

# FINAL APPROVED MINUTES

## Fine Arts Museums of San Francisco Board of Trustees

January 25, 2018

### Calling of the Meeting to Order

A regular meeting of the Fine Arts Museums of San Francisco Board of Trustees was held on Thursday, January 25, 2018 at 3:00 p.m. in the Piazzoni Murals Room at the de Young Museum. The meeting was called to order by Diane B. Wilsey, President; at 3:10 p.m.

### Roll Call

#### Trustees Present:

Janet Barnes  
 Carol N. Bonnie  
 Jack Calhoun  
 Katherine Harbin Clammer  
 Marc P. Cruciger, M.D.  
 Belva Davis, Vice President  
 David Frazee  
 Frankie Jacobs Gillette  
 Wheeler S. Griffith  
 Cynthia Fry Gunn  
 Lauren Hall  
 Lucy Young Hamilton  
 Holly Johnson Harris  
 Gretchen B. Kimball  
 Yasunobu Kyogoku (via teleconference)  
 Kathryn Lasater  
 Sarah Ogilvie, Ph.D.  
 Carl Pascarella  
 Heather Preston, M.D.  
 Richard Scheller, Ph.D.  
 David Shimmon  
 David Spencer (via teleconference)  
 Diane B. Wilsey

#### Absences Excused:

Zachary S. Bogue  
 Tracy Burris  
 David Chung  
 Juliet de Baubigny (Leave of Absence)  
 Denise Fitch  
 Vanessa Getty  
 Laure Fullerton Headrick (Leave of Absence)  
 George Hecksher  
 Amy McKnight  
 Bryan Meehan (Leave of Absence)  
 Jason Moment

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**Calling of the Roll** (continued)

Lisa Sardegna  
Trevor Traina  
David Wadhvani  
Lisa Zanze

**Ex-Officio Trustees unable to be present:**

Mark Farrell, Interim Mayor of San Francisco  
Mark Buell, President, Recreation and Park Department

**Others Trustees Present:**

Alexandria J. Albers, Foundation Trustee  
Debbie Jorgensen, Foundation Trustee

Between the time agendas were distributed and posted and the meeting, the interim mayor changed from London Breed to Mark Farrell. President Wilsey noted this for the record.

**Report of the President**

**Approval of the Minutes**

Upon motion, duly seconded, there was no discussion among Trustee. There were no comments from the public. The minutes of the October 26, 2017 meeting of the Board of Trustees, having been delivered in advance to all trustees, were unanimously approved.

**Change of Date**

President Wilsey proposed the following resolution:

RESOLVED That due to a scheduling conflict, the Board of Trustees of the Fine Arts Museums of San Francisco does hereby change the date of the Thursday, April 26, 2018 meeting to Tuesday, April 10, 2018 at 3:00 p.m. with the location at the de Young Museum.

Upon motion, duly seconded, there was no discussion among Trustees. There were no comments from the public. Trustees voted unanimously to approve the above resolution as **Board Resolution 1856**.

**Memorandum of Understanding**

President Wilsey proposed the following resolution:

WHEREAS, The City Services Auditor Division in October 2016 recommended to “establish and document a memorandum of understanding between the Fine Arts Museums of San Francisco, the Corporation of the Fine Arts Museums, and the Fine Arts Museums Foundation, listing the roles and responsibilities of each organization”.

RESOLVED, That the board of trustees of the Fine Arts Museums of San Francisco (FAMSF) adopts the attached memorandum of understanding between the Fine Arts Museums of San Francisco (FAMSF), the Corporation of the Fine Arts Museums (COFAM), and the Fine Arts Museums Foundation (FAMF), listing the roles and responsibilities of each organization.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above as **Board Resolution 1857**.

Text of the approved Memorandum of Understanding is included herein for reference.

The Fine Arts Museums of San Francisco (FAMSF) is a charitable trust department of the City and County of San Francisco (City) consisting of the de Young Museum and the Legion of Honor (the Fine Arts Museums or Museums), governed by a self-perpetuating board of trustees. In accordance with Section 5.105 of the City Charter:

“The Board is responsible for the protection and conservation of the assets of the Fine Arts Museums and for setting the public course the Museums will follow. The Board shall assure that the Museums are open, accessible and vital contributors to the cultural life of the City and County, and that the Museums’ programs bring art appreciation and education to all the people of the City and County. The Board may enter into agreements with a not-for-profit or other legal entity to develop or operate the museums and to raise and maintain funds for the museums’ support.”

The City owns the land and buildings in which the Museums operate, and most of the collections, and provides partial operating support through an annual appropriation for their care and maintenance. The annual appropriation is approved through City’s annual budget process.

The Fine Arts Museums Foundation (FAMF) is a nonprofit public benefit corporation formed in 1963 that manages the Museums’ endowment and art acquisition funds, as well as tax-exempt bonds (and related investments) issued for the new de Young Museum building, which opened in 2005. The FAMF board of trustees is also self-perpetuating.

The Corporation of the Fine Arts Museums (COFAM) is a nonprofit public benefit corporation formed in 1987 responsible to operate the Museums and to raise and maintain funds for the museums’ support. The COFAM bylaws proscribe that the board of trustees consists of the combined Boards of FAMSF and FAMF, and others as designated by the FAMSF board of trustees. The COFAM board of trustees shall approve and monitor an annual budget sufficient to meet the needs of the Museums, as supplemented by the City annual appropriation and supported by funding distributions of FAMF.

## **Trustee Filings**

President Wilsey reminded trustees that the Ethics Commission and board support staff would be in touch soon regarding annual filings, Sunshine Ordinance, SEI-California Form 700, Certificate of Ethics Training, and encouraged trustees to file in a timely manner.

## **Report of 2017 Year-End Gifts of Art**

As per the Year-End Gifts Resolution adopted at the October board of trustees meeting, President Wilsey called upon Max Hollein, Director and CEO, to report on the 2017 Year-End Gifts.

A total of 870 gifts of art from 36 donors were received between October and December 31, 2017. By department, there were 224 gifts to Achenbach Foundation for Graphic Arts; 15 gifts to the Department of Africa, Oceania, and the Americas; 18 gifts to the Department of American Art; 1 gift to the Department of Contemporary Art and Programming; 2 gifts to the Department of European Paintings; 579 gifts to the Department of Photography; and 31 gifts to the Department of Textile Arts. No gifts were received by the Departments of Ancient Art and European Decorative Art and Sculpture.

A summary of the 2017 Year-End Gifts of Art is attached to these minutes as **Appendix I**.

### **Report of the January 16, 2018 Acquisitions Committee**

President Wilsey called on Marc P. Cruciger, M.D., Chair of the Acquisitions Committee.

Dr. Cruciger reviewed the purchases and gifts and proposed the following resolution:

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby approve the appended January 16, 2018 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.

Upon motion, duly seconded, there was no discussion among Trustees. There were no public comments. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1858**. The full report with details on all purchases and gifts is attached to these minutes as **Appendix II**.

### **Other Informational Items**

President Wilsey included one additional informational item, reporting that the deYoungsters event this year was by the far the most enjoyable and successful ever. As Grand Dame Grandmother

### **Report of the Director of Museums**

President Wilsey called on Max Hollein, Director and CEO.

### **Loan Requests**

Mr. Hollein reviewed two loan requests requiring board approval. Details included herein for reference.

1. From: Denver Art Museum, Denver, CO  
For: Monet and His Places
  - Denver Art Museum: 10/20/2019 to 2/2/2020
  - Museum Barberini (Potsdam, Berlin): 2/29/2020 to 6/1/2020

A. **Claude Monet**, French, 1840–1926  
*Sailboats on the Seine at Petit - Gennevilliers*, 1874  
Oil on canvas  
21 1/4 x 25 3/4 in. (54 x 65.4 cm)  
Gift of Bruno and Sadie Adriani  
1962.23
2. From: Williams College Museum of Art, Williamstown, MA  
For: Serene Surrealist
  - Williams College Museum of Art: 9/20/2018 to 1/27/2019

- A. **Kay Sage**, American, 1898–1963  
*Starlings, Caravans*, 1948  
Oil on canvas  
32 x 39 in. (81.3 x 99.1 cm)  
Museum purchase, Mildred Anna Williams Collection  
1951.28

Upon motion, duly seconded, there was no discussion among Trustees. There were no comments from the public. Trustees voted unanimously to approve the two loan requests.

### Report of the Chief Financial Officer

President Wilsey called on Ed Prohaska, CFO, to give the following reports:

#### Funding Expended

Mr. Prohaska proposed the following resolution:

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 \$10,050,024 expended by the Corporation of the Fine Arts Museums for operations during the period July 1, 2017 through September 30, 2017.

Upon motion, duly seconded, there was no discussion among Trustees. There were no comments from the public. Trustees voted unanimously to approve the above resolution as **Board Resolution 1859**.

#### Bequests of Funds Received

Mr. Prohaska proposed the following resolution:

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby acknowledge the following bequests of funds received during the period July 1 through September 30, 2017:

John R. Sullivan	\$10,196
Arnold Grossman	\$485,814
Virginia Patterson	\$82,705
<b>Total</b>	<b>\$504,285</b>

Upon motion, duly seconded, there was no discussion among Trustees. There were no comments from the public. Trustees voted unanimously to approve the above resolution as **Board Resolution 1860**.

**Public Comment**

There were no comments from the public during the course of this meeting.

**Meeting Schedule, Current and Future Exhibits, Special Events**

President Wilsey pointed out the schedule of meetings, exhibitions, and special events, reminding Trustees and the public of the date change for the next board meeting, changed from April 26 to April 10. The full schedule of exhibitions and events is included herein for reference.

**Board of Trustees Meetings\***

Date	Time	Location
Tuesday, April 10	3:00PM	de Young
Tuesday, June 5	3:00PM	de Young
Thursday, October 11	3:00PM	de Young

**Current and Future Exhibitions\***

**Legion of Honor**

	Open	Close
• <i>The Future of the Past: Mummies and Medicine</i>	5/14/16	8/26/18
• <i>Seraphin Soudbinine: From Rodin's Assistant to Ceramic Artist</i>	4/29/17	Spring 2018
• <i>Klimt and Rodin: An Artistic Encounter</i>	10/14/17	1/28/18
• <i>Lynn Hershman Leeson: VertiGhost</i>	12/16/17	6/10/18
• <i>Casanova: The Seduction of Europe</i>	2/10/18	5/28/18
• <i>Framing the Body: Form and Figure</i>	12/2/17	3/4/18
• <i>Paris 1913: La Prose du Transsibérien and the Flowering of the Avant-Garde</i>	3/10/18	8/12/18
• <i>Julian Schnabel</i>	4/21/18	8/5/18
• <i>Truth and Beauty: The Pre-Raphaelites and the Old Masters</i>	6/30/18	9/30/18
• <i>East Meets West: Jewels of the Maharajas from the Al Thani Collection</i>	11/3/18	2/24/19
• <i>Pipilotti Rist</i>	12/1/18	4/7/19
• <i>The Early Celebrity of Peter Paul Rubens</i>	4/6/19	9/2/19

**de Young**

	Open	Close
• <i>Beyond the Surface: Worldwide Embroidery Traditions</i>	12/3/16	3/25/18
• <i>Revelations: Art from the African American South</i>	6/3/17	4/1/18
• <i>The Propeller Group: The Living Need Light, The Dead Need Music</i>	7/1/17	ongoing
• <i>Weisel Collection of Native American Art and Merriam Collection</i>	8/19/17	ongoing
• <i>Māori Portraits: Gottfried Lindauer's New Zealand</i>	9/9/17	4/1/18
• <i>Teotihuacan: City of Water, City of Fire</i>	9/30/17	2/11/18
• <i>Genre-Nonconforming: The DIS Edutainment Network</i>	12/2/17	6/10/18
• <i>Lynn Hershman Leeson: VertiGhost</i>	12/16/17	3/25/18
• <i>Fans of the Eighteenth Century</i>	3/31/18	TBD
• <i>Bouquets to Art</i>	3/13/18	3/18/18
• <i>Cult of the Machine</i>	3/24/18	8/12/18
• <i>Coming Together</i>	4/1/18	5/27/18
• <i>Judy Dater: Only Human</i>	4/7/18	9/16/18
• <i>Weapons of Mass Seduction: The Art of Propaganda</i>	5/5/18	10/7/18
• <i>Contemporary Muslim Fashion</i>	9/22/18	1/6/19
• <i>Gauguin: A Spiritual Journey</i>	11/17/18	4/07/19

- *Matt Mullican* 12/1/18 4/29/19
- *Monet: The Late Years* 2/16/19 5/27/19
- *Surrealism and the "Other"* 11/16/19 4/5/20

**Special Events\***

Date	Event
Thursday, February 8, 2018	<i>Casanova</i> Dinner – by invitation
Thursday, February 9, 2018	<i>Casanova</i> Lecture and Members Opening Night - by invitation
Monday, March 12, 2018	<i>Bouquets to Art</i> Opening Gala - ticketed event
Tuesday, March 13-18, 2018	<i>Bouquets to Art</i> Week - ticketed events throughout
Thursday, March 22, 2018	<i>Cult of the Machine</i> Donor Opening - by invitation
Friday, April 6, 2018	Mid-Winter Gala - ticketed event
Thursday, April 19, 2018	<i>Julian Schnabel</i> Public Opening

\*Meeting dates and locations, exhibition titles, exhibition open/close dates, special events dates subject to change

**Adjournment**

President Wilsey adjourned the meeting at 3:35 p.m. in memory of Ex-Officio Trustee Mayor Edwin Lee.

Respectfully submitted,

Megan A. Bourne  
 Secretary to the Board of Trustees

In accordance with the San Francisco Sunshine Ordinance, this public meeting was recorded. These minutes set forth all actions taken up by the Board of Trustees on matters stated, but not necessarily in the order in which they were considered.