

## Merger Proposal FAQs

Here we address broad questions and miscellaneous questions that are not presented at length in this merger proposal but for which we know answers are important. If you have a question not addressed by this proposal, please email the office at [info@thoreausociety.org](mailto:info@thoreausociety.org).

### ABOUT THE BIG PICTURE

#### ***How does the merger benefit the Society?***

A merger with Thoreau Farm positions the Society to better realize its mission: to spark interest in Thoreau's life and works, foster education about his philosophy, coordinate research, serve as a repository for Thoreauviana, and advocate for the preservation of Thoreau Country. These ambitious goals have long been pursued in small steps, but the Society's purpose has always been larger—to carry Thoreau's ideas into the world and keep them alive across generations. This merger would provide the sustainable structure and staff capacity to advance all of the Society's goals, freeing overextended staff and volunteers from making impossible trade-offs.

For the first time in over forty years, the Society would operate on a flexible, sustainable budget rather than repeatedly facing deficits. For the first time in its history, it would also have a public-facing home with financial security—a welcoming space for scholars, readers, and newcomers alike, serving both as a nexus for those already engaged with Thoreau's thought and a gateway where newcomers first encounter his enduring ideas. And looking to the future, dedicated staff and resources would support outreach and education, ensuring potential members, scholars, and partners don't have to stumble upon us by chance. While the Society has long engaged those who seek us out, the merger enables us to actively invite the world in.

We cannot—and should not—be all things to all people. Thoreau studies will always be a niche area. But we can be more intentional and effective in what we *are*. If we say we support young scholars, let's structure ourselves to do it meaningfully. If we claim an international community, let's invest in connecting with it. If we believe Thoreau's ideas matter today, let's ensure they are visible and vital every day, in part by modeling some in our organization. Let's eliminate waste, focus on people, and champion curiosity and thoughtful discourse.

At the heart of this merger is a desire for simplicity with purpose—to remove the friction of bureaucracy so our energy can go where it matters most: to community, scholarship, and stewardship. When someone calls, emails, or visits—whether they think they're reaching the Society or the Farm—they'll reach *us*, a united organization ready with answers and resources. When our board members set ambitious goals, they'll have the infrastructure and stability to achieve them long-term. When our volunteers give their time and expertise, their work will be supported with consistency and visibility. When our donors give, they will now know it goes to long-term viability and not just keeping the lights on.

None of these ambitions are new. They have been discussed and dreamed of for decades. On paper, we could hire more staff or reorganize committees without merging—but without the efficiencies, shared funding, and combined infrastructure of a unified organization, such efforts would add burden, not capacity. Merged together, these two organizations could do what neither can sustainably do alone: operate with strength, stability, and vision.

This would not be a revolution in *what* the Society does, but in *how* it does it. The merger builds the infrastructure to pursue our mission sustainably, strategically, and at a scale worthy of our aspirations. Together, we can build an organization that reflects both scholarly excellence and a broad public presence. We can move beyond maintaining and toward thriving—expanding the reach, depth, and meaning of Thoreau's legacy. In an era when author societies and academic associations struggle to survive, the Thoreau Society deserves to do more than make ends meet. It deserves, once again—as in 1941—to lead by example, proving what is possible when people unite around a mission that matters.

#### ***Why a merger and not just a closer collaboration?***

In many ways, the Thoreau Society and Thoreau Farm already collaborate closely. We share some programs, some audiences, some fundraising, some staff, and some physical space. We regularly co-sponsor events, coordinate calendars, and connect our work to ensure that visitors, readers, and participants experience Thoreau's legacy as a living, interconnected story. That level of partnership is something we are proud of—and it has shown how much stronger we are together.

However, there are practical and structural benefits that can only be realized if the two organizations formally become one. The efficiencies that make long-term sustainability possible—shared financial management, unified government reporting, joint donor databases and fundraising systems, and coordinated administrative staff—simply cannot be achieved through even the closest collaboration. A merger allows us to align governance, budgets, and planning in ways that remove duplication, reduce costs, and free up resources for what matters most: advancing Thoreau's ideas.

For example, every time each organization pays payroll, they pay a fee. Combined we would pay 50% fewer fees and save approximately \$4,000 annually, which can begin to pay for a content coordinator who can shine a better light on our collections through social media and other outreach.

Similarly, both organizations necessarily carry Directors & Officers Insurance. A merged organization would only need one of these policies, and would free up more than \$500 a year, the equivalent of providing complimentary membership to 10 graduate students. This is only one area of duplicate or overlapping insurance.

Also, each organization must do independent annual reviews and report to the Commonwealth of Massachusetts. Reducing to one would save over \$1,000, enough to provide a meaningful travel stipend for the Annual Gathering. Reducing to one annual review also more than 20 staff hours, which could be redirected to pursuing grants or building partnerships.

Importantly, these changes affect every future budget—they are not one-time savings, but a strategic restructuring that will support financial efficiency year after year.

In short, a merger builds on the deep partnership we already have. It preserves our shared spirit of collaboration while giving us the practical foundation to steward Thoreau's legacy more effectively, efficiently, and sustainably for generations to come. This responsible stewardship reassures funders that their contributions are creating real value, making us a more attractive investment.

### ***How is this different from past “mergers” in the Thoreau Society’s history?***

We have learned from the Thoreau Society's history of combining (or not) with other organizations that making such a change requires due diligence, community input, and careful strategic planning. In the past, when big decisions were made without the strategy to ensure their success, there were often missed opportunities.

In 1983, the Thoreau Foundation, operators of the Thoreau Lyceum, merged with the Thoreau Society, providing an opportunity to strengthen the Society's presence in Concord in a place cherished by Thoreau enthusiasts. While the Society has continued to steward the *Concord Saunterer*, the Lyceum's roles as a gathering space, bookstore, and educational center were eventually discontinued after the house was sold less than ten years later due to financial constraints. Thankfully, the Shop at Walden Pond faithfully fills one of these functions.

In the 1990s, the Society explored a partnership with the Walden Woods Project to jointly steward the Thoreau Institute (now the Walden Woods Project Library). Although the Society continues to collaborate with the Walden Woods Project and maintain collections at the WWP Library, the joint venture concluded after several years, as the Society was unable to raise sufficient funds to serve as primary steward of the center.

These evolutions of the Society have left lasting changes in the organization. We cannot imagine the Society without the *Concord Saunterer* or its collections, but there are also scars of financial hardship and disagreement. Approaching our merger with Thoreau Farm, we have tried to learn from this. We have invested in making sure we

have listened extensively to our members and that there is a sound plan to go with the big decision and safeguards in place to help us move forward. At every stage of this process of exploring a merger, we have weighed (actual and perceived) risks against benefits—and each time, the opportunities have proven far greater.

### ***What are the risks to merging?***

Any major change carries risk, and we wanted to understand ours clearly. Early on, we consulted leaders experienced in successful nonprofit mergers and studied what makes these partnerships succeed—or fail. We learned that the greatest threat is often not a concrete problem but fear: the perception that change itself is too risky. Fear can paralyze organizations, preventing strategic action or imagining a stronger future.

In reality, several factors reduced our risk significantly: we share the same state and legal jurisdiction, the same location, and a long history of goodwill and collaboration between boards and staff. These are precisely the conditions that make nonprofit mergers succeed.

We approached the idea of merging with healthy skepticism, asking: are we truly compatible or merely adjacent? Side by side, our programs revealed deep complementarity. The Thoreau Society's strengths in scholarship, publishing, and convening a global intellectual community are balanced by Thoreau Farm's focus on place-based education, preservation, and public engagement. Together, we fill each other's gaps. From the outset, we committed that if either identity felt diminished, we would stop.

As we moved into feasibility work, we examined legal, financial, and structural questions, including whether linking the Farm's property to an organization with past financial strain could put it at risk. This analysis revealed both existing safeguards and new protections to ensure stability.

We examined by-laws, contracts, and finances of both organizations beginning in the spring of 2024. We also brought in separate outside advisors to help prepare our process and initial due diligence: Debra Hertz, of Hertz Consulting Group, specializing in nonprofit mergers; Linda & Jack Maguire, who have facilitated college mergers for decades; Laura Roberts, a strategic consultant, specializing in cultural nonprofits and higher education; and Rebecca Riccio, a consultant for nonprofits strategic planning and capacity building. Our attorneys, McDermott, Will and Emery in Boston, helped with legal evaluation.

An outside financial consultant, also pro bono, (Sally Eddy Bednar, Strategic Consultant, Certified Public Accountant, MBA) did a deeper assessment of the financial health and obligations of each organization. She prepared a brief report in early 2025. Both treasurers participated in the process. All these experts supported our due diligence pro bono, and the work was done in advance of asking the two boards to agree to continue the process in the winter of 2024-5. Additionally, a feasibility assessment was carried out by Lodestar in early spring 2025 as a condition of their funding.

We also considered emotional and cultural risk. Supporters of both organizations have deep attachments and have invested time, effort, and resources. We worried that merging might feel like erasing or devaluing those contributions. We returned to the core of what draws people to the Society and the Farm: a shared commitment to Thoreau's legacy—his ideas, his place, and their ongoing relevance. That commitment remains central.

We have also heard concerns that the merger could dilute the Society's role and reputation as a scholarly organization. We are committed to continuing our tradition of scholarly excellence. Expanding our reach and enriching programs does not weaken scholarship—it amplifies it. Similarly, non-scholarly activities, like the Shop or public events, extend our mission and create new points of connection for both experts and newcomers. When Thoreau Prize winners gain public attention or Thoreau's ideas reach broader audiences, we see proof that the world is listening, not a dilution of meaning. Additionally, since members will continue to elect the Board of Directors, the priorities of the broader community will continue to be consistently represented in the work of the organization.

At every stage, what began as a question of risk became an opportunity for renewal: aligning resources, expanding reach, and laying the foundation for the next generation of Thoreau's influence. We moved forward only after

confirming that this merger would strengthen, not dilute, our missions. And for every voice urging “keep things the same,” many voices called for something more—more access, more connection, more support for scholars, more engagement. This merger proposal is our answer to those voices.

### ***Who would lead the transition to a merged organization?***

The merged organization would initially be led by a unified board composed of duly elected members from both the Thoreau Farm and Thoreau Society boards. At the time of the merger, the combined board would include 22 members representing a broad range of experience and expertise in fields such as academia, publishing, teaching, nonprofits, conservation, writing, and fundraising. The current presidents and treasurers of each organization would serve as co-presidents and co-treasurers for the transition period, until July of 2027.

This initial board would gradually reduce in size—through natural attrition—as members rotate off, as specified in the by-laws. Directors would serve out their current terms and those completing their second term would rotate off the board accordingly. Board members completing their first term would be eligible for reelection.

This leadership approach ensures continuity, stability, and a broad base of knowledge and experience as the merged organization takes shape.

### ***Would there be a new strategic plan?***

The process of considering the merger has helped focus the priorities of our community, bringing greater clarity and alignment around the needs we aim to serve. As a result, we would begin as a merged organization, during the transition and first few years post-merger, operating with a shared strategy that reflects the most urgent priorities identified through the merger discussions. This would guide our initial implementation and integration efforts.

Once the merged organization is more fully established and we have deeper insight into the combined work and impact, the Board may revisit the development of a formal strategic plan. This would reflect the evolving needs and opportunities of the merged organization and its communities.

### ***What will the name of the organization be?***

The organization would be called the Thoreau Alliance primarily for fundraising and administration functions. The Thoreau Society and Thoreau Farm names will continue for other public outreach, messaging, and programs. The Thoreau Alliance umbrella brand would be the nonprofit organization that brings Thoreau’s legacy to life by supporting the back-end functions of the Thoreau Society & Thoreau Farm.

The Thoreau Society will remain a worldwide community of scholars and enthusiasts focused on scholarship, education, and outreach. Thoreau Farm will serve as the home base of the Thoreau community, offering a broad range of place-based programs designed to foster interest in and engagement with Thoreau’s writing and ideas.

### ***What about a logo?***

The logo has been part of our early conversations with a designer, but it is not the primary issue before us, and we don’t want it to be a distraction. To ensure that a logo does not become the driving factor of the decision, we are pausing our work with the designer until after a vote. At that point, we will decide whether to resume the process in a more focused way—or not at all.

Our focus now remains on the larger questions: how we can best steward the long history we inherit and the powerful ideas we champion, and whether a deeper relationship with Thoreau Farm could create a stronger platform for advancing our shared goals—or whether remaining independent and pursuing other strategies is the right path. Developing a visual identity that truly reflects these priorities will take thoughtful work, but that process should not hold up our consideration of the strategic choices that matter most.

## **ABOUT SPECIFIC PARTS OF OUR WORK**

### ***If we merge, what happens to restricted funds belonging to existing organizations and designated for specific projects?***

All restricted funds would continue to be restricted and designated to their current purpose. As is legally required, the merged organization must use the funds in a manner consistent with original donor intent. Restricted funds include those designated for the Thoreau Prize, the Marjorie Harding Memorial Fellowship, the Thoreau Country Conservation Alliance (TCCA) Fellowship, The Write Connection, the Thoreau Farm Trail, and two funds designated for the preservation of the birth house.

### ***If we merge, would members be liable for Thoreau Farm Trail maintenance?***

No, members will not be responsible for major trail maintenance costs. The Thoreau Farm trail is still in development, and once completed, it will be gifted to the National Park Service and the Town for ongoing stewardship. A dedicated maintenance endowment—required by our agreements with the NPS to be raised alongside construction funds—will support the trail's care in perpetuity.

### ***If we merge, what happens to legacy gifts, bequests and other promised gifts to the existing organizations?***

If we merge, any gifts for the merging organizations would be received by the merged organization. In a standard merger, the merged nonprofit automatically assumes all assets, liabilities, rights, and obligations of the dissolved entity. This includes any bequests and future gifts designated for the organization that ceased to exist.

### ***If we merge, how would it affect our participation in ALA, ASLE, and MLA?***

Our participation in American Literature Association (ALA), the Association for the Study of Literature and the Environment (ASLE), and the Modern Language Association (MLA) would remain unchanged, provided we remain a non-profit in good standing, with a mission to advance Thoreau scholarship, and with a track record of publication, organizing and participating in conferences, and supporting scholars.

### ***If we merge, how would the Annual Gathering change?***

The Annual Gathering would remain the keystone summer conference for cutting-edge Thoreau scholarship. Maintaining this as an important venue for scholarly exchange and an annual intellectual homecoming for our community is critical. However, with more staff on hand and strengthened fundraising capacity, there is an opportunity for a merged organization to improve the effectiveness of the Gathering and support the participation of more young, independent, and/or international scholars.

### ***If we merge, how would Publications change?***

The *Thoreau Society Bulletin* and the *Concord Saunterer* would remain the bedrock of Thoreau scholarship. They would maintain their current schedule, editorial process, and content, and continue to be a benefit of membership. However, with a staff member charged with promoting the Publications, there is an opportunity for a merged organization to build both greater access to and understanding of the resources in back issues and a wider circulation for new issues.

### ***If we merge, how would the Fellowships change?***

The proposed merged organization reimagines the supports for our Fellowship awardees. While the purpose of the Fellowships would not change and the process for applying for a Fellowship would remain the same, we would put in place a committee charged with better stewarding those awardees and assign staff to support this stewardship.

## ABOUT VOTING

### ***What about members without email?***

In August, all members for whom we had no recorded email address were mailed a letter asking them to confirm that they have no email address or provide an email address to be included in electronic voting. This was followed by phone calls and additional notice in the fall issue of the *Thoreau Society Bulletin*. Those members who have confirmed that they have no email address have been mailed paper ballots.

### ***What if I am largely a “yes” vote for merging but see a few improvements that can be made to how the merged organization is proposed to run?***

Get involved. This vote on a merger is only the next step, not the last step, in shaping a merged organization. The by-laws would be legally binding but the rest is driven by the community, in particular those who take on board and committee roles. All nonprofits rely on their board and staff and members and volunteers to run effectively in support of their mission.