

**WESTCHESTER LIBRARY SYSTEM**  
**Trustee Meeting**  
**March 29, 2022 – Approval Pending**

The Regular Meeting of the Westchester Library System was called to order by Karen Zevin, President, at 6:04 p.m. and held via Zoom. The quorum requirement was met with the following people in attendance at both meetings of the WLS Board of Trustees:

Board Members present: Andrea Bober, Cathy Draper, Nishat Hydari, Karen Kelley, Jennifer Kothari (via telephone), Maureen LeBlanc, Jonathan Marshall, Julie Mills-Worthey, Susan Morduch, Francis Okelo, Joseph Puglia, Edris Scherer, Karen Zevin

Board Members absent: Wes Iwanski, Denise Matthews-Serra

Also present from WLS were: Terry Kirchner, Patricia Brigham, Rob Caluori, Joe Maurantonio, Dana Hysell-Alongi

Public Library Director Association (PLDA) Representative: Yvonne Cech, Director, John C. Hart Memorial Library & PLDA Second Vice President

## **MINUTES**

The minutes of the regular meeting of February 22, 2022, required a revision on Page 5, to the second sentence of the third bullet under the PLDA Liaison's Report, to correct a typographical error. The sentence should read as follows: "A suggestion was made that the PLDA Bylaws Committee review PLDA's role as an advisory body regarding ~~WiFi~~ WLS's services prior to the next meeting. The Board approved the minutes as revised on a motion by Mr. Marshall and seconded by Ms. Bober. The motion was approved with 12 votes in favor and 1 abstention [Mr. Puglia].

## **FINANCIAL REPORTS**

The pre-audit financial report through February 2022 was presented by Mr. Caluori, who also reviewed WLS check controls and use of Positive Pay from one bank to reduce check fraud. The Westchester County contract with WLS for 2022 has been signed. The IRS 990 Form and CHAR 500 have been drafted by the auditors and will be distributed to the WLS Trustees for their review. The reports were reviewed in detail and accepted on a motion by Ms. LeBlanc and seconded by Ms. Draper. The motion was approved unanimously. [Ms. Mills-Worthey not present for vote.]

## **INFORMATION ITEMS**

**WLS Bylaws Revision:** Ms. Draper, Chair of the Governance Committee, reported that the Committee met on March 15th to begin their annual review of WLS policies. The revision being recommended to the WLS Bylaws is to incorporate the mission and vision statements in the 2022-2026 Plan of Service into the Statement of Purpose. No other changes to the Bylaws are required at this time.

**WLS Whistle-Blower Protection Policy Revision:** Ms. Draper noted that changes to the law required changes to the current WLS Whistle-Blower Protection Policy. The revised law includes a broader definition of who is included; expansion of the scope and what is eligible to be reported; and addition

of a part regarding retaliatory actions. A few revisions were made to include “current or former employees” to the Application section; and remove the mention of “officers” in the third and fourth lines of the first paragraph of the Introduction.

Ms. Draper noted that per normal WLS procedures, both the Bylaws and Whistle-Blower Protection Policy revisions were distributed one month in advance and will be brought to the Board for approval at the April meeting.

**WLS Maintenance of Effort Waiver:** Dr. Kirchner reported that he continues to work on the Maintenance of Effort (MOE) waiver process, which requires an explanation of why the triggering event occurred and what steps have been taken to address the cause of the MOE triggering event.

Dr. Kirchner applauded Mount Vernon Public Library for their efforts in getting the documents needed for submission and approval by DLD to strengthen WLS’s MOE waiver. The Registration application was submitted to DLD by March 31<sup>st</sup> and is still under review. The library’s 2020 Annual Report was completed but has not yet been officially submitted, and the library’s 2021 Annual Report is near completion.

The Field Library in Peekskill has volunteered to serve as the Interim Central Library for the system during the time period of the waiver. The Field Library meets the requirements for a central library as defined in Commissioner’s Regulation 90.4. If the MOE waiver were to be filed with the Field Library as the Central Library, the 2022-2026 WLS Plan of Service would need to be updated to reflect this change.

Further discussion included the following points:

- What is the status of the library board members being replaced – the Board of Regents will meet in mid-April to discuss;
- How does the Regents’ decision play into Mount Vernon’s upcoming library election in May – it is unlikely that a decision will be made before then;
- The matter of the library board is separate from the MOE waiver process;
- When would the Central Library funds be withheld – the NYS fiscal year is April 1-March 31, so a decision would probably not be made until August or September.

## **PRESIDENT’S REPORT**

Ms. Zevin noted that she wanted to have more transparency regarding the role of President and was impressed with the procedures in place to prevent fraud at WLS. All were thanked for their participation in the virtual Library Advocacy Day on March 2<sup>nd</sup>, and it was encouraging to see that Westchester’s NYS representatives show a high respect for WLS and the libraries and are appreciative of the role they play in the community, especially during the pandemic.

## **COMMITTEE REPORTS**

**Audit Committee:** Ms. LeBlanc reported on behalf of Chair Mr. Iwanski and noted that the WLS audit is wrapping up, and next week the Committee will meet to discuss the findings and a brief presentation by the auditors will be given at the April 26<sup>th</sup> meeting.

**Finance Committee:** Ms. LeBlanc noted that the Committee met for a more detailed review of the WLS current month's financials and will go into the WLS policies regarding finance to see if any revisions are needed. All are welcome to attend the meetings.

**Governance Committee:** Ms. Draper thanked the Finance Committee for reviewing the financially related policies. Ms. Draper and Ms. Kelley will be looking at the WLS Employee Handbook. There is new State legislation in the areas of sexual harassment; but revisions to WLS Policy will be reviewed after the bills are passed by the Senate or Assembly and signed by the Governor.

**Strategy Committee:** Mr. Okelo noted that the final meeting of the Committee was held, and a draft of their final report will be presented to the WLS Board that will focus on the revised Mission, Vision and Overview of Services as well as the three strategic goals recommended for WLS: Promotion of Equity and Access; Expand Community Engagement among member libraries and patrons; Updating and Improving the overall WLS Infrastructure. Once approved, it is recommended that the document should be circulated as much as possible; and following that, routine procedures should be established for getting feedback and it is recommended that the Executive Team evaluate implementation and impact with relevant organizations and units within WLS.

**Nominating & Board Education:** Ms. Kelley, Chair, reported that she is working on scheduling the next meeting for the first week in April to discuss the following. There are three trustees whose terms are expiring on 12/31/2022: Cathy Draper (District IX: Bronxville, Eastchester, Pelham, Tuckahoe); Karen Kelley (District XII: Peekskill); and Jonathan Marshall (District II: Briarcliff Manor, Ossining, Tarrytown). The WLS Trustee Manual needs to be updated. The trustee gatherings will be incorporated into the WLS Trustee Institutes; and topics for future events will be explored including use of the Trustee Handbook Club. The legally mandated trustee education is effective as of 1/1/2023. While System trustees were not specifically mentioned in the legislation, WLS will expect trustees to comply and will review policy regarding this mandate for training. Ms. Zevin thanked Dr. Kirchner for emailing the Board with the dates of the upcoming Committee Meetings, and the WLS website Board Committee page is being updated. All were thanked for their work and for providing a better understanding of the processes taking place.

## **EXECUTIVE DIRECTOR'S REPORT**

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

Dr. Kirchner reported that both the NYS Assembly and Senate issued their house budgets that included increased library aid which was more than what was included in the Governor's FY 2022-23 Executive Budget. The final decision has not yet been completed, so there is still time to contact your legislators in support of libraries.

Dr. Kirchner thanked the Board for their Committee work, which provides a much better sense of priorities and areas of interest. Committee Chairs were asked to create a yearly calendar of meetings for consistency.

Activity over the past month focused on the following:

- Continuation of Mount Vernon Public Library's registration issues and the MOE waiver process. The Mount Vernon Public Library staff has gone through a number of internal challenges, but they have signed off on a number of important documents to move this process toward completion;

- Assisting municipal libraries regarding the role of municipalities and the role of the libraries around finances and budget cycles;
- Open Meetings Law and record retention;
- Coordinating distribution of Covid-19 home test kits supplied by Westchester County—almost 37,000 kits were distributed by 41 of the 44 library locations.

## **OTHER**

Ms. Brigham noted that late last year WLS responded to a statewide Request for Proposal (RFP) to non-profits for Innovative Partnerships to increase the number of people connected to broadband by providing equipment and devices as well as training for digital skills with a focus on vulnerable populations. WLS submitted a grant to provide digital equity for those re-entering society after incarceration. This proposal corresponds with the work that WLS is already providing and augments our partnerships with Westchester County Reentry Task Force (an umbrella of the District Attorney's office), the STEM Alliance, and Family Service of Westchester. Working with these partners will be vital in assisting with the selection/vetting process for candidates and to ensure compliance with probation requirements. The grant was for \$250,000 came from private funding [Wendy & Eric Schmidt Foundation] and is for a two-year period.

## **PLDA LIAISON'S REPORT**

Ms. Cech reported on the March PLDA meeting, where the following topics were discussed:

- Mount Vernon Public Library's role as Central Library and a potential vote of no confidence, which the directors decided was not needed at this time with the progress being made and The Field Library offering to act as Interim Library.
- Legislative matters including delays to NYS Construction Aid Projects from the FY2018-19 cycle due to supply chain issues and timing difficulties during the pandemic.
- Recommended revisions to the PLDA Bylaws will be brought forward for review and approval in April and May.
- The ILS Committee requests more information regarding the process for the Equinox contract that is expiring in 2023.
- Increase of WLS Delivery costs.
- Challenges of the migration of websites and emails off of WLS to individual libraries' servers since many libraries do not have IT staff.
- Dissatisfaction with Civil Service on both the State and County levels, especially lack of inclusion of IT skills in job descriptions and the formation of New York Library Association (NYLA) and PLDA committees to focus on these issues.
- Retirement of Edie Martimucci, Director of North Castle Public Library, as of March 31<sup>st</sup>.

**PUBLIC COMMENT**

Chris Novell acknowledged the value of libraries and asked whether there was any programming similar to the Innovative Grant that address those who are aging out of foster care. Dr. Kirchner will follow up on this individually.

**ADJOURNMENT**

Having completed its agenda, the Board adjourned its meeting at 7:30 p.m. on a motion by Ms. Scherer and seconded by Dr. Morduch that passed unanimously. [Ms. Kothari not present for vote.]

Respectfully submitted,

*/s/ Andrea Zuckerman Bober*

Andrea Zuckerman Bober  
Secretary

D R A F T March 2022

Marked to show changes from existing policy

WESTCHESTER LIBRARY SYSTEM

POLICY #9

**Subject:** Whistle-Blower Protection

**Application:** Trustees, employees, independent contractors and volunteers

*Introduction*

Westchester Library System (WLS) requires its trustees, officers, employees (which term, as used in this policy, shall include former employees and individual- independent contractors), 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.

Each member of the WLS community has the responsibility to report actions that such individual reasonably believes is in violation of any ~~violate~~ laws, regulations, and/or Code of Ethics, or that such individual reasonably believes poses a substantial and specific danger to public health or safety. 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. A notice describing the protections, rights and obligations under this policy shall be posted conspicuously in easily accessible areas frequented by employees and applicants for employment.

*Reporting Infractions*

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 of the Board of Trustees will conduct, or will appoint an individual to conduct, a preliminary investigation. During the preliminary investigation, such investigator 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 investigator will pass on the complaint to the Audit Committee of the Board of Trustees. They, in turn, will decide how the investigation is to be carried out, in consultation with the Executive Director. The complainant 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 Audit Committee will present the results of all investigations and settlement of all complaints to the Board of Trustees in a timely fashion.

### **Reporting Infractions**

### **Confidentiality**

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.

### **Retaliatory Actions Prohibited**

WLS shall not take any retaliatory action against an employee because such individual (i) discusses or threatens to disclose to a supervisor or to a public body an activity, policy or practice of WLS that such individual reasonably believes is in violation of any law, rule or regulation, or that such individual reasonably believes poses a substantial and specific danger to the public health or safety; (ii) provides information to, or testifies before, any public body conducting an investigation, hearing or inquiry into any such activity, policy or practice by WLS; or (iii) objects to, or refuses to participate in any such activity, policy or practice.

~~A trustee, officer, employee, volunteer or representative who makes a report is protected from~~ Prohibited retaliatory actions include any intimidation, discrimination, harassment, victimization or other retaliation, and, in the case of employees, including (A) adverse employment actions or threats to take consequence that results from making the report. actions against an employee in the terms or conditions of employment, including but not limited to discharge, suspension, and demotion; (B) actions or threats to take actions that

would adversely affect a former employee's current or future employment; or (C) contacting or threatening to contact immigration authorities or otherwise reporting or threatening to report the suspected citizenship or immigration status of an employee or member of an employee's family or household.

The protection against retaliatory action provided above, to the extent it pertains to disclosure to a public body, shall not apply to an employee unless such employee has made a good faith effort to bring the activity, policy or practice to the attention of a supervisor and has afforded WLS a reasonable opportunity to correct such activity, policy or practice. Such notification is not required where (a) there is an imminent and serious danger to the public health or safety; (b) the employee reasonably believes that reporting to the supervisor would result in the destruction of evidence or other concealment of the activity, policy or practice; (c) such activity, policy or practice could reasonably be expected to lead to endangering the welfare of a minor; (d) the employee reasonably believes that reporting to the supervisor would result in physical harm to the employee or any other person; or (e) the employee reasonably believes that the supervisor is already aware of the activity, policy or practice and will not correct it.

~~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 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: May 26, 2015, \_\_\_\_\_, 2022~~