

Kent County Library Board of Trustees

Minutes of the January 31, 2022 Meeting

Present: Valerie Overton, President; Judi O'Brien, Vice President; Jay Silcox, Treasurer; Erin Counihan, Secretary; Peggy McKee, Trustee; John Murphy, Trustee; Amy Sine, Trustee; Arnessa Dowell, Executive Director; Natalie Donoso, Staff Member; Jeanne Geibel, Staff Member; Michael Sampson, Staff Member; Chris Walmsley, Staff Member; Ann Woodall, Staff Member; one member of the public

The meeting was called to order at 4:30 pm.

The minutes of the previous meetings were reviewed.

Mr. Silcox moved to approve the minutes of the November 29 meeting as submitted. Dr. Murphy seconded the motion, which was approved unanimously.

Mr. Silcox moved to approve the minutes of the January 10 meeting as submitted. Ms. O'Brien seconded the motion, which was approved unanimously.

Committee and Representative Appointments

Ms. Overton appointed Mr. Silcox as the chair of the Finance Committee. Ms. Overton appointed Ms. Julie Gill as the citizen representative to the Finance Committee.

Ms. Overton appointed Ms. McKee as the chair of the Policy & Procedures Committee.

Ms. Overton appointed Dr. Murphy to review COVID-19 policies and procedures.

Ms. Overton appointed Ms. O'Brien as the chair of the Strategic Planning Committee.

Ms. Overton appointed Dr. Murphy as the liaison to the Foundation for the Kent County Public Library.

Ms. Overton appointed Ms. O'Brien as the liaison to the Friends of the Kent County Public Library.

Director's Report

Trustee Education

Ms. Dowell had each of the senior team members introduce themselves to the trustees, reviewing their titles, history with the library, and current responsibilities.

Ms. Dowell presented to the trustees, reviewing the responsibilities and expectations of a trustee as well as the responsibilities and expectations of the director.

Hearse House Memorandum of Understanding

Ms. Dowell reviewed changes to the document which had been introduced by outside organizations and related to the use of the facility and materials stored in the facility. Ms. Overton asked Ms. Dowell for an update related to issues with the structure itself. Ms. Dowell noted that structural issues were under the purview of the county under the agreement, and that they were aware of the issues which had been identified, but had not yet been able to address them in a significant manner due to staffing issues.

Dr. Murphy moved to approve the Memorandum of Understanding as presented. Mr. Silcox seconded the motion, which was approved unanimously.

Staff Training Calendar

Ms. Dowell reviewed the schedule of staff training for the 2022 calendar year with the trustees. No questions or comments were raised related to the training.

COVID-19 Updates

Ms. Dowell reviewed her work with Dr. Murphy to review and revise the guidelines and procedures. Ms. Dowell noted that they had reached out to Mr. Webb for guidance and to keep procedures compliant with health advice. Dr. Murphy noted that the aim was to create a policy which would require little change and could be adapted to a wide variety of public health emergencies, and that procedures could then inform specific actions. Ms. Overton noted that Mr. Webb had focused a lot on details previously, which would be a part of the procedures, and that she was comfortable with the approach of a general policy and specific procedures. Dr. Murphy commented that the advice was mostly to follow guidance provided by the CDC.

Old Business

Staff Guidelines

Ms. Overton reviewed the history of the staff guidelines revisions, noting that the previous handbook needed several updates, and that sections had been divided among trustees for review. Ms. Overton informed the trustees that Ms. McKee had agreed to review policies and procedures, which includes the staff handbook.

Ms. Overton noted that the trustees were hoping to be able to review the handbook in February with approval in March.

New Business

Trustee Bylaws

Ms. Overton noted that the trustees were unable to take action on the bylaws today, but that there were some significant changes to review prior to the approval.

Ms. Dowell reviewed the revised bylaws noting that the changes were presented in red. Ms. Dowell noted that the revisions defined the executive secretary duties and responsibilities, and how communication from trustees should be conducted to staff through the executive director.

Ms. O'Brien questioned if the executive secretary should be a part of the officers or moved to a different section of the bylaws. Ms. O'Brien reviewed bylaws from other organizations, noting that they specified that the secretary may delegate to the director or executive secretary certain duties assigned to the secretary.

Ms. O'Brien also noted that the Vice President serving as the chair of the Finance Committee was unusual. The trustees discussed the Vice President serving as a member of the Finance Committee. Ms. Dowell noted that the intention was to aid in planning by giving the Vice President more insight into the status of the organization and future planning.

The trustees discussed the executive secretary position, and if the position would rotate on a calendar year or a fiscal year. The trustees noted that an overlap of the position rotations would give time for training and onboarding. The trustees discussed the difficulties and training necessary to facilitate a transition of the executive secretary.

Ms. Dowell noted that the committee section had been revised to state that no committee would have a quorum of trustees.

Ms. Dowell reviewed a change in the order of business, moving the Public Comment opportunity to the start of the meeting, and an update to be Officer Reports instead of just Treasurer to give other officers the opportunity to contribute if necessary. Ms. O'Brien noted that the structure was optional, and that the public is entitled to be present, but does not necessarily have a voice at the meeting. Dr. Murphy noted that the current structure was inviting the public to comment. The trustees discussed public comment at their meetings.

Ms. Dowell reviewed a reduction in time between the packet distribution and the meeting. Ms. Dowell noted that the one week timeframe often led to the need to update packets before the meeting. Ms. O'Brien noted that the state library board suggested one week.

The trustees discussed the notice requirement of amendments to the bylaws before a vote could be conducted to approve changes to the bylaws.

Dr. Murphy noted that the language about what matters the director must bring before the trustees should include public health.

The trustees discussed the finance committee charter, which specified that the chair of the finance committee could not also be the treasurer.

Ms. Overton questioned if the trustees were comfortable with the revised secretary position description. Ms. Dowell noted that policy and procedure review had been removed from the description. Ms. Counihan reviewed changes to the position from the meeting. Ms. O'Brien questioned if the secretary should include language for the delegation of responsibility to the executive secretary. The trustees discussed the authority of the secretary to delegate responsibility.

The trustees determined to route changes to the bylaws to the president to compile.

Public Comment

None of the public present elected to comment.

No further business was brought before the trustees.

Ms. O'Brien moved to adjourn the meeting. Ms. McKee seconded the motion, which was approved unanimously. The meeting was adjourned at 6:03 pm.

The next meeting of the Board of Trustees will be on February 28, 2022 at 4:30 pm.