



# UPPER HUDSON LIBRARY SYSTEM

Together. For Better Libraries.

## Board of Trustees

January 13, 2016

PRESENT: Antonio Booth, Phil Erlich, Ron Ginsburg, Herb Hennings, Janet Ivory, LouAnne Lundgren, MaryAlice Molgard, Mary Muller, Tara Ricard, Lisa Scoons, Marie Stasiak, Judith Wines

EXCUSED Candace Deisley

UHLS Staff: Tim Burke, Heidi Fuge

Visitor: Evelyn Greenstein (TROY)

4:30 PM – Meeting called to order by P. Erlich, President

### I. MINUTES

**MOTION:** M. Muller moved to approve the November 11, 2015 Minutes. R. Ginsburg seconded. Unanimous.

### II. STAFF REPORT

T. Burke highlighted the following in his written report:

- UHLS STAFF: Anne Pitlyk, the new System Support Associate has joined the staff and it is obvious that she will be a great asset to the organization.
- FSA APPROVAL: NYCON, the organization that carries the UHLS Flexible Benefits Plan, has established new rules that require the UHLS Board to review and approve the adoption of this Benefit annually.
- CONFLICT OF INTEREST POLICY: Part of our policy includes requiring all UHLS employees, all UHLS trustees, and all UHLS Board Committee members to annually certify that they have read the policy and that they are not aware of any conflicts of interest related to their UHLS activities in the last year. Certification forms will be filed in the UHLS office.
- STATE OF THE STATE: The Governor's message noted that education spending will be a priority in the budget. At this time, library funding has been tied to education funding. One of NYLA's legislative priorities is to seek an increase to \$30 million in Construction funds.
- CONFERENCE ROOM: the technology upgrade, Phase 1, has been finished. Phase 2 will include furniture improvements in the room and CDLC will be approached to share in some of the Phase 2 costs. T. Ricard recommended Tech Valley Office Interiors who might buy the old furniture or use it as a credit toward the purchase of new furniture.
- ATTORNEY FEES: The legal fees involved a situation in Cohoes. The Mayor-elect asked all of the library board members to resign so that he could appoint new members - an illegal situation. T. Burke noted that having UHLS involved and covering the attorney's fees provided UHLS with the legal background and information in case this issue happened at another member library. The law firm of Whiteman, Osterman and Hanna have an agreement with UHLS to work on "Fee for Services." They are a local firm with expertise in library-related legal matters.
- WATERVLIET LIBRARY: The library is close to finishing their new addition. UHLS staff are helping them with interior arrangements and re-wiring.

- STATE ANNUAL REPORT: DLD has opened the online report and February 19<sup>th</sup> is the deadline for submission to UHLS. The reports are reviewed and submitted to the State whose deadline is March 1<sup>st</sup>. The UHLS State Annual Report will be presented to the Board at the March meeting for review and approval.

**III. TREASURER’S REPORT**

Report by M. Molgard, Treasurer. She reviewed the November and December 2015 Reports and noted that UHLS received the final 10% of the LLSA and LSSA and sent the pass-through LLSA funds to the member libraries. All of the State funds were received before year-end.

**MOTION:** L. Lundgren moved to accept the November and December 2015 Treasurer’s Reports. M. Stasiak seconded. Unanimous.

**IV. COMMITTEE REPORTS**

Finance Committee

Report by M. Molgard, Chair. She reported that the Committee reviewed and approved the November Purchase Journal and Payroll totaling \$243,282.50 and the December Purchase Journal and Payroll totaling \$151,899.57. Included in the December Purchase Journal was the payment made to the law firm for assistance in the matter of the Cohoes Library as described by T. Burke in his report. T. Burke noted that assisting the member libraries in legal matters may have budget implications if this becomes a more regular service.

Services Committee: no meeting, no report

Administration Committee: no meeting, no report

Committee Assignments: P. Erlich reported that M. Muller will move to the Services Committee and C. Deisley, the new representative from the Albany Public Library, will move to the Administration Committee. He noted that there is already one Albany Public Library staff member on the Services Committee and it would be better to spread the representation over two Committees.

**V. NEW BUSINESS**

- FSA RESOLUTION: the Board members received a copy of the new resolution required by NYCON, the organization that carries the UHLS Flexible Benefits Plan.

**MOTION:** M. Molgard moved to accept the Adopting Resolution and authorize the Executive Director to sign it. J. Ivory seconded. Unanimous. (Copy attached to the Minutes)

- FINANCIAL CLERK: as noted in the UHLS By-Laws, the Executive Director is appointed as the Financial Clerk of the organization.

**MOTION:** M. Stasiak moved to appoint T. Burke, UHLS Executive Director, as the Financial Clerk. M. Muller seconded. Unanimous.

- **NON-PROFIT BOARD ASSESSMENT:** Information from Rockefeller College was emailed to the Board members. The College is offering a Board assessment service by students in a Nonprofit Governance graduate course. Discussion. T. Ricard asked about the goal of the assessment: was it to offer an educational opportunity for the graduate students or may there be real advantages for the UHLS Board? T. Burke noted that the UHLS Board would get some recommendations from the graduate group that could contribute to better functioning. M. Muller noted that any suggestions for improvements could also be shared with other library systems.

Consensus to go forward with the assessment. P. Erlich asked L. Lundgren to make the initial contact with the course professor at Rockefeller College and then he, T. Burke and any other trustees as needed, will follow up.

**VI. TRUSTEE REPORTS**

- **L. Lundgren:** Poestenkill held their 15<sup>th</sup> Annual Holiday Lights celebration and raised \$7,478 - passing their goal of \$7,000. There has been a steady increase in the funds raised through this project every year.
- **A. Booth:** RCS finished their 2016 Strategic Plan and it is now in place. The next step is to purchase their building.
- **J. Ivory:** Stephentown's community room is being used by many groups, including a Yoga class.

**MOTION:** J. Ivory moved to adjourn. A. Booth seconded.  
Unanimous. Meeting adjourned at 5:12 PM.

ADOPTING RESOLUTION

The undersigned authorized representative of Upper Hudson Library System (the Employer) hereby certifies that the

Employer Name

following resolutions were duly adopted by the Employer on 1/13/16 and that such resolutions have not been modified or

Date

rescinded as of the date hereof:

RESOLVED, that the form of Cafeteria Plan including a Dependent Care Flexible Spending Account and Health Flexible Spending Account effective 01/01/2016, presented to this meeting is hereby approved and adopted and that an authorized representative of the Employer

**Effective Date of Plan**

is hereby authorized and directed to execute and deliver to the Administrator of the Plan one or more counterparts of the Plan.

The undersigned further certifies that attached hereto as Exhibits A and B, respectively, are true copies of UHLS FSA Plan Flexible Benefits Plan, and the Summary Plan Description approved and adopted in the Employer

Name

foregoing resolutions.

Date: 1/14/16

Signed: T. G. Burke

Timothy G. Burke, Executive Director

[print name/title]