

OFFICIAL MEETING NOTICE

**Fine Arts Museums of San Francisco
Board of Trustees**

**Tuesday, June 4, 2019
3:00 pm**

**Board Room
Legion of Honor
100 34th Ave
San Francisco, California 94121**

AGENDA

ORDER OF BUSINESS

- I. Calling of the Meeting to Order – Diane B. Wilsey, President**
- II. Calling of the Roll**

Janet Barnes
Zachary S. Bogue
Carol N. Bonnie
Tracy Burris
Jack Calhoun
David H.S. Chung
Katherine Harbin Clammer
Marc P. Cruciger, M.D.
Belva Davis, Vice President
Denise Fitch
David Frazee
Vanessa Getty
Frankie Jacobs Gillette
Wheeler S. Griffith
Cynthia Fry Gunn
Lauren Hall
Lucy Young Hamilton
Holly Johnson Harris
Gretchen B. Kimball
Yasunobu Kyogoku
Kathryn Lasater
Amy McKnight
Jason Moment
Carl Pascarella
Heather Preston, M.D.
Lisa Sardegna
Richard Scheller, Ph.D.

Calling of the Roll (continued)

David Shimmon
David Spencer
Jeana Toney
David Wadhvani
Diane B. Wilsey, President
Lisa Zanze

Leaves of Absence to be Excused:

Juliet de Baubigny
Bryan Meehan

Ex-Officio Trustees:

Mayor London Breed
Mark Buell, President, Recreation and Park Department

There will be an opportunity for public comment before or during each agenda item.

III. Report of the President – Diane B. Wilsey

- A. Consideration and Possible Action to Approve the Minutes of the April 2, 2019 Meeting of the Board of Trustees **Action**
(See Appendix A – Draft Minutes)
- B. Consideration and Possible Action to Approve the Report of the May 14, 2019 Acquisitions Committee Meeting – Dr. Marc Cruciger, Chair of the Acquisitions Committee **Action**
(See Appendix B – Acquisitions Committee Report)
1. Purchases
 2. Funded Purchases
 3. Gifts
 4. Accession of Abandoned Property
 5. Abandoned Property Eligible for Sale or Transfer
 6. Miscellaneous Deaccessions
 7. First Step Deaccessions
 8. Second Step Deaccessions

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby approve the appended May 14, 2019 report of the Acquisitions Committee of the Fine Arts Museums Foundation, including approving the works of art acquired through purchase and donation as gifts to the Fine Arts Museums of San Francisco from the Fine Arts Museums Foundation, and approving miscellaneous, first step and second step deaccessioning.

- C. Consideration and Possible Action to Adopt a Resolution to Ratify Salary Supplements to be Funded Through Contributions from the Corporation of the Fine Arts Museums, Under Article V of the San Francisco Charter **Action**

WHEREAS, Under Section 5.102 of the San Francisco Charter, the Fine Arts Museums Board of Trustees (“Board”) may “accept and utilize contributions to supplement or pay for the salaries and benefits of” the “director and such other executive and administrative positions” that the Board appoints “in order to establish competitive compensation”; and

WHEREAS, The Board finds that salary supplements, to be funded through contributions from the Corporation of the Fine Arts Museums, are appropriate for the Director and for the Curator of the Achenbach Graphic Arts Department in order to “establish competitive compensation” under Article V of the Charter and subject to the salary provisions of the Charter; now therefore be it

RESOLVED, that the Fine Arts Museums of San Francisco does hereby ratify and accept any prior, current or possible future contributions from the Corporation of the Fine Arts Museums to supplement the annual salary of the Director and of the Curator of the Achenbach Graphic Arts Department in order to “establish competitive compensation” under Article V of the Charter and subject to the salary provisions of the Charter; and be it

FURTHER RESOLVED that Board Resolution 1749 (Accepting and Ratifying Salary Supplements for the City Positions of Director of Human Resources and Administration and of Curator of the Achenbach Graphic Arts Department, to be Funded Through Contributions from the Corporation of the Fine Arts Museums, Under Article V of the San Francisco Charter) is hereby rescinded.

- D. Consideration and Possible Action to Adopt a Resolution to Ratify the Board’s Actions Prior to and on April 2, 2019 Under Bylaws Article VI, Section 2., AMENDMENT PROCEDURE. **Action**

WHEREAS, On April 2, 2019 The Fine Arts Museums of San Francisco amended Article VI, Section 2. AMENDMENT PROCEDURE to state “No amendment of these Bylaws shall be made unless it is presented in writing at a regular or special meeting of the Board of Trustees and receives the vote of a majority of all the members present at the meeting;”

And WHEREAS, Charter Section 5.105 states that the “Board may act by majority of the members present at meetings in which a quorum is in attendance.”

And WHEREAS, the Fine Arts Museums of San Francisco wishes to ratify the Board’s actions prior to and on April 2, 2019 under Article VI, Section 2., of the bylaws, taken by a majority of the members present; now, therefore, be it

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby ratify the Board's actions prior to and on April 2, 2019 under Article VI, Section 2, of the bylaws, taken by a majority of the members present.

VI. Report of the Nominating Committee – Kathryn Lasater and Lisa Zanze, Co-Chairs

- A. Consideration and Possible Action to Amend Article 1, Section 1 of the Bylaws of the Board of Trustees of the Fine Arts Museums of San Francisco to Create the Position of Chair Emeritus/Emerita **Action**

Proposed Bylaws Amendment:

The Board of Trustees of the Fine Arts Museums of San Francisco shall consist of not more than 62 Trustees, of which the Mayor and the President of the Recreation and Park Commission shall be ex-officio members, the exact number to be set by the Board from time to time. With the exception of ex-officio members, Honorary Trustees and Trustees Emeriti, each Trustee shall be elected for a term of three years. Except as otherwise provided herein, the tenure of a Trustee shall be limited to three consecutive terms of three years. After a Trustee has completed three consecutive three-year terms, such former Trustee may be considered for re-election to the Board of Trustees for an unlimited number of consecutive three-year terms when the Board of Trustees finds that such former Trustee has demonstrated extraordinary service to the Museums and that such former Trustee's absence would be detrimental to the Museums. Any vacancy on the Board because of death, resignation, removal or any other cause shall be filled by the vote of the majority of the Trustees in office at the time. A former Trustee may be elected a **Chair Emeritus/Emerita**, a Trustee Emeritus, or an Honorary Trustee; **the Trustee Emeritus and Honorary Trustee status categories** will be reviewed annually. A **Chair Emeritus/Emerita or** Trustee Emeritus shall be elected based upon outstanding meritorious service to the Museums as a Trustee and in expectation of continued participation and commitment to the goals of the Fine Arts Museums of San Francisco. An Honorary Trustee is elected for life in special recognition of an extraordinary commitment to the Fine Arts Museums of San Francisco and may be awarded to individuals who have never served as a Trustee. None of the Trustees shall receive any compensation for his or her services. [Charter Section 5.102]

- B. Report on Trustees Retiring from the Board of Trustees of the Fine Arts Museums of San Francisco **Discussion**
- Vanessa Getty
- C. Consideration and Possible Action to Re-elect the Following Trustees to a Second Three-Year Term Effective June 4, 2019 **Action**
- Gretchen B. Kimball
Kathryn Lasater
Carl Pascarella
Lisa Sardegna
- D. Consideration and Possible Action to Re-elect Who Have Been Deemed Invaluable Trustees to a Three Year Term, Effective June 4, 2019, in Accordance with Bylaws Article 1, Section 1: After a Trustee has completed three consecutive three-year terms, such former Trustee may be considered for re-election to the Board of Trustees for an unlimited number of consecutive three-year terms when the Board of Trustees finds that such former Trustee has demonstrated extraordinary service to the Museums and that such former Trustee's absence would be detrimental to the Museums **Action**
- Carol N. Bonnie
Katherine Harbin Clammer
Wheeler Griffith
Cynthia Fry Gunn
Lucy Young Hamilton
David Spencer
- E. Consideration and Possible Action to Elect Chair Emeritus/Emerita, Effective June 4, 2019 **Action**
- F. Consideration and Possible Action to Elect President, Effective June 4, 2019 **Action**
- VII. Report of the Director – Thomas P. Campbell** **Discussion**
- A. Consideration and Possible Action to Approve Loan Requests **Action**
(See Appendix C – Loan Requests)
- VIII. Report of the CFO – Ed Prohaska**
- A. Financial Report by CFO **Discussion**
- B. Consideration and Possible Action to Accept the 2019-2020 Proposed Fine Arts Museums of San Francisco Budget **Action**

(See Appendix D – Proposed Fine Arts Museums of San Francisco Budget)

- C. Consideration and Possible Action to Adopt a Resolution Acknowledging Funding Expended by the Corporation of the Fine Arts Museums During the Period January 1 through March 31, 2019 **Action**

WHEREAS, The Corporation of the Fine Arts Museums is a 501(c)(3) not-for-profit corporation that exists to support the activities of the Fine Arts Museums of San Francisco; now, therefore, be it

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby acknowledge with gratitude funding in the amount of \$12,011,329 expended by the Corporation of the Fine Arts Museums for operations during the period January 1 through March 31, 2019.

- D. Consideration and Possible Action to Adopt a Resolution to Transfer Funds in the Admission Fund for the Fiscal Year 2019–2020 **Action**

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby authorize the Controller of the City and County of San Francisco to transfer monthly excess revenue general admission over monthly admission operating expenses in the Admission Fund (11940-SR Museums Admission) to Authority Code 17041, Project Code 10023196 (FA Fine Arts Operating Rev/Exp), Account Code 535990 on a monthly basis for the Fiscal Year 2019–2020; and, be it

FURTHER RESOLVED, That the funds in Project 10023196 are to be used to reimburse the Corporation of the Fine Arts Museums for expenses incurred on behalf of the Museums.

- IX. **Annual Reports of Supporting Organizations** **Discussion**
(Written Reports to Be Distributed at Meeting – See Appendix E)

Curatorial Support Groups

1. Achenbach Graphic Arts Council (Leila Narvid)
2. American Decorative Arts Forum (Susan Doherty)
3. Ancient Art Council (Dr. Renée Dreyfus)
4. European Decorative Arts Council (Lindsay Joost)
5. Friends of Africa, Oceania and the Americas (Robert Wall)
6. San Francisco Ceramic Circle (Dr. Jeffrey Ruda)
7. Textile Arts Council (Shirley Juster)

Member and Donor Support Groups

1. ArtPoint (Josh Reynolds and Liz Curtis)
2. Belvedere-Tiburon Auxiliary (Claire McAuliffe)

3. East Bay Auxiliary (Marlene Cowan)
4. Hillsborough Auxiliary (Karen Paver)
5. Ross Auxiliary (Kim Kieckhefer)
6. San Francisco Auxiliary (Nancy Noakes)

Operations Support Groups

1. Access Advisors (Margaret Schieck)
2. Docent Council (Leslie Latham)
3. Flower Committee (Cynthia Sasaki)
4. Volunteer Council (Laurie Chaney)

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| X. | Public Comment | Discussion |
| | <p>Members of the public may address the Board of Trustees on items within the subject matter jurisdiction of the Fine Arts Museums of San Francisco. Speakers may address the Board for up to three minutes.</p> | |
| XI. | Meeting Schedule, Current and Future Exhibitions, Special Events (See Appendix F - Meetings, Exhibitions, Special Events) | Discussion |
| XII. | Adjournment – Diane B. Wilsey, President | Action |

Public Meeting Requirements Relating to Accessibility

The subsequent information is in compliance with the Americans with Disabilities Act (ADA); the following will be made available upon request: (1) American sign language interpreters; (2) a sound enhancement system; (3) a meeting agenda available in alternative formats; and (4) a reader during the meeting. To arrange for these services, please contact Melissa Powers at (415) 750-3690 at least two working days prior to a meeting. A late request will be honored if possible. Minutes of the meeting will be made in alternative formats upon request. Meeting agendas are available on the Fine Arts Museums of San Francisco website, www.famsf.org.

In order to assist the City's efforts to accommodate persons with severe allergies, environmental illnesses, multiple chemical sensitivity or related disabilities, those attending public meetings are reminded that others may be sensitive to various chemical based products. Please help the City to accommodate these individuals.

The MUNI's wheelchair-accessible No. 18 line stops in front of the Legion. For access to the Legion from downtown, take MUNI's wheelchair-accessible No. 38 Geary line to 33rd and Clement and connect with the No. 18 line. For more information about MUNI's accessible services, call (415) 923-6142.

There are accessible parking spaces (disabled-designated) available in front of the Legion. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. For Telecommunication Device for the Deaf (TDD), the Museums use the California Relay Service. Accessible seating for persons with disabilities (including those using wheelchairs) will be available. For Telecommunication Device for the Deaf (TDD), the Museums use the California Relay Service.

The ringing of and use of cell phones, pagers and similar sound-producing electronic devices are prohibited at this meeting. Please be advised that the President may order the removal from the meeting of any person(s) responsible for the ringing or use of cell phones, pagers, or other similar sound-producing electronic devices.

Know Your Rights Under the Sunshine Ordinance

Government's duty is to serve the public, reaching its decisions in full view of the public. Commissions, boards, councils, and other agencies of the City and County exist to conduct the people's business. This ordinance assures that deliberations are conducted before the people and that City operations are open to the people's review. For more information on your rights under the Sunshine Ordinance (Chapter 67 of the San Francisco Administrative Code) or to report a violation of the ordinance, contact the Sunshine Ordinance Task Force:

Sunshine Ordinance Task Force
City Hall, Room 244
1 Dr. Carlton B. Goodlett Place
San Francisco, CA 94102-4683
Office: (415) 554-5163
E-mail: sotf@sfgov.org

A free copy of the Sunshine Ordinance can be obtained from Mr. Ruston, or by printing Chapter 67 of the San Francisco Administrative Code on the Internet, <http://www.sfgov.org/sunshine/>

Public documents referred to in the agenda may be inspected at the Administrative Offices of the Fine Arts Museums located at the de Young, Golden Gate Park, 50 Hagiwara Tea Garden Drive, San Francisco, CA,

94118-4501. Please contact Megan Bourne at (415) 750-3669 to make arrangements. If any materials related to an item on this agenda have been distributed to the Board of Trustees after the distribution of the agenda packet, those materials are available for public inspection at the de Young Museum, 50 Hagiwara Tea Garden Drive, Golden Gate Park, San Francisco, during normal office hours.

Lobbyist Registration and Reporting Requirements – Individuals and entities that influence or attempt to influence local legislative or administrative action may be required by the San Francisco Lobbyist Ordinance [SF Campaign & Governmental Conduct Code § 2.100] to register and report lobbying activity. For more information about the Lobbyist Ordinance, please contact the San Francisco Ethics Commission at 30 Van Ness Avenue, Suite 3900, San Francisco, CA, 94102; telephone (415) 581-2300; fax (415) 581-2317; web site: sfgov.org/ethics