

**Minutes of the David A. Howe Library  
Board of Trustees  
October 13, 2014**

**Present:** Donald Comstock, Mark Finn, GERALYN Murphy-Gough, Ed Pekarek, Janice Porter,  
Constance Synakowski

**Absent:** William Joy, Roxy Schmidt, Voni Walker

**Call to Order:** President Donald Comstock called the meeting to order at 7:35 AM.

**Discussion and Approval of the Minutes:** Don Comstock called for a motion to approve the September 2, 2014 minutes. Mark Finn moved and Janice Porter seconded. The motion carried. After reading the section of the minutes regarding the Board's concerns with the Balloon Rally Committee fundraiser, Ed Pekarek suggested that putting the food and alcohol in the same space might curtail some of the excessive drinking.

President Comstock welcomed Ed to the Board and noted that because Ed has not yet received official Village Board approval, he would be participating as a non-voting member during today's meeting.

**Director's Report:** Discussion took place on the following items:

- The Board studied the September circulation statistics and noted the increases and decreases from last year in certain categories. The decrease in total checkouts continues to be a concern.
- The Building project has yet to begin. The Library is waiting for the STLS attorney to make final revisions to the contract with Smart Edge. Michelle noted that the Library should **not** have to put the HVAC project out to bid if Smart Edge employs State approved contractors.
- Attorney Marc Woltag joined the the meeting at 8:00 AM. He is in attendance today as a guest speaker addressing the New York State Non-Profit Revitalization Act of 2013 and its possible impact on the Library. The NPRA includes changes to both governance requirements and procedural rules. Those relevant to the Library include:
  1. The Library's financial statements must be reviewed by an independent audit committee ( read Finance Committee) and the committee must meet with our auditor annually to review the audit report.
  2. Board voting can now be done electronically and Board meetings can be held using Skype and/or other teleconferencing technology.
  3. The Board is obligated to review all "related party transactions," consider alternative transactions, approve all transactions by a majority vote, and document the approval and discussion surrounding it.
  4. The Board must adopt a conflict of interest policy that applies to directors, officers, and key employees.
  5. The Board must adopt and distribute a whistle-blower policy.
- The Board discussed where these required changes should best be documented and agreed that items 1-4 belong in the DAH Library By-Laws and item 5 in personnel policy. Marc offered to provide sample language for the conflict of interest and whistle-blower policies.
- Michelle will send out an Administrative Committee meeting notice. The Committee will meet to review and revise the current by-laws and include the changes mandated by the NPRA.
- Janice Porter moved to table the Personnel Policy and Meeting Room changes until the NPRA language is added and Ed Pekarek can review the Meeting Room Policy. Mark Finn seconded

the motion and it passed unanimously.

- The Library received a Manley Trust Grant in the amount of \$10,000 which will be used to purchase a new PC and scanner for the historical microfilm collection.
- Michelle told the Board she is working on the 2015 Library Budget. Discussion about employee wage increases followed. Michelle reported there is an expectation among the staff that there will be a COLA increase. After lengthy discussion about several possible scenarios which might be used to structure wage increases, the Board agreed to an aggregate 3% payroll increase from which Michelle can allocate monies based on employees' performance reviews. Janice Porter made the motion, Mark Finn seconded, and it passed unanimously.
- Michelle reported that she is receiving complaints about people who are not Library patrons parking in the library lot. This results in Library employees having to park in the metered spaces along W. Pearl St. The cost to the employees is burdensome. Discussion about possible solutions ranged from the possibility of purchasing and installing an automated gate that could be activated with a library card, to asking the Village to issue stickers or hang tags to library employees so they will not have to pay the meter fee. Don Comstock volunteered to contact Jamie Herman (Village Board liaison to the Library) to discuss the issue further.

### **Committee Reports:**

**Friends Report:** The Friends will hold its fund-raiser, *Cocktails and Characters*, at the Library on Saturday, October 18<sup>th</sup>. Tickets are available at the desk. Don urged the Board members to support the event.

**Finance Committee:** Don and Geralyn reported that the Finance Committee is waiting to receive definitive proposals from three banks (First Citizens, Steuben Trust, and Community) for financing the HVAC project. All of the banks have agreed to establishing a line of credit. Some want us to purchase a CD in the amount of 2/3 of the loan and/or use the endowment as collateral. The Finance Committee will make a definite proposal to the Board as soon as they receive all of the necessary information.

**New Business:** None

**Adjournment:** At 10:15 AM, Don Comstock made a motion to adjourn, Mark Finn seconded, and the motion passed.