

WESTCHESTER LIBRARY SYSTEM
Trustee Meeting
May 27, 2014 – Approved June 24, 2014

REGULAR MEETING

The Regular Meeting of the Westchester Library System Board of Trustees was held on May 27, 2014, at the System Headquarters, 540 White Plains Road, Tarrytown, New York. The meeting was called to order by President Hansen at 6:05 p.m. The quorum requirement was met with the following people in attendance:

Board Members present: Mary Amato, Catherine Draper, Patricia Fontanella, Hope Furth, LaRuth Gray, Chris Hansen, Barbara Hickernell, Norman Jacknis, Naseem Jamali, Edris Scherer

Board Members absent: Dave Donelson, Deborah Fay, Amanda Goodman, Sue Neale, Luke Vander Linden

Also present from WLS were: Terry Kirchner, Patricia Braja, Rob Caluori, Francine Feuerman, Elena Falcone, Elaine Sozzi

METRICS WORKING GROUP PRESENTATION

Rob Caluori, Director, Information Technology (IT): Mr. Caluori focused on the main IT activities that affect the member libraries including: 1) The Integrated Library System (ILS); 2) Patron Wireless Network; 3) Help Desk; and 4) Public Use PCs. He outlined the costs of each activity and showed how the cooperative services offered via the System are tremendously more cost effective versus each library having to provide these activities individually. In addition to providing these services, WLS IT assesses new technologies and future trends for potential library use, such as 3D printing, and recently assisted in the creation of 3 commercials/Public Service Announcements (PSA) about libraries to be aired on community television.

COMMITTEE REPORTS

PLDA-WLS ILS Committee Meeting: Mr. Caluori noted that the Committee evaluated the seven proposals received by the deadline to the ILS Request for Proposal (RFP) using the created scoring matrix. The field was narrowed down to two potential options: Innovative Interfaces and extending Sirsi for a limited time while making an investment in exploring the Open Source product offered through Equinox. A discussion followed regarding the pros and cons of Open Source and the other vendor products. Next steps and the process for the final decision were also discussed. Presentations by the finalists will be held on June 17-18 for Innovative Interfaces and on June 24 for Equinox. Board members were invited to attend. Following completion of these sessions, the Committee will bring its recommendation to the entire PLDA General Membership and then their recommendation will be brought to the WLS Board. The board decided by consensus to hold a special meeting on July 29 to focus on the ILS Action Item and to give them more time to review the information.

MINUTES

The minutes of the meeting of April 29, 2014, were accepted as submitted by consensus.

FINANCIAL REPORTS

The financial report through April 2014 was presented by Ms. Scherer and was accepted as submitted by consensus. Final copies of the revised audited Financial Statement and Report of Governance were made available.

ACTION ITEMS

WLS Policies: Dr. Jacknis reported that the Governance Committee reviewed the WLS Policies, and Ms. Draper focused on them in light of the Non-Profit Revitalization Act of 2013. The majority of the current policies were not affected with exception of the Whistle-Blower Protection Policy. Although the current policy is fairly comprehensive; when compared to the requirements under the Non-Profit Revitalization Act, there are some instances in which the law was stricter. The policy was revised to include these important items: the addition of volunteers to those protected by the policy; a confidentiality provision; and the designation of an individual charged with administration of the policy and its distribution to those protected by it.

The revised Whistle-Blower Protection Policy was approved as submitted (see attached) on a motion by Dr. Jacknis and seconded by Ms. Hickernell. The motion passed unanimously.

Extension of Current Borrowing Facility: Ms. Feuerman explained that WLS has an existing Line of Credit with TD Bank, which allows WLS to borrow up to \$500,000 unsecured for a period of one year with neither facility fees nor covenants for this loan agreement. This facility expires on June 30, 2014, and extension for an additional year was recommended, even though no need to borrow is foreseen in the coming year.

The Board approved the extension of the borrowing facility with TD Bank for an additional year on a motion by Ms. Hickernell and seconded by Ms. Furth. The motion passed unanimously.

PRESIDENT'S REPORT

Mr. Hansen noted that he attended the LTA Trustee Institute and was impressed with the workshop led by Dr. Jacknis on *Emerging Technologies*, and he requested that Dr. Jacknis repeat the program for the WLS Board at some point this year. Mr. Hansen discussed the issue of posting board meeting materials on the WLS website in light of the Open Meetings Law. While the law does state that all materials discussed must be made available at the meetings, it does not specifically require that everything be posted on the website. The Board decided by consensus to have a tentative agenda posted on the WLS website prior to the meeting over the next few months, and WLS staff will look into and report back to the Board on methods for public posting of all board documents prior to a meeting.

COMMITTEE REPORTS

Development Committee: Ms. Braja reported on this year's Trustees Award and distributed a revised description of the award and nomination form. By giving more information regarding the Award itself, it is hoped to garner more interest. This Award is funded by a contribution of \$100 by each WLS Trustee. The Committee also discussed the WLS events. Winter events have not had good attendance, so it was decided to concentrate efforts on the Multilanguage Book Fair and work more closely with the member libraries on multicultural events. The WLS Book & Author Luncheon held in April was well attended with approximately 120 people in attendance. The event brought in a net amount of \$13,000. While there was a lot of positive feedback, many noted that lunch time for an event is difficult. Therefore, next year WLS will try an author-driven breakfast event as the kick-off to National Library Week. The Committee discussed the ultimate goals of development for WLS and is continuing to work on defining an overall plan. Discussion followed on the fundraising and marketing aspects of development.

EXECUTIVE DIRECTOR'S REPORT

A copy of the Executive Director's Report was mailed in advance of the meeting.

Dr. Kirchner noted that the Non-Profit Revitalization Act has not been embraced by the library community, as most feel it doesn't apply to them. New York Library Association (NYLA) is planning to put out a Fact Sheet regarding the Act and its specific relationship to libraries.

The Mount Vernon Public Library's budget vote was passed. Dr. Kirchner has tried but has been unable to contact WLS's lawyer regarding appealing the decision on Mount Vernon Public Library's Maintenance of Effort Variance. The NYS Library Division of Library Development is currently reviewing the digital Central Library proposal.

On June 4th, Marcia Gordon of the Business Council of Westchester will be speaking at WLS on *Today's Economic Climate*; and on June 10th, Jerry Nichols will be holding a webinar regarding the roles of Trustees & Directors.

PLDA REPRESENTATIVE

Dr. Kirchner reported that at the May PLDA Meeting, the majority of the discussion centered around the finance model.

OTHER

Ms. Fontanella thanked all those involved with the Library Trustees Association (LTA) 2014 Trustee Institute that took place on May 2-3—Dr. Kirchner and Elise Burke for serving on the planning committee; Dr. Jacknis and Mr. Hansen for their wonderful presentations; Mr. Caluori for demonstrating the 3D printer during the Library Features & Future Fair; and Ms. Braja for assistance with getting sponsors. Everything was terrific, and most who came said it was the best one they attended.

ADJOURNMENT

Having completed its agenda, the Board adjourned its meeting at 8:05 p.m. by consensus.

Respectfully submitted,

Mary Amato / *eb*

Mary Amato
Secretary

DRAFT

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WESTCHESTER LIBRARY SYSTEM

POLICY #9

Subject: Whistle-Blower Protection

Application: Trustees ~~and~~, Employees and Volunteers

Introduction

Westchester Library System (WLS) requires its trustees, officers, employees, volunteers and representatives to observe high standards of business and personnel ethics in the conduct of their duties and responsibilities. Trustees, officers, employees, volunteers and representatives of WLS must practice honesty and integrity in fulfilling their responsibilities and comply with all applicable laws, regulations and policies.

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Each member of the WLS community has the responsibility to report actions that violate laws, regulations, and/or Code of Ethics. In keeping with WLS's commitment to fostering a community of integrity and staff support, employees are expected to report concerns they may have relating to such violations.

Matters which should be reported under this policy include suspected fraud, theft, embezzlement, accounting or auditing irregularities, bribery, kickbacks, misuse of WLS's assets, harassment or suspected regulatory compliance violations.

The WLS Executive Director shall be responsible for the administration of this policy and shall provide a copy of this policy to all trustees, officers and employees, and to all volunteers who provide substantial services to WLS.

Reporting Infractions

~~An~~ A trustee, officer, employee, volunteer or representative who makes a report is protected from any intimidation, discrimination, harassment, victimization or other retaliation; and, in the case of employees, adverse employment consequence change in employment that results from making the report. Managers must ensure that the procedures are available and known to all employees and that all employees have easy access to the mechanism for making a report.

All reports made under this policy, and investigations relating thereto, shall be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation. Disclosure of such reports to individuals not involved in the investigation will be viewed as a serious disciplinary offense.

An employee who suspects wrongdoing by a colleague should first reach out to his/her supervisor to address the matter directly. If the matter cannot be resolved at this level, or if for some reason the employee is uncomfortable with bringing the matter to his/her supervisor's attention, the employee should contact the WLS Executive Director or, if necessary, the Chairperson of the WLS Board of Trustees' Audit Committee. Trustees or

other volunteers may report suspected wrongdoing directly to the Chairperson of the WLS Board of Trustees' Audit Committee.

Investigation

Ordinarily, the Executive Director or the Chair of the Audit Committee will direct the Controller ~~will to~~ conduct a preliminary investigation. During the preliminary investigation, the Controller will discuss the complaint with the manager responsible for the department named in the complaint. If the preliminary investigation shows no justification for a complaint, the complaint will be closed and the complainant will be notified of this decision.

If the preliminary investigation reveals potential wrongdoing, the Executive Director will pass on the complaint to the Audit Committee of the Board of Trustees, if the situation warrants. They, in turn, will decide how the investigation is to be carried out, in consultation with the Executive Director. The staff person making the complaint will receive general information on the progress of the investigation and its outcome, unless doing so would jeopardize the investigation. The Executive Director and/or Chairperson of the WLS Board Audit Committee will present the results of all investigations and settlement of all complaints to the Board of Trustees in a timely fashion.

Last approved: _____, 2014/29/2013