

**MEETING OF THE
BOARD OF LIBRARY TRUSTEES
Tuesday, June 12, 2018
MINUTES**

Location: Robbins Library Conference Room

Call to Order

Vice Chair Amy Hampe called the meeting to order at 7:16 pm, and in attendance were Trustees Heather Calvin, Adam Delmolino, Kathy Fennelly, Jonathan Gates, Amy Hampe, Joyce Radochia, and Lois Rho. Andrea Nicolay, library director was in attendance.

Guests in attendance: Doug Heim, Arlington Town Counsel; Nancy Gentile, Winfield Robbins Art Prints Coordinator.

Town Counsel Doug Heim

Following on the April 10, 2018 Board meeting's Winfield Robbins art prints appraisal presentation by Childs Gallery, Mr. Heim reviewed the history, trust creation, permissible uses, and future options for the Robbins art & print trust funds. Assessing trusts today 150K prints and pieces (both said prints in wills), only about 20% catalogued, permanent loan items returned. Highest value \$500-\$2,500 range, most value as part of a sub-collection rather than individual. Vast majority have no fine art value. Prints themselves gifts to town, not part of the Trust. Can't parse out what were acquired and what were preserved. Total \$380,000 value in collection. 23% decline since 2001 and dropping. Approximately \$1.3 million in two separate trust funds (from Winfield and Ida). Confident that we have clear title, because of primary and secondary documentation that majority of prints given outright to the Library by Winfield Robbins. Clear purposes established for use of funds (care, preservation, increase, purchase). Distinct from other charitable trusts more readily amended. What is essential to the library's mission? Discussed BPL options, friendly amendment to the trust, they had more latitude with the original intent. Hard to utilize similar tool in this scenario. AG's office trying to help small trusts more readily revise purposes of funds. Ours not small but may be relevant. Legal avenues to alternate or expanded use. "As nearly as like" Cy Pres doctrine. Apply to repurpose if has become impossible or impracticable of fulfillment. Hard to find any next of kin. Care about the library. What is next closes approximation. Is it worth it to use the money to support the prints? Did they intend as a charitable matter to take care of these prints? Could ask for Town Meeting approval to dispose of the collection (as Town Property, not library property). Would donate, sell or otherwise dispose of the art in its entirety – someone else needs to pursue the friendly suit in probate court. Ideally through the Attorney General's office. We would be a party. Show we have done the best we could to identify what is part of the collection; may involve current circulating print collection and anything else acquired with this collection. Then funds would be available for another Library purpose, though proceeds from sale would go into the general fund of the Town. Could try to get commitment that it would be purposed for the Library. Some risk if deny Cy Pres in probate. Then are stuck with funds but would have disposed of art. Then the risk is how to determine what the next best use of funds is. Since they loved the library that would be the next best use. Will want to know what is the Town's perspective as the beneficiary? If it works, do you have them dissolve it totally and get the cash or still only get income? Provide amicus brief with our desired outcome. They built part of

the library to showcase these prints. Another alternative – “Irrevocable Trust” AG’s office can determine it’s not a charitable trust. Need consent of beneficiaries. Where reverts after purpose is served. Terminate trust and voluntarily dissolve. About past and future in abstract way vs. the people living in the present now and what is in their interest. Next step: have discussion to clarify our decision, what do we want? Do we want this collection any more, or get rid of some of it. Formalize with a vote on the record. Post public meeting and vote on action – request that an article be filed at the next special or annual town meeting to authorize disposal of the collection (de-accession the collection in whatever way and timeline see fit – explain long term plan – what is it worth, what expect to get, why doing this, how you might go about doing it – what are real reasons behind it). Be clear on what we are talking about (this entire collection, or a part of it, or authorization of both). During regular business but make clear what it’s about. Consult with historical society and other local organizations. Start to garner support for the importance of this action. Then work to get AG on board for the fall or next spring. Would still need to get Town Meeting approval. Have had these conversations many times over the years (1958, 1962, 1968, 1986, 1989, 2008). Not possible to earmark the money. Get finance committee and others to commit politically. Prepare the likelihood of much proceeds if any is unlikely. Frees up significant space. Could hold event to get many out into the community, some sell on ebay, etc. Childs Gallery gave several options for disposal. Need to be able to certify reasonably that have disposed of prints here or acquired. How to make a public case and build support among other institutions. Outline the case. Think about future opinion piece for Advocate. Invite some constituents. Director’s report notes that we are not in this business and misplaced the Picasso and Renoir. Most not secured. Who would be conflicted out of buying any prints, if they are for sale. Would likely have to go through public bidding process to manage de-accession. Consider is get rid of as whole. May want to tell Select Board after we take the vote to give them an update and ask for their endorsement, and get the word out to the community. Timing good, when talking about debt exclusion and overrides, the Library is being diligent about resources. Special meeting likely Oct/Nov. Want to have article ready. Plan to vote at September meeting. Invite Doug, time to get more folks on board. Points: prints sitting mostly in boxes for last 60 years, not something library wants to be engaged in, discussion has been back since 1952 when Ida left more money for the prints. Is this what we ought to be doing 2) collection is declining rapidly in value, even with all this money, impossible to care for all these prints, can’t hire anyone who will look through every print. 3) takes up space that we want to be doing other things with to benefit the community, 4) has been essentially the Robbins’ hobby that has been taking up resources that it is not in fact paying for, not charging rent to Trust funds, trickle drain of resources. 5) money to be had, right time since town making impt financial decisions, even if informally earmarked for this. But most important, is if dispose of collection will be able to repurpose the funds to a use that is in better interest for the library and supports what the Robbins cared out. Rest assured not about not respecting intent of donors, created lots of trusts and many still active. This building has their name on it. Other collections and the library de-accessions things every day. Not the way people would draw up a trust today. Richard could speak to Town Meeting about the appraisal.

Shared information on possible courses of legal action relative to the art print trust funds. Possible options and risks. [provided a background on... He noted that... Mr. Heim discussed... before concluding the... and offering to consult with staff and Trustees as the project moves forward.]

Approval of Minutes (vote needed)

Ms. Fennelly moved to approve the minutes as amended. Ms. Calvin seconded the motion. The Board approved the minutes as amended. Ms. Rho abstained.

Community Time

There were no members of the public present.

Election of Officers (vote needed)

The nominating committee of Ms. Fennelly and Ms. Radochia shared the proposed slate of officers for FY19. Chair: Amy Hampe, Vice Chair: Jonathan Gates, Trust Fund Liaison: Mr. Delmolino, Foundation Liaison: Ms. Fennelly, Friends of Robbins Library Liaison: Ms. Radochia, Friends of Fox Branch Library Liaison: Mr. Gates. Ms. Fennelly moved to approve the proposed slate of officers for FY19. Ms. Rho seconded the motion. The Board approved the motion.

Arlington Seniors Association Request (vote needed)

Ms. Nicolay shared letter requesting advance approval for two nights during their construction period. Ms. Fennelly motion to approve request to use conference room on 3rd Fridays... Ms. Calvin seconded the motion. The Board approved the motion.

Preliminary Discussion of FY19 Administration and Trustee Goals

Ms. Nicolay reviewed the FY 18 and proposed for FY19. She will work with Mr. Gates to review and propose any tweaks at the August meeting for review and approval.

Reimagining Our Libraries Public Relations Update

Ms. Nicolay shared updates on her conversations with key stakeholders in advance of the upcoming June public meetings about the project. Presentations will reflect community feedback and discuss cost. Need to talk about fundraising to be explored and be clear on the timeline. Trustees discussed possible questions to anticipate from the community.

Trust Liaison Report

Ms. Rho reviewed her Trust Fund report memo.

Director's Report

Ms. Nicolay reviewed highlights from her May Directors report, including elevator challenges, staffing changes, circulation improvements, upcoming Reimagining Our Libraries public meetings and FY19 planning.

Foundation Liaison Update

Ms. Fennelly reported on the recent Foundation meeting that focused on its processes and policies, recruitment, stewardship, website, and campaign strategies.

Friends Liaison Updates

Ms. Radochia noted the Friends of the Robbins Library meeting hosted Karin Barrett from the Foundation about capital campaigns. Also discussed recruitment efforts. Ms. Nicolay also mentioned

they reviewed bylaws and procedures, especially since new members. Reviewed upcoming programs and thinking about planning with longer lead time. Mr. Delmolino and Ms. Nicolay were unable to attend the Friends of Fox Branch Library meeting but noted it was about programming and the upcoming Feast of the East.

Communications and Announcements

There were no communications received or announcements.

Unanticipated Items

There were no unanticipated items.

Date of Next Meeting: August 6, 2018

The date of the next meeting will be Monday, August 6, 2018. 7:15pm at the Fox Branch Library.

FY19 Library Trustees Meeting Schedule

Ms. Nicolay reviewed the dates for the FY19 Library Trustees meetings.

Adjournment (vote needed)

Ms. Fennelly moved to adjourn. Adjournment was approved unanimously. Meeting adjourned at 9:36 pm

Materials Distributed:

- June 2018 Meeting Agenda
- May 8 2018 Meeting Minutes
- FY 2018 Administration Goals and Objectives
- Robbins Library Board of Trustees Goals and Objectives FY 2018
- Letter from Arlington Seniors Association
- Trust Fund Report (as of end of May 2018)
- May 2018 Director Report
- FY19 Meeting Schedule Board of Library Trustees