

# TRUSTEES OF THE PUBLIC LIBRARY OF THE CITY OF BOSTON

Meeting of the Trustees Governance and Development Committee  
Tuesday, May 14, 2019 at 8:00 a.m.  
Central Library, Commonwealth Salon  
700 Boylston Street, Boston, MA 02116

## AGENDA

- I. **Welcome**  
*John Hailer, Chair*
- II. **Approval of Meeting Minutes of March 7, 2019**  
*John Hailer, Chair*
- III. **Approval of Memorandums of Understanding (MOUs) with the Boston Public Library**  
*David Leonard, President of the Boston Public Library*

**VOTED: “that, the Trustees Governance and Development Committee recommend the Trustees of the Public Library of the City of Boston vote to approve the terms of the Memorandum of Understanding with The Norman B. Leventhal Map Center and the Boston Public Library, expiring on June 29, 2029 as written.”**

**VOTED: “that, the Trustees Governance and Development Committee recommend the Trustees of the Public Library of the City of Boston vote to approve the terms of the Memorandum of Understanding with The Associates and the Boston Public Library, expiring on June 30, 2020 as written.”**

- IV. **Nomination for the slate of officers for the Board of Trustees**  
*John Hailer, Chair*

**VOTED: “That, the Trustees Governance and Development Committee recommend the Trustees of the Public Library of the City of Boston approve the nomination for the slate of officers for the Board of Trustees of the Public Library of the City of Boston at the Annual Trustees Meeting on May 14, 2019, for a 1-year term beginning July 1, 2019 including: Robert Gallery, for the nomination of Chair; Evelyn Arana-Ortiz, for the nomination of Vice Chair; and Pamela Carver, for the nomination of Clerk of the Board.”**

- V. **Steering Committee updates**  
*John Hailer, Chair*
- VI. **New Business**
- VII. **Public Comment**
- VIII. **Adjournment**

**Trustees Governance and Development Committee Members**

John Hailer, Chair;

Members: Ben Bradley, Jr., Cheryl Cronin, and David Leonard

Clerk of the Board, Pamela Carver

This is an open meeting; the public is welcome to attend, for information: [www.bpl.org](http://www.bpl.org)

# TRUSTEES OF THE PUBLIC LIBRARY OF THE CITY OF BOSTON

**Meeting of the Trustees Governance and Development Committee  
Thursday, March 7, 2019 at 9:00 a.m.  
Kirstein Business Center Exchange, Central Library  
700 Boylston Street, Boston, MA 02116**

## DRAFT MINUTES

A meeting of the Boston Public Library Trustees Governance and Development Committee (“Committee”) was held on Thursday, March 7, 2019 at Boston Public Library (“BPL”), Central Library in Copley Square.

Present at the meeting were Committee members: Cheryl Cronin, Ben Bradlee, Representative Byron Rushing and President, David Leonard. The Chair of the Board of Trustees, Robert Gallery also attended. Committee chair John Hailer was not present due to a travel conflict.

Also present: Caroline Driscoll, Legal Advisor and Pamela Carver, Clerk of the Board, along with members of the public.

Ms. Cronin called the meeting to order at 9:00 a.m. and confirmed there was a quorum. She addressed the review and approval of the Minutes of the September 14, 2018 committee meeting. With no comments or edits suggested, upon a motion made and duly seconded, the meeting minutes of September 14, 2018 were approved.

Next, President David Leonard gave an update on the nomination of board members. He explained that the Mayor has to officially appoint any new board members, however they are hopeful that recommendations of the BPL will be considered moving forward. He noted that they recommended the appointment of Jeff Hawkins, and both the Mayor and Mr. Hawkins were enthusiastic. Mr. Leonard remains hopeful this will be solidified in the coming months. Mr. Gallery added the intention of going from nine to fifteen trustees would be to have each of the 501(c)(3) organizations represented on the board. Although work is being done toward new collaborative efforts with the BPL and Memorandums of Understanding (MOU), they are not prepared to take that step at this time. The BPL is prepared to move forward with Jeff Hawkins and noted that he has made a significant difference to the BPL. Mr. Gallery clarified this is merely putting the offer on the table without an official Mayoral nomination. Representative asked for the minutes to clearly reflect that the Committee was taking a vote to move the recommendation for appointment to the Board of Trustees to the Mayor who is the appointing authority. It was noted that at any point the Mayor could reject the Board of Trustees’ recommendation. Ms. Cronin called for a motion that was duly made and seconded and,

**VOTED: “that the Governance and Development Committee of the Public Library of the City of Boston approve the recommendation for the appointment of Jeff Hawkins for the Board of Trustees to Mayor Martin J. Walsh.”**

After some discussion, Mr. Leonard added that after the MOUs are finalized, names may be put forward for consideration. The Associates have expressed through Chair Gallery there is a strong desire to remain independent. . The committee members noted receiving the invitation to the Associates annual “Literary Lights” event and pointing out it was less than two months before the Fund for the BPL’s Gala. Ms. Cronin wanted the record to reflect that she found it completely inappropriate for the Associates to host this event approximately six weeks before the mainstay Gala of the BPL that is honoring Mayor Walsh. Mr. Gallery noted this is an annual event of the Associates, but moving forward, hoped more cohesive planning with events will be considered.

Mr. Leonard moved on to discuss the launch of the Fund for the Boston Public Library with the consent of the remaining members of the BPL Foundation. Funding has been secured to support the search for the Executive Director of this new entity and the process is underway. Under the leadership of Bob Gallery, a small Steering Committee of interested individuals from the broader philanthropic community has been formed, led by Michael Keating. One of their tasks is to find new board members for the BPL Fund which will be the successor for the existing Foundation under the new working title “Boston Public Library Fund”.

Mr. Leonard moved onto the next agenda topic of the Steering Committee update. He noted the committee is led by Michael Keating who was leading them from the old Foundation to the new Fund. The search for the Executive Director proved successful. The selected candidate will start on April 8th. She will also serve as Director of Development for the BPL. As far as the remaining Foundation officers, three have expressed interest to stay on for the early transition.

Mr. Leonard explained there is a new name and revised by-laws but remains the same 501(c)(3). Mr. Gallery noted the Executive Director salary comes 100% from the Fund. As this new development began to emerge, the first of seven large grants has come in from the Barr Foundation, who granted \$500,000 to the Fund for capacity building. Mr. Gallery explained there are several more that are on the same order of magnitude for this purpose. Mr. Leonard gave the committee a brief overview of the interview and selection process for the Executive Director and answered a few administrative questions of the Committee.

Next, Mr. Leonard announced the plans for the Gala for the Fund on Friday, June 7, 2019 were advancing with nine co-chairs at the \$250,000 level. The Committee discussed other opportunities for sponsorship and community involvement. Mr. Gallery noted that it took a lot of hard work, but they have raised over two million dollars already. Mr. Leonard noted the event will take place in the Johnson Building and hope to make this an annual event. Ms. Cronin thanked both Mr. Gallery and Mr. Leonard on their efforts and noted it speaks to the public’s love of the Library. Mr. Leonard thanked Connie Chin from the Map Center and Ben Hires, Director of Strategic Partnerships for their efforts. Stating that the Co-Chairs that sponsored at this level shows there is a great love and celebration of the Library and puts the educational mission in the forefront. It also puts the needs of the BPL forward.

Moving on to the next matter on the agenda, Ms. Cronin asked if there was any new business for which there was none.

Ms. Cronin asked for Public Comment. Ms. Louisa Stephens, Executive Director of the Associates responded to the concerns of the Committee regarding their Literary Lights event scheduled in April. She noted that the Associates support the BPL’s efforts for the Gala and regret the optics make it appear that the events are only six weeks apart, and in no way trying to upstage the Fund’s Gala. She congratulated the Board on their success of the chairs thus far and wished them continual success. She explained the Literary Lights events is annually held in April the evening before the Boston Marathon due to discounts offered but was open to future discussions to host it at another time of year moving forward.

With no further comments, the meeting was adjourned at 9:43 a.m.

Respectfully submitted,

*Pamela R. Carver, Clerk of the Board*

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# Key Points of Proposed Renewal MOU

between

The Norman B. Leventhal Map & Education Center,  
The Boston Public Library, and  
Mapping Boston Foundation, Inc.

## History

- The partnership between the Norman B. Leventhal Map & Education Center (“LMEC”) and the Boston Public Library (“BPL”) has proven to be extremely beneficial to the public, to school-aged children and their teachers, the City of Boston and to the BPL and LMEC.
- 2007 Implementation Agreement:
  - Established LMEC as an independent nonprofit organization with its own Board of Directors and annual operating budget and programmatic goals; all in partnership with the BPL;
  - Created access to the BPL’s cartographic collection (an estimated 200,000 maps and 5,000 atlases) through exhibitions, educational outreach, tours, website, reference, research, and other services;
  - Created a \$10,000,000 fund donated by Norman B. Leventhal to benefit LMEC and to be held by Mapping Boston Foundation;
  - Established that BPL would provide income from Trust funds for acquisition of cartographic materials, starting at \$100,000 and increasing 3% per year;
  - After an initial term of ten years, renewal of the Implementation Agreement was to be for terms of 5 years and subject to a review process comparing the performance of LMEC with articulated goals;
  - Implementation Agreement expired in September 2017; a series of short term extensions were signed with the last one expiring on June 30, 2019.
- BPL and LMEC desire to renew and build on the current partnership with a new Strategic Agreement (the “Agreement”).
- BPL’s current goal is to closely integrate and centralize fundraising and potentially other core services.
- BPL sees many of the LMC (now LMEC) programs and service offerings in the Education space as a model for enhancing access to other special collections holdings.

*This summary is provided for convenience only, and shall not be construed to be complete, predictive, nor legally binding.*

## **Proposed Agreement**

### **Working Together on Programming and Collections**

- BPL and LMEC agree to continue to work together collaboratively on:
  - Delivering educational and exhibition programs to the public, students and teachers
  - Providing collection stewardship: preservation, cataloging, digitization, and access
  - Providing research and reference services
- In fiscal 2019, BPL will provide \$54,500 from its Trust Funds income, which shall be allocated as \$20,000 for preservation of the BPL collection and \$34,500 to support LMEC's education-related activities.
- In fiscal 2020, and thereafter, with annual increases tied to the performance of the BPL's underlying Trust Funds, BPL will provide \$134,500, specifically allocated to preservation, education and acquisition of cartographic materials to enhance the BPL's collection. This replaces the former acquisition funding which had been increasing 3% per year.
- Commencing in FY 2021, BPL will support specialized cartographic cataloging and reference activities.
- LMEC shall continue to be located at BPL's Central Library, and BPL shall continue to provide LMEC with space and services consistent with its other departments.

### **Working Together on Fundraising**

- BPL and LMEC agree to increase their collaborative efforts on fundraising.
- For the 2019 Gala (June 7, 2019), LMEC agrees to contribute leadership and staff support. LMEC will receive:
  - Any contributions made by LMEC board members;
  - Reimbursement for 2019 LMEC staff support costs; and
  - 25% of Net Gala Proceeds, after the above and event expenses are deducted.
  - Net Gala Proceeds shall not include capacity-building grants to launch The BPL Fund and capital grants for McKim building renovations which shall be paid directly to the Fund for the BPL.
- In fiscal years subsequent to 2019, LMEC will provide advice for galas based on prior experience and will receive:
  - Any contributions made by LMEC board members; and
  - 20% of Net Gala Proceeds, not to exceed 50% of LMEC's education-related expense, and subject to a minimum of \$400,000 (adjusted by the Consumer Price Index).

### **Other Terms**

- This Agreement expires June 30, 2029 and provides for multiple 5 year renewals if all parties agree. To ensure continuity in the services being rendered by LMEC to the public, in the event of a default by either party, there shall continue to be a two year notice period prior to termination of this Agreement.

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## **Associates of the Boston Public Library**

The Associates of the Boston Public Library is dedicated to conserving the Boston Public Library's Special Collections of rare books, manuscripts, prints, photographs, and other items of literary, historic and cultural significance. As an independent nonprofit organization, the Associates makes grants to ensure the continued public access to these irreplaceable treasures by underwriting their conservation, cataloging, digitization, and exhibition. To learn more, please see: [www.AssociatesBPL.org](http://www.AssociatesBPL.org)

## **Agreement with the Library**

On March 27, 2019, the Associates of the Boston Public Library and the Boston Public Library signed a Memorandum of Understanding (MOU) stating that the Associates is an independent nonprofit organization focused on the BPL's Special Collections. The funds it raises are primarily to bolster the Library's capabilities in the areas of conservation, cataloging and digitization, through purpose-restricted grants.

BPL leadership has a duty to ensure that its resources are optimally aligned with the library's overall mission and priorities, to identify the priorities for caring for the Special Collections, and to develop library programming.

With a goal of clarifying the planning, administration, acquisition and disbursement of funds to support our common goals, especially as the Library launches its own major fundraising efforts, the Associates and BPL agree to communicate and consult on a regular basis. This includes any new or amended Associates donor agreements. We will all work to avoid brand confusion, contradictory messaging and donor frustration. Associates fundraising materials will clearly state how the funds raised will be spent. Both organizations will ensure that the donor community understands that the Associates is a valued and supportive entity separate from the BPL and its own fundraising efforts.

The MOU applies to all individuals engaged in fundraising for the Associates and the Library, and expires on June 30, 2020.