



**Southeastern New York Library Resources Council
Minutes of the Board of Trustees Meeting
Conducted via Zoom and in person at Southeastern on July 21, 2022**

Board Members Present	Mary Jo Russell, Grace Riario, Ellen Rubin, Becky Albitz, Gina Trask, Laura Streett, Carla Lesh, Kristy Lee, Maura Albertson, Mary Ellen Leimer, Floyd Lattin, Laurie Shedrick, Beth Zambito
Board Members Excused	Kirsten Carter
Representing Southeastern	Executive Director Tessa Killian
Call to Order	<i>President G. Trask called the meeting to order at 9:32am.</i>
Welcome and Meeting Format	<p>G. Trask welcomed trustees to the Board’s first hybrid meeting. Trustees were briefed on the technology being utilized and the procedures for participation both remotely and in person.</p> <p>G. Trask also explained the process for agenda item discussion, per Robert’s Rules of Order: items will be introduced in brief, with a motion to follow. Provided that the motion receives a second, discussion may proceed, as well as any appropriate action or subsequent motions.</p>
Approval of the Agenda	<p>G. Trask introduced a recurring agenda item: a request to approve the day’s agenda. This will provide an opportunity for amendments as appropriate.</p> <p>G. Trask proposed an amendment to today’s agenda, to add an action item regarding the council’s car lease.</p> <p><i>F. Lattin made a motion to amend the agenda to include an action item regarding the council’s car lease. Seconded by M.E. Leimer. Motion carried.</i></p>
Approval of Minutes from June 3, 2022 Board of Trustees meeting	<p>The minutes of the June 3, 2022 meeting were presented to the Board of Trustees. A typo was noted for correction.</p> <p>The minutes were entered into the record as corrected.</p>

New Business	
Draft Community Guidelines for Trustees	
<p>G. Trask introduced the draft community guidelines, an expansion on meeting guidelines previously developed by the Board.</p> <p><i>E. Rubin made a motion to discuss and accept the draft community guidelines for trustees. Seconded by L. Shedrick.</i></p>	

G. Trask and T. Killian explained that this draft effort came from the desire to review meeting guidelines for new members of the Board. Expanding the scope from “meeting” guidelines to “community” guidelines aims to provide a more comprehensive document to help trustees in their work of supporting the council’s mission, similar to a Statement of Ethics or Statement of Responsibility as seen in other organizations. This document does not replace any policies or bylaws related to conduct; rather, it serves as an internal guide for this group.

Trustees inquired where their legal obligations to the council are outlined; that information is in the bylaws. Given that, trustees inquired as the purpose of this draft document. It was explained that these community guidelines will be useful in the orientation of new trustees and as helpful reminders for trustee responsibilities, as well as to head off any issues with a given trustee not working in line with the council’s mission.

Trustees noted that this draft is akin to a job description, in that it outlines trustee duties and expectations, a potentially useful tool. It was noted that such a document would have been helpful in some other anecdotal situations, with other boards who faced problems with trustee behavior but who lacked such a tool to reference.

The draft document’s title was discussed. Concern was expressed about the enforcement potential of something referred to as simply as “guidelines,” versus something with stronger wording. Possible changes include “Trustee Job Description,” “Community Expectations,” “Trustee Standards,” or similar.

It was suggested that language regarding required attendance and other trustee responsibilities as noted in the bylaws be added to this draft.

Trustees also discussed the best practice for annual or periodic review of these responsibilities with trustees, similar to annual employee evaluations.

It was determined that action on this draft document will be tabled until the September meeting, to allow for discussion and edits per today’s discussion.

Fiscal Report for May and June 2022

B. Albitz made a motion to accept and file the fiscal report for May and June 2022. Seconded by M.E. Leimer.

T. Killian led a discussion of the fiscal report, noting the following:

- This is the final report from the prior fiscal year (21/22)
- The council is in good fiscal shape/under budget as of the year end, in part because health insurance costs, travel expenses, and professional development expenses are all down
- The Executive Director and Finance Manager are looking into investments with higher yield, for the council’s unallocated fund reserve
- The Finance and Personnel Committee is looking into the potential benefits of paying off the council’s mortgage, versus continuing payments until the mortgage matures in January 2025

G. Trask called the question to accept and file the fiscal report for May and June 2022. By unanimous vote the motion carried.

Resolution for membership termination for the Mechon L'Hoyroa Community Library

T. Killian introduced the resolution for membership termination.

M.E. Leimer made a motion to approve the resolution to terminate the membership of Mechon L'Hoyroa Community Library. Seconded by G. Riario.

T. Killian explained that the Mechon L'Hoyroa Community Library joined Southeastern as a governing member in 2000. However, the organization has not paid its membership dues and no longer receives discernible benefits from Southeastern membership. After due diligence notices to the organization that it was in arrears and that the Board would discuss its membership status at the July meeting, it was determined that the Board should vote today on the termination of their membership. Per today's decision, a certified letter will be sent to the Mechon L'Hoyroa Community Library, informing them that their membership to Southeastern has ended as of June 30, 2022.

G. Trask called the question to terminate the membership of Mechon L'Hoyroa Community Library. By unanimous vote the motion carried.

Policy edits to review and approve

G. Trask introduced discussion of suggested edits, inclusions, and removals of council policies. These edits are suggested by the council attorney and/or the trustee discussion of policies at the March 2022 Board meeting.

B. Albitz made a motion to review the policy edit documents for approval. Seconded by F. Lattin.

M.E. Leimer and T. Killian briefed trustees on the suggested edits, noting the following:

- Regarding a request for clarification on the proper process for staff or trustees to file complaints with the Executive Director, it was determined that complaints can be filed with any member of the Finance and Personnel Committee
- The council attorney provided a lengthy memo regarding edits to policies. Notable recommendations include:
 - using the New York State government records schedule as a records retention guideline;
 - the requirement that the state Attorney General needs to give approval for the disposal of certain assets;
 - adjustments to carry-over limits for staff vacation time, elimination of the personal leave paid time off category in favor of more flexible and streamlined vacation time, and an adjustment to paid holidays to remove Christmas Eve and instead provide staff a floating holiday to apply as they deem appropriate;
 - the addition of the New York State Labor Law Section 740 Notice & Posting policy, to protect staff from retaliation if reporting unsafe working conditions.

G. Trask called the question to approve policy revisions as proposed. By unanimous vote the motion carried.

G. Trask called the question to remove the personal leave policy. By unanimous vote the motion carried.

G. Trask called the question to add New York State Labor Law Section 740 Notice & Posting policy. By unanimous vote the motion carried.

Resolution to add a bank signer

G. Trask introduced the resolution to add a bank signer, per the change in Board makeup.

E. Rubin made a motion to approve the resolution to add trustees to Southeastern's accounts at Salisbury Bank to sign checks for Southeastern. Seconded by M.J. Russell.

E. Rubin and T. Killian noted that this is a standard resolution to approve check signers, updated regularly with any relevant changes to the Board.

G. Trask called the question to approve the resolution to add trustees to Southeastern's accounts at Salisbury Bank to sign checks. By unanimous vote the motion carried.

Council Car Lease

L. Shedrick made a motion to discuss and approve a 36-month car lease for business use at Southeastern. Seconded by E. Rubin.

T. Killian briefed trustees on the council car, noting the following:

- The council's current 3-year lease of a 2019 Kia Forte ends this month
- The Executive Director and Office Manager visited the Kia dealership and negotiated a new lease for a 2023 Kia Forte, utilizing trade in credit for the current leased car.
- Trustees were provided a breakdown of the costs for this lease.

G. Trask called the question to approve a 36-month car lease. By unanimous vote the motion carried.

Informational Items

Board of Trustee Lists and Committees:
Contact Information, Terms of Office, Board Committees

G. Trask thanked trustees for taking the previously provided survey to express their interest in serving as a member and/or board liaison to committees. The Board President and Executive Director will finalize the list per trustee feedback and will announce the committee lists this week.

Trustees were asked to confirm their currently listed contact information and to report any changes to Southeastern's Office Manager.

Review Annual Meeting Evaluations

Trustees discussed attendee feedback from Southeastern's recent Annual Meeting. The feedback was positive overall. Consideration was given to the difficulty of attracting attendees to virtual meetings, though hybrid options remain in demand.

Engagement Letters for the 2021/2022 Audit

G. Trask noted that it is time to sign the engagement letter with the council's auditors for the 21/22 audit.

T. Killian informed trustees that the auditors will be at Southeastern on August 23rd to perform their field work. The auditors will meet with the Board to report their work and findings, likely in October.

Director's Report

T. Killian led discussion of the Director and staff reports, noting the following:

- Finance Manager Liz Gurdin switched to full-time on July 1. A report for L. Gurdin will now be added to the Management and Operations report shared with trustees prior to each Board meeting.
- The Hudson River Valley Heritage (HRVH) website relaunch is nearly complete. The new website serves as a portal to Southeastern's digital collections hosted elsewhere, allowing all member contributions to be found in one place.
- The ARPA-funded HV Connected website is likewise near launch, a public website to help library patrons find Digital Navigators locally.
- The second cohort of Digital Navigators has started their training.

President's Report

Board President G. Trask notes that starting with the September meeting, a new agenda item will be included, for reports from committee liaisons. To date, such reports have been included as an addendum to the Director's report; this distinct agenda item will allow for greater visibility into the work of committees.

Status report on the Executive Director's Evaluation

M.E. Leimer thanked trustees and staff for participating in the Executive Director evaluation, with specific thanks to Systems Manager Zach Spalding, without whose assistance M.E. Leimer would not have been able to do this work. Z. Spalding's patience and technical expertise were instrumental in assisting M.E. Leimer with the digital documents involved.

The draft evaluation document will be discussed at the August Finance and Personnel Committee meeting. Once finalized, M.E. Leimer and G. Trask will meet with the Executive Director to review the document, which will then be shared to the Board at the September meeting.

Good of the Order

K. Lee shared that SUNY New Paltz has a new President, Dr. Darrell P. Wheeler. Dr. Wheeler will give his first address to the college on August 26th. Meanwhile, Sojourner Truth Library is currently searching for new Dean. The hopeful timeline is to have a new Dean in place starting January 2023.

F. Lattin reports that SUNY Ulster has a new President, Alison Buckley, set to start in August.

Adjournment

G. Trask made a motion to adjourn the Board of Trustees meeting at 10:52am. Seconded by K. Lee. Motion carried.

Respectfully Submitted,

Beth Zambito, Secretary