



**SOUTHEASTERN**  
NY LIBRARY RESOURCES COUNCIL

**Southeastern New York Library Resources Council  
Minutes of the Board of Trustees Meeting  
January 19, 2017**

<b>Board Members Present</b>	Mary Ellen Leimer, Kari Mack, Cathy Carl, Merribeth Advocate, Rebecca Gerald, Stephan J. Macaluso, Ellen Rubin, Duane A. Watson, Barbara Petruzzelli, Charles Thomas
<b>Board Members Excused</b>	Laura Streett, Amy Schuler, Robert Hubsher, Floyd Lattin
<b>Representing SENYLRC</b>	Tessa Killian, Danielle Poidomani, Carolyn Bennett Glauda
<b>Call To Order</b>	<b><i>M.E. Leimer called the meeting to order at 9:41am</i></b>
<b>Approval Of Minutes/Motion To Approve</b>	The minutes of the December 15, 2016 meeting were presented to the Board of Trustees. <b><i>R. Gerald made a motion to accept the minutes as presented. Seconded by E. Rubin. Motion carried.</i></b>

<b>New/Old Business</b>	
<b>2016/2017 Fiscal Report</b>	T. Killian led a discussion on the fiscal reports, noting the following: <ul style="list-style-type: none"> <li>• Member hospital invoices have been distributed;</li> <li>• Empire State Bank (home of the council’s Primary checking, Money Market, Pay Pal checking, and Flex spending debit accounts) has been acquired by Salisbury Bank and Trust Company and will transition to that institution; bank staff shall remain, including the council’s account manager. Likewise, our Pledge Report is guaranteed. M.E. Leimer suggested that the council request something in writing to assure that guarantee.</li> </ul>
<b>Motion</b>	<b><i>S. Macaluso made a motion to accept and file the fiscal reports as presented. Seconded by B. Petruzzelli. Motion carried.</i></b>
<b>Planning Committee: recommendations for the Bylaws Committee</b>	M. Advocate led discussion of the Planning Committee’s recent meeting (held 1/4/17) and that committee’s recommendations to the Board of Trustees, as follows: <ul style="list-style-type: none"> <li>• The committee determined that the purpose of the upcoming Board Retreat (3/16/17) is “enhanced board</li> </ul>

effectiveness”; to this end, the retreat’s team building exercise will focus on communication and creative problem solving. Stu Wilson, of Library Strategies, will facilitate the retreat and subsequent afternoon planning meeting.

- The committee has prepared several recommendations for changes to the bylaws, affecting the following (see **DOC 0119 ACT 3** for extended details/rationale statements):
  - **Membership structure and fees:** recommend change to the language that the dues levels are “ratified by a majority of the members” to be replaced with “The dues of each membership category shall be determined by the Board of Trustees.”
  - **Article II Mission:** Remove the Mission statement from the bylaws. Replace with “The organization operates under a mission statement as approved by the Board of Trustees.” Remove the vision statement. Add a Purpose: “The Purpose of this organization shall be to ‘improve reference and research library services within the area, and to promote interlibrary cooperation on the use of such resources. (Charter §2).”
  - **Article III Membership:** Remove sentence restricting HRVH members from being eligible to vote and to be elected to the Board of Trustees. Add an Individual Membership category. Adjust current “Section 3.5 Dues” to result in the following: “The dues of each membership category shall be determined by the Board of Trustees”; “Members are responsible for paying dues”; “Non-payment for nine (9) months may result in the loss of membership upon review by the Board of Trustees”; “Reinstatement: Membership may be reinstated at the discretion of the Board of Trustees.”
  - **Article VII Committees:** Remove sentence that restricts committee-membership solely to governing members and HRVH members.
  - **Article XIII Bylaws Revisions:** Change allotted time for membership consideration of proposed bylaws changes to 4 weeks, down from 8, in the context of modern, digital efficiency.
  - **Appendix A:** Remove section on “Eligible Services,” as it does not sync with the purpose of this Appendix, which is to outline governing membership requirements and service criteria.

<p style="text-align: center;"><i>Motion</i></p>	<p><b><i>C. Thomas made a motion to approve sending the Planning Committee recommendations to the Bylaws Committee for review. Seconded by E. Rubin. Motion carried.</i></b></p>
<p style="text-align: center;"><b>Finance and Personnel Committee: New Fiscal Policies and New Whistle Blowing Policy</b></p>	<p>T. Killian led discussion of the recent (held 1/6/17) Finance and Personnel Committee meeting and that committee’s recommendations to the Board of Trustees, as follows:</p> <ul style="list-style-type: none"> <li>• Proposed changes to the following Fiscal Policies (see <b>DOC 0119 ACT 4</b> for extended policy draft text) <ul style="list-style-type: none"> <li>➤ <b>Check Signing Policy</b></li> <li>➤ <b>Cash Disbursements Policy</b> – M.E. Leimer suggested an adjustment to the third paragraph of the presented draft, to include “in accordance with the Check Signing Policy”, as that paragraph details action related to said policy.</li> <li>➤ <b>Cash Receipts Policy</b></li> <li>➤ <b>Budget Adjustments Policy</b></li> </ul> </li> <li>• A <b>Fiscal Procedures Manual</b> will be drafted, by T. Killian and D. Poidomani, which will follow the new policies. The committee will draft a new procurement policy.</li> <li>• <b>Whistle blowing policy:</b> The policy asserts that trustees, employees and volunteers who report concerns can do so without the fear of intimidation, harassment, discrimination or retaliation.</li> <li>• <b>Independent Contractor:</b> recommend revising the current policy to include language to accommodate work done for accounting and bookkeeping by an independent contractor.</li> <li>• <b>Employee Policy Handbook:</b> T. Killian will continue to draft new policies (e.g. social networking) and edit existing policies that need revision. A. Schuler, Chair of this committee, and M. E. Leimer, Board President, will review a draft of the Employee Policy Handbook before it is presented to the entire Board for discussion.</li> </ul>
<p style="text-align: center;"><i>Motion</i></p>	<p><b><i>C. Carl made a motion to adopt the so-mentioned policies, with the suggested edit. Seconded by C. Thomas. Motion carried.</i></b></p>
<p style="text-align: center;"><b>Trustee and Officer Nominating Committee</b></p>	<p>T. Killian led discussion on the Trustee and Officer Nominating Committee’s progress in filling the vacancy for a hospital librarian opened by M.A. Van Benschoten’s retirement:</p> <ul style="list-style-type: none"> <li>• The vacant term’s duration is from FY 16/17- FY 20/21;</li> <li>• Trustees have the authority to appoint a replacement through the end of the current fiscal year, to then be voted upon by the membership in the spring in consideration for the rest of the term;</li> <li>• A candidate for the appointment has been proposed: Frank Appell of Good Samaritan Hospital.</li> </ul>

<b>Motion</b>	<i>E. Rubin made a motion to appoint Frank Appell to the Board of Trustees for the duration of the fiscal year, representing Hospital Libraries. Seconded by K. Mack. Motion carried.</i>
<b>2015/16 Final Audit Documents</b>	The 2015/2016 final audit documents—the <b>Board Report</b> and <b>Financial Report</b> —were distributed to trustees in hard copy; no changes were noted from the draft copies previously distributed and approved.
	<b>Informational Items</b>
<b>Director and Staff Reports</b>	<p>T. Killian presented the Director and staff reports, noting the ongoing work of A. Graves (who was unable to attend today’s meeting) on matters related to the Hospital Library Services Program (member requirements/compliance).</p> <p>C.B. Glauda, Member Services Librarian for Education and Outreach, briefed Trustees on details regarding the Annual Meeting (to be a celebration of our membership’s achievements, hosted by SUNY New Paltz on June 2<sup>nd</sup>, 2017) and SENY-Con II (a repeat of last year’s well-attended networking/presentation event, to be held in Southeastern’s conference space on April 21<sup>st</sup>, 2017). C.B. Glauda also briefed trustees on recent and upcoming continuing education opportunities.</p>
<b>Strategic Planning Update</b>	T. Killian noted the addition of annotations to the strategic plan dashboard document, to indicate the year/quarter in which specific goals and outcomes will be addressed, and led trustees through brief updates in the context of current council activities (council branding, SEAL 2.0 outreach, etc.).
<b>President’s Report</b>	M.E. Leimer had nothing specific to report to the Board of Trustees at this time.
<b>Reports From Board Members</b>	<ul style="list-style-type: none"> <li>• M. Advocate voiced appreciation for the Empire Library Delivery pilot project and noted that MHLS has been asked by ELD to submit pilot-period statistics: 206 items have been sent out by MHLS and 86 items have been received.</li> <li>• R. Gerald informed trustees that the regional school library systems of Dutchess, Ulster, and Sullivan are organizing New York City library tours, in April, for school librarians to tour the New York Public Library and the Morgan Library. As well, R. Gerald met with the local affiliate for New York State School Librarians (SLMSSSENY) and discussed advocacy; specifically, a customized and targeted advocacy letter to be drafted and distributed to a variety of institutions, students’ parents, cultural centers, and community leaders throughout the region.</li> </ul>

<b>Adjournment</b>	<b><i>K. Mack made a motion to adjourn at 11:30am. Seconded by C. Thomas. Motion carried.</i></b>
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**Signature Redacted**

*Cathy Carl*  
**Assistant Secretary-Treasurer**