

**MID-HUDSON LIBRARY SYSTEM
MINUTES
of the
BOARD OF TRUSTEES MEETING
July 11, 2018**

President Wilson called the meeting to order at 10:00 A.M., in the Auditorium of the Mid-Hudson Library System.

1. ROLL CALL AND APPROVAL OF AGENDA

Trustees Present: Lisa Baker Brill, Robert Culp, John Dax, Kenneth Goldberg, Priscilla Goldfarb, Rajene Hardeman, Michele Ment, Barry Ramage, Lynne Ridgeway, Richard Swierat, Mary Linda Todd, Mark Wilson

Trustees Absent: Stuart Auchincloss (e), Sharon Davis (e), Debra Klein (e)

Directors Association Liaison: Tom Lawrence, Director Poughkeepsie Public Library District

Staff Present: Merribeth Advocate, Laurie Shedrick, Tom Sloan, Rebekkah Smith Aldrich, Linda Vittone, Peggy Winn

Others: Sean Fay (Senior Auditor), RBT C.P.A.s, LLP

2. PRESIDENT'S REPORT

President Wilson, welcomed the Board, and presented a Resolution to Tom Sloan, on behalf of the entire MHLS System, recognizing and thanking him for his outstanding leadership and dedication to the System, as Executive Director (*appended to file*). Following recitation of the Resolution, Mr. Swierat moved and Ms. Brill seconded THAT, "NOW THEREFORE, BE IT RESOLVED BY THE BOARD OF TRUSTEES OF THE MID-HUDSON LIBRARY SYSTEM THAT TOM SLOAN BE AND IS HEREBY RECOGNIZED FOR HIS PROFESSIONAL CONTRIBUTIONS THAT IMMEASURABLY ADVANCED THE SYSTEM TO BETTER SERVE ITS MEMBERS." **The motion carried.**

President presents Resolution

Mr. Sloan thanked the Board for the opportunity to serve and for their unwavering support during his tenure.

3. APPROVAL OF MINUTES

Mr. Swierat moved and Ms. Ridgeway seconded THAT THE MINUTES OF THE MAY MEETING BE APPROVED. **The motion carried.** Mr. Goldberg abstained.

Minutes approved

4. TREASURER'S REPORTS

Board Treasurer, Ramage, reported that he reviewed the Financial Reports for February, March, April and May (*Docs.4.A-4.D*) and found them acceptable.

Financial reports received

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Ms. Brill moved and Mr. Dax seconded THAT THE FINANCIAL REPORTS FOR FEBRUARY, MARCH, APRIL AND MAY BE RECEIVED. **The motion carried.**

5. Audit Committee Report

Mr. Dax, Chair of the Audit Committee, reported that the committee reviewed the Draft Audit Report, prepared by RBT, C.P.A.s, LLP, and suggested the changes outlined in the committee’s report (*Doc. 5.A*), that will be reflected in the Final Audit Report.

2017 Audit reviewed and approved

Mr. Dax gave the floor to Finance Manager and Personnel Officer, Linda Vittone, who introduced Sean Fay, Senior Auditor with RBT, C.P.A.s, and LLP.

Mr. Fay:

- thanked Ms. Vittone and her staff for their assistance throughout the audit process, and for their excellent management and oversight of the System’s Financial records;
- informed the Board that System Financial records were found to be in good standing with no internal control findings cited;
- briefly reviewed and explained highlights of the audit of the System’s financial records for year ended December 31, 2017.

Following review, Mr. Dax moved the committee’s recommendation THAT THE BOARD APPROVES THE INDEPENDENT ACCOUNTANTS’ AUDIT OF THE MHLS’ 2017 FINANCIAL STATEMENTS PERFORMED BY RBT, C.P.A.s, LLP, AS ADJUSTED BY THE AUDIT COMMITTEE, AND WITH THE ALLOCATION OF THE “UNASSIGNED” GENERAL OPERATING FUND BALANCE REVISED TO REFLECT THE DESIGNATED RESERVE FUND CATEGORIES. Mr. Swierat seconded the motion. **The motion carried.**

6. REPORT ON PAYMENT OF BILLS

In her absence, Mr. Wilson reported that Ms. Davis reviewed the warrants for May and found them acceptable (*Doc. 6.A*).

Warrants received

Ms. Todd reported that she reviewed the warrants for June and found them acceptable (*Doc. 6.B*).

Ms. Goldfarb moved and Ms. Ment seconded THAT THE WARRANTS FOR MAY AND JUNE BE RECEIVED. **The motion carried.**

7. DIRECTOR’S REPORT

Mr. Sloan referred to his final report (*Doc. 7*), and emphasized the successful collaborative efforts made by the System’s three stakeholders: the MHLS Board, Member Library Directors, and System staff. He thanked the Board for the opportunity to serve as Executive Director, and for supporting him to accomplish the System’s goals. Mr. Sloan expressed his desire that the current spirit of cooperation and collaboration will continue to be evidenced in future System planning and operational decisions for the benefit of all.

Final report presented

The Board reiterated their appreciation for Mr. Sloan’s outstanding leadership and wished him continued success in his endeavors.

8. DIRECTOR’S ASSOCIATION LIAISON REPORT

Mr. Lawrence, Director of the Poughkeepsie Public Library District/Directors Association Liaison to the Board for July, presented the Minutes of the June

Liaison report presented

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Directors Association Meeting (*Doc. 8.A*), and informed the Board that the Directors Association: restructured its meeting schedule to alternate Business Meetings with Workshop Meetings (on topics selected by the System Services Advisory Committee); reviewed the tentative 2019 Member Assessment Fee schedule; and approved a revised delivery stop schedule. Future meeting topics will include review of the MHLS Plan of Service.

9. EXECUTIVE DIRECTOR SEARCH COMMITTEE REPORT

A. Committee Meeting Reports

Mr. Wilson reviewed the Executive Director Search Committee’s activities to-date (*Docs. 9.A-9.C*), and thanked Mr. Ramage, Ms. Baker Brill, and Ms. Ment for their tireless efforts and commitment to hire a new Executive Director, and Dan and Jobeth Bradbury, of Bradbury Miller Associates, for their seamless facilitation of the search process.

Search Committee recognized

B. Executive Session

At 10:45 A.M., Mr. Wilson called for a motion to go into Executive Session for the purpose of “*the appointment, employment, promotion, discipline, suspension, dismissal or removal of a particular person or corporation*”.

Board goes into Executive Session

Ms. Brill moved and Ms. Hardeman seconded THAT THE BOARD GO INTO EXECUTIVE SESSION. **The motion carried.**

At 11:15 A.M., Ms. Brill moved and Ms. Goldfarb seconded THAT THE BOARD LEAVE EXECUTIVE SESSION. **The motion carried.**

At 11:25 A.M., Mr. Wilson reopened the public meeting of the MHLS Board and asked for a motion to move the motion proposed during Executive Session. Mr. Swierat moved and Mr. Ramage seconded THAT THE MID-HUDSON LIBRARY SYSTEM BOARD AUTHORIZES THE SEARCH COMMITTEE TO PROCEED WITH NEGOTIATIONS FOR HIRING A NEW MHLS EXECUTIVE DIRECTOR AND AUTHORIZES THE MHLS BOARD PRESIDENT TO EXTEND AN OFFER OF EMPLOYMENT AND NEGOTIATE AN EMPLOYMENT CONTRACT. **The motion carried.**

Mr. Wilson verified that the Board will appoint the new Executive Director at the August 15, meeting.

10. FACILITIES COMMITTEE REPORT

Ms. Ridgeway, Chair of the Facilities Committee, referred to the Report of the Committee’s June meeting and reviewed the proposed facilities projects for MHLS’ 2018-2019 State Aid for Library Construction Grant Applications (*Doc. 10.A*) and two contingency MHLS Facility Construction Grant projects.

MHLS Construction Grant Applications to be developed

Following review of the proposed 2018-2019 projects, Ms. Ridgeway moved the committee’s recommendation THAT THE BOARD APPROVES MHLS STAFF DEVELOPMENT OF NEW YORK STATE CONSTRUCTION GRANT APPLICATIONS FOR 2018-2019 FOR THE OFFICE BUILDING 2ND FLOOR AIR HANDLER UNITS (AHU) AND CONDENSER, AND PHASE III RENOVATION OF THE MHLS AUDITORIUM, AS PRESENTED. Mr. Swierat seconded the motion. **The motion carried.**

Following review of the two proposed contingency System facilities construction grant proposals, if funds are available after fully funding all

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member library requests (*Item 3*), Ms. Ridgeway moved the committee's recommendation THAT THE BOARD APPROVES THE DEVELOPMENT BY MHLS STAFF OF TWO CONTINGENCY LIBRARY CONSTRUCTION GRANT APPLICATIONS, IF CONSTRUCTION GRANT FUNDS ARE AVAILABLE FOLLOWING FUNDING OF ALL MEMBER LIBRARY PROPOSALS, FOR (1) OFFICE BUILDING RENOVATION/DELIVERY SERVICES AREA; AND (2) OFFICE BUILDING RENOVATION/2ND FLOOR. Mr. Swierat seconded the motion. **The motion carried.**

11. PERSONNEL & PLANNING COMMITTEE REPORT

Mr. Swierat, Chair of the Personnel & Planning Committee, reported that the committee met on June 25, and briefly reviewed the committee's activities, as outlined in his report (*Doc. 11.A*), including review of:

P & P Report presented

- the MHLS Personnel Policies Handbook (*Doc. 11.A.1*), and recommended the distribution of the draft copy to the full Board at the July 11, meeting, that sections citing the Board be highlighted, and that the committee perform a final review prior to full Board approval at the September meeting. *Mr. Swierat asked the Board to submit any suggested edits to him by email: rswierat@bestweb.net, prior to the committee's final review of the document on August 23.*
- the proposed process for making revisions to each of the components of the Plan of Service (*Doc. 11.A.2*).

Mr. Swierat moved the committee's recommendation THAT THE MHLS BOARD APPROVES THE PROCESS FOR REVISIONS TO THE MHLS PLAN OF SERVICE SUBMITTED BY THE MHLS DIRECTORS ASSOCIATION AND/OR A MHLS BOARD COMMITTEE, AS PRESENTED. Ms. Goldfarb seconded the motion. **The motion carried.**

12. UNFINISHED BUSINESS

None reported.

13. NEW BUSINESS

None reported.

14. ORIENTATION

A. NYS Public Library Construction Grant Program

Ms. Smith Aldrich, Coordinator for Library Sustainability, gave a presentation on the State Aid for Library Construction Grant Program that provided information on: the amount of funds (\$34 million) statewide for Construction Grant projects; the role of the MHLS Board and staff in facilitating the application process for the System and the member libraries; the application process (including the review and ranking of applications by the Incentives Committee); funding eligibility criteria; and, the activity timeline of the grant process.

NYS Construction Grant program presentation

Ms. Smith Aldrich thanked the Incentives Committee for the work they do to ensure the fair and equitable review of applications and allocation of construction project funds.

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The Board thanked Ms. Smith Aldrich for her informative report and for the work she does to facilitate and expedite the grant program.

15. COMMUNICATION

Board

Mr. Goldberg reported that the Board of the Saugerties Public Library expressed their appreciation for the recent retreat led by Ms. Smith Aldrich.

*Board retreat
praised*

Staff

Mr. Sloan asked the Board to review the MHLS staff reports (*Doc. 15.B.1*), and refer any questions to corresponding staff members.

At 12:00 noon, Ms. Ment moved and Ms. Brill seconded THAT THE MEETING BE ADJOURNED. **The motion carried.**

The next meetings are scheduled for:

Wednesday, August 15, at 10:00 a.m. @ the MHLS Auditorium;

*Wednesday September 12, at 10:00 a.m. @ the Desmond Fish Library,
Garrison, NY.*

Respectfully submitted by:

Michele Ment, Secretary

Approved 2018
By the MHLS Board of Trustees