

**Rose F. Kennedy Greenway Board and Leadership Council
Public Meeting - Tuesday, February 7, 2012
185 Kneeland Street, 10th Floor
Meeting Minutes**

DRAFT

Board: Georgia Murray, Mike Cantalupa, Chris Fincham, Gloria Larson, Susanne Lavoie, Cheryl Cronin, Chris Manfredi, Young Park, Bob Gore, Helen Chin Schlichte

GLC: Jason Aluia, Christian Scorzoni, Donna Freni, Ed Lambert, Deborah Spirio, James Chan

MINUTES

Board Chair Georgia Murray welcomed everyone to the public meeting and set the framework for the discussion. Ms. Murray also introduced Governance Chair Gloria Larson for a presentation.

Gloria Larson introduced a nomination slate for Clinton Bench as the Secretary of Transportation's ex. officio representative on the board. After a brief discussion on his background and experience a motion was made to approve the nomination, duly seconded it was approved.

The meeting moved on to a discussion of the recent issues in the press and the Conservancy's on-going transparency practices. Ms. Murray introduced a proposed transparency policy to be adopted. She outlined the Conservancy's history and its creation as a non-profit in the acts of 2008. Consistent with the statute, the Conservancy meets the high standards of IRA reporting for nonprofit organizations, and complies with MassDOT's requirements for reports regarding the uses of MassDOT funds. She recommended the adoption of the new policy that will combine all the Conservancy's practices into one document that will be easy for the public to find on the Conservancy's website. She then opened the discussion up to the board and the GLC.

Several board members noted that there was an enormous amount of transparency for a 501c3 and were encouraged that the Conservancy sought guidance from outside experts. , We have not found a peer organization in the Commonwealth that has a written transparency policy. Other board and Leadership Council members said that it was helpful to have the transparency policies from various documents now endorsed as one document. .

There were questions as to how this policy related to the requests in Secretary Davey's letter; Ms. Murray noted the Greenway statute specifically states that the Conservancy is not a governmental body and that that the board was looking forward to a meeting with the secretary to discuss the question

Ann Thornburg a former GLC chair, board member and Adjunct Lecturer in Public Policy at the Hauser Center for Nonprofit Organizations at The Kennedy School, spoke briefly about the focused effort in 2009 when the board Audit and Risk Management Committee worked to ensure complete compliance with updated IRS reporting for nonprofit organizations, and looked to Guidestar and Charity Navigator as well as other non-profits for best practices. She has worked with non-profits extensively and noted the Greenway Conservancy exceeds those

standards. She encouraged the public to go to the Conservancy's website and review those efforts and look at the Guidestar and Charity Navigator websites for current ratings.

A number of board members echoed that the Conservancy understands the needs to communicate financial information easily with constituents by making the Audited Financial Statements and the IRS form 990s available on its website. The 990 also works hand in hand with all of our governance policies. This is an ongoing process and the Conservancy always strives to improve.

Matt Conti thanked the Conservancy for allowing for the taping of the meeting and noted his disappointment that the proposed transparency policy did not address the FOIA and open meeting question. Georgia Murray noted the open meeting and public records laws were written for governmental bodies. As a non-profit, the Conservancy board members have fiduciary obligations consistent with MA law. The Conservancy relies on its board to discuss sensitive information such as donor prospects, to reach decisions.

Ann Thornburg also noted that Congress debated this issue at length when they developed the 990 filing process and specifically that information on donors did not need to be included in the public document. The IRS established the 501c3 status and the state AG's office has oversight on these organizations.

Matt Conti noted that at last year's public meeting there was no opportunity for public comment on the Conservancy's financials. Georgia Murray stated that the Conservancy would provide him any information that is publically available.

Diane Valle stated that the financials were difficult to understand especially the disclosure of expenses, question on the Conservancy's media consultants. Georgia Murray outlined how our media consultants are utilized and noted that information is available in the financial statements. The Conservancy has multiple years of financials on its website (back to 2008).

Diane Valle also questioned the work of architect Maryann Thompson the money she received for work on on the Greenway and lack of public process.

Vivian Li commended the Greenway on the proposed transparency process, the non-profit community moving toward this as well. Vivian Li noted that having the documents on the website is great and the Conservancy could have a more robust email list reaching out to additional communities. She also noted that the Conservancy should consider having certain documents translated in to different languages. Vivian also noted that some of the line items in the financials may be difficult to understand.

Georgia Murray stated that the Conservancy reports to the State quarterly in detail. The Audit Committee has worked hard to make the financials easier to read. The staff creates presentations to walk the public through them at public meetings. At the same time, the Conservancy continues to improve its practices as it learns what will be useful.

AS the board and GLC further discussed the transparency policy, Christian Scorzoni stated that the policy was a great step forward. The Conservancy is unique with legislation pending on the hill and letters from Secretary Davey and the Attorney General's office, the proposed policy may not be enough.

Georgia Murray noted that the Conservancy wants to be an excellent 501c3 and will have a discussion with Secretary Davey about the future and continuing the Conservancy's transparency.

Ann Thornburg acknowledged Christian Scorzoni's remarks and encouraged the public to look and compare the practices at other state agencies and authorities. The Conservancy is very open.

Georgia Murray called for a motion to adopt the transparency policy; duly seconded the policy was adopted.

The meeting moved on to facts about the Greenway with a presentation and reviewed the Conservancy's public/private model, fundraising efficiencies and cost per acre comparison.

Ed Lambert asked if those numbers were affected by other ancillary costs

Susanne Lavoie noted that the world class parks that we are using as comparable examples are important. Like other significant urban parks, the Greenway has a beneficial impact on the city.

Young Park spoke about the great leveraging impact of the Greenway. The correlation between the quality of the park and the value of nearby properties is clear. The Highline saw a 40-50% increase in property value and an increase in property tax and tourism. Parks are so much more than a parcel of land.

Matt Conti asked where the Public Garden, The Boston Common, the Esplanade and Christopher Columbus Park fall in comparison to the Greenway. Georgia Murray noted that they are dissimilar because they have been built without the Greenway's complicated infrastructure, fountains and hardscape.

Jesse Brackenbury noted that only Post Office Square would be comparable to the Greenway. He explained that the Conservancy did not choose the list of comparable parks; the study was done by a third party (HR&A).

Jason Aluia asked what the ratio of public money for the parks that are listed in the study.

Georgia Murray noted that several board members had a tour of the vaults under the Greenway and it was eye opening to see how complicated the mechanics are that need to be maintained.

There was a discussion of the benchmarks used to establish the executive director's salary and compensation.

The meeting continued with a discussion of the custom carousel including construction costs and revenue estimates. There were a number of questions regarding the revenue from the existing carousel and projections for the custom carousel. Georgia Murray noted that the Conservancy aspires to a higher level of quality in the improvements it makes. This kind of commitment has produced positive results— the parks have a 72% increase in attendance/the use of park amenities since last year.

Peter Zelesky a Greenway volunteer for the last 3 years has seen the number of people using the park skyrocket. He also noted that the quality of the park is vastly improved since the Conservancy took over from the State.

Ann Fanton acknowledged that there has been great progress in the parks, and she has an interest in the capital projects on the Greenway. She also noted that the recent news has been a huge distraction to the Greenway and the work of the Conservancy.

Matt Conti knows that the custom carousel will be great but questions the \$3 million cost in light of current financial issues. He also questioned how the carousel was adopted as a park improvement without more conversation with the North End and other neighborhoods. He also asked about bathrooms on the Greenway.

The meeting continued with a discussion of the 2012 public programs season plan led by Jesse Brackenbury. The discussion focused on the number and types of free events in the park last year, the increase in park attendance and the information gained from the 2011 program survey. Ann Thornburg noted that as a former GLC chair, the survey was the key to getting information from the public. People were much more likely to take the survey than to take the time to come to a public meeting.

There were additional questions from the public regarding programming for the Tall Ships in June and the opening of the Tea Party Museum.

Christian Scorzoni noted that he has seen the program calendar grow over the years and hoped we were still thinking about a signature event on the Greenway. Jesse Brackenbury noted that the Conservancy was working with a third part to do a Labor Day fireworks event.

There was a brief discussion of the parcel 12 process. The Conservancy noted that this was a tri-party process and is waiting for the BRA/MassDOT to initiate the process.

Bob Turner from Commonwealth Compact noted that the goal is for the Greenway even before the Conservancy's involvement was to be common ground for everyone. He noted that increased efforts for more diversity on the Conservancy's board are very important. As well as increased outreach to communities that are not immediately close to the parks.

Georgia Murray assured him that the Conservancy and the board share that priority.

The meeting was adjourned at 11:05 am