

FINAL APPROVED MINUTES

Fine Arts Museums of San Francisco Board of Trustees

Tuesday, October 25, 2016

I. Calling of the Meeting to Order

A regular meeting of the Board of Trustees of the Fine Arts Museums of San Francisco was held on Tuesday, October 25, 2016 in the Board Room at the Legion of Honor, Lincoln Park. The meeting was called to order by President Diane B. Wilsey at 3:12 p.m.

II. Calling of the Roll

Trustees Present:

Janet Barnes
Tracy Burris
Jack Calhoun
Katherine Harbin Clammer
Marc P. Cruciger, M.D.
David Frazee
Frankie Jacobs Gillette
Wheeler S. Griffith
Cynthia Fry Gunn
Lucy Young Hamilton
Gretchen B. Kimball
Lawrence B. Low
Holland Lynch
Sarah Ogilvie, Ph.D.
Carl Pascarella
Heather Preston, M.D.
Lisa Sardegna
Diane B. Wilsey
Lisa Zanze

Trustees Listening (Not Participating) via Phone (not counted in quorum or votes):

Carol N. Bonnie
Vanessa Getty
Richard Scheller, Ph.D.
David Spencer
David Wadhwani

Trustees Excused:

Adolphus Andrews, Jr.
Zachary S. Bogue
Belva Davis
Juliet de Baubigny
Denise Fitch

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Calling of the roll (continued)

Lauren Hall
Holly Johnson Harris
Laure Fullerton Headrick (Leave of Absence)
Yasunobu Kyogoku
Janet W. Lamkin
Kathryn Lasater
Nancy McFadden
Amy McKnight
Bryan Meehan
Jason Moment
David Shimmon
Jeana Toney
Trevor Traina

Others Present:

George Hecksher, Chair of the Acquisitions Committee
Alexandria J. Albers, Foundation Trustee
Debbie Jorgensen, Foundation Trustee
Lorna Meyer, Foundation President
David Soward, Foundation Trustee

Ex-Officio Trustees Unable to Attend:

Mayor Edwin M. Lee
Mark Buell, President, Recreation and Park Department

III. Report of the Nominating Committee

Trustee Lisa Zanze reported on behalf of Kathryn Lasater, Chair of the Nominating Committee. The Nominating Committee recommends the following re-elections:

Re-elect Trustees to a Second Three-Year Term to Begin October 25, 2016

- David Shimmon
- Trevor Traina

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to re-elect Trustees Shimmon and Traina to a second three-year term effective immediately.

Re-elect Trustees to a Third Three-Year Term to Begin October 25, 2016

- Zachary Bogue
- Katherine Harbin Clammer
- Vanessa Getty
- Lucy Young Hamilton
- David Spencer

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to re-elect Trustees Bogue, Clammer, Getty, Hamilton, and Spencer to a third three-year term effective immediately.

Report on Trustees Retiring from the Board of Trustees of the Fine Arts Museums of San Francisco Effective October 25, 2016

Trustee Zanze reported that the following six Trustees are retiring, effective today:

- Edward D. Baker, III
- Richard Carranza
- Frederick Goltz
- Robert T. Wall

Election of FAMSF Executive Committee Members to a Term of One Year

Trustee Zanze reported that the Nominating Committee recommends election of the following trustees to a term of one year on the Executive Committee:

- Zachary Bogue
- Carol N. Bonnie
- Jack Calhoun
- Katherine Harbin Clammer
- Belva Davis
- Cynthia Fry Gunn
- Lauren Hall
- Kathryn Lasater
- Holland Lynch
- Sarah Ogilvie
- Carl Pascarella
- David Shimmon
- David Spencer
- Jeana Toney
- Diane B. Wilsey

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to elect the above fifteen trustees to a term of one year on the Executive Committee.

Setting the Number of Trustee Positions

Trustee Zanze proposed the following resolution setting the number of Trustee positions:

WHEREAS, On June 14, 1990, the Corporation of the Fine Arts Museums Bylaws were amended to provide for a variable number of Trustees; and

WHEREAS, The amendment stated that the authorized number of Trustees shall not be less than thirty-eight (38) and not more than seventy-five (75), the exact authorized number to be set by the Board of Trustees from time to time; now, therefore, be it

RESOLVED, That the Board of Trustees of the Corporation of the Fine Arts Museums does hereby set the number of Trustees at Forty-Three (43) until such number is changed by this Board.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1830**.

Setting the Number of Executive Committee Positions

Trustee Zanze proposed the following resolution setting the number of Executive Committee positions:

WHEREAS, On January 30, 2013, the Fine Arts Museums of San Francisco Bylaws were amended to provide for a variable number of Executive Committee members; and

WHEREAS, The amendment stated that the authorized number of Executive Committee Members shall be at least thirteen, the exact number to be set by the Board of Trustees from time to time; now, therefore, be it

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby set the number of Executive Committee members at fifteen (15) until such number is changed by this Board.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1831**.

IV. Report of the President

President Wilsey announced a change in staff support for the Board of Trustees, noting that Megan Bourne, who has served as Executive Secretary to the Board of Trustees, will move into the role of Chief of Staff. Stephen Bowden will serve as Manager of Board Relations. He has extensive familiarity with many trustees from previous employment and, more recently at FAMSF, in the roles of Executive Assistant to the Director of Development, Deputy Director and Chief Curator.

Approval of the Minutes

Upon motion duly seconded, there was no discussion among Trustees..There were no comments from the public. The minutes of the September 27, 2016 meeting of the Board of Trustees, having been delivered in advance to all trustees, were unanimously approved.

Report of the October 4, 2016 Acquisitions Committee Meeting

President Wilsey called on George Hecksher, Chair of the Acquisitions Committee, who reviewed recent activities of the Acquisitions Committee. Mr. Hecksher highlighted fourteen (14) purchases, three hundred and one (301) gifts, and three hundred thirteen (313) objects identified for first step deaccessioning. Mr. Hecksher proposed the following resolution:

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby approve the appended October 4, 2016 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 first step deaccessioning.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1832**. The full report of the October 4, 2016 Acquisitions Committee meeting is attached to these minutes as **Appendix I**.

Authorizing the Director to Accept 2016 Year-End Gifts of Works of Art

As is customary at this time of year, Mr. Hecksher proposed the following resolution:

RESOLVED, That the Boards of Trustees of the Fine Arts Museums Foundation and the Fine Arts Museums of San Francisco, upon the recommendation of the Chair of the Acquisitions Committee, do hereby authorize the Director, Max Hollein (or his designee), to accept gifts of art offered to the Fine Arts Museums Foundation and the Fine Arts Museums of San Francisco from October 4, 2016 through December 31, 2016, if in his (or his designee's) judgment, they deem it acceptable; and, be it

FURTHER RESOLVED, That the Director shall report to the Boards of Trustees of the Fine Arts Museums Foundation and the Fine Arts Museums of San Francisco the gifts of art accepted during this period.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to accept the above resolution as **Board Resolution 1833**.

Setting the Dates of the 2017 Meetings of the Board of Trustees of the Fine Arts Museums of San Francisco

President Wilsey proposed the following resolution:

RESOLVED, That the Board of Trustees of the Fine Arts Museums of San Francisco does hereby set the following dates, times, and locations for its 2017 regular meetings:

Tuesday, January 31, 2017	3 p.m.	Board Room, Legion of Honor
Tuesday, April 4, 2017	3 p.m.	Piazzoni Murals Room, de Young
Tuesday, June 6, 2017	3 p.m.	Piazzoni Murals Room, de Young
Thursday, October 26, 2017	3 p.m.	Board Room, Legion of Honor

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to approve the above resolution as **Board Resolution 1834**.

V. Report of the Director

Loan Requests

Max Hollein, Director, reviewed the following loan requests.

1. From: Saint Louis Art Museum, St. Louis, MO

For: Degas, Impressionism, and the Paris Millinery Trade

- Saint Louis Art Museum: 2/12/2017 -5/07/2017
- Legion of Honor: 6/24/2017- 9/24/2017

- A. **Mary Cassatt**, American, 1834- 1926

Bust of a Young Woman, 1890

Pastel (Olive gray under pastel tones) on coarse flecked gray woven paper

429 x 386 cm (16 7/8 x 15 3/16 in.)

Memorial gift from the Dr. T. Edward and Tullah Hanley, Bradford, Pennsylvania
69.30.22

- B. **Edouard Manet**, French, 1832–1883

At the Milliner's (La Modiste), 1881

Oil on canvas

85.1 x 73.1 cm (33 1/2 x 29 in)

Frame: 112.1 x 101.9 x 11.4 cm (44 1/8 x 40 1/8 x 4 1/2 in)

Museum purchase, Mildred Anna Williams Collection
1957.3

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

VI. Report of the Chief Financial Officer

President Wilsey introduced and welcomed Ed Prohaska, who recently joined COFAM as Chief Financial Officer. He previously served as Chief Financial Officer and Vice President of Enterprise for 14 years at the Monterey Bay Aquarium.

**Funding Expended by the Corporation of the Fine Arts Museums During the Period
April 1 through June 30, 2016**

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 \$14,694,078 expended by the Corporation of the Fine Arts Museums for operations during the period April 1 through June 30, 2016.

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1835**.

Bequests of Funds Received During the Period April 1 through June 30, 2016

Mr. Prohaska continued with 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 April 1 through June 30, 2016:

Virginia L. Patterson	\$655,006.06
Estate of Richard W. Goss II	\$25,000.00
Yorimi Matsumoto	\$25,000.00
Constance Peabody Trust	\$2,000,000.00
The Wyler Trust	\$280,000.00
Merrill B. Thruston	\$4,537.78
	\$2,989,543.84

Upon motion, duly seconded, there was no discussion among Trustees. There was no public comment. Trustees voted unanimously to adopt the above resolution as **Board Resolution 1836**.

VII. Public Comment

There was no public comment on any matters during the course of this meeting.

VIII. Meeting Schedule, Special Events and Current and Future Exhibitions

President Wilsey reviewed the meeting schedule, special events and current and future exhibitions, included herein for reference.

Board of Trustees Meetings for 2017

Date	Time	Location
Tuesday 1/31/17	3:00 PM	Legion of Honor
Tuesday 4/4/17	3:00 PM	De Young
Tuesday 6/6/17	3:00 PM	De Young
Thursday 10/26/17	3:00 PM	Legion of Honor

Current and Future Exhibitions¹

Legion of Honor — Special Exhibitions

Title	Open	Close
<i>The World in a Book: The Nuremberg Chronicle and the Art of German Renaissance Illustration*</i>	1/19/16	7/3/16
<i>The Future of the Past: Mummies and Medicine*</i>	5/14/16	8/27/18
<i>California BookWorks*</i>	5/7/16	10/16/16
<i>Wild West: Plains to the Pacific*</i>	6/18/16	9/11/16
<i>A Gift of Artists' Books from the Reva and David Logan Foundation*</i>	6/18/16	1/8/17
<i>The Brothers Le Nain: Painters of 17th-Century France</i>	10/8/16	1/29/17
<i>Read My Pins: The Madeleine Albright Collection</i>	10/8/16	1/29/17
<i>Rodin Centenary*</i>	1/28/17	12/10/17
<i>Monet: The Early Years</i>	2/25/17	5/29/17
<i>Degas, Impressionism, and the Paris Millinery Trade</i>	6/24/17	9/24/17

de Young Museum — Special Exhibitions

Title	Open	Close
<i>Printed Stories*</i>	1/16/16	7/10/16
<i>Bruce Davidson: Gifts to the Collection*</i>	2/27/16	9/11/16
<i>The Sumatran Ship Cloth*</i>	4/2/16	2/12/17
<i>Kay Sekimachi: Student, Teacher Artist</i>	4/23/16	11/6/16
<i>On the Grid: Textiles and Minimalism*</i>	7/23/16	4/2/17
<i>Paulson Bott Press: Celebrating Twenty Years*</i>	7/16/16	10/8/16
<i>Ed Ruscha and the Great American West*</i>	7/16/16	10/10/16
<i>Frank Stella: A Retrospective</i>	11/5/16	2/26/17
<i>Frank Stella's Prints*</i>	11/5/16	6/25/17
<i>Danny Lyon: Message to the Future*</i>	11/5/16	3/12/17
<i>Stuart Davis: In Full Swing</i>	4/8/17	8/6/17
<i>Summer of Love*</i>	5/27/17	10/22/17

¹ Dates of future exhibitions are subject to change

*Exhibitions organized by FAMSF

Bold indicates Touring Exhibitions

Special Events (Dates and times as of October 25, 2016 -- subject to change)

Date and Location de Young (dY) Legion of Honor (LH)	Event
November 3, 2016 (dY)	<i>Frank Stella & Danny Lyon</i> Donor Reception – by invitation
November 16, 2016 (LH)	A Conversation with Madeleine Albright – ticketed event
December 14, 2016 (LH)	An Elegant Evening in the Court of Honor - ticketed event
January 6, 2017 (dY)	de Youngsters Art Party – ticketed event
February 23, 2017 (LH)	<i>Monet: The Early Years</i> Donor Reception – by invitation
March 7, 2017 (LH)	<i>Monet: The Early Years</i> Black tie Dinner – by invitation
March 13- 19, 2017 (dY)	Bouquets to Art Week
March 13, 2017 (dY)	Bouquets to Art Gala – ticketed event

IX. Adjournment

President Wilsey adjourned the meeting at 3:30 p.m.

Respectfully submitted,

Stephen Bowden
Manager of Board Relations

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.

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