



**Rose Kennedy Greenway Conservancy
Finance, Audit & Risk Management Committee Meeting
Tuesday, March 15th, 2022 – 12pm
185 Kneeland Street, 2nd Floor, Boston**

Meeting Minutes

Committee Members Present in Person: N/A (This meeting was available via Zoom conferencing due to suspension of the provision of the Open Meeting Law requiring an in-person quorum by an order signed by Governor Charles Baker on March 12, 2020, due to COVID-19.)

Committee Members Present: Karen Johnson, Rosalind Gorin, Deniz Johnson, Linda See, Katherine Fichter, Jenny Morse.

Committee Members Not Present: Conor Finley

RFKGC Staff Present: Chris Cook, Tracey Cooke, Britt Miller

Non-Committee Members Present: David Kelleher, Allison Cree.

Open Session

1. Chair Karen Johnson called the meeting to order in Open Session with a quorum present, at 12:08 pm.
2. **Upon a motion made by Ms. Karen Johnson and seconded by Ms. Deniz Johnson, the minutes from the December 7, 2021, meeting were unanimously approved.**
3. Ms. Karen Johnson introduced Mr. Dave Kelleher and Ms. Allison Cree of AAFCPAs. Mr. Dave Kelleher presented the Independent Auditor's Report



prepared by AAFCPA. He noted that this year's report is more abbreviated than before due to new requirements and explained that the report now leads with the opinion compared to the prior year's report which stated the opinion at the bottom. Mr. Kelleher stated that the second paragraph within the opinion section of the report is the most important and that the financial position of the Conservancy as of December 31, 2021, ended in accordance with generally accepted accounting principles. Mr. Kelleher then proceeded to review the Statement of Activities and Changes in Net Assets report and noted the Conservancy had an overall increase in net assets which was mainly attributed to capital gifts. Mr. Kelleher commented that the changes in net assets before depreciation without donor restrictions was \$615k which included \$612k of one-time Government grants. Mr. Kelleher stated from a management standpoint that the Conservancy broke even when you exclude these grants. Mr. Kelleher commented that earned income increased in 2021 from the prior year and Note 2 in the report would categorize program service fees as either point in time or over time going forward. Mr. Kelleher then introduced his associate Ms. Cree. Ms. Cree explained that there were no difficulties dealing with management during the audit and there were no consultations with other CPA firms during the audit. Ms. Karen Johnson said the audit results look great.

Mr. David Kelleher and Ms. Allison Cree left the meeting at 12:38pm

4. Chris Cook discussed the Conservancy's 2021 financial results. He noted the Conservancy finished 2021 in a better position financially than originally anticipated. Earned income from carousel operations improved year over year with increased birthday party bookings into December being a key contributing factor. Mr. Cook explained that the 4.5% endowment draw was larger than normal in 2021 due to 2021 high market returns and a low return year being dropped from the twelve-quarter average return calculation. Mr. Cook continued stating that contracted services were less than anticipated. In 2022 Mr. Cook noted that the Conservancy would focus on capital projects, would not have to draw on reserves, and he anticipated the results would largely be the same. Ms. Johnson asked Mr. Cook about the possibility of operating the carousel year-round. Mr. Cook noted his appreciation to the Board for the flexibility to carry the surplus forward which prevented the need to make budgetary cuts.



5. Tracey Cooke discussed the staffing needs of the Conservancy. Ms. Cooke noted that fourteen of thirty-two staff members left in 2021, of which ten were management level. She discussed the challenging job market in hiring qualified candidates and that the Conservancy promoted seven candidates from within to fill open positions. At the time of the meeting, five positions remained open which are listed on the website. Ms. Cooke then discussed the issuance of cost of living pay increases.

Ms. Linda See recused herself from the meeting at 12.50pm

6. Ms. Karen Johnson provided an Investment Committee update. She discussed the current investment advisory firm, TIFF's fees and their reporting. Ms. Karen Johnson then provided an update on the RFP for a new investment advisor. She noted the committee had narrowed their search down to six firms of which they intended to interview three. Ms. Karen Johnson commented that DEI was important to the committee and that they hope to select a new advisor in April.

Ms. Linda See rejoined the meeting at 1.00pm

7. Mr. Chris Cook provided a gala update noting the Conservancy was nearing its fundraising goal for the event.
8. No members of the public were in attendance or sought to be heard.

Upon a motion made by Ms. Karen Johnson and seconded by Ms. Rosalind Gorin, the Finance, Audit and Risk Management Committee of the Rose Kennedy Greenway Conservancy Board of Directors was unanimously adjourned at 1:08 pm.

Next scheduled FARMC meeting: May 3, 2022, 12:00 pm