

TRUSTEES OF THE PUBLIC LIBRARY OF THE CITY OF BOSTON

Meeting of the Trustees Finance and Audit Committee Tuesday, January 5, 2021 at 8:00 a.m. Held via Zoom MINUTES

A meeting of the Boston Public Library (“BPL”) Trustees Finance and Audit Committee (“Committee”) was held virtually via Zoom on Tuesday, January 5, 2021 at 8:00 a.m.

Present at the meeting: Committee Chair, Evelyn Arana-Ortiz and members, Zamawa Arenas, John Hailer, Jeff Hawkins, and President David Leonard. Also present were BPL staff including: Ellen Donaghey, Chief Financial Officer, Pamela Carver, Clerk of the Board, along with members of the public.

The Clerk noted the meeting was being recorded for the record. Ms. Zamawa Arenas called the meeting to order at 8:10 a.m. She welcomed everyone to the first committee meeting in the new year. She noted Ms. Arana-Ortiz was running a few minutes late. A roll call was taken and determined there was a quorum.

The first matter of business was review and approval of the Meeting Minutes from November 9, 2020. With no edits or comments, a motion was duly made, seconded and the meeting minutes of November 9, 2020 were unanimously approved.

Ms. Arana Ortiz invited Ms. Ellen Donaghey, Chief Financial Officer to review the vote for their approval. Ms. Donaghey explained the contract was to retain Sullivan and Worcester, Attorneys at Law. Ms. Donaghey asked Caroline Driscoll, BPL’s Legal Advisor to provide a little background for the committee.

Ms. Driscoll explained this firm was selected by the City of Boston Law Department to assist with the review of the John Adams Collection. The firm had already began their review. She explained that the approval of this contract would allow the BPL to retain Sullivan and Worcester, a renowned firm in the area of probate and trusts, to assist with a thorough review of the John Adams Collection. They were determining what the BPL’s responsibilities are towards this collection, which has been in its possession for over 100 years, to be sure that they were abiding by any applicable law. The contract will have a maximum obligation of \$50,000. Ms. Driscoll expected this to be a very succinct review but the requested amount was set to ensure the Library requested enough funding and would not to seek additional trustee authorization. The attorneys are billed hourly and were aware of the BPL’s limited budget, so together with Caroline, were being very conscientious about their billable time. Ms. Driscoll noted she would report any updates to the Board as soon as possible.

Ms. Arana-Ortiz called for a motion that was duly noted, seconded, and voted to approve unanimously via a roll call vote.

VOTED: “that, the Trustees Finance and Audit Committee of the Public Library of the City of Boston approve a contract not to exceed fifty thousand dollars and zero cents (\$50,000) with Sullivan and Worcester, Attorneys at Law, One Post Office Square, Boston, Massachusetts to review certain matters relating to the John Adams Collection.”

Ms. Donaghey continued with a review of votes for recommendation to the Board. She explained the first was to accept a gift from the estate of Dr. Miltiades Karamchedis. She noted that the finance team routinely accepts donations but because this gift will establish a permanent trust, Trustee approval is required. This gift would provide an annual distribution of approximately \$12,000 a year.

The Committee asked a few questions regarding the donor’s involvement with the BPL, the policy on the set amount of a donation to be considered for an endowment, and how the funds would be distributed. The Committee noted their gratitude for receiving such a generous donation.

David Leonard noted the importance of getting the word out of the new estate planning program of The BPL Fund which will provide more details about our donors and have intentional conversations.

Ms. Arana-Ortiz made a motion that was duly made, seconded and approved by a unanimous roll call vote.

VOTED: “that, the Trustees Finance and Audit Committee recommend that the Trustees of the Public Library of the City of Boston accept a donation in the amount of two hundred thirty five thousand and seven hundred ten dollars and zero cents (\$235,710) from the Estate of Dr. Miltiades Karamechedis to establish the ‘The Karamechedis Restoration Fund’. The funds are to be used solely for the preservation and/or restoration of the Library’s Collection.”

Next, Ms. Donaghey explained the next vote would be to recommend that the Board delegate approval of e-Rate contracts to the Finance and Audit Committee. She noted these are annual contracts that have tight deadlines and require quicker approval. This vote would allow some flexibility to call the Finance and Audit committee to review and vote to approve. There were no questions or comments.

Ms. Arana-Ortiz made a motion that was duly made, seconded and approved unanimously by roll call vote,

VOTED: “that, the Trustees Finance and Audit Committee recommend the Trustees of the Public Library of the City of Boston delegate approval of any E-rate contracts during the period between February 2021 and May 2021 to the Finance and Audit Committee.”

Ms. Donaghey explained the final vote was for the security contract that was out for bid. She explained it was a for a three-year contract; last done in 2018 with G4S Security. They were coming very close to the contract cap, so want the flexibility of not having to wait two months for a full Board meeting. She explained the security costs were so high due to the pandemic. The Boston Public Health Commission (“BPHC”) erected two pop-up shelters for homeless individuals infected with COVID-19. The City of Boston used the BPL’s contract, which they are allowed to do. Ms. Donaghey explained that a contract under State Procurement Law, a contract can be increased by 25% over its value without having to rebid it. Our contract was for \$3.7 million which in this case, with the 25% increase was equivalent to \$4.6 million. The extra money spent on BPHC did not affect our budget, but rather brought us to our contract cap.

The BPL had higher security costs as well due to providing an officer at all branches during *BPL to Go* per the union agreement. When the BPL closed in March, a decision was made in consultation with the City that we would not lay off the security guards. When *BPL to Go* launched in June, each branch was staffed with a security guard increasing our costs more than usual.

The Committee discussed some of the qualitative aspects that were involved in this contract (including training, benefits, and rate of pay).

Ms. Arana-Ortiz made a motion that was duly made, seconded and approved unanimously by a roll call vote to,

VOTED: “that, the Trustees Finance and Audit Committee recommend that the Trustees of the Public Library of the City of Boston delegate approval of the Security Contract to the Finance and Audit Committee.”

Ms. Arana-Ortiz asked for any new business, for which there was none.

Ms. Arana-Ortiz asked for any public comment. David Vieira of the City-Wide Friends asked why the BPL had to hire an outside law firm. He wanted to know why the City’s Corporation Counsel couldn’t handle this matter.

Ms. Caroline Driscoll responded that the City of Boston Law Department are not specialists in probate and trust matters therefore sought a second opinion. She explained that Corporation Counsel routinely uses outside counsel for anything from complex litigation to questions related to trusts and estates. Therefore, it was determined to be in the best interest of the BPL to ask for legal assistance from those who specialize in these areas. Mr. Vieira thanked Ms. Driscoll for explaining.

With no further comments, the meeting adjourned at 8:36 a.m.

Respectfully submitted,



Pamela R. Carver,
Clerk of the Board