

# TRUSTEES OF THE PUBLIC LIBRARY OF THE CITY OF BOSTON

## Annual Meeting of the Trustees as a Corporation (Third Meeting)

Thursday, May 14, 2015, 9:00 a.m.

Boston Public Library, Central Library, Commonwealth Salon

700 Boylston Street, Boston, MA 02116

### MINUTES

The Annual Meeting of the Trustees of the Public Library of the City of Boston as a Corporation was held in the Commonwealth Salon, Central Library of the Boston Public Library on Thursday, May 14, 2015 at 10:10 a.m.

Present at the meeting were: Chairman Jeffrey B. Rudman, Vice Chair Evelyn Arana-Ortiz, Trustees: John Hailer, Paul A. La Camera, Rep. Byron Rushing, Zamawa Arenas, and Laura DeBonis. Absent from the meeting were Trustees Carol Fulp, and Dennis Lehane.

Also present at the meeting were: Boston Public Library President Amy E. Ryan; Clerk of the Board Deborah Kirrane, Boston Public Library staff; Corporation Counsel Caroline Driscoll, and members of the public.

Chairman Jeffrey B. Rudman presided and addressed the agenda's Call to Order and introduced Paul LaCamera, Chair of the Trustees Nominating Committee.

On behalf of the Trustees Nominating Committee, Mr. La Camera presented the slate of officers for the Fiscal Year 2015-2016: Jeffrey B. Rudman for Chairman, Evelyn Arana-Ortiz for Vice Chairman, and Deborah Kirrane for Clerk of the Board. Mr. LaCamera expressed his gratitude for the service of those individuals being nominated. He pointed to the great work of Ms. Arana-Ortiz in serving as Chair of the Trustees Finance and Audit Committee, and stated that he has never worked with a more dedicated, hard-working, devoted volunteer servant than Mr. Rudman whose actions on behalf of the BPL are beyond commendable.

Trustee John Hailer asked that the minutes reflect that he agrees with the sentiments expressed by Mr. LaCamera with respect to the three individuals being nominated.

With no other nominations, on a motion made and duly seconded, it was

**VOTED: "that the Trustees of the Public Library of the City of Boston approve the Trustees Nominating Committee recommendation of the Slate of Officers of the Trustees of the Public Library of the City of Boston of Trustee Jeffrey B. Rudman, Chairman, Trustee Evelyn Arana-Ortiz, Vice Chairman, and Deborah Kirrane, Clerk of the Board for the period July 1, 2015 through June 30, 2016.**

Mr. Rudman thanked the Trustees and expressed how much he admired the Board of Trustees and the work that has been accomplished since Amy Ryan's arrival as President of the BPL.

Mr. Rudman called for questions concerning the following enabling votes (items three through nine on the order of business): for the signing of payrolls; for the signing of contracts approved by the Board; the acceptance of gifts; the distribution of income; expenditure of Trust Funds; and the requesting of funds from the Boston Public Library Foundation. With no questions, Mr. Rudman recommended that items three through nine on the order of business be voted as a whole.

On a motion duly made and seconded, the following votes were approved collectively:

**VOTED: that, the President, Director of Library Services, Director of Administration and Technology, Chief Financial Officer, or the Clerk of the Corporation be, and hereby are, authorized to sign on behalf of the Corporation, bills, special drafts, and payrolls of the Library.**

**VOTED: that, the President, Director of Library Services, Director of Administration and Technology, Chief Financial Officer, or the Clerk of the Corporation be, and hereby are, authorized to sign any and all contracts, except as otherwise authorized, voted to be made by the Board in the name and on behalf of the Corporation and any and all communications in connection with the award of contracts so voted or recommended to be so voted and to authorize payments under contracts so voted.**

**VOTED: that, the President, Director of Library Services, Director of Administration and Technology, Chief Financial Officer, or the Clerk of the Corporation be, and hereby are, authorized to accept on behalf of the Trustees gifts, payments made in recognition for the special services rendered, and payments received for the publications and prints executed under library sponsorship and, in connection with the acceptance of the same, to endorse on behalf of the Trustees checks so received, said amounts to be reported to the Board at their next Annual Meeting.**

**VOTED: that, until the next Annual Meeting, by delegation of the Trustees of the Public Library of the City of Boston, the President, Director of Library Services, Director of Administration and Technology, Chief Financial Officer, or the Clerk of the Corporation, hereby are, authorized to accept on behalf of the Trustees gifts to be added to funds already established in the General Investment Account, the acceptance of said amounts to be reported to the Board at the meeting following any such acceptance.**

**VOTED: that, the President, or Chief Financial Officer, be and hereby is, authorized and directed to distribute and pay to the Trustees of the Public Library of the City of Boston the income of the General Investment Account for the period from July 1, 2015 to June 30, 2016;**

**and further,**

**VOTED: that, the President, or Chief Financial Officer, be and hereby is, authorized to cause to be paid to the Rector of Trinity Church for the period from July 1, 2015 to June 30, 2016 income on the Children's Fund now held in the custody of the Collector-Treasurer of the City of Boston pursuant to the provisions of the 11th Clause of the will of Josiah H. Benton, as required by the 19th Clause of said will;**

**and further,**

**VOTED: that, the President, or Chief Financial Officer, be and hereby is, authorized and directed to cause to be distributed and paid to the Rector of Trinity Church, to be held by said Rector pursuant to the provisions of the 12th Clause of the will of Josiah H. Benton, as defined by the Agreement of Compromise, dated January 15, 1935 and made in connection with the administration of the trust created by such Clause, four-tenths of the income of the Benton Book Fund for the period from July 1, 2015 to June 30, 2016, inclusive, now held in the custody of the Collector-Treasurer of the City of Boston, and to the Trustees of the Public Library of the City of Boston the remaining six-tenths of said income for said period to be applied to the purchases provided in said Agreement of Compromise.**

**VOTED: that, the President, Director of Library Services, Director of Administration and Technology, Chief Financial Officer, or the Clerk of the Corporation, until the next annual meeting, is authorized to spend for the purpose of buying library materials any authorized and proper purpose income from those Trust Funds held by the Trustees of the Public Library of the City of Boston, where no specific vote of the Trustees is required by the Trust instrument.**

**VOTED: that, the President, or designee, until the next Annual Meeting, is authorized to request funds from the Boston Public Library Foundation earmarked for the Boston Public Library.**

Mr. Rudman called for New Business and Mr. LaCamera asked for an update on the retail space available as part of the Central Library Renovation. BPL Chief Financial Officer, Ellen Donaghey reported that the broker advertising the request for proposal (“RFP”), had recommended extending the time in which proposed tenants could reply to the RFP, for a period of two months. Accordingly, the timeframe, including Retail Tenant Advisory Committee meetings, will be adjusted and rescheduled.

Mr. Rudman asked that a roll call vote be taken to support convening in Executive Session for Discussion of Draft Cy Pres Complaint Concerning the Fred Allen Trust. The Clerk executed the roll call vote to which all Trustees in attendance voiced their approval to enter into Executive Session.

There being no other business, the Annual Meeting of the Corporation adjourned at 10:20 a.m. and the Trustees entered into Executive Session.



Deborah Kirrane  
Clerk of the Board