

SOUTHERN ADIRONDACK LIBRARY SYSTEM

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SALS Board Meeting □ **June 21, 2022** at 1 p.m.
held virtually via Zoom

Minutes

The regular meeting of the Southern Adirondack Library System was held Tuesday, June 21, 2022, at the System Service Center, held via Zoom and brought to order at 1:02 p.m. with Vice President Russell Wise presiding.

Present were: Mmes. Beck, Connell, Cowin, Goodman, Kuhr, Lindner, Seifts, and Shapiro; and Messr. Wise. Also present were: Sara Dallas, SALS Director; Bob Jeffords, SALS Treasurer; Jill Ryder, SALS Assistant Director & Collection Management Consultant; Erica Freudenberger, SALS Outreach, Engagement & Marketing Consultant; Colleen Smith, SALS Finance & Administration Manager; Pamela DelSignore, SALS System Services Support Assistant; Chris Mundell, Joint Automation Systems, Network and Office 365 Administrator; Alex Gutelius – Director, Clifton Park/Halfmoon Public Library; Susan Rowlings – Director, Town of Indian Lake Public Library; Serena Kirkpatrick – Audit Manager, UHY LLP and Eric Hennessey – Partner and Managing Director, UHY Advisors.

Absent with prior notice were: Mmes. Borden, Taylor and Messr. Hornstein.

1. Public Comment: None – Meeting is being recorded.

2. UHY LLP C.P.A. – Presented SALS 2021 Independent Audit Report: Eric Hennessey & Serena Kirkpatrick presented on behalf of UHY. Mr. Hennessey reported that the audit report has been updated and is more transparent. He further reported that the SALS audit had a “clean opinion” which is the highest level of opinion given. He continued to explain their audit procedures. Serena further continued with a kudos to the whole financial team: Sara Dallas, Director; Bob Jeffords, Treasurer; and Colleen Smith, Finance & Operations Manager, and she presented a high-level overview of cash receipts and disbursements of the General Fund. SALS has a healthy cash balance at the end of the year. Mr. Wise commented that SALS has a larger than typical Reserve Fund which is due to State Aid sometimes coming 6-8 months late. Bob Jeffords concurred with Russ and further added that each year we try bring our balance down. Mr. Jeffords commented on UHY’s length of service for SALS. Serena and Eric explained how UHY has been able to keep the audit and quality control/reviews fresh over the last 17 years. Mr. Jeffords commented that later this year SALS would review who will do the audit next year.

3. Introduction of Elected Board Members: Mr. Wise introduced new board member Laura Goodman (Washington County). Ms. Goodman said that her local connection is the Greenwich Public Library.

4. *Approval of Officers 2022 – 2024: Ms. Beck reported the following recommendations for officers by the officer nominating committee: Russell Wise – President, Janet Lindner – Vice President, Carol Kuhr – Secretary. Mr. Wise asked if there were any nominations from the floor. Seeing none, Mr. Wise asked that the secretary cast one ballot for the slate nominated by the officer nominating committee. Ms. Connell moved, seconded by Ms. Shapiro, to approve the slate of

officers for 2022 – 2024. Ayes: All; Nays: None; Abstentions: None. Motion carried. Colleen to assist with bank paperwork for the new officers. Mr. Wise extended his appreciation and commended Jordan Hornstein for his service as Board President.

5. Approval of Committee Assignments 2022 – 2023: (enclosure) Mr. Wise advised that a motion was not necessary to approve the Committee Assignments for 2022 - 2023. (Copy of the Committee Assignments attached to the Official Minutes.) Ms. DelSignore confirmed for Ms. Shapiro that Ms. Lindner is the chair of Audit and Finance.

6. *Approval of Board Meeting Minutes of April 19, 2022 and Annual Meeting, May 16th 2022 (enclosure)

Mr. Wise asked if there were any additions, corrections, or deletions to the minutes of the April 19, 2022 meeting. Ms. Kuhr moved, seconded by Ms. Connell, to approve the minutes of the April 19, 2022. Ayes: All; Nays: None; Abstentions: None. Motion carried.

Mr. Wise asked if there were any additions, corrections, or deletions to the minutes of the the May 16th Annual Board meeting. Ms. Lindner moved, seconded by Ms. Shapiro, to approve the minutes of the May 16th SALS Annual Board meeting as distributed
Ayes: seven; Nays: None; Abstentions: Ms. Connell. Motion carried.

7. *Treasurer's Report and Monthly Budget Reports for April and May (enclosure):
Warrants 2022-10 through 2022-16 and TA22-7 through TA22-11 (enclosure):

Mr. Jeffords reviewed the April and May Treasurer's and Monthly Budget Reports.

Ms. Seifts moved, seconded by Ms. Cowin, to ensure that receipt of the April report is acknowledged and filed for audit. (Copy attached to the Official Minutes.) Ayes: All; Nays: None; Abstentions: None. Motion carried.

Ms. Kuhr moved, seconded by Ms. Lindner, to ensure that receipt of the May report is acknowledged and filed for audit. (Copy attached to the Official Minutes.) Ayes: All; Nays: None; Abstentions: None. Motion carried.

8. Director's Report (see attached):

Mrs. Dallas reported that The Governor had extended the Executive Order until July 14, 2022. Mrs. Dallas advised that later in the agenda, there would be a resolution to allow, under certain circumstances, a trustee to attend virtually. Mrs. Dallas highlighted several differences to note:

- A quorum of trustees (7) must be physically present. Other trustees can join virtually and vote but they are not considered as part of the quorum.
- If the Governor, extends the executive order, then the SALS board can continue to meet virtually.
- SALS does not meet again until September.

Next Mrs. Dallas reported that later in the meeting, the board would be asked to approve a NYS State Construction application to upgrade the current Meraki wireless routers or to renew the licenses in all but two, member libraries. The grant can only be used for the routers, wiring and licensing. She further informed the board that ten years ago, SALS purchased routers to allow better Wi-Fi access, one of the top-rated services libraries provide to the public. She stated that these routers allowed public access to the internet before COVID curtailed services, during and now after.

Mrs. Dallas further stated that there will be no cost to the member libraries; the funds for this project will be SALS with matching grant from the state. She said it is expected to take a year to receive the funds and the equipment. The application should be in the range of \$80,000 (\$40,000 state/\$40,000 SALS), and that she is working to get the assurances from the SALS board as well as a form signed by each library participating in the grant.

Mrs. Dallas then reported that Carol Kuhr, Russ Wise, Jordan Hornstein, Bob Jeffords, Pamela, Colleen and Herself reviewed the Arnoff contract. After some discussion, explanations and revisions, the contract is now with the SALS attorney. Once reviewed by the attorney and any necessary adjustments made, we will have a three-year delivery contract. Mrs. Dallas said that later in the meeting, she hoped the board would pass a resolution to approve the contract after the attorney reviews it. She further noted that there was an increase in the cost of services (gas prices and inflation). Bob Jeffords reviewed the cost and said SALS has the funds necessary. Finally, Mrs. Dallas reminded the board that delivery is the second most important service SALS provides to its members.

Mrs. Dallas next reminded the board that she shared the template with the board and the member libraries regarding legally enforceable collection development policies. Stephanie Cole-Adams will be presenting a webinar in July, and Mrs. Dallas recommended that all attend.

Mrs. Dallas is working with other NYS library leaders on the censorship and book ban issues. Unfortunately, there have been incidents within the SALS community. The latest target was Hide the Pride. The oft repeated message to people questioning book selections, programming, etc. should be "We believe that while a specific book, program may not be the right fit for one child, that doesn't mean it isn't the perfect fit for another child. Librarians have extensive education and training which they rely on to meticulously develop a diverse set of learning materials for a diverse group of children." It is imperative that trustees understand the policies and speak as one voice.

Internet connection was temporarily dropped, and once restored a second recording was started.

Next Mrs. Dallas reminded the board that at the end of the ALA Annual Meeting, she will be a member of the ALA Executive Board. Mrs. Dallas would ask the board for permission to attend meetings. There are four per year, the majority in Chicago, IL.

Mrs. Dallas extended a kudos to the SALS and JA staff for all of their work assisting our member libraries. It is a pleasure working with them.

Now Pamela will share information about our delivery services.

- A. *Joint Automation Report*: No report
- B. *Other*: Deliveries: Pamela DelSignore reported on the ILL Delivery Service and repeated that the service is working well with the current vendor.

9. Committee Reports:

- A. *Audit & Finance (J. Lindner, chair)*: No report.
- B. *Building (C. Connell, chair)*: No report. Ms. Connell noted that the router grant as Sara discussed previously will be coming up under new business.
- C. *Bylaws Committee (J. Hornstein, chair)*: No report. Mr. Wise noted that there were no changes aside from the hybrid meeting policy.
- D. *Central Library Aid and Services (M. Shapiro, chair)*: No report.

- E. County Aid Coordinators (Seifts, Connell, Goodman, Cowin): No report.
- F. Library Services (C. Kuhr, chair): No report.
- G. Personnel (J. Lindner, chair): No report.
- H. Trustee Nominating: (J. Hornstein, chair). No report.

10. Unfinished Business:

- A. *Approve Arnoff contract renewal: Ms. Seifts moved, seconded by Ms. Connell, pending review of the SALS attorney, to approve the Arnoff 2022 – 2025 contract renewal. Ayes: All; Nays: None; Abstentions: None. Motion carried.

11. New Business:

- A. *Appoint Christine Connell to JA Council representing the SALS Board: Ms. Beck moved, seconded by Ms. Lindner, to appoint Christine Connell to represent the SALS board on the JA Council. Ayes: All; Nays: None; Abstentions: None. Motion carried.
- B. SALS COVID-19 Health and Safety Protocols- revised April 2022 (enclosure): Included for information only: no motion required.
- C. *Approval of Resolutions Authorizing Videoconferencing and Attendance and Placement of Recording Equipment (enclosure): Ms. Shapiro moved, seconded by Ms. Cowin, to approve Resolution Authorizing Videoconferencing and Attendance and Placement of Recording Equipment. Ayes: All; Nays: None; Abstentions: None. Motion carried.
- D. *Approval to apply for NYS construction grant to ~~replace~~ upgrade** wireless routers in member libraries: Ms. Shapiro moved, seconded by Ms. Cowin, for approval to apply for NYS construction Grant to replace wireless routers in member libraries. Ayes: All; Nays: None; Abstentions: None. Motion carried.

Mrs. Dallas made a note to correct agenda item **11. D.** under New Business. It should read "to upgrade wireless routers" and not "to replace". Mr. Wise asked the board if there was any objection to a change in the language. Seeing none he approved the change. Correction noted in minutes above.

- E. *Approval for Mrs. Dallas permission to attend ALA meetings: Ms. Cowin moved, seconded by Ms. Beck, to approve Mrs. Dallas to attend ALA meetings, as she is now a member of the ALA Council. Ayes: All; Nays: None; Abstentions: None. Motion carried.
- F. *Placement of bank accounts:
 - i) Name Saratoga National Bank and Trust Company as depository of funds to be withdrawn with the signature of one of the following: Russell Wise - President, Janet Lindner - Vice-President, Bob Jeffords -Treasurer, or Carol Kuhr - Secretary. Motion: Ms. Kuhr, seconded by Ms. Goodman, Ayes: All; Nays: None; Abstentions: None. Motion carried.
 - ii) Name Adirondack Trust Company as depository of funds to be withdrawn with the signature of one of the following: Russell Wise - President, Janet Lindner - Vice-President, Bob Jeffords - Treasurer or Carol Kuhr - Secretary; also that any one of the following be authorized to borrow funds: Russell Wise - President, Janet Lindner - Vice-President, Bob Jeffords - Treasurer or Carol Kuhr - Secretary. Motion: Ms. Shapiro, seconded by Ms. Kuhr. Ayes: All; Nays: None; Abstentions: None. Motion carried.
 - iii) Designate Adirondack Trust as depository for HealthEquity / WageWorks FSA withholdings, which are to be withdrawn by Russell Wise - President, Janet Lindner - Vice-President, Bob Jeffords - Treasurer, Carol Kuhr - Secretary or an authorized FSA representative. Motion:

Ms. Connell, seconded by Ms. Shapiro. Ayes: All; Nays: None; Abstentions: None. Motion carried.

iv) Authorize borrowing via credit cards by Russell Wise - President, Janet Lindner - Vice-President, Bob Jeffords - Treasurer, or Carol Kuhr - Secretary. Mrs. Connell moved, seconded by Ms. Lindner, to authorize all the above.

Ayes: None; Nays: None; Abstentions: None; Motion carried.

12. Director's Council Report: No report.

13. Announcements: None.

Mrs. Dallas noted that in July or August the Audit & Finance and Personnel committees would need to meet. She further extended the invitation for anyone to join the committee meetings.

Mr. Wise adjourned the meeting at 2:26 pm.

Respectfully Submitted,
Pamela DeSignore

* Items so marked are action items

Next SALS Board Meeting: **September 20th, 2022**, at 1:00 p.m. location TBD