

JEFFREY B. RUDMAN

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February 19, 2008

By Hand Delivery, First Class Mail and/or Email

Ms. Lisa C. Signori
Director of Administration & Finance and
Collector-Treasurer
Boston City Hall
One City Hall Plaza
Boston, MA 02201

Mr. Bernard A. Margolis
President
Boston Public Library
700 Boylston Street
Boston, MA 02116

Dear Lisa and Bernie:

This will acknowledge Lisa's letter of February 5, 2008 to Bernie, a copy of which was sent to me among others, and Bernie's letter to Lisa of February 15, 2008, which was also sent to me among others. Kindly forgive my delay in responding to both of you. (I have been traveling and out-of-pocket.)

I did send Meredith Weenick a brief email indicating that, speaking for myself, I had no difficulty with compliance reviews (omitting for the time being any discussion of who should conduct those reviews) and did point out that that my law firm had, several years ago, donated considerable time to a review of the Library's trusts. That review was terminated, however, because the then general counsel of the City apparently did not approve (or such is my understanding) of private law firms providing pro bono services to the Boston Public Library. (It is good news from my perspective that the current general counsel does not feel this way and has recently and graciously accepted Goodwin's offer of pro bono services.)

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Turning to the “merits” of the two letters: it is important that this matter be the first agenda item for the next Trustees’ meeting. I would be grateful if Lisa, Meredith, or any other representative of the City would come and present to the Trustees the rationale behind Lisa’s February 5, 2008 letter, and exactly what course of conduct is contemplated. If what the City is seeking to accomplish is transparency as to how the Library handles all monies, you will find, I know, a receptive audience. If something else is intended, I am sure the Trustees would welcome the education and listen respectfully.

The following *must* inform any discussion with the Trustees:

1. the Acts of 1878, Chapter 114 as amended in 2006 (see the enclosed statutory materials);
2. the sovereignty of donor intent;
3. the recognition that, as a general matter, donors do not give money to the City of Boston; they establish trusts for the benefit of the BPL for very specific purposes or, in recent times, they also make donations to the Boston Public Library Foundation for the benefit of the BPL;
4. nothing we do can be permitted to impair the capacity of the Library to raise private monies;
5. the transparency of the Library’s operations to the administration of the City is a worthy purpose and one as to which unarguable and considerable progress has been made in the last 20 months;
6. the Trustees are the fiduciaries for many (if not all) of the monies held in trust;
7. while it is not merely possible but likely that in the course of the last 150 odd years, the Trustees have, on occasion, proven human and imperfect, in my experience they have been faithful, attentive, and hard-working fiduciaries mindful of “the prudent man” rule and there is no legitimate basis upon which to oust or supplant their jurisdiction.

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By copy of this letter, I am asking that Jamie place this item on the agenda for the March 11, 2008 Trustees' meeting which will be held at 3:00 p.m. at the West End Branch.

Very truly yours,



Jeffrey B. Rudman

JBR/dk

Enclosures

cc: Ms. Zamawa Arenas, Trustee
The Honorable William M. Bulger, Trustee
Mr. James Carroll, Trustee
Ms. Donna M. DePrisco, Trustee
Ms. Berthe M. Gaines, Trustee
The Honorable Angelo M. Scaccia, Trustee
Mr. A. Raymond Tye, Trustee
Ms. Karyn M. Wilson, Trustee
Mr. Edward Maheigan, Acting Chief Financial Officer
Ms. Vivian Leo, First Assistant Collector-Treasurer
Ms. Meredith Weenick, Associate Director of Administration
& Finance
David Spackman, Esq., Assistant Attorney General
Mr. David DiIulis, O'Connor and Drew, CPAs
Mr. Jamie McGlone, Clerk