

CLINTON-ESSEX-FRANKLIN LIBRARY SYSTEM
Minutes for Board of Trustees Regular Meeting
Held August 24, 2015

Call to Order

The Board of Trustees meeting was called to order at 4:30 p.m. on Monday, August 24, 2015 at Belden-Noble Memorial Library, 2757 Essex Road, Essex, New York, by Charles “Kip” Thompson, President.

Roll Call

Present: Gary Alexander, James “Jim” Bennett, Nicole “Nicky” Bryant, Emily Castine, Wallace “Wally” Day, Dorothy Latta, Mary “Lisa” Minnich, Rita Quinn, Barbara Stowe, and Charles “Kip” Thompson

Absent: Fran Filshie, Donna Fulkerson and Thomas “Tom” Mandeville

Staff Present: Ewa Jankowska, Executive Director; Dawn Recore, Administrative Assistant; and Michael Spofford, Finance Manager

Others Present: Anne de la Chappelle, Director of Plattsburgh Public Library; Tom Mangano, Director of Belden-Noble Memorial Library; and Colleen Van Hoven, President, Board of Trustees, Belden-Noble Memorial Library

Consent Agenda

Approval of Excused Absences

Approval of Agenda

Approval of Minutes of July 27, 2015 Meeting

Committee Reports - Advocacy, Development, Executive, Finance, Health Plan, Negotiating, Nominating, Personnel, Property and Strategic Planning Committees have no reports at this time.

CEFDA Report

Communications

Approval of Consent Agenda

Gary Alexander motioned approval of Consent Agenda, seconded by Wally Day. Motion carried unanimously.

Financial Reports

Michael Spofford stated that it is unknown exactly where we are at with our funding because State Aid has not been received. Between CEFLS’ checking account and money market account, there is about \$45,000 available while maintaining a \$25,000 minimum balance. With Board approval, if necessary this week Michael would like to access \$50,000 from our own reserve money market account for payroll and payables, and if necessary to draw on our line of credit the week of September 7th. Michael explained that there is a State Aid application with all the dollar amounts we expect to receive this year and it contains four requirements: member libraries’ annual reports have to be approved, our System’s annual report has to be approved, and we are adhering to the Maintenance of Effort clause which states that if we lose more than five percent average of our

funding from the counties, our State Aid can be decreased by 25 percent. The fourth item is a yearly assurance, confirming that we are following required guidelines; for example, CBA is being spent on non-fiction items and we have signatures from the seven correctional facilities with whom we deal. This year, for the first time, the assurance was to be submitted through a portal, which was done today. Michael reported that last year it was at about this time or possibly a little earlier that we borrowed from our reserve account, then within a couple of days the aid was received from the State.

Nicky Bryant motioned approval for CEFLS to first use reserve funds then access the line of credit if necessary, and to replace the funds when State Aid comes in, seconded by Rita Quinn. Motion carried unanimously.

Michael stated that the recent annual audit by Martindale Keysor & Co. went well and was completed in three days by two auditors. The only thing that needed to be adjusted was the depreciation for which there is no cash effect on our books.

We always request and are approved for an extension for submitting the IRS Form 990, from May 15 to August 15. It was mailed in on August 13, 2015. Copies were provided to trustees prior to this meeting. If we are notified that any changes are necessary, a Form 990X will be submitted.

The following Financial Reports were provided for review prior to this meeting:

- Preliminary Over and Under Report for period ending June 2015
- Preliminary Over and Under Report for period ending July 2015
- Accounts Payable and Receivable Quarterly Report
- Grants/Non-Current Aid Status Report as of June 30, 2015
- Balance Sheet as of July 31, 2015
- Revenues vs. Expenses as of July 31, 2015
- Over and Under Report for period ending July 2015
- Budget-to-Date as of July 31, 2015
- Grants/Non-Current Aids Status Report as of July 31, 2015

Michael stated that Clinton and Essex Counties have announced the dates by which they want to have CEFLS' requests for 2016 funding, September 4 and 11, respectively. Franklin County's request will be forthcoming in the near future and their due date will be soon also. Michael is working on a tentative budget for 2016 which is difficult to do when we do not know what funding we are getting in 2015.

Lisa Minnich motioned approval of the Financial Reports as submitted, seconded by Emily Castine. Motion carried unanimously.

Public Comment Period

Tom Mangano, Director of Belden-Noble Memorial Library, welcomed everyone and offered thanks to CEFLS for all the great help they receive. He has been at Belden-Noble for four years. They became automated during his first year. Without the help of Betsy Brooks, Tom doesn't know how they would have accomplished it. Essex is a very seasonal community with the number of patron visits in the summer much higher than in the winter. It used to be unusual to have young families in the community but now, partly thanks to Essex Farms, there are a number of young families. As a result, Belden-Noble has increased their children's events and even has a toy loaning program. Tom and Colleen Van Hoven, President of their Board, talked a bit about applying for a NYS construction

grant. They are very grateful for the assistance of Julie Wever, CEFLS Consultant, with regard to the application process, and they expressed appreciation of the implementation of ILL.

Tom and Colleen offered a bit of history of the library going back to 1801 when they believe the building was constructed as a warehouse. At that time, Essex was a major shipping area but that changed when the railroad went up, and then the building stood vacant for a while. In 1899, a provisional charter for a library was obtained and the building was again occupied. Their permanent charter was obtained in 1906.

Colleen proudly stated that the little community of Essex has raised almost \$21,000 for their matching construction grant. At a meeting that was held earlier today, she learned that the cost of the extensive renovation that they want to do will be about \$75,000.

President's Remarks

Kip Thompson talked of the delay in getting funding from New York State and the fact that our working capital may be used up and then we may have to use the line of credit. He is interested in investigating potential ways, such as development of a foundation, that CEFLS can generate funds so as to not be so dependent on funding that arrives late or can be cut with little warning.

While at the PULISDO meeting in Vernon Downs in July, Ewa Jankowska learned that very, very few systems actually have foundations. The smaller systems that do say that they are totally inactive and it's very hard to find trustees for the systems' boards and then to find another set of trustees for the foundation boards. A public institution, such as the System, cannot invest money; however, Ewa suggested that if there was a way that CEFLS trustees could raise enough money to start an account at the Adirondack Foundation, then an additional board and an investment specialist would not be needed. She would like to meet again with Cali Brooks of Adirondack Foundation to learn their requirements and the steps to get started.

Ewa stated that any start-up money of CEFLS would be owned by Adirondack Foundation and any interest would belong to CEFLS. Kip added that Adirondack Foundation would be bound to invest our money and keep it in trust for us. Nicky Bryant added that our money with Adirondack Foundation would not be easily available to us if we wanted to withdraw it, but under certain circumstances, they would make it available. Kip stated that a legal document would be put in place, with the primary purpose of the interest earned being to support CEFLS if NYS funding were to be cut back.

Ewa stated that CEFLS has stock that at one time was given to us. We could probably sell it and use it for something, but we cannot invest funds by giving them to Adirondack Foundation.

Rita Quinn stated that bequests seem to be a viable revenue source. She suggested letting funeral directors know that we can accept bequests, and having envelopes available with our services listed so people know that they can make donations. Kip suggested that over time, bequests made by people who use the member libraries could be significantly beneficial. Ewa stated that a similar program was tried years ago with brochures available in the libraries, but was not very successful.

Emily Castine stated that people don't know what CEFLS is or does. She feels that brochures made available on the circulation desks in each library might help, as well as an article in the newspaper. Dorothy Latta feels that if brochures are placed in individual libraries, CEFLS would be taking away from individual libraries who are also trying to raise funds.

Dorothy stated that if we work with Adirondack Foundation, they would do promotion throughout the Adirondack region using a description of CEFLS, written by us. Participants of Adirondack Foundation channel their donations to specific areas of interest, using a form similar to that of United Way, so if for example CEFLS were to be listed under education, the funds of participants who select education could benefit CEFLS. Further, she stated that a foundation has that extra level of long-term sustainability.

Ewa added that Adirondack Foundation is already familiar with CEFLS because when libraries get construction grants, matching funds are available for technology use from Woods Foundation and Lake Placid Education Foundation but it all comes through Adirondack Foundation.

Kip wants to invite Cali Brooks to explain to the Executive and Finance Committees the fee structure involved with beginning with \$10,000, understanding that with a smaller amount, the fees would be steeper.

Kip would like to continue this sort of discussion, so he encouraged trustees to share their questions or ideas with him or Jim Bennett. Some sort of ad hoc group will be formed to work on this to see if we can come up with a more organized program that will probably involve all of us doing something in the next year or so.

Director's Report

Ewa Jankowska provided trustees with a list of the eight libraries who were awarded construction grants. The etiquette is that we don't host a press release before the libraries' local legislator sends the libraries a letter.

Member libraries have kept CEFLS very busy lately. There was an issue at Lake Placid Library with the library director's mother being the chairwoman of the Board. Some time ago when the director was hired, Ewa addressed this with her and she thought the issue had been resolved. It came to light again recently when Ewa received a telephone call from the director of the Lake Placid Education Foundation, when that library was to receive their annual award of \$20,000. His concern was conflict of interest. It appears now that the issue has been resolved.

Through some rather strange channels, we learned that Mooers Library has been closed with a sign on the door that says it is closed due to lack of funds. Ewa drove there and saw that the sign does say it is temporarily closed. She spoke with the director on the phone and would like to meet with her to learn more. It does appear that they ran out of money and they are now waiting to get their school district funding (approximately \$9,500) in September. Mooers is an association library and is, as all member libraries are, independent. The situation is very worrisome. There is a clause in Education Law that says that if a library's Board doesn't take care of the library, the Regents can take over. Also, Mooers Library has received several construction grants and they are in the process of building a new library. When accepting a construction grant, there is a clause that says that the library must be kept going for ten years. If the library were to be dissolved, we don't know if the trustees would be responsible for returning the funding. Fortunately for the patrons, all libraries sign a document called Direct Access Plan meaning that anyone with a Mooers Library card can use any one of the libraries in the System and access all electronic media.

At last month's Board meeting, Ewa was asked to find out how other library systems get their local funding. Very few library systems responded. Some of them do not ask for local funding but it is

important to know that those systems, such as on Long Island, get large membership fees from member libraries.

Ewa also learned that when requesting local funding, not-for-profit organizations in general often request the current rate of inflation. Westchester Library System asks for five percent every year, beyond what they get from each library.

When CEFLS sends out letters requesting funding from the three counties, we tell them highlights of what we provide with the funding with emphasis on the book delivery system and other resources to the member libraries.

Ewa reminded trustees of the trip to Grande Bibliothèque in Montreal on Friday, September 25, from 11:00 to 1:00. This library is state-of-the-art for Quebec. They are expecting 10 to 15 of us to visit. Staff will travel in the Equinox. Trustees are encouraged to also attend and they will have to organize transportation among themselves. If Ewa sees that we will not have 10 to 15 people attending, she will then consider opening up the invitation to others.

Plattsburgh Public Library (PPL) Report

Anne de la Chappelle reported:

Jesse Feiler, President of the PPL Board of Trustees, is participating in the NYLA Sustainability Initiative which is considering such things as library funding, carbon footprint, and how libraries are going to be here in 10 or 15 years. He is holding a one hour pre-meeting with the PPL Board prior to their regular monthly meeting tomorrow to start discussion on this ongoing topic.

PPL was the recipient of a \$125,438 construction grant. The bulk of the money will be used for modernization of their 1970s elevator. About \$11,000 has been used to create a *smart room* on the main floor. This is a meeting room where they would like to have such technological concepts as a smart board and a 3-D printer.

Caleb Mosier of PPL is doing pop-up libraries as part of the Central Library's outreach. He is handing out information about PPL, CEFLS, and library resources at farmer's markets, the mall, and community events such as the Battle of Plattsburgh which is coming up.

PPL has hired a marketing consultant, Tara Powers, to inform the public of the libraries' services and resources, such as e-books and e-magazines. Part of the funding for this will come from Central Library Development Aid and part of it will come from their personnel line item. The intention is to put something in place with a consultant on a one-time basis that PPL can then sustain regardless of the city's finances. PPL has a goal of building a capital reserve of \$100,000 to cover shortfalls while they wait for funding.

Committee Reports

There are no Committee Reports.

Old Business

Sunshine Fund Discussion: Emily Castine, author of the Trustees' Sunshine Fund Policy, led a discussion regarding cards and flowers for trustees when a qualifying event occurs. She suggest having one person from each county to carry this out because that person would be familiar with their

local flower shops. Kip pointed out that he is from Essex County but was in the hospital in Plattsburgh, so there can be county-crossovers. Emily then volunteered to execute the Trustees' policy with the understanding that there may be a time lag depending on when they learn of a qualifying event. It was suggested that she could call trustees from the other counties for flower shop recommendations. Michael Spofford reminded her to submit receipts for reimbursement from the Sunshine Fund.

Emily then addressed the topic of refreshments for meetings, as it is written into the Sunshine Fund Policy. Coffee for meetings is purchased with Sunshine funds. It was decided that in the event that the Board decides to meet in some other manner, with trustee approval, refreshments could be provided from the trustee fund. Emily feels that a \$20 contribution per trustee to the fund every January, plus a contribution to Leadership Campaign at the same time, is a good way to keep these funds in good standing. Michael Spofford stated that if there are numerous events in a year and the Sunshine funds get low, he will let the Board know so it can be addressed.

Alternate Times for Away Meetings: Barbara Stowe stated that attending *away* Board meetings sometimes means a long distance to drive, involving a lot of extra time. Having these meetings begin at an earlier time would allow trustees to attend and then drive home before dusk. Dorothy Latta stated that she has another commitment on Mondays that makes it impossible to attend meetings that begin early in the afternoon. Kip stated that with our quorum issues, we want to be careful about selecting a time that knowingly eliminates anyone. Lisa Minnich suggested being flexible with away meetings, deciding locations and start times on a case-by-case basis. Jim Bennett suggested taking advantage of teleconferencing for away meetings, to which Ewa responded that only Malone, Schroon Lake and Saranac Lake have that capability, and it can possibly work with Akwesasne. It was then brought up that using teleconferencing defeats the purpose of away meetings, a point agreed upon by several trustees. The October 26 meeting is scheduled to be held in Schroon Lake and it is already known that Tom Mandeville can't attend and that Dorothy won't be able to make a time that is earlier than 4:30. Kip asked if moving the October meeting to Tuesday, the 27th, would work for the majority and it does appear to be better. Dawn Recore will check on the availability of Schroon Lake's meeting room at 3:00, and the trustees will be informed.

New Business

Review and Approval of IRS Form 990: Lisa Minnich motioned approval of the IRS Form 990 as submitted to the IRS, understanding that if any amendments are needed, a Form 990X will be filed. Barbara Stowe seconded the motion. Michael Spofford commented that last year there was a shortfall from when we got rid of the bookmobile, which took off approximately \$88,000 under assets. This year the numbers are basically along what they were last year without that loss. Motion carried unanimously.

Approval of Adult Literacy Grant Year-Two Final Report: Ewa explained that this is a yearly overview of the project's focus and use of the grant funds. This particular grant had to incorporate assistance provided to job seekers. Emily Castine motioned approval of the Adult Literacy Grant Year-Two Final Report, seconded by Nicky Bryant. Motion carried unanimously.

Possible Amendment to Bylaws Relating to Quorum Issues: The Bylaws were distributed to trustees prior to this meeting. In the CEFLS Bylaws and in the NYS Handbook for Trustees as defined by NYS Education Law, quorum is defined as the majority of the full board. It is not possible to change the number of trustees needed to constitute a quorum. Emily Castine would like all trustees to help in the search for people to serve on the Board. Currently, Essex and Franklin

Counties each have one open seat, and a second Essex County seat will become vacant on January 1, 2016, when Barbara Stowe comes off the Board after fulfilling two full terms.

Ewa Jankowska suggested asking each of the three counties to lower the number of trustees they appoint, so rather than five from each county, there would be three or four. Several trustees stated that that would not solve the problem.

Kip asked for an addition to future agendas, toward the end and in red: a reminder of any vacant Board seats and a request from the Nominating Committee for potential candidates' names. He reminded the Board that it is up to them to recruit trustees. Michael Spofford stated that on our Annual Report we are asked by NYS DLD for a plan to build up to a full board. Wally Day suggest a press release. Lisa Minnich suggested that we send out the trustee search poster to the member libraries again. Dorothy Latta's suggested that Ewa write a paragraph summarizing the need for trustees that can be circulated by the Board to their e-mail contact lists.

Adjournment

There being no further business to come before the trustees, Kip Thompson adjourned the meeting at 6:09 p.m.

Respectfully submitted,

Gary Alexander
Secretary