

TRUSTEES OF THE PUBLIC LIBRARY OF THE CITY OF BOSTON

Meeting of the Trustees Governance and Development Committee

Thursday, February 4, 2021 at 8:00 a.m.

Held via Zoom

MINUTES

A meeting of the Boston Public Library (“BPL”) Trustees Governance and Development Committee (“Committee”) held on Thursday, February 4, 2021 virtually via a Zoom conference call.

All Committee members were present at the meeting: John Hailer, Committee Chair, Ben Bradlee, Cheryl Cronin, Linda Dorcena Forry, and David Leonard.

Also present was Robert Gallery, former Chair of the Board, Evelyn Arana Ortiz, Acting Chair, and Priscilla H. Douglas, Trustee along with Pamela Carver, Clerk of the Board, BPL staff, and members of the public.

Mr. John Hailer presided and called the meeting to order at 8:01 a.m. He noted for the record that the meeting was being recorded. A roll call was taken and determined that there was a quorum. He addressed the review and approval of the minutes of the November 5, 2020 meeting. With no comments or edits suggested, upon a motion made and duly seconded, the meeting minutes of November 5, 2020 were approved with a unanimous roll call vote.

Hailer began with the first topic of review of the nominations of five new Trustees. They were Navjeet Bal, Joe Berman, Joyce Linehan, Mike Rush, and Christian Westra. The appointment of these five trustees would fill all vacancies, resulting in the Board having a full 15 members since former Mayor Walsh expanded the board to include 15 trustees. Mr. Hailer added that they were a phenomenally talented group of people who will serve to strengthen the board. Mr. Hailer added that both Robert Gallery and David Leonard worked very hard to ensure the right members were selected and this will be a great asset in moving the work of the Library forward.

Mr. Leonard added that he was very pleased to see this list of nominations, noting that the new members were a combination of Library and Mayor Walsh’s recommendations. Mr. Leonard pointed out that the appointments of Joe Berman and Christian Westra – who sit on the boards of The Associates of the BPL and the Leventhal Map and Education Center (“LMEC”), respectively – will result in closer working relationships between our organizations. They join with Jeff Hawkins who represents the BPL Fund (“Fund”) which remains the BPL’s primary and principal fundraising, development, and philanthropic partner. Mr. Leonard was particularly happy to see an increased relationship at the state level with the appointment of Senator Mike Rush, a long-term advocate for funding for the Library. He explained that Joyce Linehan was no stranger to any of us, coming from the Mayor’s Policy Office. Navjeet Bal brings a background in the social finance world as well as she herself was a former State Commissioner of Revenue. [Full bios for all of Trustees provided on the BPL website].

Mr. Hailer informed the Committee that Mr. Gallery was resigning from the Board of Trustees. As a result, there was another matter of business of nominating and voting on a new Chair of the Board. Mr. Hailer added that these five Trustees nominations showed the hard work that Mr. Gallery had put in working with our affiliates and made for a smooth transition.

Mr. Gallery thanked Mr. Hailer for allowing him to say a few words. He expressed his gratitude for his fellow Trustees’ support and guidance over an amazing five plus years serving as Chair of the Board. Mr. Gallery explained that with the transition of a new Mayor pending, he felt it was a good time to transition out of his position at the BPL. He could not be happier with the nomination of Priscilla H. Douglas to succeed him and lead the Board forward. He was very proud of all the work the Board had done together.

He noted that they have come a long way from the former governance structure over the last five years; getting legislation passed to expand the Board from nine to fifteen, and to have the three representatives appointed from the affiliates. He thanked the staff and management team at the BPL for all their efforts. He noted he would remain a member of the BPL Fund Board to continue his support of the BPL. He noted it was an honor to work with each of the Trustees and to be a part of the Board's history.

The Trustees took a few minutes to discuss Mr. Gallery's resignation. They thanked him for being an amazing leader, a responsible chair, and a wonderful friend to them all. Many stated they learned valuable management skills by his example and advice. He was a mentor to many and he inspired collaboration through his inclusive thinking. They were thrilled he would continue with the Fund Board in bringing the BPL to the forefront in Boston. The Trustees agreed to defer further comments until the March meeting.

Mr. Hailer moved onto the nomination of Priscilla H. Douglas as Chair of the Board. He thanked her for agreeing to step into this leadership role. Mr. Gallery, whose recommendation speaks volumes knowing his passion for the BPL, suggested her nomination to succeed him. Mr. Hailer added that he could not think of a better person for the Trustees, the library, and the City to have Ms. Douglas nominated to serve as the next Chair.

Ms. Douglas thanked the Committee for her nomination and noted in regards to Mr. Gallery, his vision, infrastructure, and compassion that he created has put the library in the position it is today. She always tells everyone that the BPL Board is the best board to be on. She felt libraries were the access to the world and to so many points of views. Being associated with a library that is "free to all" is really an honor.

Mr. Hailer thanked Ms. Douglas and that the Committee was looking forward to finalizing her nomination at the March Board meeting. Upon a motion made and duly seconded, the Committee voted unanimously by a roll call vote.

VOTED: "that, the Governance & Development Committee recommend the Trustees of the Public Library of the City of Boston approve the nomination of Priscilla Douglas to serve as Chair of the Board for the period March 23, 2021 through May 18, 2021."

David Leonard reviewed the Memorandum of Understanding ("MOU") between the City of Boston and BPL. Mr. Leonard noted that this document was one that the Trustees have wanted to be in place and worked diligently on for approximately three to four years, especially after the expansion of the board to fifteen members. The document was signed by Mayor Martin Walsh and co-signed by Evelyn Arana-Ortiz our Acting-Chair. Some key points are that it recognizes the library was in partnership with the Fund for raising additional funds. It specifically stated, "Whereas, such development activities are intended to supplement and not displace current budget lines", so all of the institutions are officially recognizing that is the intent of private, philanthropic contributions that are to be raised. It also suggested that the Trustees would have a nominating role for any future vacancies that occur for the Board of Trustees. Each of these things in their own way, while recognizing that the charter of the Library, regulations, and statutes that govern who we are in our relationship with the City. There are these three ways where the Library has some independence with respect to governance matters. This document enshrines this for future administrations and enables us to truly speak to the broader community in respect to these matters.

The Committee celebrated this victory, which was yet another benchmark for success of the future for the BPL. They noted that the final MOU between the Fund and the BPL was close to final draft, but wanted to do one more piece of due diligence on ensuring it was accurately written. The Committee noted it was a great milestone to mark the final days of Chair Gallery's service on the board.

Ms. Paula Sakey, Executive Director of the BPL Fund gave a brief update on the Fund. She noted they have acquired 1,700 new donors and raised over \$4 million dollars so far. Really on a great path of expanding the private philanthropic investments to support the BPL's vast key strategic priorities.

As part of that within the Fund, they have developed many processes and procedures to their governance structure. One of the policies they really needed to look at from both the BPL and Fund boards' perspectives was the Naming Policy. There are policies in place for the City in regards to naming City facilities outside of philanthropic investment. This policy was more about how to grow philanthropy and how to name physical spaces but also endowed gifts. This policy ensures gifts that give naming rights would be managed in a transparent way in accordance to established guidelines. It would allow providing donors with an equitable, consistent, and appropriate recognition in stewardship for generous support. Ms. Sakey noted it was important to put this policy in place as they focus on a capital campaign over the next few years in terms of opportunities to recognize their generous donors as they support that effort.

It outlines the types of gifts that may carry naming rights and suggested minimum gift levels, whether that be of space or endowment. Based on their audit of the Central Library spaces, they would be working on a schedule of physical space naming opportunities. Types of spaces would include study rooms, reading rooms, tables, and chairs. Ms. Sakey hoped that the BPL Board would consider approving this policy at their March meeting. Mr. Leonard added that the proposed MOU calls for the BPL's approval in it. Mr. Hailer made a motion that duly made, seconded, and voted by unanimous roll call.

“VOTED: “that, the Governance & Development Committee recommend that the Trustees of the Public Library of the City of Boston approve the BPL Fund Named Giving Policy.”

Mr. Hailer asked for any New Business for which there was none. He asked for Public Comment.

David Vieira, member of the City-Wide Friends, thanked Chair Bob Gallery for his service.

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

Respectfully submitted,

Pamela R. Carver, Clerk of the Board