

MINUTES

Lyons Regional Library District Board of Trustees

October 18, 2016, 6:30PM

Main St Library

Called to order at: 6:34pm

Present: Trustees Kathleen Crane, Drew Biel, Sarah Catchpole, Lisa Sobieniak, Lori Adams-Weaver, Sandy Banta; Director Katharine Weadley, Wember OR Lead PM Quentin Rockwell (Paul Wember sitting in via phone), Christina Wells from the Friends, Paul; Town of Lyons Liaison Dan Greenberg arrives 6:44pm, Christina Wells arrives 6:52pm; Joe Meckle of the Building Committee arrives 6:56
(please note that Agenda items were addressed out-of-order to accommodate the needs of some people who had to leave early)

1. Public input: none
2. Previous meeting minutes (regular & special): Sarah proposes an update of the 09.20.16 minutes to reflect the correct Library personnel operating costs \$80 p/open hour, which actually does fall within comparable averages and is not extremely high as previously thought; Sandy moves we approved both special and regular minutes with update as noted by Sarah. Lori seconds, approved (7-0) ACTION: Darcie to update previous Minutes
3. Correspondence: A letter from Marsha Yellick from Common Sense Colorado expressing gratitude and appreciation for the Library and our Director's work on financial literacy for the community.
4. Library Director's Report
 - a. Website done and just waiting to go live (state library needs to implement); Kathleen asks for a heads-up on when it goes live so that pages can be updated. Who does that updating? Answer = BJ/staff. Agreement that this question of who-does-what should get moved to a larger discussion as to amount of work Board generates and whether or not we need some staff services; Report on meetings the Director has been to; patron visits up; activities and programs also up.
 - b. Drew & Sandy express desire for more data on circulation and percentage of collection out at any given time. This info is in the process of being collected. September data is already available. Christina says 10-15% is typical for amount out in circulation.
 - c. Sandy compliments the staff and general smooth management of the Library during time that Katherine had to be away.
5. Friends of the Lyons Regional Library Report by Christina Wells
 - a. Membership drive underway
 - b. Shifting annual meeting to March; \$425 already collected; clarification that drive is for 2017 going forward; new newsletter looks great; many activities planned, including having tables at the Spooktacular in Sandstone Park, (Lisa and other volunteers will facepaint), plus author talks in Nov & Dec; the correct revised name is now showing up on Amazon Smile. ACTION: Trustees please check your membership status going forward
 - c. UPDATE/ACTION: the LRLD needs to update our website to reflect new name--Katherine will do this.
6. Town Liaison Report-Dan Greenberg

- a. Annual Report was well-received by the ToL Board, especially the part about us doing our due diligence regarding other potential properties. Hit right notes on high level programming, worth to community, level of detail. ToL would like to see the Budget in the Report. Katherine reaffirms that we are open to tough questions.
 - b. Kathleen notes that in 2017 we will need direction from the ToL-Board about the co-space. Dan says ToL will need advance packets. "These are the things we will need to talk about." Kathleen and Dan agree it can start with staff discussions as long as the Board knows what the staff is working on. Drew notes need to keep momentum. Dan stresses long lead times which help the ToL-Board make better decisions. ToL needs to approve staff to work with us on concepts.
 - c. Sandy requests update on Legal Description of parcel. It was not ready for the Oct 10 PDC (Planning & Development) meeting, but now we need to move forward on that since it is essential for our loan. This is high priority. ACTION: Dan proposes emailing Town Manager Victoria, Sandy, and Kathleen to help re-establish the workflow with a meeting. Board may decide to ask Wember to participate.
 - d. Katherine reports to Dan about her efforts to get ToL to take over the Holiday Bazaar, since the Library probably will not be able to do it in 2017 (we are doing it in 2016). Lori asks how much income we stand to lose if we give up the Bazaar. Katherine says last year it was \$4k income. Lisa asks if Friends wants it. Christina says no one is willing to lead it. Lisa says she may be interested in taking it on as a volunteer.
 - e. Sandy gives overview of what title work is for Joe, who says he is happy to look at maps.
7. Report to Town of Lyons/Counties - covered in ToL Liaison Report above
 8. Foundation Report: see Finance Report below
 9. Immediate Action Items -
 - a. Wember rep Quentin introduces self as Lead PM (project manager) and main point of contact. He will present updates at monthly Board meetings.
 - b. Quentin volunteers Paul and Wember staff-member Matt for some space-planning.
 - c. Kathleen reviews next steps: financing, finalize land description; RFP (request for proposal) for an architect. Quentin gives a high-level recap of methodologies. Wember has design RFP templates we can use. The Board will first need a scope discussion to inform the RFP properly. Wember will help with that. Concurrent with this is development of the Master Schedule. Quentin stressed that the land description piece needs a GeoTech report (soils, underground issues that will affect foundations, excavations, etc.) to go into the RFP. We need to know this soon so that we can understand what part of the budget will go to that.
 - d. Review new building Models. Paul: what are you looking for culturally? For example, Ned wanted local contractors and integrated art. The Board points Wember to the Conditions of Satisfaction document we have already developed.
 - e. Wember requests a "Kickoff meeting" between all parties. The Board agrees. ACTION: Wember will circulate a Doodle poll to identify a good place & time
 - f. Lisa asks if Wember is going to help with financing. Drew says we are doing that independently and he will report during Finance reports (see below). Wember asks to be in the loop on that so that they can help us develop the Master Budget. TBD (to be determined): Different delivery

method descriptions & documents forthcoming from Wember, and will be discussed in more depth at Kickoff Meeting.

- g. Quentin reviews how the “direct points of contact” will work. He is our contact. Wember wants to know who is the point of contact on our side. Katherine says right now it is 3 people for different aspects. Quentin suggests “think about good ways to review roles and responsibilities for both teams” for a Kickoff Meeting topic. Katherine asks for examples from other libraries.
- h. The contract status is: signed and approved by legal on both sides

10. Committee Reports

a. Nomination Committee – Sarah

- i. Will need a new member to replace Drew in June; if that person is also to be Treasurer will need to come on sooner in order to shadow Drew. Drew suggests that an optimum situation would be that the Treasurer should also serve on the Foundation.
- ii. New Nominations procedure document is up on Dropbox for review and comments

b. Communications Committee – Darcie

- i. Wrap-up article slated for November. Will reference IGA, new OR. See Report.
ACTION: Darcie to verify space in RR
- ii. New project starting: Dropbox Tidy Up, Standardization, & Guidelines. There is also a desire for a technical expertize workshop in addition to organizational improvements. See Report and discussion under Other Business below.

c. Building Committee – Sandy

- i. IGA - Legal is working on removing Boulder & Larimer from the new IGA; Christina gave helpful tips for expediting workflow with the lawyers
- ii. Plat - see above for Sandy’s request to Dan for help re-establishing workflow on the plat document

d. Finance Committee – Drew

- i. Approved Budget for 2017: Kathleen reviews notification requirements. Once Kathleen posts on website then the 30 days Public Hearing clock starts; see below for additional Board meeting scheduled to accommodate this. ACTION: Kathleen will post on website, Darcie will place the print ad in the Lyons Recorder (minimum 72 hours prior).
- ii. Funding- Drew met with Foundation and its grants writer re: objectives & timeline for the capital campaign; identified some corporate and foundation candidates in addition to individuals; goal is @\$750-1 mil
- iii. Lending: @\$1-1.50 mil loan will be needed; Drew, Sandy & Kathleen met with GK Baum, which gave several options. Drew suggests that the sweet spot in the middle is \$1.25 serviced by @ \$80k which is @17% of gross revenue.
- iv. Overview of process: Timeline is 2-3 months to procure the loan. What will be needed?
(1) A Bond Attorney to draft documents and represent the LRLD in the transaction. (2) Legal land description (see Sandy’s request above for ToL to help expedite this). What happens to the money? The money goes to a special Trust Account which then releases the funds to us. The monies would be available for the construction process.

- v. Discussion of pros and cons of applying for loan well in advance of being ready to break ground. Interest owed accrues from closing. But--interest rates are going up. Could be as much as \$10k a year more in payments if interest rates go up 1%. Lisa suggest we go forward on known things we need to get ready. Darcie asks what kind of restrictions/access are on the Trustee Account (for example, interest -bearing). Sarah counsels extreme prudence and thrift due to unknown forces, such as the results of the geotek report. Sandy asks what is the collateral. ACTION: Drew will ask all these questions and put the different \$1mil-to-\$1.5 mil loan/rate scenarios on Dropbox.
- vi. Kathleen reports: We rec'd the ToL's previously-agreed upon \$5k portion of the fee for the survey/plat work done by F&D, but Town is not satisfied the work is complete
- vii. Kathleen reports: We rec'd F&D's final bill. There were questions on some payments that Kathleen brought to Legal, who gave advice on appropriate amounts. For example, Conclusive Summaries are missing. The bill for extra title work exceeded the amount authorized. Sandy says we should ask for the Comprehensive Summaries and Title Work we are due before we pay them. Specifically Final Land Survey and Final Title, especially since the ToL is not satisfied. ACTION: Sarah suggests that Sandy draft an email of the specifics she wants, which Kathleen can then tender to F&D. This will be done after we meet with the ToL engineer to verify what they want.
- e. Bylaws & Policies Committee – Lisa/Lori
 - i. Working on handbook and regular schedule for review of policies
- f. HR Committee – Kathleen/Sarah
 - i. Sarah will now chair; ACTION: she and Katherine will meet

11. Other Business

- a. Posting & Committees & DropBox: there are technical, organizational, and procedural issues
 - i. Katherine suggests reaching out to other districts for samples
 - ii. Discussion of protocol and responsibility for getting meetings posted. Pros and cons of various scenarios. Chair is responsible for initiating the Notice, first to Katherine but if Katherine unavailable (out of town, closed day) then on to the next person. Darcie will do the website. Anyone scheduling a meeting should send email to both Katherine (Director) and Darcie (Secretary). Use “PLEASE POST” in the subject line of your email. ACTION: Katherine will tell us all where the flyer should go.
 - iii. Why are some people getting told by DropBox that their space is used up? ACTION: Investigate and look for a DropBox person to do a technical workshop. Katherine will call J. Murphy and see if she has any recommendations/resources.
 - iv. Action Items will come individually into each member's Inbox and also into NextUp folder at the same time.
- b. F&D Invoices: see above under Finance Report
- c. ToL Board Training on ethics, sunshine laws, etc. is open to all. Would be valuable training to attend. ACTION ITEM: DAS check if it is happening and inform the rest of the Board
- d. Consideration of changing Board meeting schedule to 2x a month

- i. Meetings: Short term solutions: Lisa would like to go to 2x a month, using one for side comments and background work (study sessions or workshops) and the other for official business so that both can be more efficient. Discussion of pros and cons. Decision made to institute in January. ACTION: A workshop will be scheduled in Nov; Starting Jan 2017 the Board meeting schedule will be the 1st and 3rd Tuesdays
- ii. Building committee meetings not scheduled yet; a new protocol will develop with Wember.
- e. Action Items: see separate Action Items document
- f. *Calendars: **update vacations & planning calendar*** for next month
 - i. Holiday Party tentatively scheduled for January 14th Chez Crane.
- g. Upcoming Friends/ Foundation/LACC/LAHC meetings.
 - i. LCF Gala on Nov 11th.
- h. Other important upcoming deadlines
- i. Next Board Meeting Date/Time: will meet 2x in November once our regular meeting time day and then Thursday Nov 17 for the Public Hearing and then Resolution. Show of hands indicates we will have a quorum on the 17th.

Adjourned at: 9:25

**For your reference*

From the annual Planning Calendar, 4th Quarter Items

October

1. Schedule a separate Board Meeting to review Budget
2. Prepare Lyons BOT annual report (due before or on Oct. 31st)
3. Approve Budget for Public Hearing, Post for 30 days
4. Prepare Counties annual report
5. MSEC membership
6. State audit form/ exemption request?
7. CAL Conference 22 through 24th (Loveland)

November

1. Public Hearing on Budget
2. Budget & appropriate funds & mill rate resolutions

December/Jan

1. DOLA annual report
2. SDA payroll actuals worker's comp audit request
3. ADP generates W2s
4. Request W-9 for contractors/rent/legal/accounting
5. Ask Bookkeeper to generate 1099s
6. Pay AspenCat Maintenance Fee for next year (\$1536 for 2016)
7. IRS Form 990