

**BOULDER PUBLIC LIBRARY DISTRICT**

**-REGULAR MEETING-**

Tuesday, July 18, 2023

Boulder Public Library

1001 Arapahoe Avenue

Boulder, CO 80302

and

Via Zoom

6:00 p.m.

Join Zoom Meeting

<https://tinyurl.com/yckjjw7v>

Board of Trustees

Benita Duran

Jennifer Yee

Sylvia Wirba

Doug Hamilton

Cara O'Brien

Sam Fuqua

Joni Teter

Term Expiration

2028

2028

2027

2027

2026

2025

2024

**AGENDA**

1. Call to Order
2. Declaration of Quorum
3. Public Comment
4. Review and consider adoption of 2018-1028 BPL Master Plan (Leadership Team)  
<https://boulderlibrary.org/wp-content/uploads/2018/09/2018-Boulder-Public-Library-Master-Plan.pdf>
5. Approval of Minutes of May 16, May 23 and May 30, 2023
6. Library District Director Updates (David Farnan)
7. Staffing Subcommittee Report – Employee Survey Results
8. Communications Subcommittee Proposal - RFP Scoping for Communications Consultant for 2023 (Benita Duran)
9. Subcommittee Updates
10. Trustee Matters - Special meetings for August: 8/01, 8/08, 8/22, 8/29
11. Legal Counsel Status Report (Legal Counsel)
12. Adjournment

**NEXT SPECIAL MEETING: Tuesday, July 25, 2023 at 6:00 p.m.**

# RECORD OF PROCEEDINGS

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## MINUTES OF THE ORGANIZATIONAL MEETING OF THE BOARD OF TRUSTEES

OF THE

BOULDER PUBLIC LIBRARY DISTRICT

Held: Tuesday, May 16, 2023, at 6:00 p.m. at Boulder Public Library, 1001 Arapahoe Avenue, Boulder, Colorado.

### Attendance

The organizational meeting of the Board of Trustees of the Boulder Public Library District was called and held in accordance with the Colorado Revised Statutes concerning Open Public Meetings. The following Trustees, having been appointed by the Boulder County Commissioners and the City Council of the City of Boulder to serve on the Board, were in attendance:

Katharine (Joni) Teter  
Benita Duran  
Jennifer Yee  
Cara O'Brien  
Sylvia Wirba  
Doug Hamilton  
Sam Fuqua

Also present were Kim J. Seter, Esq., Seter & Vander Wall, P.C.; David Farnan, Director of the Boulder Public Library; David Gehr and Janet Michaels, Boulder City Attorney's Office; Jennifer Phares, Boulder Public Library; and, Chris Meschuk, Deputy City Manager for the City of Boulder. Kelly Hansen, Legal Assistant at Seter & Vander Wall, PC was present via Zoom. Lisa from the City Manager's Office assisted with the operation of the remote attendance.

### Call to Order

Mr. Seter called the meeting to order at 6:00 p.m. noting that a sufficient number of appointed trustees were present to create a quorum authorized to act on behalf of the District.

### Introduction

Mr. Seter discussed the purposes of the first meeting of the Board of Trustees as further described in the Memorandum contained in the Trustees' meeting packet.

### Oaths of Office

Mr. Seter reported that each of the Trustees had completed their Oath of Office which has been filed with the County Clerk and the Colorado Division of Local Governments. Accordingly,

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each is qualified to serve as a Trustee of the Boulder Public Library District.

Seating of Trustees and Introductions

Each of the attendees of the meeting introduced themselves and their positions described above.

Declaration of Quorum

Mr. Seter noted that the Trustees would be managing the assets and operations of an independent government entity. He took the opportunity to discuss the Open Meeting Laws that will govern the Board's operations noting that these discussions will occur frequently. He then noted that a quorum is Trustees is present and the Board is authorized to take official actions.

Election of Officers

Mr. Seter discussed the duties of Board Officers and the functioning of the Board and discussed how to determine the officers. A discussion was had concerning the merits of separating Secretary and Treasurer positions and the convenience of not doing so.

Trustee Hamilton moved to appoint Trustee Teter as President of the Board of Trustees. Trustee Duran nominated herself to serve. After discussion of various Trustees' willingness to serve, Trustee Fuqua noted that there appeared to be come consensus on a slate. Trustee Hamilton enquired of Trustee Duran if she would be willing to serve as vice-president.

Trustee Hamilton amended his Motion to elect a slate of candidates and upon second from Trustee Fuqua, the following officers were unanimously elected:

Trustee Teter, President

Trustee Duran, Vice-President

Trustee Wirba, Secretary/Treasurer.

Presentation by David Farnan, Boulder Library Executive Director

Mr. Farnan was introduced and he congratulated the Trustees on their new positions. Mr. Farnan noted that there is a chart that lays out what needs to be done in the months ahead. There are many intersecting parts and no date has been set for completion yet. The Board will need to employ or contract some staff to ensure this work can be completed. The library staff, city staff and contractors will have to be involved to meet the milestones. The City is committed to a smooth and efficient transaction with no interruption in service. Mr. Farnan has prepared

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documents identifying the intersections and transition points. The City's focus is to demonstrate to the citizens that their money is being well spent.

The Trustee's enquired about the charts and process that Mr. Farnan has identified and was assured the information will be shared with the Board.

Mr. Farnan also noted that the intergovernmental agreement with the City required by law will be critical to determining the District's future budget. Trustee Teter noted that support from City and library staff will be necessary to completing the process and questioned how the entities can work together. Mr. Meschuk noted the importance of obtaining legal counsel and some administrative support. The City wants to get the District board up and operating and suggested that an interim IGA would be useful to allow the Trustees to work through their process. We will have to be careful about conflict of interest in going through the process since the City and District are theoretically opposing one another in negotiations. We must be thoughtful and careful about the concern. Once the IGA is completed, we will have a clear roadmap to complete the transition.

Attorney Gehr describes some of the provisions of an interim IGA and final IGA that can smooth out the transition regarding employees and their duties. The final IGA can provide the details for the transition and the interim IGA can provide an agreement on operations pending the final IGA.

Mr. Meschuk notes that the City has gathered information in a binder and will provide additional information as requested by the Trustees. The City can also bring subject matter experts to the Trustees' meetings to answer questions and provide information.

Mr. Farnan confirmed that it will be necessary to work through and with the City and that the City is desirous of working with the Trustees to ensure the success of the District and the future of library services in the District boundaries.

Organizational  
Administrative Matters

Mr. Seter noted that there are numerous legal matters that must be addressed for the Trustees to satisfy Colorado law regarding open meeting, open records, library law and budget laws. He

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addressed the affect of various laws and requested consideration of various matters.

a. Upon motion made, seconded, and unanimously carried, the Trustees approved the Boulder Daily Camera for publication of legal notices.

b. Upon motion made, seconded and unanimously carried, the Trustees approved the front entrance to the Main Library Branch as the designated 24-hour posting place and the webpage that will be added to the municipal library website.

c. After discussion it was determined that the Boulder Public Library will assist in providing a section on its website for library district information and postings.

d. Upon motion made, seconded, and unanimously carried the Board designated the third Tuesday of each month at 6:00 p.m. at the Main Branch Library as its regular meeting date, time and location. The Board determined to hold special meetings every other Tuesday of each month until further notice.

The Board discussed a two-track approach to become educated on how to be a trustee and another concerning preparation for the IGA negotiations and coming budgeting process. Mr. Farnan noted that the Trustees should consider subcommittees because there will be great deal of work to do and there is not need for anyone to work on it all.

Trustee Indemnification  
Resolution

Mr. Seter discussed the limitations on liability of the District, the Board and the Trustees provided by common law and especially the Colorado Governmental Immunity Act and its authorization to the Board to indemnify employees and Trustees against the possibility of incurring expenses as the result of any lawsuits or other actions.

Upon motion made by Trustee Teter, seconded by Trustee Yee, the Board unanimously approved Resolution 2023-5-1 for the Defense and Indemnification of Trustees and Employees of the District as presented.

Engagement of Legal  
Counsel and other  
Consultants

Mr. Seter presented an engagement letter from Seter & Vander Wall, PC and discussed other efforts available to obtain legal representation.

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Upon motion made, seconded, and unanimously carried, the Board approved the engagement of Seter & Vander Wall, PC to serve a legal counsel to the Board of Trustees.

Trustee Duran stressed the desire for legal counsel to prepare and provide an equity, diversity, and inclusion statement of the firm as soon as one can be developed.

The Board discussed the need to engage other consultants to work through the issues that must be addressed in the IGA and to assist in negotiations.

## 2023 Budget Approval

Mr. Seter described the Colorado Budget Law for local governments and the budget calendar that must be followed to coordinate with the county assessor, treasurer and to meet the deadline for levying taxes January 1 of each year. He also described the legal requirement that funds be budgeted and “appropriated” prior to any expenditure. Since the District Board is finally constituted and funds are available, a budget and appropriation must be approved after a public hearing. Mr. Seter presented the draft budget prepared to satisfy the Colorado Budget Law.

President Teter opened the public hearing on the 2023 budget at 7:40 p.m.

Mr. Farnan discussed the budget that was presented and the importance of the process going forward into 2024.

There being no further public comment on the budget, the public hearing was closed at 7:46 p.m.

Upon motion made by Trustee Duran and seconded by Trustee O’Brian, and unanimously carried, Resolution No. 2023-5-2 Summarizing Expenditures, and Revenues, Adopting a Budget and Appropriating Funds was unanimously approved.

## Legal Counsel Status Report

Mr. Seter presented and discussed the items in the Legal Status Report Memorandum. This report is directed to the agenda items for this organizational meeting. That will not typically be the case in the future. The report provides running tally of legal work underway and avoids the need for lengthy oral reports at Board meetings.

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## Presentation of Draft IGA

Mr. Seter presented a copy of the existing draft IGA prepared as part of the City's process to approve formation of the Library District. A discussion was had concerning the breadth of the IGA and the types of issues that must be addressed to provide an efficient and effective transition of the library system to the Library District.

Trustee Fuqua enquired if the plan is to move forward with an interim IGA and then utilize the interim period to complete a final IGA and was advised by President Teter that it is the plan. Trustee Yee asked if there will be a document stating what the City will do and was advised that the interim IGA will contain those terms. Mr. Gehr noted that it will be reduced to a writing and the City anticipates being reimbursed for various categories of expense.

Mr. Meschuk responded to questions concerning the current position of City Council and was advised that it has been a long time since the matter was presented to Council so there may be significant changes and the City will have to address as an entire council.

Trustee Hamilton enquired about opening bank accounts for the District in order to take advantage of the funds that are being held by the Treasurer. Mr. Seter notes the limited investment options available through COLOTRUST to satisfy the limitation of the Public Deposit Protection Act which we will discuss in the future.

Trustee Duran enquires about conflicts of interest and conflict statements. Mr. Seter notes there are seldom conflicts in library districts unless there is some direct contracting or dealings with a Trustee. He also noted that in the future, a conflict letter will be provided for Trustees to consider and provide forms for curing conflicts by disclosure to the Secretary of State prior to actions being taken.

A discussion was had concerning providing a portal to provide access to Board and District documents in the future.

## Trustee Matters

There were no trustee matters brought before the Board.

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Adjournment

There being no further matters presented to the Board, the meeting was adjourned at 8:14 p.m.

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Secretary for the Meeting

DRAFT



July 15, 2023

## REQUEST FOR PROPOSAL: EMPLOYEE BENEFIT BROKER/CONSULTING SERVICES

Dear \_\_\_\_\_:

**Boulder Public Library District** is seeking written proposals for an insurance brokerage firm to provide Employee Benefit Brokerage and Consulting services. Technical questions or requests for clarification shall be directed, in writing, to the email address below. **Boulder Library's** responses to a proposer's question(s) will be provided via return email only to the proposer asking the question(s), and not shared with other respondents.

Boulder Public Library District  
David Farnan, Director  
1001 Arapahoe Avenue  
Boulder, CO 80302  
303.441.3104  
farnand@boulderlibrary.org

### 1. GENERAL INFORMATION

#### 1.1. Key Dates

The following table outlines **Our Company's** key dates and events in this RFP process.

July 21, 2023	RFP is available
August 4, 2023	Deadline for receipt of Proposals to <b>Boulder Library</b>
August 15, 2023	Selection completed/contract negotiations begin

**Boulder Library** reserves the right to extend the submission deadline or any other deadline or date indicated in the RFP in the event that an extension would be in the best interest of the library.

#### 1.2. Background of Company

Boulder Public Library District is a new district established through a vote of the electors within its boundaries according to State of Colorado Law in November 2022. The Library Board of Trustees was seated in May of 2023. Our goal is to build the infrastructure and internal services to be a free-standing independent entity by January 1, 2024. We are currently working through each step of that transition process. The library currently has 114 employees [89 standard, 25 temporary.]

#### 1.3. Preparation Costs

**Boulder Public Library District** shall not be responsible for proposal preparation costs, nor for the cost, including attorney fees associated with any administrative, judicial or other type of challenge to the determination of the selected proposer and/or award of the contract and/or rejection of the proposal. By submitting a proposal, each respondent agrees to be bound in the respect and waives all claims to such costs and fees.

## 2. RULES GOVERNING PROPOSALS

### 2.1. Confidentiality

The content of all proposals will be kept confidential throughout the selection process and afterward. Copies of any proposal will not be shared with other respondents.

### 2.2. Disposition of Proposals

All materials submitted in response to the RFP shall become the property of **Boulder Public Library District**.

### 2.3. Modification of Proposals

Modifications to proposals will not be accepted by **Boulder Public Library District**.

### 2.4. Late Submissions

Proposals not received prior to the date and time specified will not be considered.

### 2.5. Acceptance/Rejection of Submittal

**Boulder Public Library District** reserves the right to reject any or all responses to this RFP, to waive minor irregularities in any proposal or in the RFP procedures, and to accept any proposal presented which meets or exceeds these specifications and which is deemed to be in the best interests of the **Boulder Library**. However, the requirements for timelines shall not be waived.

### 2.6. Proposal Evaluation

A committee of individuals representing **Boulder Public Library District** will perform the evaluation of all proposals. Following this evaluation process, the committee *may* elect to ask certain respondents to complete an oral or written interview before the committee. The purpose of the interview would be to allow those further selected firms expansion and discussion of their written responses.

### 2.7. Oral Interviews

If oral interviews are provided, they will be held at the sole discretion of Boulder Public Library District and are for the purposes of allowing *the library* to broaden their understanding of certain selected respondents.

### 2.8. Final Broker Selection

The final selection of the successful respondent(s) is scheduled to be completed as soon as possible. The successful respondent will assume their responsibilities immediately upon Board of Trustee approval of their contract.

### 3. MINIMUM QUALIFICATIONS

All brokerage firms submitting a proposal must:

- a. be licensed to do business in Colorado,
- b. have the expertise, licenses and resources to provide Employee Benefit broker/consulting services for **Boulder Public Library District** current and future operations,
- c. consistently maintain and allocate sufficient staffing resources to provide timely service for **the library's** Employee Benefit broker/consulting service needs,
- d. maintain staff that are qualified and available to provide specialized technical expertise in various disciplines as necessary.

**Proposers may not contact the insurance marketplace nor discuss our account with underwriters until we have made our final broker selection.**

### 4. PROPOSAL GUIDELINES

Please respond as outlined in this request for proposal and observe the following guidelines:

- a. Respond to questions as directly as possible along with any supporting information you feel will be pertinent to these questions.
- b. Electronic proposals must be sent to [farnand@boulderlibrary.org](mailto:farnand@boulderlibrary.org) no later than **noon August 4, 2023**.
- c. Our final broker selection will be made based on our evaluation of the responses outlined in Section 5 of this Request for Proposal and the following criteria
  - i. Ability to meet timeline
  - ii. Ability to manage transition and education of staff from current benefits package to new package
  - iii. Overall service orientation

Submission of a proposal will be construed to imply agreement in advance to the services outlined in the enclosed materials. Links to brochures, photos, annual reports or any other appropriate printed material may be included in your proposal. The proposal package should be kept as brief as possible, however, with the subject areas clearly defined.

## 5. QUESTIONS

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### 1. Firm History and Experience

Provide a brief history of your firm including size, volume of business, locations, number of years in business and business philosophy.

### 2. Account Team Qualifications

Provide an overview of the account team that would be assigned to Boulder Library. For each member of the team, provide highlights outlining qualifications and experience. Provide a summary of roles and distribution of responsibilities.

### 3. Costs, Client and References

- a. **Please provide a firm estimate of all fees and/or commissions for each of the services to be provided by your company as well as any partner organizations (i.e., online benefits enrollment, monthly fees for a concierge medical program, wellness plans, etc.). Please include the fees for subsequent years if there is a significant differential in cost from year one as well as provide any guarantees that can be made regarding increases in future years.**
- b. Describe how you would improve our benefits package to help attract and retain talent.
- c. Describe one innovative strategic solution you have implemented for clients similar to Boulder Public Library that highlights how you have used to help manage the client's overall health care plan. Please provide that clients contact information.
- d. Please describe a time in which your team made an error that adversely impacted a current client and describe how your team remedied the situation. Please provide that client's contact information.
- e. Include a list of similar-sized clients your company has served within the past three years and furnish the names and telephone numbers of at least two additional references whom we may contact.
- f. Include a reference of a former client whom we may contact.

### 5. Services

- a. What education programs do you offer to employees as well as spouses and dependents?
- b. Describe the Open Enrollment process as it would be presented to our employees and give a timeline.
- c. Provide an overview of your account support and administration services, including enrollment coordination and ongoing support for **Boulder Library** employees.
- d. Please describe how employees would resolve any services that were declined/not covered, issues with billing, or any other participant concerns.
- e. Briefly describe your capabilities in ongoing plan performance monitoring, plan performance forecasting, claims experience analysis, benchmarking and reporting.
- f. Describe your use of technology to support online employee services and education.
- g. Describe any additional service options that may be of interest to **Boulder Library**.

**5. Describe attributes that make you a valuable strategic partner to Boulder Public Library.**

**6. Compensation**

- a) Describe how you expect to be compensated for the services outlined in this proposal.
- b) State your philosophy of compensation disclosure.

## **Agenda Item 8**

### **Proposal for a Communications RFP for 2023 work**

#### **7/18/2023**

**Action required:** On June 27, 2023, the Communications Subcommittee presented a skeleton communications plan to the Board. The Board discussed and endorsed some aspects of this plan, but did not discuss a portion of the plan that would require additional time and expenditure of District resources. The Library Director asked that the matter of an RFP to hire additional communications support using 2023 funds return to the full board for direction.

#### **The Proposals at issue**

Included in the 6/27 report is a proposal to draft, by the end of July, an RFP to hire a communications advisor who would work with the Trustees on strategic engagement, communications and outreach and roles, plus planning for marketing and engagement, around programming and budget in 2024 and 2025.

The Library Director has stated that he plans to hire communications staff in 2024, and he would prefer to let them manage an RFP process for communications engagement and marketing at that time.

#### **Summary of the 2023 Communication Plan**

The Communications Subcommittee reported to the Board on successful outcomes of several meetings with the City of Boulder's Communications staff. The City has agreed to provide support to the District and work collaboratively with the Communications Subcommittee to share information with the public in a variety of areas for the remainder of 2023. The primary communication areas identified for 2023 are District budget hearings, IGA process ("your library district trustees at work") and a possible celebratory event to conclude the transition. This plan can be executed with no new resources and without the direct involvement of the Library Director. Elements of the 2023 Communications plan as presented and approved by the Board include:

#### **BPL newsletter (bimonthly)**

Reaches 43,000 emails from library patrons

Commitment to do one 250 word article/link to longer article in mid-month, July - December.

Cara is the lead, working with Emi on City staff.

#### **City of Boulder Community Newsletter**

Reaches nearly every household in the City.

Possible article on the transition in Fall or Winter

Benita is the lead.

**Channel 8, Inside Boulder News**

Two minute features in August, October and December.  
Cara is the lead.

*The Board approved this portion of the plan and Trustees agreed to lend their support where needed.*

Next Door - City has a public channel. Suggestion to use ND to reach households outside the city and within the district, although they may already receive the BPL Newsletter,

*Board members expressed caution about using Next Door for information sharing, and no specific actions were proposed.*

The report also proposed possible meetings between the Trustees and the Library Commission (which the Board endorsed) and touched briefly on Social Media and Youth Engagement (for which no specific actions are proposed at this time).

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## MEMORANDUM

TO: Boulder Public Library District

FROM: Seter & Vander Wall, P.C.; Kim J. Seter, Esq.

DATE: July 13, 2023

RE: Legal Status Report for July 18, 2023

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**This Legal Status Report is Protected by Attorney-Client Privilege.  
It Is Not Subject to Disclosure for Any Purpose and Copies Shall not be Distributed to Any  
Person Outside the Attorney-Client Relationship.**

This is our legal status report for the July 18, 2023 Board of Trustees meeting.

### Negotiation of Intergovernmental Agreements

**Task:** Draft, negotiate and finalize Intergovernmental Agreement among the City, County and Library District required by § 24-90-107(2)(e), C.R.S.

**Status:** The Interim IGA anticipates execution of the Final IGA by October 31, 2023.

A DRAFT IGA was reviewed and discussed by the Trustees on July 11, 2023. The proposed DRAFT has been divided into 2 documents:

- A. Draft Intergovernmental Agreement Between the City and the Library District; and,
- B. Draft Intergovernmental Agreement Among the County, City and Library District concerning Appointment of Trustees. ATTACHED

**Action:** Trustee Duran will discuss the division of the IGAs with the County to ensure there is no misunderstanding.

### IGA Sub-Projects Underway

1. Obtain and review title work on all properties to be conveyed in fee.

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2. Review library property leases regarding assignability and allowed uses etc.
3. Obtain list of operations contracts and copies for review for assignability and conditions.
4. Obtain list of BPL Library personnel
5. Follow upon NOBO subdivision
6. Prepare analysis regarding transition of employee sick and vacation leave
7. Draft proposed Civic Center License Agreement

### **Procurement/Purchasing and Services Contracts**

**Task:** Prior to obtaining a bank account, the District is expending money from the BPL Library Fund. The expenditure of these funds is subject to laws and regulations that apply to the City that may not apply to the District. In addition, there are laws that apply to the District that do not apply to the City. We need to coordinate with the City to ensure compliance.

**Status:** A meeting is being arranged with the City Purchasing Manager to coordinate procurement processes and compliance.

**Action:** **None Required.**

### **Minutes Backlog**

**Task:** Prepare meeting minutes.

**Status:** I apologize for falling so far behind on drafting the minutes. Kelly Hansen is going to take over the drafting so that we can get caught up.

**Action:** **None Required.**

### **Library Tax Receipts**

**Task:** Move tax receipts held by the county treasurer to District. This will require an agreement and some sureties pursuant to the Library Law.

**Status:** Waiting for the District bank account to be opened.

**Action:** Please be conscious of these requirements as they will be brought to your attention frequently.

### **Notice of Violation of 5.5 % Limitation**

- Task:** The Colorado Division of Local Governments in the Department of Local Affairs notified the County of its belief the District has violated the limitation of 5% property tax revenue increases and must refund its tax receipts.
- Status:** The Division often makes these errors. I do not believe the County did anything wrong in the election that approved the tax revenue in the first instance. We are addressing this matter with the Division.
- Action:** **None required.**

### **SB 23-303 and SB23-108 Property Tax Reduction Laws**

- Task:** Provide information and advice on the effect of these bills on library finances.
- Status:** The state legislature adopted these bills in an extended legislative session to reduce property taxes. They effects the Library District's revenues. The Bills were drafted quickly and poorly. We are trying to determine what they mean and how the county assessors will implement them.
- Action:** **None Required.**

### **Property Leasing and Property Ownership Affect on District Borrowing Under TABOR**

- Task:** We will provide information on the affect of owning and leasing library buildings on the District's ability to finance future capital projects.
- Status:** The information will be added to the status report here when completed.
- Action:** **None Required.**

### **Proposed Bylaw Amendment**

- Task:** Propose Bylaw Amendment language and identify the process for making changes.
- Status:** This information will be included in the July 25 status report.
- Action:** **None Required.**

### **Additional Projects Outstanding**

- a. Research City and District requirements regarding employment benefits
- b. Resolution regarding state Family and Medical Leave Insurance Program opt-in or opt-out
- c. Insurance matters including director errors and omissions, public officials' liability coverage, trustee bonds, and workers compensation
- d. Colorado Open Records Act Resolution (CORA)
- e. Colorado State Archives Records Retention Schedule and Resolution
- f. Resolution regarding disposal of data containing personally identifying information

**INTERGOVERNMENTAL AGREEMENT**  
**AMONG**  
**THE COUNTY OF BOULDER, COLORADO**  
**THE CITY OF BOULDER, COLORADO**  
**AND**  
**THE BOULDER PUBLIC LIBRARY**  
**DISTRICT**  
**REGARDING APPOINTMENT AND**  
**REMOVAL OF TRUSTEES**

The Board of County Commissioners of Boulder County (“**BOCC**” and/or “**County**”), the Boulder City Council (“**City**”), and the Board of Trustees of the Boulder Public Library District (“**Board of Trustees**” and/or “**Library District**”)(collectively the “**Parties**”) enter into this Intergovernmental Agreement Regarding Appointment and Removal of Trustees pursuant to § 24-90-107(2)(e), C.R.S. (this “**Trustee Appointment IGA**”).

**RECITALS**

- A. The voters within the Library District’s proposed boundaries approve its formation pursuant to § 24-90-107(2), C.R.S., at the general election on November 8, 2022.
- B. The “legal service area” of the Library District as defined in § 24-90-103(4.5), C.R.S., is depicted in **Exhibit A** (“**Service Area**”).
- C. The City and the County appointed a seven-member board of trustees to manage and control the Library District pursuant to § 24-90-108(1), C.R.S. A list of the appointed Trustees and their terms is attached as **Exhibit B** (“**Board of Trustees**”).
- D. The legislative bodies of the County, the City, and the Library District are required to enter into an intergovernmental agreement within ninety days of the appointment of the board of trustees, or within such time as otherwise agreed, pursuant to § 24-90-107(2)(e), C.R.S. to establish the rights and responsibilities of each regarding the Library District.
- E. The right and responsibility to appoint Trustees is delegated by state law to the City, the County as the “Establishing Entities”, and the Board of Trustees jointly; and the City and County have each requested joint annual reports and meetings with the Board of Trustees (the “**Joint Obligations**”).
- F. The Parties entered into an Interim Intergovernmental Agreement dated June 16, 2023 (the “**Interim IGA**”) to extend the deadline for the Final IGAs to October 31, 2023.
- G. The Parties now enter this Trustee Appointment IGA as their final IGA to address their Joint Obligations and responsibility to ensure that Trustee Appointments and removals are timely and efficiently handled in accordance with § 24-90-108, C.R.S. and to provide for the annual reporting requirements.

NOW, THEREFORE, the Parties enter this Trustee Appointment IGA.

## **AGREEMENT**

### **Section 1**      **Library District Obligations.**

**Section 1.1.**      **Annual Report.** No later than July 31 of each year, beginning in 2025, the Library District will provide a written annual report to the City and the County (“**Annual Report**”). The contents of the Annual Report will include, but not be limited to, the current state of the library system, goals and projections for the coming year, a summary of the current adopted budget, status of reserve accounts, and such other statistics and information as the Board of Trustees deems to be of public interest. The information in the Annual Report will also be presented publicly to the City Council and to the Board of County Commissioners at such times as each body and the Library District may agree. The Library District shall also make available to the City and the County a copy of its audited financial statements for the previous fiscal year when available and submitted to the Office of the State Auditor in compliance with Section 29-1-606(3), C.R.S.

**Section 1.2**      **Annual Meeting.** The City Council and Board of Trustees, or subcommittees thereof, shall meet annually (or as otherwise agreed between them) to discuss issues of common interest and concern, upon the request of either party. The annual verbal report to Council in a public meeting, as required by Section 1.6, may, upon mutual agreement, be sufficient to meet this requirement. This requirement shall remain in effect for five years following the Transition Year and shall be thereafter renewable, by mutual agreement, in three-year increments. The Library District shall provide notice of this meeting to the Board of County Commissioners and invite the Board of County Commissioners to participate.

### **Section 2**      **City, County and Board of Trustees Obligations.**

#### **Section 2.1**      **Appointment of Trustees.**

- a.      The City and County appointed trustees to the initial Library District Board of Trustees, through a committee of two members of each legislative body with ratification of appointments by both legislative bodies, pursuant to § 24-90-108, C.R.S.
- b.      The Board of Trustees is responsible for filling vacancies in the Board of Trustees, subject to ratification of appointments by the Establishing Entities, pursuant to § 24-90-108, C.R.S., as amended.
  - The Board of Trustees should reflect the demographic and geographic diversity of community members within the Service Area.
  - The Board of Trustees shall make all necessary rules and regulations for managing and discharging its duties and for its

own governance and procedures and for the preservation and protection of the Public Library Funds.

- c. The Board of Trustees will propose candidates for replacement trustees within 90 days of the occurrence of any vacancy and provide information on the reasons for its choice.
- d. The Establishing Entities will ratify or reject the recommended replacement candidate within 60 days or the recommendation will be deemed ratified as provided in Section 24-90-108, C.R.S.

**Section 2.2 Removal of Trustees.**

A Trustee may be removed only by majority vote of the Board of Trustees in accordance with Colorado Library Law; and by a majority vote of the appointing legislative bodies upon a showing of good cause as defined in the Trustee's Bylaws. Under the Trustee's Bylaws, good cause includes but is not limited to, a deliberate breach of the Bylaws or rules and regulations adopted by the Board of Trustees; criminal or fraudulent activity; causing significant harm to the Library, either materially or to its reputation; failure to perform duties outlined in the Bylaws; or failure to attend three consecutive regular monthly meetings of the Board without an excused absence. The Board may waive or authorize an unexcused absence from the attendance requirement under extenuating circumstances.

**Section 4.7 Notice.** Any notices given under this Agreement are deemed to have been received and to be effective: (1) three days after the same shall have been mailed via Federal Express; (2) immediately upon hand delivery; or (3) immediately upon receipt of confirmation that an electronic mail transmission was received. For the purposes of this IGA, any and all notices shall be addressed to the contacts listed below:

**For the County:**

Board of County Commissioners  
Boulder County Courthouse  
Third Floor  
1325 Pearl Street  
Boulder, CO 80302  
303-441-3500

Boulder County Attorney's Office  
Boulder County Courthouse  
Fifth Floor  
1325 Pearl Street  
Boulder, CO 80302  
303-441-3190

**For the Library District:**

Board of Trustees  
Boulder Public Library District

Library District Attorney

**For the City:**

City Manager  
Attn. Nuria Rivera-Vandermyde  
1777 Broadway

City Attorney  
Attn. Teresa T. Tate  
1777 Broadway

Boulder, CO 80302  
303-441-3090  
riveravandermyden@bouldercolorado.gov

Boulder, CO 80302  
303-441-3020  
tatet@bouldercolorado.gov

**IN WITNESS WHEREOF**, the City, the County and the Library District have signed this Agreement to be effective on the date last signed below.

**BOARD OF COUNTY COMMISSIONERS  
BOULDER COUNTY, COLORADO**

\_\_\_\_\_  
Chair

\_\_\_\_\_  
Date

ATTEST:  
\_\_\_\_\_

Approved as to form:  
\_\_\_\_\_

Boulder County Attorney

**BOULDER LIBRARY DISTRICT  
BOARD OF TRUSTEES**

\_\_\_\_\_  
President

\_\_\_\_\_  
Date

ATTEST:  
\_\_\_\_\_

Approved as to Form:  
\_\_\_\_\_

\_\_\_\_\_  
Secretary

\_\_\_\_\_  
Library District Attorney

**CITY OF BOULDER, COLORADO**

\_\_\_\_\_  
Mayor

ATTEST:  
\_\_\_\_\_

Approved as to Form:  
\_\_\_\_\_

\_\_\_\_\_  
City Clerk

\_\_\_\_\_  
City Attorney