

**Seymour Public Library District
Board of Trustees Meeting
May 23, 2017**

Present: Lisa Carr, Ellen DelloStritto, Nancy Karpinski, Ginny Kent, Larry Liberatore, Pat Messina, Roberta Panek, Joan Smrtic
Excused: Kathleen Carnes, James Hanley

The meeting was called to order at 5:34 PM.

Agenda Item	Discussion	Action Taken/Next Steps
CONSENT AGENDA		
*Minutes 5/2/17 meeting *Finance Committee Report (5/16/17) *Personnel Committee Report (5/2/17)	None	Motion to approve the Consent Agenda as submitted (Kent/Karpinski). Unanimous approval.
TRUSTEE EDUCATION		
<p>*All Trustees received a final copy of the Audit of 2016 Financial Statements prepared by Buffington & Hoatland, LLC.</p> <p>*Update on Library Trustee Workshop (held 5/6 in Binghamton) attended by Director Carr & Secretary. Topics presented: (1) "Rethinking Library Spaces" (through Space Utilization Analysis & Building Condition Study/Report) by L2 Studios, Binghamton. Timely, in light of: lessons learned from our recent History Discovery Center project, the RFQ that went out for a property conditions assessment & a master plan for the library, and our anticipated large glass roof project. (2) "What You Need to Know about Financial Reports" by Duane Shoen, CPA. Presentation was clear and understandable to Trustees and Directors. He spoke about preparing financial statements (including required information) & making sense of the detail. (3) "Legal Update: Conflict of Interest, Board/Staff Relationships and Employment Liability" by Carrie Pollak, Esq. and Whitney Kummerow, Esq. from Hancock Estabrook. They spoke about Board Governance & shared guidance documents including "Right from the Start: Responsibilities of Directors of Not-For-Profit Corporations" by NYS Attorney General Eric T. Schneiderman, issued May 15, 2015. A Board member's fiduciary duties: (a) Care: being familiar with the organization's finances and activities, participating regularly in its governance & acting in good faith; (b) Loyalty: being charged with the duty to act in the interest of the corporation, and requiring that any conflict of interest, real or possible, including related party transactions, be disclosed in advance of joining a board and when they arise and be investigated by an authorized committee. Board will be refining current COI policy & procedure, based on some of their recommendations; & (c) Obedience: ensuring that the organization complies with applicable laws and regulations, its mission and its internal governance documents & policies. They emphasized the importance of compliance with the requirements of the Non-Profit Revitalization Act of 2013. They provided a lengthy listing of Labor & Employment Law Compliance Requirements in various administrative areas including Personnel Files, Employee Handbook, Posting Requirements and various New York State laws.</p> <p>Handouts will be shared with Trustees.</p>		
ACTION ITEMS		
Financial Statements including Fines & Fees Summary) for April 2017	Financial statements for April 2017 have been reviewed by the Finance Committee and were found to be in order. Committee recommends approval as submitted.	Motion to accept the Financial Statements (including the Fines & Fees Summary) for April 2017 as submitted (DelloStritto/Messina). Unanimous approval.
ACTION ITEMS (continued)		

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Approval of Claims for April 2017	Claims for April 2017 have been reviewed per procedure. Finance Committee recommends approval as submitted.	Motion to accept the April 2017 Claims as submitted (DelloStritto/Kent). Unanimous approval.
Approval of a \$10,000 Contribution to Board Designated Capital Reserve	Given SPLD's strong cash position and the emerging list of building projects in coming years, the Finance Committee recommends adding \$10,000 to the Capital Reserve Fund, currently at \$5,000. This action is taken to support the Board's goal to ultimately increase the Capital Reserve Fund to \$25,000, in keeping with the language of SPLD's building lease (re: building repair projects) with the Seymour Library Foundation. These monies will be expended only through Board resolution.	Motion to transfer \$10,000 from Unrestricted Net Assets to Board Designated Restricted Fund, specifically to be added to Capital Reserve Fund (Kent/Liberatore). Unanimous approval.
Update on Filing Tax Form 990 (Action taken since 5/2 meeting)	On 5/4/17, Director emailed PDF of SPLD's Form 990 to all Trustees and Treasurer for their review and vote re: approval. Photocopies of all email responses must be retained and attached to a copy of the 990. 990 Form must be filed by 5/15/17 deadline.	Results of online vote: Trustees approving: Carnes, DelloStritto, Karpinski, Kent, Liberatore, Messina, Panek, Smrtic Trustee non-response: Hanley Treasurer approval: Michael Trapani All responses were received by 5/5/17. 8 Trustees and Treasurer voted for approval of Form 990, 1 Trustee did not respond. Form 990 filed by 5/15/17 deadline.
DISCUSSION		
Seymour Library Foundation Update (Nancy Karpinski)	<ul style="list-style-type: none"> *Audit completed with no issues. *Sponsored the cost of all staff who attended the Chamber of Commerce luncheon on May 18 to recognize Seymour Public Library as "Non-Profit of the Year". Director thanked the Foundation, & all staff who attended were appreciative. *Rethinking & refining its investment management & looking for lower fees. *Interested in the Master Plan the District is seeking, especially to look at scope of work & anticipated cost of the glass roof project. Grants will likely need to be sought to help meet the financial burden of such a large project. *Subcommittee continues to update lease with District re: building. Proposal will be submitted to both Boards (Foundation & Trustees). *Will be establishing a gift policy to present to both Boards. Discussion on donor recognition. 	Foundation work & periodic updates will continue.

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	<p>*Sees the need for a whistleblower and a records retention policy.</p> <p>*Question about fine amnesty & autorenewal – one Foundation member feels fines should be considered a revenue stream; the District sees fines as a barrier to SPLD’s mission.</p>	
DISCUSSION ITEMS (con’t)		
Library Card Policy	<p>Director presented latest revision of proposed policy. Discussion whether it’s actually a procedural document, as written, rather than a policy, since it goes into detail how to provide various types of access and handle specific situations. It was suggested that a policy should be general & more broadly written.</p>	<p>Referred to Policy Committee.</p>
2018 Budget – Tax Levy	<p>The allowable levy growth factor will be available from NYS in Sept. The Board discussed whether to ask for the anticipated approximately \$10,000 increase that would likely be allowed.</p> <p>The budget is being discussed in Finance Comm.</p> <p>A draft budget will be available in August, final Board vote should take place in September, public vote in December.</p> <p>Since tax monies from participating municipalities aren’t received until April, it’s necessary to calculate & carrying forward a reserve from the previous year in order to get through the first quarter of the year. It’s really not a surplus. It was suggested that a narrative be written to explain this feature of the budget.</p>	<p>Director & Finance Committee will continue to work on 2018 budget draft.</p> <p>Director will confirm whether any trustee terms expire at the end of 2017.</p>
Board Resource Committee	<p>This committee currently consists of the Director and 1 Trustee. It needs more members. Most Trustees already serve on 2 or more Board committees.</p>	<p>Director will contact several suggested community members to determine their interest in serving on this committee.</p>
COMMENTS FROM PUBLIC		
	None	

The meeting was adjourned at 6:53 PM (Smrtic/Karpinski).

Next Regular Board of Trustees Meeting: Tuesday, June 27, 2017 at 5:30 PM.