

MEETING MINUTES

WILLIAMSTON COMMUNITY LIBRARY FOUNDATION

BOARD OF DIRECTORS

Wednesday, 9 April 2008

MEETING LOCATION:

Williamston Community Library Foundation Office, 201 School Street, Room 26, Williamston, Michigan.

CALL TO ORDER:

The meeting was called to order at 7:02 p.m. by President, Frank Kolasa.

DIRECTORS PRESENT:

John Brazier, Fred Campbell, Tom Clay, Marlene Epley, Susan Graff, Frank Kolasa, Julia O'Connor (arrived at 7:12 p.m.), Fran Schaffert.

DIRECTORS ABSENT:

Jeff Bartrem

INTRODUCTIONS/OTHERS PRESENT:

Jan Quiring; Sheryl Knox, Technology Director at Capital Area District Library.

PUBLIC COMMENT:

None

MINUTES OF 12 MARCH 2008 MEETING:

Motion by **Fran**, seconded by **Fred**, to approve March meeting minutes subject to two spelling/typing corrections on page one and two spelling/typing corrections on page two. **Motion passed by voice vote.**

TREASURER REPORT:

Treasurer, Tom Clay, distributed a written monthly Treasurer's Report and a Summary Financial Report for the Murder Mystery Fundraiser held on 28 March 2008. Currently WCLF has received donations of \$3835 to apply toward the Friends of the Library Matching Grant. The 990 form (Return of Organization Exempt Form Income Tax) has been completed and submitted and the Application for License to Solicit Donations has been submitted to the Michigan Office of Attorney General. Tom will send the 990 to Wendell to post on the WCLF web site. Motion by **Fred**, seconded by **John** to approve the Treasurer's Report as written and presented. **Motion passed by voice vote.**

ANNOUNCEMENTS:

Reminder from Marlene of the Public meeting scheduled for Thursday, 17 April, 6:30 p.m. in the Library Activity Room. This is a library design workshop called by CADL and presented by Penschansky Whisler Architects. The purpose of the workshop is to receive public input

from the community on design strategies for new and renovated libraries, focusing on site selection, site arrangement and possible floor plans.

There is also a meeting scheduled with the Williamston Library staff. The time and date was not readily available – Marlene will obtain that information and inform Directors and other interested parties via e-mail. This meeting will be with Dan Whisler and is a follow-up meeting to the 1 April meeting that was previously reported by Marlene.

ACTION ITEMS:

- **Michigan Nonprofit Association membership:** Benefits to membership discussed. Membership fee is \$75 per year. Tom is familiar with the organization and supports WCLF membership. Jan stated that it is an excellent resource. Motion by **Fred** to apply for membership, seconded by **John**. Tom will complete the application and submit payment. **Motion passed by voice vote.**
- **Acquisition of additional property – progress report from Jeff and John:** No further progress has been made on this item. Frank spoke with Jeff regarding Jeff's telephone conversation with an owner of the beauty shop property. Jeff relayed the same information to Frank that he [Jeff] verbally reported at the March Board meeting. John confirmed that he was not advised by Jeff or included in the discussion.
- **Board Member Covenant:** Tom questioned if this document has been in the works for a while. Frank explained that it is a clarification document and calls attention to board member commitment. Tom asked if this document was modeled after a document from another organization; Marlene answered that it is modeled after a Habitat for Humanity Covenant. Marlene stated that the document is helpful when recruiting new board members, to clarify what is expected of them. Fred stated that it could be a good tool but it might be overwhelming to someone who is considering joining the Board. Susan responded that if it is overwhelming then it would show that the person(s) is not up to the task of being a Director. Motion by **Tom** to adopt the Covenant as written. Motion seconded by **Fran**. **Motion approved by voice vote.**
- **Taste of the World Dinner:** Discussion regarding the Board adopting this dinner as its signature annual fundraising event. This will be the third year for the event. The first two dinners were successful beyond expectation. Susan explained that it is held during Jubilee week because there are more people in town during that week. It is also far enough into summer that the weather is expected to be more stable. Motion by **Susan**, to approve the *Taste of the World Dinner* as the annual signature WCLF fundraising event. Motion seconded by **Julia**. **Motion approved by voice vote.**
- **Site Clean-Up:** Susan identified the first weekend in May with the next weekend as the rain date. Stories were shared about the mammoth poison ivy vine that was eradicated and removed last year. Susan will e-mail everyone with the scheduled date(s).

DISCUSSION ITEMS

- **Authority of Individual Directors to Represent WCLF:** Frank stated that individual directors do not have authority to represent WCLF unless in session or unless an assignment has been made by Board action. Fred asked for clarification and asked Frank to draft a policy for Board consideration. Tom and Fred discussed the importance of the policy distinguishing between conducting business on behalf of the board and acting as an ambassador. Marlene suggested that

the policy include requiring written reports from individuals conducting business on behalf of the board and/or making commitments on behalf of the board. This creates a paper trail and becomes part of the WCLF permanent record. Frank will draft a document and bring it to the May Board meeting.

- **Property Appraisal:** Capitol National Bank appointed the appraiser; WCLF was not allowed to obtain the appraisal. The appraisal of the two vacant WCLF lots [226 and 304 West Grand River] supplied to WCLF by Capitol National Bank is \$135,000. The appraisal is based on comparison to property in Lansing. It appears there is not comparable property in Williamston on which to base the appraisal. Frank explained that Capitol National is inflating the value of the house because the house is being judged as an income stream. The mortgage will have to be paid down to \$87,750 before Capitol National would allow the house to be removed from the site. WCLF has to pay down \$53,000 to arrive at the \$87,750 balance. The insurance settlement from the storm damage was being held-up waiting for the appraisal. The insurance settlement will be sufficient to cover the cost of taking down the house.

Strategies for obtaining the funds to quickly pay the \$53,000 were discussed. Fred suggested approaching five donors now for \$5,000 each and obtaining the \$20,000 for the Friends matching grant. Fran and Susan explained that the reason the Friends authorized the matching grant was to make payment on the mortgage and that the Friends want publicity for the matching grant. Jan advised that from a Capital Campaign perspective it would be ill-advised to publicize the matching grant at this time but that recruiting individual donors for the purpose of meeting the matching grant total would not hinder the Campaign.

Motion by **Fred** to attempt to obtain more reasonable financing agreement. Motion seconded by **Marlene**. Tom said that Independent Bank has expressed interest in providing financing for WCLF. **Fred** amended his motion to include authorizing Tom and Frank to meet with Independent Bank and/or other lending institution, to obtain refinancing information. **Marlene** seconded the amended motion. **Motion passed by voice vote.**

Fred asked that the Capital Campaign Core Committee identify large donors and supply the names to the Board within a month and no later than two months.

- **Rental of House:** The current renter has given notice that she will be vacating the house in May. It was not decided to immediately offer the house for rent because of the repair work that is required.
- **Meeting Notices:** Frank indicated that Jeff has raised concern about meeting notices to the public. Marlene stated that WCLF Board of Director meetings are printed in the Williamston Enterprise every week in the Community Calendar section. E-mail notices are also sent to CADL, Williamstown Township, City of Williamston, Williamston City Council, Williamston Chamber of Commerce, and a large number of individuals. Additions are continuously being made to the list of recipients. Meetings are also listed in Chamber of Commerce weekly e-news letter which is sent to all WCLF Directors. Meeting dates, times and locations are also easily obtained by visiting the WCLF website. Marlene will also begin posting meetings on the WCLF Office door. Tom suggested, and everyone agreed, that Frank ask Jeff for an explanation of his concerns and suggestions and that this item be tabled until the May Board meeting.
- **Charge to Public Relations/Marketing Committee:** Directors are asked to submit their suggestions to Marlene before the May meeting and this item will be on the May meeting agenda.

- **Attendance by Guests at Meetings of Operational Committee:** Frank explained that any Director can attend a committee meeting but cannot do so as a participant in the meeting if he/she is not a member of that committee, unless invited by the committee chairperson to participate.
- **2008 Capital Campaign Conference:** Information about the conference in South Carolina was submitted by Sandy Penn. Frank is not recommending or discouraging attendance. The notice was distributed as information only. Susan stated that WCLF has engaged the services of a professional Campaign Consultant [Jan Quiring] and attending the conference would be a duplication of effort. Jan said that occasionally there are similar conferences offered in the Mid Michigan area and, if the Board is interested, she will supply information about those conference as she learns of them.
Marlene talked about the need to discuss renewal of Jan's contract, which expired in December. Jan has been volunteering her time since then. This item will be on the May agenda.
- **Job Descriptions for the Board of Directors and Board Officers:** Tom said that he reviewed the descriptions and agrees that all are appropriate. Susan pointed out that the wording in the first sentence of the Vice President description should be changed from, "*as successor to,*" to, "*in absence of.*" Motion by Tom to accept all five descriptions with the stated change to the Vice President description. Motion seconded by Fran. **Motion passed by voice vote.**

REPORTS

- **Carver rent settlement:** Dave Jones is willing to pursue but needs to know where to find Ryan Carver. Susan thinks he works for Demmer and will attempt to confirm.
- **Status of property sale to RiverHouse Inn (Scott Simmons):** The legalities of this will be complete this week.
- **WCLF Office:** Earlier this week Marlene sent an e-mail report to all Directors and others. Paul Bostrom, a local electrician, has volunteered to come to the office later this week to take care of putting the wires above the ceiling tiles.
- **Capital Campaign Core Committee:** Marlene reported that the Committee has been stalled while they waited for the meeting with CADL, which has taken place. The next meeting is Monday, 12 May, 4:30 p.m. at the WCLF Office. The committee will be working to identify potential major donors and potential campaign cabinet members.
- **Building Committee:** No report.
- **Williamston City Council:** Susan submitted a written report.
- **Wheatfield Township:** Per John, nothing relevant to the Library or WCLF to report.
- **Williamstown Township:** No report.
- **Other meeting:** No reports.

CORRESPONDENCE:

None

PUBLIC COMMENTS:

None.

BOARD MEMBER COMMENTS:

Fran informed that the food servers at the monthly Masons breakfasts are members of various community organizations. The profits from the breakfast are shared with the organization whose members do the serving. Susan will contact the Masons and find out if WCLF can participate.

ADJOURNMENT:

Meeting adjourned at 9:00 p.m.

Respectfully submitted:

Marlene Ann Epley, Secretary

Approved by the Board of Directors on: 14 May 2008