

RECORD OF PROCEEDINGS

MINUTES OF THE SPECIAL MEETING OF THE BOARD OF TRUSTEES

OF THE

BOULDER PUBLIC LIBRARY DISTRICT

Held: Tuesday, July 11, 2023, at 6:00 p.m. at Boulder Public Library, 1001 Arapahoe Avenue, Boulder, Colorado.

Attendance

The special meeting of the Board of Trustees of the Boulder Public Library District was called and held as shown above in accordance with the statutes of the State of Colorado. The following Trustees, having confirmed their qualifications to serve on the Board, were in attendance:

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

Also present were Kim J. Seter, Esq., Seter & Vander Wall, P.C.; David Farnan, Director of the Boulder Public Library; and Jennifer Phares, Boulder Public Library. Kelly Hansen, Legal Assistant at Seter & Vander Wall, P.C. was also present. Marissa Peck, Associate Attorney at Seter & Vander Wall, P.C. was present via Zoom. Jennifer Phares assisted with the operation of the remote attendance.

Call to Order

Trustee Teter called the meeting to order at 6:04 p.m. noting that a sufficient number of appointed trustees were present to create a quorum authorized to act on behalf of the District.

Public Comment

Jessie Friedman stated that she has communicated with Mr. Farnan and that she completely supports where he is coming from regarding the Jaipur Literature Festival. She also stated that she had questions regarding the funding of the District and the role of the Trustees that have since been clarified by Mr. Farnan.

Trustee Matters

None.

Director Updates

Mr. Farnan stated that the staff survey concluded last week. Mr. Farnan had engaged Ariel I.T. to advise the Trustees during

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IGA negotiations, noting their previous experience working for the City. The I.T. consultant will be present for the City's I.T. presentation and will be able to ask questions of the City's I.T. staff. The consultant will also attend two Board meetings following the City's I.T. presentation to share his thoughts and recommendations with the Trustees as well as necessary steps for ensuring a smooth migration of data. Trustee Yee asked if Ariel I.T. currently works for the City and if there is a conflict of interest. They do not currently work for the City so there is not a conflict of interest. President Teter inquired about the process of migration of data and Mr. Farnan noted that we will know more after the City's presentation. Mr. Farnan discussed longtime Library volunteer Andy Sandler and stated that he applied to be on the Board of Trustees as well as the Library Commission three times and is disadvantaged by his age being under 35. As such, he is now serving on the Foundation Board. Mr. Farnan stated that Mr. Sandler helped to set up bilingual hot spot troubleshooting during the pandemic, was formerly an employee at Twitter and is available to provide the Trustees guidance on I.T. matters as well. Trustee Hamilton noted that there seems to be language alluding to a continuing obligation in the IGA draft regarding I.T. and a lengthy migration process. Trustee Hamilton asked if the data migration would occur after the closing of the IGA. Mr. Farnan stated that will be something for the Trustees to discuss further. He believes the City will recommend migrating most of the data, specifically that of H.R. and payroll, onto Library servers, prior to the completion of the IGA. The Library would likely publish an RFP for data migration services prior to the completion of the IGA and Ariel I.T. can provide the Board with some guidance in that regard. Mr. Farnan stated the Library's intent to continue using Microsoft 365 and Workday to make the transition as smooth as possible.

Mr. Farnan stated that the facilities consultant is nearly done with its report and the Trustees will likely receive it at the August 1 Board meeting.

Mr. Farnan stated that the financial consultant is almost finished with the financial model which will be ready for partial review at the August 1 meeting as well.

Mr. Farnan stated that work on the employee handbook has begun. It is on track to be ready by late August/early September.

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Mr. Farnan is talking to benefits brokers and will have an RFP for the Trustees to review either at the next meeting or the following one so that they may get a draft benefits package by late August.

Mr. Farnan discussed the Jaipur Literature Festival (“JLF”), noting that it is a great event for the Library and that it is one of the most diverse events that happens in Boulder but that he does not believe it is advisable to fund the festival this year because the Trustees need time to fully review the Library District’s finances and have a complete understanding of all funding needs that the Library has before making any financial decisions.

Since the pandemic, the Library has been faced with about \$2,000,000 in budget cuts, resulting in layoffs for approximately 20% of all Library staff, the closing of buildings, and the cutting of service hours. BPL is about halfway back to pre-pandemic levels. The ballot language promises a return to pre-pandemic levels. Doing so is a multi-million-dollar task and we currently do not have the funds or process built in to do it before the budget is determined. Mr. Farnan discussed the budget items that remain unknown at the present, such as the cost of the benefits package. On top of that, program funding needs to go through proper channels. In the past, program funding has come via a grant from the Library Foundation wherein the Library would prepare a proposal for the Foundation which would decide whether to fund programs. About five years ago, however, the Foundation moved away from that model and would grant a specific amount of money which would then go to an outline the program team and all of library staff have discussed about what they think is most beneficial and what are the most cost efficient, effective ways of reaching out to the community with a programming schedule. Mr. Farnan does not pick and choose programs and that he does not expect the Trustees to be involved in picking and choosing individual programs either. The Trustees role in budgeting certainly welcomes ideas about services, events, programs, but the Library has always been dependent on the Foundation for program funding. That may change under the District, making program funding a much larger budget item than previously if the Trustee choose. Trustee Teter stated that she has been a big fan of the JLF and has frequently volunteered for it but that she thinks it is very important for the Board to

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direct community requests to Mr. Farnan and have Mr. Farnan bring it to the leadership and program teams. Ms. Teter discussed the report the Board received from Ms. Kopke on One Book One Boulder, stating that it was a great illustration of the way the program team works, which is a huge evaluation up front about how to get the most bang for the buck, a set of metrics that they apply, evaluating based on those metrics and changing as need be. Trustee Teter stated that she was unsure about now, but that in the past, the JLF didn't really score that high on those metrics, as much as they might all love it in that the cost per participant is extremely high relative to other programs. Trustee Teter stated that is the sort of thing that program staff needs to evaluate and recommend to the Board. Trustee Teter seconded everything David said and echoed her concern for being careful with funds at this juncture.

Subcommittee Updates
-Communications
Subcommittee

Trustee O'Brien asked the Trustees for feedback on the newsletter that was sent to the Trustee the previous day. Trustee Yee suggested changing the portion of the newsletter that stated Board of Trustee meetings start at either 5:00pm or 6:00pm to just 6:00pm to limit confusion. Trustee O'Brien agreed to making that change.

IGA Presentation

Mr. Seter provided an overview of the IGA in its most current form. Mr. Seter pointed out Article I outlining pre-closing obligations and responsibilities. The Trustees were directed to review the last sentence of section 1.1.1 regarding cost reimbursement to the City. It will be easier to agree to pay the City a set amount rather than paying for a number of individual items. Trustee Teter stated that Chris Meschuk would like to review the District's financial model to determine the reimbursement schedule to ensure that the City is not impeding Library operations.

Moving to Article II regarding closing obligations and responsibilities, Mr. Seter stated that he inserted section 2.2.1 establishing a list of employment positions to be transferred to the District in order to prevent confusion over who is and is not considered a Library employee. The Trustees discussed the need to research vacation and sick leave provisions further and potentially provide clarification to Library employees about the nature of the City's sick leave policy.

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Regarding conveyance and use of real property rights, Mr. Seter noted that the draft IGA he received from the City had the Carnegie Library for Local History and the George Reynolds Branch Library being conveyed via quit-claim deed. For section 2.3.2, Trustee Duran suggested changing “completion of construction” to certificate of occupancy. Turning to section 2.3.3, Mr. Seter remarked that the City would like to convey the Main Library building to the District but retain ownership of the land under and around it. Trustee Duran asked why the City only wants the land under the Main Library and none of the others and Trustee Teter responded that the City does not want to subdivide the civic area. Mr. Farnan explained that the Trustees will also have to consider maintenance of the parking lot and grounds. Trustee Teter suggested potentially narrowing the definition of the Civic Center as laid out in section 2.3.3d.

Regarding section 2.4b, Mr. Farnan stated that it is unlikely the City conveys all computers, software/hardware and programs to the District and that is probably in the Library’s best interest to purchase new computers and software licenses.

Moving to Article III regarding post-closing obligations and responsibilities, Mr. Seter explained that its contents are mostly things the City and County want. Trustee Teter suggested removing section 3.1.2 or inserting language clarifying the focus of the plan. For section 3.1.3, Mr. Seter suggested moving the deadline for submitting an annual report to the City and County from March 31 to the end of July when the audit will be completed. Discussing section 3.1.4, Mr. Seter remarked that annual meetings with City Council and the Board of County Commissioners have proven to be very beneficial for his other library district clients as it provides a forum for resolving any tension between the entities.

Trustee Hamilton pointed out that section 3.2.2 and 3.3.1 are contradictory and should be merged under a section titled “Obligations of the City and County.”

Adjournment

There being no further business to come before the Board, and upon motion duly made, seconded and unanimously carried, the meeting was adjourned at approximately 8:20 p.m.

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Secretary for the Meeting