#  **MINUTES, NORMAN WILLIAMS PUBLIC LIBRARY BOARD**

May 23, 2022, 5:15 p.m.

Board Meeting

**Attending (via Zoom):**

* Joe Boyd, William Colson, Chris McIlroy, Anthea LaVallee, David Green, Rachael Ringenberg, Karen Copenhaver and Noah Anderson in attendance.
* Clare McFarland, executive director, was present by invitation
* Elizabeth Daniels and Brenda Metzler provided notice that they would not be in attendance
* A quorum was present for all votes taken.
* Submitted by Karen Copenhaver, Secretary

**Zoom Meeting**

**Call to Order at 5:20 PM**

**Opening Remarks & Announcements (Joe Boyd, Chair):**

.Joe verified that a quorum was present and asked if there were any additions to the Agenda and, hearing none, called for a motion to approve the proposed Minutes of the April meeting.

**Approval of April 2022 Minutes:**

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| **Motion (call for a motion by Joe Boyd)** | **1st**  | **2nd** | **Vote** |
| Motion to accept the minutes of the April 2022 Board Meeting.  | David Green | Bill Colson | Approved unanimously (with Anthea LaVallee and Chris McIlroy abstaining from the vote due to absence from all or part of the meeting.)  |

**Library Director’s Report (Clare McFarland):**

Clare submitted a comprehensive written report in advance of the meeting, including an update on the progress made in the window restoration project, which continues ahead of schedule with the upstairs windows being returned by the end of July.

Clare requested recommendations from Board members for companies that might provide bids for work to address the atrocious state of the library lawn.

The library is just beginning to see an uptick in in-person patron visits to the library, approaching pre-pandemic levels. Book sales in the lobby continue to be very strong. Book donations have continued to pour in, to the point that all incoming books are now going directly to Bookstock, which will be on June 23rd through 25th. The library will be hosting a Rare and Vintage Books Sale over that weekend as well. Volunteers to assist with either event would be appreciated.

Clare updated the Board on a number of upcoming patron programs and staff training. Aspen Discovery will go live on Friday, June 17th. Danelle was selected to receive a grant to attend an information technology class offered by the American Library Association. Lori is attending a Collection Development Class. Clare is taking part in a series hosted by Inclusive Arts Vermont and the Vermont Department of Libraries entitled Accessibility in Libraries: Key Elements for Inclusion of Disabled People. Clare and the staff are also continuing to pursue [Sustainable Library Initiative Certification](https://sustainablelibrariesinitiative.org/nine-vermont-libraries-join-sustainable-library-certification).

Book discussion groups have continued to be well received and attended. The library will be partnering with Susan Picolli and the WUMS/HS to make copies of the book selected for Vermont Reads 2022 available to students and patrons. This year’s selection is *The Most Costly Journey* (El Viaje Más Caro), an anthology of comics that depict the oral histories of migrant workers who have traveled from southern Mexico and Central America to work on Vermont farms.

Continuing with her serial review of the library’s existing policies with the Board, Clare discussed both the Rules of Conduct Policy and the Photograph & Video Recording Policy. Both of these policies would play important roles in responding effectively to a recent trend of individuals entering libraries with video cameras engaged to capture confrontations with library staff. The goal is apparently to obtain a video with potential for a viral internet post. Clare has reviewed these situations with the staff and discussed the need to avoid confrontation and to rely on express written policies in the event any request to the videographer to stop recording or to leave is required. The Board thanked Clare for being proactive in these discussions and expressed its dismay that these confrontations have occurred with some frequency.

Clare asked the Board to consider making one specific addition to the Rules of Conduct Policy to make it absolutely clear that “disruptive, harassing or threatening behavior or language is not allowed” in the library.

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| **Motion (Joe Boyd)** | **1st**  | **2nd** | **Vote** |
| Motion to amend to Section A-4 of the Policy Manual of the Norman Williams Public Library, entitled Rules of Conduct, to add the following as number 11 in the list of Rules of Conduct: “Disruptive, harassing or threatening behavior or language is not allowed.” | Karen Copenhaver | David Green | Approved unanimously. |

**Treasurer’s Report (David Green)**

David submitted a comprehensive written report, income statement and proposed budget for 2022-23 in advance of the meeting.

He drew the Board’s attention to how the updated projections align with the 2021-22 budget adopted by the Board in June of 2021. The 2021-22 budget had aggressive revenue goals for both grants and appeals to individual donors, as well as counting on revenues from an annual Spring gala that was cancelled due to COVID. Even with these aggressive assumptions, the library will come close to achieving the budgeted full fiscal year revenue numbers. With the benefit of Clare’s focus on reducing expenses, and the flexibility provided by the recent bequests, the library will be well positioned at year end.

David also discussed the status of the endowment and the other accounts. The endowment funds are fully invested and thus reflect the overall market decline. The money market and interim funds have not been affected to date by current market conditions.

David encouraged all Board members to look carefully at the Draft ’22-’23 Budget provided by the Budget Committee (Clare, Jane, Joe and Dave). The draft provided for this month’s meeting has changed slightly from the draft provided for the April meeting because it takes into consideration steep rises in the price of oil. The invoice for a recent delivery sparked a reconsideration of this line item. There was a question and extended discussion regarding the payroll assumptions in the Budget. The Board will be voting to adopt the budget at its June meeting.

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| **Motion (Joe Boyd)** | **1st**  | **2nd** | **Vote** |
| Motion to approve Treasurer’s Report | Bill Colson | Chris McIlroy | Approved unanimously. |

**Trustee Matters:**

Joe continued a discussion from last month’s meeting on a proposed resolution to reduce the number of Trustees required to constitute a Full Board as provided in this section of the Bylaws:

Section 2.  Number, Term, Qualifications, Election, Resignation and Removal of Trustees.

1.  The Board of the Library, including the Town of Woodstock Designated Trustee (Town Designated Trustee), shall consist of no fewer than seven (7) and, consistent with Vermont law as of this writing, not more than fifteen (15) Trustees.  The Board shall establish, by resolution, the number of Trustee positions that constitutes a Full Board.  With the approval of two-thirds (2/3) of the then designated Full Board, the Board may increase or decrease the size of the Full Board within the limits stated above.  The number then constituting the Full Board shall be used for the purposes of determining what constitutes a quorum, for counting the number of votes required in specific situations, and for other similar purposes.

The current number of Trustees required for a Full Board is 13.  Joe proposed that this number be reduced to 11. Due to the absence of two Board members, two-thirds of a Full Board was not present to sustain a vote. Board members were encouraged to identify additional trustee candidates as there are currently only 10 Trustees and there will be one additional opening when Bill’s term ends in the fall. Further discussion of the appropriate size of a Full Board was tabled for another meeting.

**DEI Committee Report:**

Chris reported on continued conversations with James McKim, a DEI consultant recommended by Priscilla Marsicovertere, a former NWPL Board Member. James has proposed a program for the library that has four parts, including two sessions of Board development and two facilitated community conversations. Chris will come back to the Board with the names of other libraries that James has worked with and a formal written proposal for the Board’s consideration.

**Executive Session:**

The Board convened an executive session in order to address routine personnel matters.

**Other Business:**

There being no other business, Joe requested a motion to adjourn.

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| **Motion (Joe Boyd)** | **1st**  | **2nd** | **Vote** |
| Motion to adjourn. | Bill Colson | Karen Copenhaver | Approved unanimously. |

**Thereafter the meeting was adjourned at 7:45 p.m.**

Respectfully submitted,

Karen Copenhaver, Secretary

May 23, 2022