



On April 4, 2024

The AIA Board of Directors received a letter from twenty-three former presidents setting forth concerns related to certain operational and financial matters. The AIA Board took swift action to review the concerns, including by engaging an external law firm to conduct an independent and legally privileged review of the issues and facts relating to the concerns raised. As a matter of urgency, the Board directed external counsel to review the planning and execution of the AIA Staff Learning Retreat that took place in March 2024. The review focused on the specific issues raised to the Board. That portion of the review has now concluded. The Board has reviewed the facts found and considers the concerns raised in the April 4 letter to have been addressed and that there is no action to be taken by the Board in connection to the staff retreat.

Specifically, we considered the following facts to be important:

- The AIA Chief Executive Officer (CEO) worked with AIA's Marriott representative to identify the destination for the staff retreat and selected the ultimate destination (The Royalton Bavaro Resort in Punta Cana) from several options presented by the Marriott representative.
 - No other travel agency or events management company was involved in or received payment in connection with the planning or execution of the staff retreat.
- The CEO negotiated the contract with the Royalton Bavaro in consultation with the then-current General Counsel, who provided written edits to the contract that the CEO subsequently submitted to the Royalton Bavaro.
- The CEO later involved the Chief People Officer, the Senior Vice President of Sales, Events, & Exhibitions, the Chief Strategy Officer (CSO), and the Chief Financial Officer (CFO) in the planning and programming of the staff retreat.
- The CEO and the Chief Strategy Officer conducted a pre-retreat site visit. The accommodations costs associated with the site-visit were included in the contract reviewed by the CEO and the then-General Counsel.
- The value of the contract with the Royalton Bavaro fell within the CEO's approval authority.
- The staff retreat was funded through the 2024 budget, which the Board of Directors reviewed and approved.
- The CEO allocated the Marriott Bonvoy points accrued from the retreat to her personal Marriott Bonvoy account. The CEO did this in consultation with the CFO with the understanding that the points will be used for future AIA business.

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As Miller & Chevalier continue to close items from external review, the AIA Board will provide updates.