA and Foundation to maximize their impact while making effective and efficient use of their combined resources, staff and facilities. All activities undertaken via this collaboration shall be in furtherance of the Foundation’s charitable mission, while recognizing that both organizations are independent.
- E. The Parties desire to enter into this Agreement to set forth their agreements and understandings with respect to their continuing collaboration.

AGREEMENT

The Parties hereby agree as follows:

1. Administration of the Collaboration.

- a. Administrative Structure. To facilitate the administration of the collaboration, the Parties shall employ a governance model as generally described below. This model is intended to provide timely feedback, guidance and direction on the overall collaboration.
- b. Joint Strategic Collaboration Process. The BSA and Foundation boards shall engage in a joint strategic collaboration process. The BSA/Foundation Joint Strategic Collaboration Committee is responsible for coordinating the missions, visions and goals of the Parties. The Parties will prepare a shared strategic plan, with each of the Parties responsible for defined goals in keeping with their unique missions and strengths. Potential initial areas of collaboration include civic initiatives, exhibitions and lectures/forums/symposiums. Other collaborative advisory committees can be appointed as necessary.
- c. BSA/Foundation Joint Strategic Collaboration Committee. The BSA/Foundation Joint Strategic Collaboration Committee will serve as an advisory committee to the BSA and Foundation boards. The BSA/Foundation Joint Strategic Collaboration Committee shall consist of the then-current members of the Executive Committees of each of the BSA and the Foundation boards and the BSA/Foundation Board Liaison. The Executive Director of the BSA and the Foundation shall be an *ex officio* member of the committee. The BSA/Foundation Joint Strategic Collaboration Committee shall identify strategic directions that align the missions and goals of the BSA and the Foundation and shall present these to both the BSA and the Foundation boards for approval. Approval of both boards is required for implementation. Upon the approval of both boards, the composition of the BSA/Foundation Joint Strategic Collaboration Committee may be modified, without the need to amend this Agreement.
- d. Additional Committees. Additional advisory committees may be formed as necessary, upon the approval of the BSA/Foundation Joint Strategic Collaboration Committee.
- e. Personnel. The BSA personnel shall perform certain administrative, program, financial, fundraising and other tasks for the Foundation.

- f. Status of Personnel. For the avoidance of doubt, the parties agree that all BSA employees shall remain employees of the BSA and shall not be deemed to be employees of the Foundation unless specifically identified through written agreement. The BSA shall be solely responsible for the terms of employment of all such employees, including their salary and benefits and other forms of compensation. The Foundation shall compensate the BSA for staff who work fulfilling the Foundation's mission in accordance with section 2.a. All staff report to the Executive Director who shall have the sole right to make decisions regarding hiring and termination of such employees and engaging or terminating the engagement of contractors. The Executive Director is employed by the BSA and half his salary and benefits is paid for by the Foundation — as such, he reports to both the BSA and Foundation boards. The Foundation shall have no control over such terms and no responsibility to make any payment directly to employees. Nothing contained in this Agreement shall be construed to constitute either the Foundation or the BSA as a partner or agent of the other.
- g. Coordinated Communications. The BSA and the Foundation agree to coordinate all forms of communication to their members and the broader community, whenever possible and appropriate. In their coordinated communications, the parties will collaborate to describe the goals of both organizations, and the professional and public impacts and benefits of their work.
- h. Equity, Diversity, Inclusion and Harassment. The BSA and the Foundation are committed to work together and independently in advancing, promoting and advocating for equity, diversity and inclusion within the workplaces and Boards of both organizations, the architectural profession, and broader communities. The parties will work to ensure that both organizations are free of any harassment of staff, members, and guests, and that they adhere all applicable laws and policies.

2. Expense-Sharing Arrangement.

- a. Personnel. As set forth above and on Exhibit A, and based on BSA/Foundation approved strategic plan, BSA staff will, on behalf of the Foundation, perform administrative, program, financial, fundraising and other tasks. The expected percentage of the Foundation Allocated Employee Time is set forth in Exhibit A. The aggregate costs of all the BSA personnel, including costs of benefits and salaries, incurred by the BSA are hereinafter referred to as "BSA Personnel Costs." Exhibit A may be modified from time to time, upon the budgetary approval of both the BSA and the Foundation boards, without the need to amend this Agreement.
- b. Facilities. To the extent permitted under any applicable lease agreement, the BSA shall permit the Foundation to occupy a portion of space leased by the BSA. The aggregate costs incurred by the BSA under such leases or otherwise with

respect to such facilities are hereinafter referred to as "BSA Facilities Costs".

- c. Services. The BSA may permit the Foundation to use services provided by third party services providers, such as telephone service, facilities maintenance, internet service, and information technology support services. The aggregate costs incurred by the BSA with respect to such services provided to the Foundation are referred to as "BSA Services Costs" (and together with BSA Personnel Costs and BSA Facilities Costs, "BSA Costs").
 - d. General. The BSA shall inform the Foundation, from time to time, of the amount of BSA Costs, and the Foundation shall have access to the applicable agreements and the relevant portions of the BSA books and records for purposes of verification of the same.
 - e. Payment. All public charitable activities within the BSA/Foundation agreed-upon strategic direction are Foundation expenses. All direct public charitable program expenses will be paid by the Foundation. The Foundation will reimburse the BSA for any cost-sharing portion of (i) the Foundation's proportionate share of the BSA Personnel Costs (the "Foundation Personnel Costs") and (ii) the Foundation's proportionate share of BSA Services Costs and BSA Facilities Costs (together, "Foundation Other Costs", and together with Foundation Personnel Costs, "Foundation Allocated Costs") by an intercompany general ledger transaction. The BSA shall reimburse the Foundation for any cost-sharing portion of (i) the BSA's contribution to the Foundation and (ii) the BSA's share of Other Costs, by an intercompany general ledger transaction. Balances are settled at the end of each quarter and a final balance at the end of the Fiscal year. This shall be part of the annual budgeting process and shall be reviewed annually, or during a period of change, by both the BSA and Foundation.
3. Term of Agreement. The term of this Agreement shall commence as of the Effective Date and shall last for a period of 5 years, unless terminated earlier as provided in Section 9. The Agreement shall automatically renew for subsequent two (2) terms, unless terminated earlier as provided in Section 9. Each renewal term (if any) as agreed upon by the Parties shall be referred to herein collectively as the "Term". Either party may request the agreement be amended as provided in Section 19. Such agreement amendments require approval of both the BSA and Foundation boards.
 4. Obligations of the Parties. In connection with their joint activities, the Parties shall have the following obligations:
 - a. Foundation Obligations. The Foundation shall focus its attention on the public engagement role of the organization; support the new collaboration with the BSA including shared staff and operational integration; and serve as a public advocate for architecture and engage in fundraising efforts to that end. The Foundation shall participate in necessary meetings as established by the

BSA/Foundation Joint Strategic Collaboration Committees and shall participate in initiatives identified by the BSA/Foundation Joint Strategic Collaboration Committee and approved by the BSA and Foundation boards. In addition, the Foundation shall pursue initiatives to engage the public in appreciating design, including for example through its exhibitions, websites, public programs, grants, and fundraisers. The Foundation agrees to pay the BSA for services rendered by the BSA.

- b. BSA Obligations. The BSA shall focus its attention on the professional engagement role of the organization; serve as an advocate for the profession; and support the collaboration with the Foundation including shared staff and operational integration. The BSA shall participate in necessary meetings as established by the BSA/Foundation Joint Strategic Collaboration Committees and shall participate in initiatives identified by the BSA/ Foundation Joint Strategic Collaboration Committee and approved by the BSA and Foundation boards. In addition, the BSA shall pursue its professional programs that support the creation of architecture, including for example through the Architecture Boston Expo, BSA committees, websites, and design awards.
 - c. Implementation of Strategic Plans. The BSA/Foundation Joint Strategic Collaboration Committee and both boards shall become familiar with the current strategic plans of both organizations, and shall work cooperatively to implement these strategic plans.
 - d. Annual Budget Coordination Process. The BSA and the Foundation shall use best efforts to coordinate their annual budgets with each other, while recognizing that the two organizations shall remain independent, and that each organization's board owes a fiduciary duty toward that organization alone. To implement this goal, the preliminary draft budgets of the BSA and the Foundation will be shared within the BSA/Foundation Joint Strategic Collaboration Committee, allowing sufficient time for the Committee to review and discuss both budgets and explore opportunities for coordination, prior to the formal adoption of the budgets by the two boards.
5. Intellectual Property. The following rules will govern the Parties' use and creation of intellectual property in connection with their joint activities:
 - a. Each of the Foundation and the BSA will retain sole ownership of any intellectual property that such Party owns prior to the Effective Date of this Agreement and any intellectual property that such Party creates on its own or acquires from a third party outside the scope of their joint activities.
 - b. Intellectual Property that exists prior to the effective date of this agreement can be used by either the BSA or Foundation unless the sole proprietor objects.

6. Confidentiality. For the Term of this Agreement and following its termination, both Parties shall undertake to treat any Confidential Information received in confidence from the other Party in a confidential manner, and shall neither convey nor disclose such data or information to third parties nor to use it for purposes other than for the performance of this Agreement. This obligation of confidentiality shall not apply to information which is proven to be general public knowledge or which, through no action on the part of the recipient, becomes public knowledge. "Confidential Information" shall mean any non-public information, data, or documents disclosed or otherwise obtained under this Agreement, including without limitation any information and data relating to any or all of one of the Parties' business.
7. Non-Exclusive Relationship. Nothing contained in this Agreement shall be deemed as a restriction or limitation of any kind on the ability of any Party to apply for or accept funding from any government funding agency or any other not-for-profit funding agency.
8. Termination.
 - a. Either Party may terminate this Agreement at any time and without cause upon at least one hundred eighty (180) days prior written notice to the other Party. In the event that any Party shall materially breach the terms of this Agreement, and such breach is not cured within a period of thirty (30) days after written notice thereof has been given to such Party by the non-breaching Party, the non-breaching Party may immediately terminate this Agreement upon notice to the other Party.
 - b. Upon termination or expiration of this Agreement, all of the FOUNDATION's and the BSA's respective rights, responsibilities, and obligations as set forth herein shall terminate, provided that Sections 6 and 7 shall survive in perpetuity, and the Foundation shall be responsible for any unpaid Quarterly Payments.
9. Assignment and Delegation. Neither Party may assign this Agreement in its entirety or assign or delegate any of its rights or obligations hereunder, whether voluntarily, involuntarily or by operation of law, in whole or in part.
10. Notices. Any notice, demand or request which may be permitted, required or desired to be given in connection with this Agreement shall be given in writing and directed to the Parties hereto as follows:

If to the BSA:
BSA, 290 Congress Street, Suite 200
Attn: Secretary to the Board of Directors
Fax: 617-951-0845
E-mail: bsa@architects.org

If to the BSA Foundation:
BSA Foundation, 290 Congress Street, Suite 200
Attn: Secretary to the Board of Trustees
Fax: 617-951-0845
E-mail: foundation@architects.org

- a. All notices and other communications given or made pursuant to this Agreement shall be in writing and shall be deemed effectively given upon the earlier of actual receipt or: (a) personal delivery to the Party to be notified; (b) when sent, if sent by confirmed electronic mail or confirmed facsimile during normal business hours of the recipient and, if not sent during normal business hours, then on the recipient's next business day; or (c) one (1) business day after deposit with an internationally recognized overnight courier, freight prepaid, specifying next business day delivery, with written verification of receipt. All communications shall be sent to the respective Parties at their address as set forth above, or to such e-mail address, facsimile number or address as subsequently modified by written notice given in accordance within this Section 10.
11. Binding on Successors. This Agreement shall be binding upon the Parties hereto and their respective successors and permitted assigns.
12. Waiver of Provisions. Any waiver of any terms and conditions hereof must be in writing and must be signed by the Party against which the waiver is sought to be enforced. The waiver of any of the terms and conditions of this Agreement on any one occasion shall not be construed as a waiver of any other term and condition hereof or the waiver thereof on any other occasion.
13. Independent Relationship. By entering into this Agreement, the Parties are not creating or forming a joint venture, partnership, or agency relationship, and nothing in this Agreement shall be interpreted as creating a joint venture, partnership, or agency relationship between the Parties.
14. Severability. The provisions of this Agreement shall be deemed severable, and if any portion shall be held invalid, illegal or unenforceable for any reason, the remainder of this Agreement shall be effective and binding upon the Parties.
15. Additional Documents. Each of the Parties agrees to execute and deliver any document or documents that may be reasonably requested from time to time by the other Party to implement or complete such Party's obligations pursuant to this Agreement, in a manner that is compatible with its legal status and its internal rules and regulations.
16. Remedies Cumulative. No remedy set forth in this Agreement or otherwise conferred upon or reserved to any Party shall be considered exclusive of any other remedy available

to any Party, but the same shall be distinct, separate and cumulative and may be exercised from time to time as often as occasion may arise or as may be deemed expedient.

17. Entire Agreement. This Agreement supersedes all prior and contemporaneous agreements and understandings, oral or written, between the Parties with respect to the subject matter hereof.
18. No Obligation to Third Parties. None of the obligations and duties of the Parties shall in any way or in any manner be deemed to create any obligation of the Parties to, or any rights in, any person or entity not a party to this Agreement.
19. Amendments/Modifications. This Agreement may not be amended or modified in any manner except by an instrument in writing signed by the Parties. The Parties agree that in the event that any state or federal laws or regulations, now existing or hereafter enacted or promulgated, are interpreted by judicial decision, a regulatory agency having jurisdiction over the Parties or the subject matter of this Agreement, or by legal counsel to a Party hereto, in such a manner as to indicate that the terms, structure or effect of this Agreement may be in violation of such laws or regulations, or otherwise be illegal or be deemed unethical by any recognized agency, or may reasonably be expected to jeopardize the tax-exempt status of either Party, the Parties shall use their best efforts in good faith to amend this Agreement as necessary. To the maximum extent possible, any such amendment shall preserve the underlying arrangements between the Parties.
20. Governing Law. This Agreement will be governed by and construed in accordance with the laws of the Commonwealth of Massachusetts, without regard to the conflicts of laws principles thereof.
21. Authorization of Agreement. Each Party represents and warrants that this Agreement has been duly and lawfully authorized by its Board of Directors, Board of Trustees, or other authorized representative, and that this Agreement constitutes a valid and binding obligation of such Party enforceable against such Party in accordance with its terms.
22. Counterpart Signatures. This Agreement may be executed in multiple counterparts, each of which shall be deemed an original, but all of which together shall constitute one and the same instrument. Facsimile, .pdf and other electronic signatures shall have the same force and effect as original signatures.

[Signature page follows]

IN WITNESS WHEREOF, the undersigned Parties have executed this Agreement as of the Effective Date.

Boston Society of Architects

BSA Foundation

By: _____
Name:
Title:

By: _____
Name:
Title:

Exhibit A
Listing of BSA Personnel Allocated to Foundation

Dated: as of [date]

BSA paid staff that spends the majority of their time doing BSA work (more than 80% BSA – Foundation % in parenthesis):

- Brian Keefe, ABX Sales Director (Informa reimburses us for 100% of Brian's salary) (5%)
- Caitlin Hart, Professional Programs Manager (10%)
- Erika Shea, Database and Membership Manager (20%)
- Rachel Reid, Membership Manager (10%)
- Fiona Luis, ArchitectureBoston Editor/Editorial Director (5%)

Staff paid by the BSA who share a fair amount of their time doing Foundation work (30 – 50% time with the Foundation – Foundation % in parenthesis)

- Jenny Effron, Policy Director (50%)
- Zara Yost, Gallery & Facilities Coordinator (reception) (50%)
- Abby Lindauer, Executive Assistant (50%)
- Pamela de Oliveira Smith, Managing Director of Communications (50%)
- Mike Whelan, Web Content Manager (50%)
- Ben Cohen, Managing Director of Finance (40%)
- Li Lam, Senior Accountant (40%)
- Maria Salvatierra, Senior Communications Manager (40%)
- Susan Green, Committee and Technology Manager (30%)
- Billy Craig, Managing Director of Operations (30%)
- Kali Larsson, Membership Coordinator (25%)

Staff paid 50% by the BSA and 50% by the Foundation:

- Eric White, Executive Director
- Paige McWhorter, Exhibitions & Communications Manager

Staff paid by the Foundation who spend the majority of their time doing Foundation work (Foundation % in parenthesis):

- Victoria McKay, Managing Director of Advancement (90%)
- Michela Davola, Development Manager (90%)
- Polly Carpenter FAIA, Public Programs Director (85%)
- TBD, Community Design Director (85%)

BSA Foundation Values

We live in an amazing time of civic planning and we support intelligent planning, zoning and land use, physical and social connectors, to advance Greater Boston as a model healthy, resilient, equitable, accessible and architecturally dynamic region. We help bring together plans from around the region to encourage communities to work together, while integrating proposals that foreground the need for a thoughtfully designed public realm that results in more equitable and sustainable development.

Relationships & Convener

The BSA Foundation's ability to engage diverse people in Greater Boston, paired with the BSA's access to the great intellectual resources of the design profession provides the base of our work. It is through this and our partnerships with civic and community groups and government agencies that we are recognized as an effective convener bringing together distinct voices of our communities to help address the needs of our region.

Engage

We build public awareness of the importance of design in the environments where we live, work, play and learn. We are also a bridge between the design/building industry who serve as a resource in social action and the communities we serve and live in. We are most successful when we give people a voice to speak out for what they need and providing the tools and resources to attain their goals. These tools include our ability to draw upon the personal interests, learning styles and motivations of the participant.

Envision

We help the Greater Boston region, cities, neighborhoods and people define their future. We do this by providing people with the design skills required to explore the potential for what might be and the tools to make their dreams a reality. Using the design process we help people see the potential and build equitable and sustainable communities.

Design Excellence

We employ the principals of design excellence to transcend the limitations of individual projects, areas of expertise, and privileged interests so that we can find a common ground for positive change. While design excellence is difficult to define, we believe there are common principals that result in excellence. These include a strong relationship to the landscape and to the context in clear meaningful ways; enlivening open spaces; details and materials that bring design to life and scale them to the human body; and interiors that are shaped by the uses they accommodate and a connection to the surrounding community. These designs intensify the experience to create a shared sense of delight and emotional impact that transcends utilitarian concerns. Design excellence broadens our perceptions of personal and social possibilities and inspires our thinking about the world around us.

Equity & Social Cohesion

We believe that "flourishing spaces make for flourishing people" and the built environment can profoundly affect the inequity facing many in our region. The principles of diversity, inclusion and accessibility are fundamental to building just, fair and vibrant communities. Excellent design helps leaders and communities make informed choices to assure equal access to society's benefits for all people.

VISION:

MISSION:

To build a better Boston by:

BACKGROUND:

About the BSA Foundation,
the Boston Society of Architects/ AIA (BSA),
and BSA Space.

The BSA Foundation, created by the BSA in 1971, is committed to engaging the public in appreciating design excellence and helping solve our community's challenges through design. In 2014, the Foundation expanded our focus to "build a better Boston by engaging communities, inspiring vision, and provoking positive change" through design. We deliver the mission through exhibitions at BSA Space, youth and family design education programs, cultural programming, community, and civic work.

The BSA is committed to professional development for our members, advocacy on behalf of great design, and sharing an appreciation for the built environment with the public at large. Established in 1867, the BSA today has nearly 4,000 members and produces a diverse array of programs and publications, including ABX, and ArchitectureBoston the design ideas magazine. A chapter of the American Institute of Architects, the BSA is a nonprofit, professional-service organization for the design and building industry profession.

BSA Space is Boston's center for architecture and design and is home to the BSA and BSA Foundation. We host exhibitions, public and professional. Visitors are invited to view their world differently, imagine new possibilities for improving their community, and learn achievable and remarkable ways to do it. The BSA Space opened in 2012 and is free and open to the public.

By 2030, Boston is a model of a resilient, equitable and architecturally vibrant city and region.

1. Engaging the public in the importance and power of design.

2. Inspiring vibrant neighborhoods & a more resilient & equitable city through design explorations with community-based audiences.

3. Provoking change through strong collaborative efforts and strategic use of our resources, including BSA Space.

STRATEGIC GOAL 1: Ensuring access for every child in Boston to design education.

1. Expand design education programs to more neighborhoods.
2. Offer family design programs on more weekends.
3. Engage potential partner design education groups, local universities, state and local education leaders in a roundtable to facilitate expansion of design education.
4. Develop design education coalition to meet with leading city and state education administrators to explore and develop design curriculum for schools.
5. Develop and regularly offer design education training programs for educators and architects.
6. Tie exhibitions (when appropriate) to youth design education goals.
7. Mobilize foundation and corporate support for education initiatives.
8. Align BSA Foundation grants to support design education.

STRATEGIC GOAL 2: Providing access to design resources for every neighborhood in Boston.

1. Expand community design programs to more communities in need by developing a project selection process.
2. Engage public figures, community leaders, key institutions, architecture firms, and design schools to deepen our understanding of community needs and opportunities and explore how to build the infrastructure.
3. Engage related organizations to build a coalition focused on providing design, planning, and building resources in communities.
4. Tie appropriate exhibitions to addressing neighborhood design challenges.
5. Partner with local universities and others to develop assessment tools.
6. Mobilize foundation and corporate support for community initiatives.
7. Align BSA Foundation grants to support community resources projects.

STRATEGIC GOAL 3: Using design to engage and empower the public to address regional challenges.

1. Build structure to organize and grow design workshop/charrette programming.
2. Deepen the impact of the Designing Boston (and related) programs.
3. Coordinate policy and growth agenda with the BSA advocacy agenda.
4. Build a coalition of like-minded organizations to advance policies and growth that support equity, resiliency and design excellence.
5. Develop and implement coordinated communication strategies around policy and growth.
6. Provide high quality public programs that increase awareness of excellent design policies and growth.
7. Mobilize foundation and corporate support for the design policy and growth agenda.

MEASURES OF SUCCESS:

Annually

- # Boston children who have access
- Level of understanding
- City and media recognition

Long-term

- Boston students entering architecture/design profession
- Level of community engagement using design thinking
- Quality of Boston design

MEASURES OF SUCCESS:

Annually

- # Boston neighbors using design resources to solve challenges
- Quality of design projects
- City and media recognition

Long-term

- Access of design resources for all neighborhoods
- Quality and affordability of housing, resiliency, etc. for every neighborhood

MEASURES OF SUCCESS:

- Quality of design in Boston
- Impact of policies on the urban core
- Recognition of policies in media and other cities
- Level of city leadership support for policies

DELIVERY TOOLS:

YOUTH & FAMILY PROGRAMS:
Learning by Design
KidsBuild!
Family Design Days

COMMUNITY DESIGN:
CDRC
Workshops & charrettes
Designing Boston & forums

EXHIBITIONS:
6,500 square feet of gallery space

GRANTS:
Distributed more than \$1million supporting community based design education.

CULTURAL PROGRAMMING:
Common Boston
AIA Guide to Boston App
Tours, Films

VISION:

By 2030, BSA/AIA architects will be leading professionals advancing design excellence; sustainable and resilient design; and equity, diversity, and inclusion.

MISSION: from our charter

Collegiality: To unite in fellowship the architects of the BSA/AIA territory.

Best practices and design quality: To combine the efforts of our members to promote the artistic, scientific, and administrative competence of the profession.

Goals and ethical standards of the profession: To forward the goals of the AIA and to urge adherence to its ethical standards.

Public design engagement and education: Engage the widest possible public to broaden the understanding of the value of design and its role in creating a vibrant city and region.

BSA/AIA + BSA FOUNDATION

By 2030, Boston is a model of a resilient, equitable, and architecturally-vibrant city and region

BACKGROUND:

About the **Boston Society of Architects/AIA** (BSA/AIA), the **BSA Foundation**, and **BSA Space**.

The **BSA/AIA** is committed to professional development for our members, advocacy on behalf of great design, and sharing an appreciation for the built environment with the public at large. Established in 1867, the BSA/AIA today has nearly 4,500 members and offers unparalleled programs, services, and publications that foster innovation, equity, economic vitality, and resiliency throughout New England, North America, and the world.

The **BSA Foundation**, a 501(c)(3) public charity, has a mission to build a better Boston by engaging communities, inspiring vision, and provoking positive change. The BSA Foundation's vision is that by 2030 Boston is a model of a resilient, equitable, and architecturally vibrant city and region. The BSA Foundation was established by BSA/AIA in 1971 as the public service sister organization to the BSA/AIA. Since 2014 the BSA Foundation has served over 100,000 people.

BSA Space is Boston's center for architecture and design and is home to the BSA/AIA and BSA Foundation. We host public and professional exhibitions. Visitors are invited to view their world differently, imagine new possibilities for improving their community, and learn achievable and remarkable ways to do it. BSA Space opened in 2012 and is free and open to the public.

STRATEGIC GOAL #1 Practice excellence

Advance design and professional excellence and equity within the architectural community, through supporting a diverse range of models of architectural practice and design.

PRIORITIES

Help the architectural community, including students and interns, improve the quality of design and their practice by:

- Exploring a wide range of new practice models
- Remedyng patterns of racial and gender inequality within the profession
- Expanding opportunities for public interest/pro bono design services
- Professional development

STRATEGIC GOAL #2 Design and building excellence

Improve the quality of building construction through collaboration and thought leadership in the AEC industry.

PRIORITIES

Work with professional and industry partners to promulgate and share best practices that improve the quality of design and construction, by exploring and advancing:

- Encouraging innovative design approaches
- BIM and other new forms of information technology
- New methods of project delivery and development
- New methods of fabrication and assembly

STRATEGIC GOAL #3 Public policy and advocacy

Advocate for public policies in planning and design that will create a more beautiful, vibrant, and just city and region, through partnership with government agencies and other nonprofits.

PRIORITIES

With AIA Massachusetts, advocate for government programs, policies, regulations, and laws that advance BSA/AIA ethical standards and policy goals for:

- Design excellence
- Equity and inclusion
- Climate change/sustainability
- Resiliency/adaptation
- Housing
- City and regional planning

STRATEGIC GOAL #4 Public design engagement and education

Engage the widest possible public to broaden the understanding of the value of design and its role in creating a vibrant and just city and region.

PRIORITIES

Work with the BSA Foundation to strengthen civic engagement activities that make the public aware of efforts throughout the region to advance:

- Design excellence
- Equity and inclusion
- Climate change/sustainability
- Resiliency/adaptation
- Housing
- City and regional planning

Strategic Planning Process Map 2018

continued from page 1

VISION:

By 2030, BSA/AIA architects will be leading professionals advancing design excellence; sustainable and resilient design; and equity, diversity, and inclusion.

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Public design engagement and education: Engage the widest possible public to broaden the understanding of the value of design and its role in creating a vibrant city and region

STRATEGIC GOAL #1 Practice excellence

Partners to engage

- Massachusetts architects, interns, and firm employees
- Massachusetts AE firms
- Massachusetts architectural students and teachers
- Massachusetts architecture schools
- Executive Education

Tools

- All BSA committees
- ABX, other educational programs
- *ArchitectureBoston*, Currents, website, social media
- Design Awards
- Social events

Success metrics

- BSA professional and associate membership
- Committee membership, participation, and events
- Attendance, revenues from ABX, and other programs

STRATEGIC GOAL #2 Design and building excellence

Partners to engage

- Same as Goal #1
- Professional groups: BSLA, ACEC
- Industry groups: ABC, USGBC, ULI, AGC, NAIOP, GBREB
- State and city construction agencies: DSB, DCAM, MSBA, BPFD

Tools

- All BSA committees
- ABX, other educational programs
- *ArchitectureBoston*, Currents, website, social media
- Design Awards
- Social events

Success metrics

- BSA Affiliate membership
- Participation of affiliates and non-BSA members in committees
- Attendance of affiliates and non-BSA members at ABX, other programs and events

STRATEGIC GOAL #3 Public policy and advocacy

Partners to engage

- Same as Goals #1 + #2
- BSA Foundation, AIA Massachusetts
- City, regional, and state agencies (e.g. Cities of Boston, Cambridge, and Somerville; MAPC; Mass EEA, etc.)
- Nonprofits (e.g. Green Ribbon Commission, Boston Harbor Now, partners in Smart Growth Alliance, etc.)

Tools

- BSA Advocacy committees
- Policy documents
- Lectures, symposia, forums
- Community projects, design workshops/charrettes
- *ArchitectureBoston*
- Gallery exhibitions in BSA Space

Success metrics

- Participation in policy working groups with government agencies and nonprofits
- Development and dissemination of policy positions
- Advances in government policies and regulations

STRATEGIC GOAL #4 Public design engagement and education

Partners to engage

- Same as Goals, #1, #2, + #3
- School children, parents, teachers
- Community partners
- General public

Tools

- KidsBuild!
- Community projects, design workshops/charrettes
- *ArchitectureBoston*
- Gallery exhibitions in BSA Space
- BSA + BSA Foundation sponsored lectures, symposia, forums
- Design Awards

Success metrics

- Participation in KidsBuild!
- Number and effectiveness of community projects and workshops
- Circulation of *ArchitectureBoston*
- Attendance at gallery exhibitions, public

Finance Committee

Eric Krauss - Chair
Ted Touloukian AIA
Kenneth Willis
Laura Wernick FAIA
Rick Dimino

Joint BSA/BSA Foundation Strategic Cte

Laura Wernick FAIA
Kelly Sherman
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Ted Touloukian AIA
Jay Wickersham FAIA
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Peter Kuttner FAIA

Governance Committee

Bennet Heart - Chair
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Institutional Advancement Committee

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Laura Wernick FAIA
Rickie Golden
Richard Taylor
Haril Pandya FAIA

Foundation Grants Committee

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Ken Willis