



**Southeastern New York Library Resources Council
Minutes of the Board of Trustees Meeting
November 20, 2014**

Board Members Present	Merribeth Advocate, Cathy Carl, Mary Flad, Stephan Macaluso, Robert Hubsher, Rebecca Gerald, Barbara Petruzzelli, Jeannie Stiller, Amy Schuler, Duane Watson
Excused	Mary Jo Russell, Mary Ellen Leimer
Representing SENYLRC	Tessa Killian, Ben Shor
Guests	Davide DiGenova, Donna Crowley, and Tonia Crown from Vanacore, DeBenedictus, DiGiovanni and Weddell (auditors).
Call To Order	B. Petruzzelli called the meeting to order at 9:34 AM.
Approval Of Minutes/Motion To Approve	The minutes of the October 16, 2014 meeting were presented. <i>S. Macaluso moved to accept the October 16, 2014 minutes. Seconded by M. Flad. Motion carried.</i>

New/Old Business	
Draft Audit Report/ 990 Tax Filings	Representatives from the auditing firm Vanacore, DeBenedictus, DiGiovanni and Weddell reported on the audit they performed for SENYLRC for F/Y 2013-2014. Discussion took place on a variety of topics included in the report and the filing of tax form 990. Tonia Crown led the Trustees through the financial statements, answering Trustee questions on various points. Donna Crowley then gave the management report, leading discussion on items including the auditor's recommendation to revise internal invoice tracking and QuickBooks file management. Davide DiGenova gave a layperson's overview of the 990 tax forms, leading discussion with the Trustees on various points.
Motion	<i>R. Hubsher made a motion to approve Draft Audit Report. Seconded by S. Macaluso. Motion carried.</i>
Motion	<i>B. Petruzzelli moved to recognize B. Shor and T. Killian for their exemplary efforts in executing the annual audit. Seconded by R. Hubsher. Motion carried.</i>

2014/15 Fiscal Report	B. Shor presented Revenue and Expenses Previous Year Comparison (July through October 2014) report; no major changes were noted from October's report. R. Hubsher led discussion on strategies to advocate library system support at the state level, including efforts to link library budget considerations with education funding increases. The Trustees noted and discussed NYLA's Library Advocacy Day, February 25, 2015.
Motion	<i>R. Hubsher made a motion to receive and file the fiscal report. Seconded by J. Stiller. Motion carried.</i>
Trustee Vacancy Replacement	M. Flad led discussion of trustee Sarah Canino's resignation from the Board of Trustees, effective November 4, 2014. M. Flad recommended Laura Streett to fill the vacancy for the remainder of the fiscal year, per Section 4.7 of SENYLRC Bylaws. Trustees also discussed committee vacancies resulting from Sarah Canino's resignation: S. Macaluso agreed to act as informal advisor to the nominating committee, and J. Stiller agreed to serve as Board liaison to the Regional Interlibrary Loan Committee.
Motion	<i>R. Hubsher made a motion to appoint Laura Streett to fill Trustee vacancy until the end of the fiscal year. Seconded by R. Gerald. Motion carried.</i>
Officer Replacement	M. Flad recommended J. Stiller to serve as Assistant Secretary-Treasurer for the remainder of the fiscal year.
Motion	<i>D. Watson moved to appoint J. Stiller Assistant Secretary-Treasurer for the remainder of the fiscal year. Seconded by R. Gerald. Motion carried.</i>
Bylaws	B. Petruzzelli led discussion on the possibility of amending Bylaws on three points: 1) to reevaluate term of office limits when filling unexpired terms (to be addressed by Bylaws Committee); 2) to include "leave of absence" language for Trustees (Trustees concluded that current system of resignation/election is sufficient for Board procedure); and 3) to redefine a "quorum" as a percentage of Board members, rather than a finite figure (Trustees decided to keep in place the definition of a quorum as 8 Trustees).
Motion	<i>B. Petruzzelli moved to enter Executive Session at 11:00 AM. Seconded by K. Mack. Motion carried. R. Hubsher moved to exit Executive Session at 11:26 AM. Seconded by A. Schuler. Motion carried.</i>
Motion	<i>R. Hubsher moved to accept New Job Descriptions and Salary Revisions as drafted. Seconded by M. Advocate. Motion carried.</i>
Annual Meeting	B. Petruzzelli led discussion on SENYLRC's June 5, 2015 annual meeting, to be held at Mount St. Mary College. Trustees discussed and found favorable B. Petruzzelli's suggested program, centered on The Saint John's Bible Project.

Planning Committee and Executive Committee Follow-Up	B. Petruzzelli and T. Killian led discussion on their November 17, 2014 meeting with the Capital District Library Council Director Kathleen Gundrum and Upper Hudson Library System Director Tim Burke to deliberate possible consolidation/shared services between SENYLRC and CDLC. Topics covered in the meeting included: the infeasibility of establishing a “super ED” at this time; CDLC and Upper Hudson’s extant finance and IT staff-sharing, resultant of their shared office facilities; possible joint administrative oversight and shared services between SENYLRC and CDLC in the future; and the need for an in-depth feasibility study (Phase II of the Dyson Nonprofit Strategic Restructuring Initiative Grant) to proceed effectively. Trustees discussed and agreed to the need to hire an Executive Director prior to further progress on this point, while recognizing certain shared activities between the Councils that may commence immediately, such as Continuing Education programs.
Motion	<i>R. Hubsher moved to resume Executive Director search, previously frozen pending CDLC consolidation meeting. Seconded by D. Watson. Motion carried.</i>
Executive Director Search	Trustees reviewed draft job description and qualifications for the Executive Direction position. Discussion included dissemination of position listing in relevant online venues, the need to formulate a timeline for interviews, the interview process, budgeting, and projected start date. The Search Committee will report their proposed plan for the interview process at the January 15, 2015 Board of Trustees Meeting.
Director and Staff Reports	Trustees provided Director and Staff reports of recent SENYLRC activities and individual initiatives.
President’s Report	B. Petruzzelli reported current staff vacancies at the Mount St. Mary College Library.
Reports From Board Members	R. Hubsher reported on his trip to India; M. Flad discussed Library Advocacy Day and the newly-elected NYS officials in need of engagement.
Adjournment	<i>R. Gerald moved to adjourn at 12:18 PM. Seconded by J. Stiller. Motion carried.</i>

Signature Redacted