

# MacJannet Foundation Annual Meeting

## Minutes

### June 22-23, 2002 Talloires

#### 1. Roll call

John King opened the first session of the meeting at Le Prieuré at 9:00am on Saturday, June 22, 2002.

##### 1.1. Attending:

The following Trustees including 14 voting Trustees were present at the meeting: Larry Bacow, Grace Billings, Tony Cook, George Halsey, Mary vanBibber Harris, Jean-Marie Hervé, Robert Hollister, John King, Douglas Marston, Cynthia Raymond, Daniel Rottenberg, Anna Swinbourne, Willard Snyder and Wenke Sterns. Also present were non-voting Trustees including Honorary Trustee, Rocco Carzo and Sally Pym *ex-officio*.

##### 1.2. Absent:

The following Trustees were absent: Tom Hunt, Robert Jerome, Gerard Lignac, John McJennett, and Philip Rich.

#### 2. Special Item

John King presented a recommendation previously approved by the nominating committee, to elect John Iglehart as a Trustee of the Foundation in the class of 2005. John Iglehart's curriculum vita is attached as an exhibit to these minutes.

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to elect John Iglehart, Esq. to the class of 2005.

The Board then welcomed John Iglehart to the meeting and John expressed enthusiasm and interest in working with the Board and in offering his unique background and perspective on the MacJannets and their work.

#### 3. Welcome

John King welcomed the members of the Board of Trustees in attendance, constituting a quorum. A moment of silence was observed in honor of Susan Lansé and other dear friends as well as the founders of the MacJannet Foundation, now deceased. John King welcomed Tufts President Larry Bacow to his first Board meeting and expressed appreciation for the establishment by Tufts

Emeritus Amos Booth, which congratulated the Board on its work of perpetuating the MacJannet tradition.

4. Approval of the Minutes of the 2001 Annual Meeting

The Secretary reviewed the minutes of the previous meeting.

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to approve the minutes of the 2001 Annual Meeting, June 16-17 at Talloires.

5. Nominations

John King recognized the chairman of the Nominating Committee, Willard Snyder, to lead the meeting in respect to nomination matters. The chairman noted the guideline of the Nominating Committee that attendance at two of three of the previous annual meetings is appropriate for nomination to a succeeding three-year term for Trustees whose term expires at an annual meeting. The President suggested that the guideline be adopted by vote of the Trustees.

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to endorse the Nominating Committee guideline that Trustees will generally not be nominated for re-election to a succeeding three-year term if the Trustee has attended less than two of the previous three annual meetings. Only annual business meeting attendance is counted in this guideline.

(a) Establishment of Overseers

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to establish overseers as non-voting / non-quorum Foundation participants in accordance with the attached proposal.

The French name of the Overseers is the *Conseil de Surveillance*

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to amend the by laws at Article 5, Section 2 as follows: "The President may also appoint annually, with the consent of the Trustees, Overseers to serve renewable terms of three years as non-voting *ex-officio* members of the Board of Trustees.

(c) Election of the Class of 2005 Trustees

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to elect the class of 2005 Trustees (6 Trustee seats): Robert Hollister, John Iglehart, Robert Jerome; Grace Lee Billings; Daniel Rottenberg and (one vacancy).

*[Note for record keeping purposes-*

*?? Class of 2003 (7 seats:) Douglas Marston; John King; Cynthia Raymond; Philip Rich; Willard Snyder; Anna Swinbourne; Wenke Sterns.*

*?? Class of 2004 (7 seats:) Tony Cook; George Halsey; Mary vanBibber Harris; Jean-Marie Hervé; Thomas Hunt; (2 vacancies).*

*?? President of Tufts University, Lawrence Bacow serves as trustee pursuant to By Law.*

*?? Director of the Tufts European Center, Sally Pym, serves as a non-voting trustee ex-officio pursuant to vote of the Board at the 1997 annual meeting.*

(d) Election of the Officers for 2003

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to elect officers for 2003 as follows:

President: John King

Secretary: George Halsey

Treasurer: Douglas Marston

Vice President - France: Jean-Marie Herve

Vice President – Development: Wenke Sterns

(e) Honorary Trustees

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to elect honorary Trustees as follows:

Suzanne Lansé (posthumous)

Jean Mayer (posthumous)

*[Note for record keeping purposes that the following persons were previously elected as honorary trustees: Rocky Carzo, Seymour Symches, and John O. Rich]*

(f) Trustees Emeriti

6. President's Report

John King reported on Foundation activities and accomplishments during the year since the last meeting. He described a number of new initiatives intended to move the Foundation further in a professional direction as well as to expand its field of work. He also noted where additional work needed to be done and described how he intended to address these issues during the annual meeting. (A copy of the full report is attached to these minutes.)

7. Prieuré Activity Report

Sally Pym presented the annual report of the activity of the Prieuré. (available on request to the Secretary). Sally Pym announced that she will be leaving the European Center at the end of the current season. The Board expressed through a resolution (below) its great appreciation for Sally's work in managing the European Center.

On motion duly made and seconded, and after discussion the Trustees unanimously

**Resolved:** That the Board salutes Sally Pym for her extraordinary leadership of the Tufts European Center for the past eleven years. The Board expresses its heartfelt gratitude and admiration for her success in preserving Donald and Charlotte MacJannet's legacy and in infusing the MacJannet's values in all of the programs of the European Center. We celebrate her lasting achievements, which include expanding dramatically the educational programs at the Center, improving the physical condition of the Prieuré, strengthening relations with surrounding communities, and building a solid foundation for the Center. Furthermore, the Board wishes to state how much we appreciate her many warm and enthusiastic contributions to the effective functioning of the MacJannet Foundation.

8. Treasurer's Report

The treasurer reported that the Foundation is in good financial standing. The most recent financial statement is the Fidelity statement and strategic analysis for the month of May 2002, which the Treasurer summarized. (available on request to the Secretary).

9. Consideration of the Grants Budget for 2002

Background concerning the grants. The Foundation's by laws require that the totality of its annual grant expenditures fall within 5% of its total corpus as of May 1 of each year. On May 1, 2002, the total corpus was \$931,437. 5% of this amount is \$46,572. This is \$4,577 (or 8.94%) less than last year's grant total of \$51,149. As was done last year, this year's available amount has been rounded down to an even \$46,500.

Larry Bacow suggested that a way to avoid major fluctuations in annual grant levels was to use a three-year trailing average method to calculate grant amounts each year, as was done by other boards on which he sat. John King said he would review this proposal with the Foundation's Finance Committee and would make a recommendation to the Board.

Centre Practique Annecy	3,500
Talloires English Program	3,500
MacJannet Fellows	9,500*
<b>Total</b>	<b>46,500</b>

\* The MacJannet Fellows grant consists of 3 sub grants: \$3500 to the Fletcher School of Law and Diplomacy (same amount as for 2002); and \$6000 to the four exchange students for living assistance stipends (\$1,000 more than in 2002,) broken down as follows: \$1750 for each student in Boston; \$1250 for each student in Geneva.

[Note: recap of grants / funding – previous years]

<b>Budget Year</b>	<b>1999</b>	<b>2000</b>	<b>2001</b>	<b>2002</b>	<b>2003</b>
<b>Corpus</b>	\$507,491	\$664,044	\$682,777	\$1,022,986	\$931,437
<b>5% guideline</b>	\$25,375	\$33,202	\$34,139	\$51,149	\$46,572
<b>MacJannet Scholar</b>	\$20,000	\$25,000	\$25,000	\$28,000	\$30,000
<b>Annecy Musicale</b>	\$500	\$0	0	\$0	\$0
<b>Annecy - Cntr Prtq</b>	\$500	\$500	\$2,000	\$3,000	\$3,500
<b>Talloires</b>	\$2,000	\$2,000	\$2,000	\$3,000	\$3,500
<b>Int'l House NYC</b>	\$2,000	\$2,000	\$1,000	\$0	\$0
<b>MacJannet Fellows</b>		\$8,500	\$8,500	\$8,500	\$9,500
<b>Archives Project</b>			\$2,500	\$8,600	
<b>Total</b>	\$25,000	\$38,000	\$41,000	\$51,100	\$46,500.00
Net budget	\$375	(\$4,798)	(\$6,861)	\$49	\$72

10. Date for the next Talloires Night – NY event  
 On motion duly made and seconded, and after discussion the Trustees unanimously  
**Voted:** to set the date and place for the next Talloires Night function for New York City on Saturday, April 12, 2003.

11. Date for the next annual meeting in Talloires  
 On motion duly made and seconded, and after discussion the Trustees unanimously  
**Voted:** to set the date for the next annual Board meeting of the Foundation for Saturday June 21 and Sunday June 22, 2003 in Talloires.

Note: A preliminary Board meeting may be held in New York at the time of Talloires Night NY

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to proceed with Phase 2 of the Archive Project in accordance with the proposal presented by Greg Colati, Tufts Archivist.

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to establish a steering committee to provide oversight and recommendations on funding the project: Chairperson, Mary vanBibber Harris; Members: Rocky Carzo, Sally Pym, Robert Hollister, and George Halsey.

John King charged the steering committee to assist the Tufts Archivist in all appropriate ways with Phase 2 of the Archive Project, and to prepare a report to the Board by October 2002 concerning the envisioned end-result of project and ways to fund the remaining costs for Phase 2 of the work (see below).

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to pay out to Tufts University on account of Phase 2 of the Archive Project, the \$8,600 voted by the Board in June of 2001 for Phase 1 of the project but which was returned to the treasury after a special donation was received for this purpose from the Breidenthal-Snyder Foundation.

At that point several members of the Board made special pledges of funds to support Phase 2 of the Archive Project: On behalf of the Tufts European Center, Sally Pym pledged \$8,000. On behalf of Tufts University Arts and Sciences, Dean Robert Hollister pledged \$16,000. Dan Rottenberg indicated that his family foundation would add up to \$2000 per year for one or more years. Jean-marie Hervé indicated that funding might be available from the department of the Haute Savoie in France and that he would approach French sources including the Amis du Prieuré.

(b) New Projects

- i. *American Field Service (AFS) joint program for exchange scholarships:* John King described an initiative suggested by Doug Marston for the Foundation to partner with AFS in creating up to four exchange scholarships for high school students between the Annecy region and the U.S. as well as a teacher exchange program. John King handed out a proposal to this end from AFS. No action was taken on this proposal, but John King and Doug Marston will prepare a recommendation to the Board on options for approving and funding the program with a view toward establishing it for the 2003-2004 school year.

- i. Amis du Prieuré: Jean-Marie Hervé noted the relative lack of ability of the Amis to contribute to fund-raising for the Foundation.
- ii. Developing New Sources: John King challenged each member of the Board to find a new source willing to donate \$5,000 or more.
- iii. John King distributed a Press Kit of Foundation publications to be used in support of fund raising activity, noting that additional information would be forthcoming in e-mails to Board members. Tony Cook volunteered to prepare a PowerPoint presentation that could be used by Board members in raising funds for the Foundation. Jean-Marie Hervé offered to translate this presentation into French for use with possible French donors. John King and Wenke Stearns will insure that this presentation is distributed to all Board members.
- iv. Various suggestions: Overseer Nominee Maria Robinson listed a number of fundraising suggestions that in her experience have been productive for small foundations including research of sources and the possibility of hiring a professional fund raiser who would work on commission. John King noted his intention to follow up on these suggestions.
- v. John King reviewed together with Wenke Sterns the various fund-raising categories encompassed by Wenke's Development Committee. He will prepare an e-mail to the Board that summarizes these categories and lists Board members responsible for each category.

(d) Recognition/Incentives

John King and Willard Snyder discussed possible recognition and award ideas for the Foundation. They will work together on suitable presentational certificates and make recommendations to the Board. Jean-Marie Hervé will work on creating an historical plaque to be placed on Suzanne Lansé's house. John King raised the idea of establishing a MacJannet Medal to award at an appropriate ceremony to a distinguished personage whose life has exemplified MacJannet ideals; he will prepare a proposal for the Board to consider. Cynthia Raymond raised the idea of establishing a "Friends of the MacJannets" organization to help forward their goals and the Foundation's work; John King and George Halsey will pursue this idea.

(e) MacJannet Website

George Halsey reviewed the existing website and plans for future development. Key features of the website are: (1) no expenses are incurred for the website; (2) anyone, anywhere in the world can work on it or develop new pages or content if

informed the Board that Philip Rich had offered to donate a Suzanne Lansé painting to the Foundation; he asked Anna Swinbourne to coordinate this donation directly with Philip Rich. The Board agreed informally with the idea that this painting would be kept in the U.S. and auctioned off at Talloires Night 2003 to raise money for the Foundation. Anna Swinbourne will set a reserve price and organize the auction (including advertising) with Wenke Sterns.

(g) Foundation Publications

George Halsey reported on the Foundation arrangements for production of publications and requested that Board members forward photographs and articles. He will also provide extra copies of current Foundation publications to Board members needing them for fund-raising purposes.

13. Other business

John King noted that the Foundation still needs a relevant form of logo. Anna Swinbourne indicated that her sister is a graphic artist who might be able to come up with something in this regard.

14. Adjourn to next Board meeting

On motion duly made and seconded, and after discussion the Trustees unanimously

**Voted:** to adjourn.

Respectfully submitted:  
Secretary

George R. Halsey