

THE SHERMAN LIBRARY

BOARD MEETING JULY 13, 2020

PRESENT: Ashleigh Blake (Executive Director), **Board of Trustees:** Elly Bockley (joined the meeting at 5:45), Karen Cardillo (President), Henry Cooperman, Ro D'Ostilio (left meeting 7:32), Mariya Hurwitz (Treasurer), Irit Granger, Barbara Ireland, Laura Jagodzinski, Lauren Kenney (Vice President), Jennifer Laviano, Dee Ratterree

ABSENT: none

MEETING CALLED TO ORDER AT 5:34 PM. The meeting was held via video/conference call due to the Library building closure related to the COVID-19 virus CT Stay Home, Stay Safe, Executive Order

REVIEW OF THIS MEETING MINUTES: Dee Ratterree and Lauren Kenney

APPROVAL OF PRIOR BOARD MEETING MINUTES: Laura Jagodzinski motioned to approve the May and June meeting minutes, Dee Ratterree seconded the motion, and all Trustees, with the exception of Elly Bockley who joined the Board meeting a few minutes late, approved

EXECUTIVE SESSION: Karen Cardillo motioned to hold an executive session to discuss personnel matters, Dee Ratterree seconded the motion and all Trustees, with the exception of Elly Bockley who joined the Board meeting a few minutes late, approved. All Trustees attended the session. Karen Cardillo motioned to move out of executive session, Irit Granger seconded the motion and all Trustees were in favor.

EXECUTIVE SESSION VOTING: Dee Ratterree motioned to approve items as discussed in executive session, Barb Ireland seconded the motion and all Trustees approved.

DIRECTOR'S REPORT: Ashleigh Blake reviewed the Director's report that was sent in advance of the meeting. Ashleigh noted door-side pickup (4 hours 3 days a week) began on June 2nd. Remote programs continue to be offered and attended. There was a strong response to the emergency appeal. The annual membership appeal was scheduled for the week of July 7th. The library grounds clean-up was done on June 29th. Looking at year over year stats, circulation was strong and ahead of last year prior to the pandemic, adult programs and attendance exceeded last year by approximately 50% and 45% respectively and would have been greater if not for the pandemic.

TREASURER'S REPORT: Mariya Hurwitz sent the Treasurer's report for May in advance of the meeting. She stated the financials look strong and will be setting up a meeting of the audit committee.

INVESTMENT COMMITTEE: Henry Cooperman reported that the Vanguard account as of June 30th was \$889K, slightly up from May, and up 14% in the last quarter. Henry Cooperman motioned for Karen Cardillo to join the committee, Dee Ratterree seconded the motion and all Trustees were in favor.

FACILITIES COMMITTEE REPORT: Ashleigh reviewed a revised Facilities charter. Laura Jagodzinski motioned to modify the committee charter to be an advisory committee to the Executive Director, Mariya Hurwitz seconded the motion and all approved.

NOMINATING COMMITTEE REPORT: Henry Cooperman nothing to report.

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MEMBERSHIP COMMITTEE REPORT: Ashleigh Blake reported that the committee met on July 8th and clarified member voting rights, which is consistent with prior library voting practice. The following language on categories of members for voting purposes will be added to the end of member voting rights section of the by-laws: For the purposes of voting, there shall be three categories of members, individual, family and corporate. Individual members are defined by a monetary contribution in any amount given by a single donor. Individual members are entitled to one vote. Family members are defined by a monetary contribution in any amount given by a couple or multiple people. Family members are entitled to one vote, to be carried out by any representative of the family. Corporate members are defined by a monetary contribution in any amount given by an organization or business. Corporate members are entitled to one vote, to be carried out by any representative of the organization. The committee is starting to look at alternatives to an onsite holiday party.

WEBSITE COMMITTEE REPORT: Ashleigh Blake reported the website development is progressing, however with pandemic planning, other priorities and complexity of the existing website the new website is targeted to be available in the beginning of August.

UNFINISHED BUSINESS

BY-LAWS, FOIA UPDATE: Laura Jagodzinski led a discussion regarding the revised by-laws, timeline to bring the changes to the membership and sample proxy; which were all sent prior to the meeting.

Laura reviewed the July changes to the proposed bylaws. The Board discussed and agreed to the following additional Bylaws changes:

- Article II Members: Section 1 Members. Added “monetary” to definition of member. Now reads: Any person who has made a monetary contribution to the Corporation within the last twelve months shall be deemed a member.
- Article III Meetings Section 7 Voting rights and requirements. Added at the end of the existing paragraph the language on categories of members as recorded above in the membership committee report.
- Laura Jagodzinski motioned to approve the proposed bylaws, Ro D’Ostilio seconded the motion and all Trustees approved.

Laura led a discussion on the timeline and the sample proxy, and Mariya has drafted a proxy process. Laura Jagodzinski motioned to set September 11 as the record date for the October annual member meeting, Henry Cooperman seconded the motion and all Trustees approved. The Board agreed to the documents with the following updates:

- Dates: August 5th 7PM for the first virtual information session, August 12th 5:30 for a Special Board meeting to vote on any by-law changes resulting from the 1st information session, August 25th 7PM for the second information session
- Proxy: incorporate membership levels for voting purposes, record a log proxy number and process for handling signed proxies emailed to the sl@biblio.org.

Karen Cardillo provided an update on proposed changes to the Certificate of Incorporation and will follow up with legal counsel on what is required. Karen also mentioned Ashleigh drafted an initial communication to published in the paper July 23rd.

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TECHNOLOGY: Ashleigh Blake reported that she is looking to Kanopy, a digital movie borrowing site to expand library digital resources.

CORONAVIRUS UPDATE: Ashleigh Blake reported that library building opened on Tuesday July 6th for patrons (Tuesday - Sunday 12-4), she has certified with the State, and the interlibrary loan is open again. Patrons have expressed appreciation for the in-library hours.

NEW BUSINESS

DVD FINES: Ashleigh Blake led a discussion regarding late fines for DVD. Elly Bockley motioned to stop charging DVD late fines, Dee Ratterree seconded and all Trustees, with exception of Ro D'Ostilio who left the meeting before the vote, approved.

MEETING ADJOURNED: 8:18 PM. Karen Cardillo motioned to adjourn the meeting, Henry Cooperman seconded and all Trustees, with the exception of Ro D'Ostilio who left the meeting before the end, approved.

NEXT MEETING:

DAY	DATE	START TIME	DESCRIPTION
Wednesday	August 5	7:00 PM	1 st Virtual Bylaws information session
Wednesday	August 12	5:30 PM	Special Board Meeting to address Bylaw changes from 8/5
Tuesday	August 25	7:00 PM	2 nd Virtual Bylaws information session
Monday	September 14	5:30 PM	Regular Board Meeting

Respectfully submitted,

Laura Jagodzinski
Board of Trustees, Secretary