

**BOARD OF TRUSTEES
PUBLIC LIBRARY ASSOCIATION OF ANNAPOLIS
AND ANNE ARUNDEL COUNTY, INC.**

**Library Headquarters, 5 Harry S. Truman Parkway, Annapolis, MD
Via Zoom, 4:00 p.m., Thursday, April 15, 2021**

Meeting Minutes

Mr. William A. Shorter Jr., Chairman, presiding.

Trustees attending:

Ms. Leslie A Anderson	Ms. Joyce Miller
Ms. Joan Beck	Mr. Donald Roland
Ms. Cathy Belcher	Dr. Robert Sapp
Mr. Joseph E. Bles	Ms. Simmona Simmons
Ms. Dalix Cruz,	Ms. JanElaine Smith
Ms. Laura J. Ellis	Ms. Sandra Solomon
Ms. Barbara Maxwell	Mr. Gerald Starr

Trustees Unable to Attend:

Ms. Tonya Baroudi, Mr. James Estepp, Ms. Penny Evans and Ms. Brooke Toomey

Staff Attending

Mr. Skip Auld, Chief Executive Officer
Ms. Donna Denny, Executive Assistant
Ms. Christina Feldman, Director, Marketing & Communications
Ms. Ruth Goodlaxson, Library Associate, (Virtual Tech Support)
Mr. Cedric Grant, Chief Financial Officer
Ms. Cathy Hollerbach, Chief, Public Services & Branch Management
Ms. Gabriella Norton, Librarian I (Virtual Tech Support)
Mr. Rudy Rodela, Chief, Support Services
Mr. Koven Roundtree, Chief, Human Resources
Ms. Cathleen Sparrow, Executive Director, AACPL Foundation

Call to Order

Mr. Shorter called the meeting to order at 4:06 p.m. Mr. Shorter introduced himself and called the roll of members to confirm a quorum was present.

Mr. Shorter thanked AACPL staff for their hard work to enable the recent return to the customer walk-in model of service as the status of the COVID-19 pandemic continues to improve.

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Mr. Shorter said he had been visiting library branches recently and invited all Trustees to make visits as well.

Mr. Shorter thanked Ms. Goodlaxson and Ms. Norton of the Michael E. Busch Annapolis Library staff for providing technical support of the current virtual meeting.

Approval of Agenda

Mr. Shorter asked for a motion to approve the meeting agenda. Ms. Smith moved to approve the agenda. Ms. Miller seconded the motion. The meeting agenda was approved.

Approval of Meeting Minutes

Mr. Shorter asked for approval of the minutes of the March 18, 2021 meeting. Ms. Miller moved to approve the minutes. Ms. Smith seconded the motion. The meeting minutes were approved.

Treasurer's Report

Ms. Maxwell reviewed the Treasurer's Report presented as of March 31, 2021 as follows:

We would expect at this time to receive and spend 75% of our total funding. There are no major concerns within the revenues, as we have received 74% of the total to date. However, self-generating revenues are expectedly low (17%) because of limited face to face services due to COVID-19 and our new policy of forgiving fines. We only expect to receive about 20% of the funding for the entire year.

Projected expenditures for Personnel and Business and Travel will be lower than budgeted. Personnel will be affected mainly by vacancies and Business and Travel will be lower than budgeted because of usage due to COVID-19. The reduced expenditures will fully offset the loss in self-generating revenues according to projections. No other major variances are realized within the expenditures as 73% of the funds have been spent to date.

There were no questions and Mr. Shorter thanked Ms. Maxwell for moving into the role of board Treasurer from her previous role as Secretary.

Ms. Maxwell thanked Mr. Grant for keeping her updated on AACPL finances.

Foundation Report

Ms. Miller provided the Foundation Report as follows:

The AACPL Foundation updated its information on GuideStar by Candid and received their Platinum Transparency Seal for 2021. This means that key information is provided on our profile here: <https://www.guidestar.org/profile/20-5804064> and the seal is displayed on our website.

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The \$100 for 100 years campaign has thus far raised \$36,475 from 293 donors. An email appeal was sent to 57,000 cardholders. Postcards will be mailed this month to foundation donors, including AACPL retirees. Continued targeted and segmented appeals plus focused social media notifications will continue through the summer. This appeal ends August 31, 2021, to ensure plaques can be created and Centennial Celebrations can be planned in each branch in early 2022.

Library Giving Day was celebrated on April 7, raising almost \$30,000. The majority of the funds will support the *Summer @ Your Library* program. Matching donations of \$7500 were provided by the Foundation's Board of Directors and a generous anonymous donor.

To celebrate *National Library Week* and honor all staff, an anonymous donor graciously donated over 500 boxes of chocolates which the Foundation distributed.

The Foundation-sponsored *AACPL Retiree Celebration* will host library retirees on a virtual Zoom event on April 29. Mr. Auld will present a *State of the Library* address and Ms. Sparrow will share how donor gifts make a difference at the libraries. Retirees will also have time to virtually mix and mingle.

Save the date of *For the Love of the Library* at the Michael E. Busch Annapolis Library on Friday, October 22, 2021. This in-person event will follow all necessary COVID-19 protocols. It will be a fundraising event to support programs and services for all 16 branch libraries. The event is coordinated by a committee of volunteers led by Foundation Vice-Chair, Karen Smith. Tickets and sponsorships will be available soon.

Mission Moment: A quote from a donor on Library Giving Day: *I'm more than happy to donate to the library foundation. We appreciate all of the services @aacpl provides, even more so over the past year as we've attended numerous online events, continued to check out materials through curbside pick-up, and more!*

Mr. Shorter thanked Ms. Miller for giving the Foundation report.

CEO's Report

Mr. Auld said that the Executive Leadership Team is extremely proud of all staff and volunteers for moving AACPL through a very difficult year. Walk-in customer visits are now available and meeting room use may return in the fall. The June Board of Library Trustee meeting will be held in-person. We have been able to get COVID-19 vaccinations for all staff who want them. Many staff have already received their second shot. The Busch Annapolis Library hosted a Vaccine Clinic with the Partnership for Children, Youth and Families and the AA County Health Department on March 29. Ninety six customers were vaccinated.

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Mr. Auld encouraged everyone to sign up on the AACPL website to attend this year's virtual Human Library. Ms. Solomon said she has participated in the past, it is a very interesting way to get to know people and she highly recommends it.

Ms. Anderson said she was concerned that the bylaws made no provision for public comment. Mr. Shorter said public comment as a subject has never been included in the bylaws, but whenever people request to speak at a meeting the board can consider and approve it. Mr. Roland added that while public comment is not mentioned in the bylaws, it is a provision of the Open Meetings Act and was in evidence at a meeting held in April 2019 when 15 visitors signed up to speak. The topic was tabled for further discussion under old business which would include the revised bylaws.

Staff Reports

Ms. Hollerbach thanked Ms. Solomon for helping with the vaccine clinic at held at the Busch Annapolis Library.

Mr. Roundtree reported that staff are expected to be vaccinated at 95% by the end of May.

Ms. Feldmann said her staff have been busy promoting the library being open for walk-in visits, our 100th anniversary, history walks at the branches, and special bookmarks

Mr. Grant and Mr. Rodela had nothing to add in addition to their written reports.

Ms. Sparrow thanked Ms. Miller for providing the Foundation Report. She added that the Foundation would provide the Trustees with a list of giving opportunities in the coming year.

Mr. Shorter thanked Ms. Denny for always helping to provide the Trustees with what they need to conduct their meetings.

Old Business

MOTION to Approve the Seventeenth Amendment and Complete Restatement of Bylaws

Mr. Shorter said at least three edits remained to amend the bylaws and he would review these for inclusion after first entertaining a motion to approve the current draft bylaws as provided in the meeting materials. He noted that one document provided in addition to the draft bylaws showed the edits provided by library counsel Kevin Best, Esq. which had been incorporated into the draft. Mr. Shorter asked if there were additional questions and there were none.

Mr. Shorter said he would entertain a motion to accept the bylaws document as provided in the meeting materials as the first round of amendments before reviewing additional amendments. Ms. Miller moved to approve the first round of amendments. Ms. Smith seconded the motion. There was no discussion and the first round of amendments were approved.

Mr. Shorter shared his computer screen to illustrate the second round of amendments. He noted that Amendments A and B were corrections, while Amendment C was to clarify the number of trustees which Ms. Miller had questioned. Mr. Auld provided background on the total number of Trustees and the term changes made to the bylaws in 2016. Mr. Shorter explained that keeping the original number of 24 provides historical context and can be removed when the transition to a smaller board number is achieved. Ms. Miller agreed with this explanation of the amendment.

The second round of amendments to the bylaws were as follows:

AMENDMENT A.2

Article II

Section 2.01 Board [Business] Regular and Committee Meetings

AMENDMENT B

Article II

Section 2.01 (line 8)

The Board shall meet for a regular meeting at least [~~three times everyone within a fiscal year.~~] once every three months.

AMENDMENT C

Article III

(a) Except as [~~otherwise~~] stated in Section 3.02 [herein], the number of Trustees shall be limited to twenty-four, eight of whom shall be elected by the governing body at the June meeting each year. They shall serve for three years or until their successors are elected.

Mr. Shorter said that this would be the appropriate place in the meeting to address Ms. Anderson's concern over the absence of a mention of public comments in the bylaws. He asked if the board wished to add an amendment in relation to public comments to the bylaws. A discussion ensued. Ms. Beck moved to table the discussion. Ms. Ellis seconded the motion. The motion to table discussion of an additional amendment to the bylaws was approved.

Mr. Shorter asked if there were any other questions or concerns. There were none and Mr. Shorter asked for a motion to accept the second round of amendments A.2, B and C. Ms. Ellis moved to approve the amendments to the bylaws. Ms. Miller seconded the motion. The amendments were approved.

Mr. Shorter said that the board now had revised amended bylaws and must suspend its old bylaws to accept the new. He asked for a motion to this effect. Ms. Ellis moved to suspend the old bylaws. Ms. Miller seconded the motion. All were in favor and the old bylaws were suspended with new bylaws in effect.

Mr. Shorter thanked the board for its work and patience relating to the new bylaws.

New Business

Distribution of Annual Conflict of Interest Disclosure Forms

Mr. Grant said each Trustee will receive their annual Conflict of Interest Disclosure Form via both email and regular mail. He asked that the form be signed and returned, and to contact him with any questions.

Mr. Grant added that he is completing the annual IRS 990 form which is due in May. He will forward it to the Budget and Finance Committee before the end of the month for their review.

MOTION to Approve Transfer of Funds

Mr. Grant said the meeting materials include a resolution necessary to approve the transfer of up to \$36,500 from budget account #9010.7439, *Other Professional Services*, to budget account #9010.8331, *Other Supplies and Materials*, to purchase educational programming supplies for summer activities. Ms. Smith moved to approve the transfer of funds. Ms. Miller seconded the motion. There was no discussion. All were in favor and the transfer of funds was approved.

MOTION to Approve Amendment to Annual Leave Policy to Convert Leave Carryover from 2021 to Sick Leave

Mr. Roundtree said the board passed a COVID-19-related resolution in July 2020 to carryover accrued annual leave balances as of December 31, 2020. AACPL needs to reinstate these limits to be effective July 1, 2021 so all accrued annual leave balances over the carryover limit of 280 hours and all accrued comp time balances over 75 hours as of December 31, 2021, will be converted to sick leave. Employees retiring or terminating in 2021, will be paid for unused annual leave up to 280 hours of accrued annual leave. Ms. Ellis moved to approve this amendment to the Annual Leave Policy. Ms. Miller seconded the motion. There was no discussion or any objections and the amendment was approved.

Adjourn to Closed Session

Mr. Shorter called for a closed session of the meeting of the Board of Trustees under the Open Meetings Act (General Provisions Article §3-305) *to discuss the appointment, employment, assignment, promotion, discipline, demotion, compensation, removal, resignation, or performance evaluation of appointees, employees, or officials over whom this public body has jurisdiction; any other personnel matter that affects one or more specific individuals.*

Ms. Miller moved to close the meeting. Ms. Solomon seconded the motion. All members approved and the meeting was closed at 5:09 p.m.

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Adjournment

The closed session ended at 5:28 p.m. and Mr. Shorter adjourned the regular meeting at 5:30 p.m.

The next Board of Trustees meeting will be held via Zoom, at 4:00 p.m., on Thursday, May 20, 2021.

Respectfully submitted,



Laura J. Ellis
Secretary

LJE/dld