

MINUTES, NORMAN WILLIAMS PUBLIC LIBRARY BOARD

July 16, 2018

Attending:

Anne Marinello, President

Board Members in Attendance: Joe Boyd, Laurie Chester, Bill Colson, Ann Debevoise, Gary Horsman, Chris Lloyd, Ron Miller, Barbara Simmons, Linda Smiddy

Executive Director: Amanda Merk

Excused: Gennie Lawrence, Roland Moore, Ann Sadowsky

Guests: Jen Dembinski and Helen Curtis both of the Community Art Committee

Note: Quorum was present.

Call to Order at: 5:15 PM

Community Art Committee: Jen Dembinski and Helen Curtis

- This committee sets up a different art exhibit on the mezzanine of the library every six weeks. This is roughly 8 per year.
- They have these 6-week slots fully booked until the end of 2019 and already have some booked for 2020.
- The displays they set up feature local artists.
- There are 6 committee members and Meg Brazill of the NWPL is a member of this committee.
- Amanda noted that they act like a library committee in support of the library.

It must also be noted that Kathy Baird represented the library on this committee for many years. We thank Kathy for her outstanding support and leadership while serving on this committee.

They are planning a special event, where they will work with the Friends of the NWPL, based on a "Love Your Library" theme which will be held in January or February 2019.

Amanda also noted that we now have a "Dove of Peace" sculpture hanging from a tree on our front lawn. We are grateful to Charlet and Peter Davenport who spoke with Anne Marinello about hanging this beautiful and fitting piece at the library. It is for sale and a portion of the sale will go to the library. It was hung with the assistance of Drew Lewis and Matt Powers from the History Center which also has some pieces from Sculpture Fest.

Amanda noted that there is an upcoming trip scheduled to the Hall Art Foundation in Reading, Vermont.

Special Notification

The Vermont Standard has temporarily moved into the library due to the fire, on the morning of July 16th, which destroyed the building immediately adjacent to their head office. The board and library staff are in full support of anything we can do to support the Vermont Standard.

Note that Gareth Henderson has been provided with access to the library during times when the library is closed.

June Board Meeting Minutes (Gary Horsman)

We voted to approve the June minutes.

Motion	1st	2nd	Vote
Motion to approve the June minutes as amended.	Barbara Simmons	Ann Debevoise	Passed Unanimously

Treasurer's Report (Chris Lloyd)

- Chris passed out a handout which showed the calculation of the 12-quarter average value of the portfolio. The 12-quarter average value is required to define the maximum value of any annual withdrawal from the portfolio.
- Chris passed out a sheet which showed the P&L for fiscal year 2018 through the close at the end of the fiscal year (June 2018). We closed the year on budget.
- Note that our appeal fundraising for all of 2018 slightly exceeded the budgeted amount.
- Note that some of the income received for the 2018 spring appeal was received after the close of the fiscal year and will be recorded as income for 2019.
- There will be an Investment Committee meeting on July 30th, 31st or August 1st dependent on the schedule of members and Morgan Stanley.
- Approximately \$22,000 of the spring appeal was donated by the public. The library trustee match was \$16,000. We discussed that the library trustee match did appear to create an incentive for larger giving.
- Linda Smiddy made us aware that, as per our Bylaws, the Investment and Finance committees, in a joint meeting, need to ratify the transfer of monies from the endowment to the library's operating budget.

Discussion/Comments

- We collectively agreed that, in the future, the first draft of any operating budget will be prepared for board review by trustees for the May board meeting.
- Michael Ricci will call a Development Committee meeting before the next board meeting.
- Laurie Chester suggested that committees maintain documentation on key dates and activities. This will ensure that continuity is preserved when committee turnover occurs.
- Laurie Chester also recommended that policies be in place to help guide committee operations and decisions.

Motion	1st	2nd	Vote
Motion to approve Treasurer's report.	Bill Colson	Laurie Chester	Passed Unanimously

Executive Director's Report (Amanda Merk)

- Amanda had published her report earlier and we did not review this.
- Amanda provided us with an update on the air conditioning compressors. It is expected that they will need to be replaced and we will be getting quotes for their replacement.
- The fence and gate surrounding the compressors also needs to be repaired or replaced and we will get quotes for this as well.

Select Board Report (Ron Miller)

- Ron informed us that he had presented a summary of our budget to the town select board.
- Ron noted that 36% of our operating income comes from the town.
- Ron's report to the town select board will be sent to library trustees.

Bookstock (Anne Marinello)

- Anne recognized and expressed appreciation to Pieter Bohen for the encouragement he provided to support the turnout by Change the World Kids for the book moving held on Saturday July 14th. The support by CTWK was important greatly appreciated
- Sorting of books will be done at the Masonic Lodge during the week July 16th.
- Laurie Chester made us aware that Wild Apple can help with the recycling of any old books.
- Amanda suggested that we have a post Bookstock "Thank You" party in August or September.

Gale Update

The speaker selection committee has been meeting. Ron Miller is the chair of this committee and we are all very grateful to Ron for heading this.

Bylaws (Linda Smiddy)

- The issue of changing the role of the Corporators concerning the responsibility and burden of governance was discussed.
- The proposed change to their role will be presented to and voted on first by the NWPL Board of Trustees, at their August meeting, and then presented to and voted on by the Corporators at the annual meeting in October.
- The communication plan for providing information related to this change to the Corporators, related to this change, will be as follows:
 1. In August, presentation to the board for discussion and vote.
 2. If the Board approves of the changes, a letter will be sent to current Corporators describing the proposed changes and the reasons for them, as well as information about the September informational meeting and the date and agenda of the October annual meeting. (In their changed role, Corporators may be called Library Partners.) Accompanying the letter will be a copy of the proposed changes, as well as a return card on which Corporators

will indicate whether they wish to remain on the library's list of Corporators / Library Partners.

3. A Corporators' informational session, concerning the proposed changes, will be scheduled in September.
 4. The proposed changes to the governance responsibility of Corporators will be presented at the annual meeting and Corporators will be asked to vote on the proposed changes.
- If the vote, at the annual meeting, by the Corporators, is in favor of this changed role for the Corporators then any future changes to the bylaws will be voted on by the board of trustees.
 - The board understands and supports the modifications to the bylaws as it relates to the role of the Corporators. The board views changes to the role of the Corporators as being very positive for both the Corporators and the library. The term corporators may be changed to member or any other appropriate designation. The intent is to broaden and make more inclusive the membership of Corporators / Library Partners.
 - We would continue to hold an annual meeting to solicit Corporators' / Library Partners' for feedback and discussion.
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Nominating (Ann Debevoise)

There were no new nominations to discuss.

Board Retreat (Anne Marinello)

August 20th from 9 am – 3 pm at Ann Debevoise's house in West Woodstock.

The main topics will be:

Committees and Their Connection with Our Bylaws

- Review existing committees
- Review needs
- Organization
- Members
- Reporting format

Policies

- What do we have?
- What do we need?
- Are they up to date?

Sandwiches and/or pot luck will be organized for lunch.

Next Meeting

Board retreat, August 20th (9 am – 3 pm) at Ann Debevoise's house in West Woodstock.

Vote to Adjourn

Motion	1st	2nd	Vote
Motion to adjourn at 7:00 PM	Barbara Simmons	Linda Smiddy	Passed Unanimously

Respectfully submitted,
Gary Horsman
Secretary