

RECORD OF PROCEEDINGS

MINUTES OF THE REGULAR MEETING OF THE BOARD OF TRUSTEES

OF THE

BOULDER PUBLIC LIBRARY DISTRICT

Held: Tuesday, September 19, 2023, at 6:00 p.m. at Boulder Public Library, 1001 Arapahoe Avenue, Boulder, Colorado.

Attendance

The regular 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
Sam Fuqua
Jennifer Yee (via Zoom)
Doug Hamilton
Cara O'Brien
Sylvia Wirba (via Zoom, joined at 7:10 p.m.)

Also present were Kim J. Seter, Esq, Seter & Vander Wall, P.C.; David Farnan, Director of the Boulder Public Library; Jennifer Phares, Deputy Director of the Boulder Public Library; Andy Saylor of the Boulder Library Foundation and IT Subcommittee; Aimee Schumm, eServices Manager of the Boulder Public Library; Margo Josephs of Leadline Project Management; and, members of the Teamwork Arts Corps of the Jaipur Literature Festival. Marissa Peck, Esq., Associate Attorney at Seter & Vander Wall, P.C. was present via Zoom.

Call to Order

Trustee Teter called the meeting to order at 6:03 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

None.

Introduction of Teamwork Arts core (Jaipur Literature Festival)

Members of Teamwork Arts, the production company behind the Jaipur Literature Festival (“JLF”), introduced themselves and discussed the upcoming festival with the Trustees. Teamwork Arts hosts JLF in various locations around the world and the

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Boulder festival is its most well-attended JLF in the United States. Mr. Sanjoy Roy thanked the Library and the City for their continued support over the years and encouraged everyone to attend the festival, particularly the session on banned books.

Consider Approval of
Minutes of September 12,
2023

Upon motion by Trustee Fuqua and seconded by Trustee Hamilton, the September 12, 2023 minutes were approved as modified.

Treasurer's Report

Given Trustee Wirba's late arrival, the Board tabled the Treasurer's report for a later date. Going forward, and given that the Library District's funds are now accessible, the Board expects Treasurer's reports to occur at all regular meetings going forward.

Director Update

- Project Manager
Update

Margo Josephs of Leadline Project Management provided a brief overview of her firm's approach and timeline for various projects currently underway in the District. Leadline remains steadfast in their mission to aid the Library District in providing high levels of public service and satisfaction after the District transition on January 1, 2024. Leadline will mitigate high-priority risks before they occur; identify and finalize all high impact/high consequence decisions with consensus from the District's leadership team; measure and gather feedback from staff; and, set the Library District up with systems and processes that will support long term success.

Leadline's project management support includes timeline oversight, management of vendors, status reporting, risk management, internal and external communication guidance, team coordination, and an alleviation of staff workload to best manage resources.

In response to Trustee Duran's inquiry regarding staff feedback, Ms. Josephs shared her intent to boost morale and keep staff informed throughout the implementation and development of the District's IT infrastructure such as Paylocity through frequent engagement. To achieve this, supervisory staff will be equipped with information necessary to answer individual questions that may arise within their respective workgroups. Staff teams may also be formed to solicit feedback if necessary.

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Regarding Trustee Yee's question about expectations for Board subcommittee communications, Ms. Josephs stated she anticipates working with subcommittees as the need for policy decisions arises and that she expects such communications to be facilitated by Mr. Farnan. Trustee Teter expressed support for this arrangement.

Responding to Trustee Fuqua's question regarding the feasibility of the proposed timeline, Ms. Josephs expressed confidence that Leadline's projects can be realistically completed within the timeframe outlined. Should a delay occur, any delays will be promptly communicated to the Board by Mr. Farnan.

- Consider FocusConnect IT Support Contract

Six RFP proposals were received and reviewed by the IT Subcommittee, Don Mulvey of the City's IT Department, and Library leadership. Of those six, only four could be characterized as complete in that the proposals answered all the questions laid out in the RFP, specifically questions regarding network build-out, migration of Office 365 data, and maintenance of network security. The four proposals were narrowed down to two and upon further review, FocusConnect was selected as finalist. Mr. Farnan noted that while each of the final two proposals had their strengths, FocusConnect seemed to be a better fit. Projected costs from FocusConnect are also much lower than that of the other finalist.

Mr. Farnan reported that startup costs for the IT migration are around \$860,000, inclusive of network licensing for three years. The District will also pay an additional \$30,000 per month for network maintenance and support. Trustee Teter noted that the City estimated spending approximately \$1,500,000 if the City had to hire a consultant to handle the migration.

Trustee O'Brien suggested adding language to the FocusConnect contract that establishes that costs are subject to change. Mr. Seter agreed to do so.

Responding to Trustee Teter's inquiry regarding performance evaluation standards for the project under the FocusConnect contract, Mr. Seter stated that the contract is mostly concerned with the purchasing and installing of applications and hardware. Ms. Schumm noted that the District will also be paying for half of the project up front and the second half upon completion of the project. Mr. Farnan and Trustee Hamilton emphasized the network testing that will be conducted off-site to ensure the

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network is operational.

In response to Trustee Fuqua's inquiry, Ms. Shumm shared her belief that FocusConnect's substantially lower costs were a result of the other finalist submitting a proposal that was over-engineered. Ms. Schumm remarked that the Library District will also be receiving education and non-profit discounts that the City is not eligible for. Mr. Saylor emphasized the wide variability of IT costs, particularly costs associated with increasing efficiency. Mr. Saylor noted that FocusConnect's costs estimates were also not the lowest of all the bids that were received. Trustee Hamilton remarked that after factoring in costs for monthly maintenance and support, the total cost for the project ends up being around \$1,100,000.

The FocusConnect contract assumes an eventual end to the use of the City's public WiFi, Connect Boulder. Under the new contract, public WiFi will be provided by the District using equipment purchased by FocusConnect. Trustee Teter expressed concern for this plan, citing the confusion it may potentially cause. Trustee Hamilton noted that the new WiFi should reach 30-60 feet outside of Library buildings and Mr. Saylor remarked that that range can always be increased, but reminded the Trustees of the higher costs associated with doing so. Mr. Saylor shared his recommendation that the Library District be in direct control of their WiFi. Mr. Farnan stated that with direct control over the network, the Library may be able to provide in-home WiFi to those that need it in the future.

Responding to Trustee Duran's inquiry regarding the impact of the City's potential expansion of its municipal fiber network, Mr. Saylor stated that in that case, it may make more sense for the City to be the District's internet service provider ("ISP"); but because the Library already has fiber and is the core of the City's network, the Library reaps the benefits regardless of whether the City expands. Ms. Schumm noted that FocusConnect will be exploring different "redundant" internet service providers that can provide internet service in the interim should the City cease to be the District's ISP. Trustee Teter requested that Mr. Saylor and/or Ms. Schumm provide the Trustees with some language regarding the District's WiFi and ISP that the Trustees may call upon for IGA negotiations, to which the two agreed.

Trustee O'Brien requested that the contract be amended to increase the data breach liability cap from six to twelve months of

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subscription fees, to narrow the language contained in the non-solicitation provision, and to allow for the contract to be executed via digital means. Mr. Seter agreed to make those changes.

There being no further discussion, Trustee Hamilton moved the Board of Trustees to accept the proposal and contract with FocusConnect Technology Solutions for IT services and authorize its execution subject to negotiation of a final contract acceptable to President Teter, Director Farnan, IT Senior Manager Schumm, and legal counsel. Upon second by Trustee O'Brien and unanimous vote, the contract was approved subject to negotiation and the changes to be implemented by Mr. Seter.

Mr. Farnan shared with the Trustees that he will be meeting with the District's benefits broker later in the week and that he anticipates having a package ready for the Trustees to review at next week's meeting.

Subcommittee Updates

None.

Trustee Matters

- Discussion of Meeting with City Council

Trustee Teter reported that City Council Member Bob Yates suggested the City enter into a 20-year lease with the District, and potentially a 30-year lease if eligible. Mr. Seter remarked that it may be particularly difficult to qualify for a 30-year lease and that the City's attorneys are more interested in a 20-year lease. Trustee Teter shared that for the most part, City Council is in favor of adopting a longer lease while leaving room to revisit the issue later if need be. At the Boulder City Council Meeting, it was suggested that the lease be written so that every five years the Library District, and only the Library District, can open the possibility of terminating its lease with the City and taking ownership of some or all Library buildings.

Regarding the Trustee appointment process, City Council agreed to the Board's recommendation that the selection committee be comprised of two City Council Members, two County Commissioners, and two non-voting Trustees. Mr. Seter remarked that although Trustees are non-voting members, they will be largely responsible for selecting and vetting the candidates that City Council Members and County Commissioners eventually vote on.

Trustee Hamilton inquired about contract review expectations of

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Trustees. Upon further discussion the Board agreed that throughout the process of building-out the District, the Trustees have taken on much more work than is typical of Board service. Once the full transition has been made, the Board anticipates less involvement in activities such as reviewing contracts, conducting meetings with staff, interviewing potential vendors, etc. and a stronger focus on developing policy.

Legal Counsel Status Report

Mr. Seter reported that the District received a notice of failure to file an audit for 2022 from the state auditor's office even though the District had not yet existed and was therefore not collecting or spending any money. Mr. Seter recommended the Board approve a resolution requesting an audit exemption to resolve the issue as quickly as possible.

Consider Resolution 2023-09-01 re Approval of 2022 Audit Exemption Application

Trustee Duran moved the Board of Trustees to adopt Resolution 2023-09-01 approving an exemption from audit for fiscal year 2022 pursuant to Section 29-1-603 of the Colorado Revised Statutes. Upon second by Trustee Fuqua and unanimous vote, the Board approved Resolution 2023-09-01.

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 8:00 p.m.



Secretary for the Meeting