

Rose F. Kennedy Greenway Conservancy  
Board of Directors Meeting - Tuesday January 29, 2013 5:30 PM  
Atlantic Wharf – 290 Congress Street, 2<sup>nd</sup> Floor  
Meeting Minutes

- Draft pending approval at the next public meeting

RFKG Board: Christopher Betke, James Chan, Christopher Fincham (via phone), Bob Gore, Phil Griffiths, Susanne Lavoie, Woody Lynn, Chris Manfredi, Georgia Murray, Young Park, Jane Pappalardo, John Pregmon, Robyn Reed, Helen Chin Schlichte

RFKG Board Absent: Clinton Bench, Cheryl Cronin, Maggie Hunt

RFKG Staff: Jesse Brackenbury, Linda Jonash, Stu Shillaber, Steve Anderson, Jodi Wolin, Lisa Schimmel, Amy Dwyer

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### MINUTES

Board chair Georgia Murray welcomed everyone to the public meeting and noted that Chris Fincham would be participating by phone due to an illness. Ms. Murray opened the public meeting and noted that this was primarily a business meeting of the board and no formal public presentations were planned. The board addressed the December 3, 2012 meeting minutes and a motion to approve them was made. Duly seconded, there was a roll call vote of the board and the meeting minutes were approved: 12 in the affirmative, 0 in the negative. Ms. Murray noted that the board was to approve the North End Waterfront Residents Association's nomination of Robyn Reed as a board member, briefly reviewing her background and particular interest in public art. A motion was made to approve Ms. Reed's nomination, duly seconded a roll call vote of the board was made approving the board nomination slate: 12 in the affirmative, ## in the negative.

### Governance Documents

The board discussed changes to three governance documents including the conflict of interest policy, procurement policy and a new gift policy. Jesse Brackenbury, Chief Operating Officer presented an overview of each of the governance documents and outlined each of the changes in the conflict of interest and the procurement policy and the reasoning for breaking out of the gift policy as a separate document. Chris Fincham asked about the exemption for government contracts; Mr. Brackenbury noted that this exemption was in the existing procurement policy. Mr. Brackenbury will research the origins and provide an explanation at the next Finance, Audit, and Risk Management Committee meeting.

Ms. Murray called for a motion to approve the governance documents. A motion was made to approve the governance documents individually and duly seconded; a roll call vote of the board was called approving the procurement policy: 14 in the affirmative, none in the negative.

A roll call vote of the bard was called approving both the conflict of interest policy and the gift policy: 14 in the affirmative and none if the negative.

### Carousel Contracts

Linda Jonash, Director of Planning and Design presented to the board on three contracts that the board will need to approve for the custom carousel project:

- Engaging Commodore Builders of Newton, MA as the site improvements General Contractor for an amount not to exceed \$2,150,000;
- Supplementing an existing contract with Carousels and Carvings of Marion, OH to fabricate the carousel winter enclosure system and associated storage/transport units for an amount not to exceed \$203,000; and
- Supplementing an existing contract with Reed Hilderbrand Associates and Watertown, MA to update construction plans and specifications for the site improvements and to provide standard technical design and administrative assistance during construction for an amount not to exceed \$110,000.

A motion was made to vote on each contract independently, duly seconded a roll call vote of the board was called approving the contract for Commodore Builders for an amount not to exceed \$2,150,000: 14 in the affirmative and none in the negative.

A roll call vote of the board was called approving the supplement for an existing contract with Reed Hilderbrand to fabricate the winter enclosure and transport/storage units for an amount not to exceed \$203,000: 14 in the affirmative and none in the negative.

A roll call vote of the board was called approving the supplement for an existing contract with Carousel and Carvings to update construction plans and provide administrative assistance during construction for an amount not to exceed \$110,000: 14 in the affirmative and none in the negative.

### Horticulture Update

Stu Shillaber, Supt. of Horticulture, updated the board and members of the public on how the horticulture staff cares for specific planting beds along the length of the park, particularly the approach and rationale of winter care that allows for winter interest and maintains a natural habitat for wildlife.

### General Greenway Overview

Mr. Brackenbury presented a general update on number issues and topics including food vending, public art, and organic horticultural practices.

The Meeting was adjourned at 6:45 pm.

#### List of Documents Used by the Conservancy at the Meeting

1. Nomination Slate for Robyn Reed
2. Bio for Robyn Reed
3. Conflict of Interest Policy
4. Procurement Policy
5. Gift Policy
6. Agenda for the January 29, 2013 Meeting
7. Minutes of the December 3, 2012 Public Meeting