



February 7, 2012

Ms. Mary Beckman
Assistant Attorney General
Chief, Non-Profit Organizations/Public Charity Division
Office of the Attorney General
One Ashburton Place
Boston MA 02108

Dear Ms. Beckman,

We are enclosing the Transparency Policy for the Greenway Conservancy which was adopted by our Board this morning. Nothing in this policy is new procedure for the Conservancy – it is simply a summary of our practices to date. We believe that retaining the public's confidence is crucial, and we will build upon it with a clearly stated transparency policy that will be understood and embraced by our Board and our staff. The policy codifies the transparency practices that have given us the *GuideStar Exchange Seal* for demonstrated commitment to transparency. GuideStar is the central source for information on nearly 2 million U.S. non-profit organizations.

The Greenway Conservancy was formed as a non-profit corporation to raise charitable donations and to operate the Greenway on behalf of the Commonwealth. State and City leaders chose this legal model in 2004, and again in 2008, and rejected the choice to operate, manage, and maintain the Greenway through existing public agencies. The 2008 statute says, "Nothing in this act shall be construed as establishing the Conservancy as a governmental body." At the same time, we readily comply with other provisions ensuring transparency in how we carry out public purposes on the State's behalf. We strive to excel in all areas of governance in order to fulfill our fiduciary obligations as stewards of the Greenway. To that end, we have a very active committee structure, including an executive committee, an audit and risk committee, a finance committee, and a governance committee. Through these committees, the Greenway Board of Directors donates thousands of hours over any given year on planning, fundraising, and oversight of the executive director whose staff makes the Greenway the wonderful park that it is becoming.

This morning, we had one of four regularly scheduled public meetings which we hold every year. The 2008 legislation which codified the Conservancy required the Board to have these four meetings annually. The Board and the advisory Greenway Leadership Council decided to join in these meetings together so that we could discuss many important issues in public, such as possible new forms of revenue, annual goals and results, how we spend public money, and possible improvements to the Greenway. These meetings are often not well attended – people are busy. So we post much of the content of the public meetings on our website, including presentations and meeting minutes. Last year, a resident from the North End asked to video the public meetings. We readily agreed, and the videos are posted on his blog after every meeting. We hold numerous meetings with the public each year; tonight for example there will be a meeting to discuss Public Art on the Greenway.

185 Kneeland Street 7th Floor Boston, Massachusetts 02111 t:617-292-0020 f:617-292-2705 www.rosekennedygreenway.org

Recently some have explored whether it would be preferable to treat the Conservancy as a public agency. For example, the draft of the proposed legislation from Representative Michlewitz would treat the Conservancy differently from other MA non-profit organizations that also carry out public functions on the Commonwealth's behalf and raise charitable contributions for those purposes. His proposal would require the Board not only to have more public meetings, but to have only public meetings. Compared to other private non-profit corporations, the Conservancy is subject now to a heightened level of transparency under the 2008 statute and its own policies. But in our view, a successful public-private partnership requires that the private non-profit retain a level of autonomy in its governance, including the ability to discuss certain matters in non-public sessions, , including potential charitable donations. By nature, certain sensitive matters and preliminary discussions on some issues are handled best if the participants can "think out loud". As plans get more refined, they can be put into a framework that lends itself to public comment. It is at this point that the Conservancy brings them to a public meeting.

Finally, just as transparency is not the only ingredient in good governance, the adoption of a robust transparency policy does not mean that everyone will agree with our decisions. Smart, dedicated people – those on and off the board – can have the same information and come to different conclusions as to where that information leads them. It is the responsibility of the Greenway Board to make those decisions. We serve voluntarily and assume the responsibility to understand complex questions, weigh alternatives, set priorities, and monitor budgets. We are not perfect and may make mistakes. But we are committed to making the Greenway open, green and excellent, and we are proud of the progress that the park has made since we assumed management three years ago this month.

Sincerely,


Georgia Murray
Chair