

Malvern Public Library (MPL)  
Board of Trustees Meeting Minutes  
April 27, 2022

**In-person attendance: Russell Robinson (President, Malvern Borough Appointee), Rebecca Dinucci (Vice-President, East Goshen Township Appointee), Vicki Damiani (Secretary, East Whiteland Township Appointee) Barbara Ann Thav (East Whiteland Township Appointee), Carol Guest (Willistown Township Appointee), Tara Badstubner (Willistown Township Appointee), Megan Dehmelt (MPL Children's Librarian attending for Director Maggie Stanton who is on parental leave)**

**In attendance by zoom for the website presentation only: Kathy Kavanaugh (Treasurer, East Goshen Township Appointee)**

**Attendance by phone for the website presentation only: Lindsey McQuiston (MPL Staff Member)**

**Other In-person Attendee: Emily Quillen (MPL Staff Member)**

**Absent: Wendy Waltman (Malvern Borough Appointee)**

**Call to Order: Russ Robinson called the meeting to order at 7 PM**

NOTE: The board has adopted a consent agenda procedure. As part of that format, documents and reports relevant to board meetings are made available to the board for review in advance of meetings, limiting the need for information contained therein to be repeated at the meeting. Meeting minutes include only information discussed during the meeting with relevant reference to board packet documents as necessary. All board packet documents are available in records, along with meeting minutes.

March meeting minutes approved as amended. Correction: Carol Guest did not contact People's Light about a program at MPL. That was done by Megan Dehmelt. (People's Light can not take on a program at MPL at this time. They are very busy.)

**Director's Report** See packet.

There were several questions regarding the terms and meaning of the report of a CCLS meeting titled DLM Summary in the packet. What is the status of our tech leases with the county? These leases can be part of our building improvement project. (Also, regarding tech services from the county, we have been told that WiFi will be available in our parking lot in September. Supply issues are causing delays.)

**President's Report** See packet.

Discussion of the ARPA grant: Is it dependent on financial hardship? If so, would that aspect of it present a challenge for us? It may be a long shot. We should apply anyway. Renovation,

especially of the children's area, is directly related to improvement necessary in the wake of Covid. The renovations will make our space healthier for kids. (Regarding the grant from East Whiteland, we have not heard anything yet.) We can easily make a case for how we helped the community cope with Covid including our virtual programs for children, our many curbside pickups, and the continuing of payment to our staff.

The President reminded the Board that our bylaws need to be updated. They were last approved in 2009. A committee started to review them last year, but the new draft was never approved. He will circulate a draft of new bylaws including recommended changes from the recent committee. Board members are asked to look carefully at the draft in order to be prepared to vote on bylaws in the May meeting.

**Treasurer's Report** No Report. Financials not received for this month.

**Secretary's Report** No report.

**Friends Report (Vicki Damiani)** See packet. It is time for the Friends to gain more autonomy. It is not general practice for Friends groups to be under the auspices of library boards. Danielle Kennedy has emerged as a coordinator for the Friends and is willing to take on that role. She has experience with volunteers and has led a nonprofit. Discussion about whether Friends should still be a committee. Agreed that they should be for now. What would Friends actually do? Their goal would be to facilitate the goals of the committees and the library. Danielle would attend meetings of the various committees when the Friends group might assist. Friends would not have independent funding now. Might they have a budget? Perhaps in the future. Is there an overlap in functions among the committees? Would there be duplication in what the Friends would do? How can we avoid that?

**Document Review Committee Report** No Report.

**Building Improvement (Russ Robinson)** See packet. The BIC is recommending that we terminate our relationship with Arcus. Significant concerns that we can not afford the plan they proposed. When reviewed by a contractor, the estimated cost was considerably more than we expected. Might that be because of the number of built-in aspects of the plan? We have a planner who will cost much less and is willing to work with the suggestions of the children's librarian. We need to know more about her work.

What followed here was an extensive discussion of whether we really need a long-term plan rather than a renovation. Can't we have both? The topic was brought back to the issue at hand, termination with Arcus. Moved and seconded with 5 voting to terminate and one abstention. Motion carried to terminate.

The Borough seemed receptive to development of an outside seating area.

**Fund Raising Committee (Wendy Waltman)** No Report.

**Communications/Marketing (Kathy Kavanaugh)** Entered the meeting by zoom at 8 PM to discuss website improvement plans. Lindsey McQuiston entered by phone.

Lindsey has obtained a second proposal for website development. (The first was discussed at the last meeting.) The committee considered the first proposal to be a good one with a reasonable cost. A second proposal is required to do due diligence. The second group has experience with nonprofits and would cost us less. All other options explored would cost much more than this proposal. Their references have not yet been checked. The President requested that we call 3 references. East Goshen is most like the website we would have. This group could also work with us to set up a logo. They are willing to present to the Board. Should we wait until the Director returns to make a decision? Staff is confident the Director sees the need for a website change.

Cost is not the only thing to consider in this decision. Let's do a written comparison between the vendors.

Can we make a decision on this by email so that we do not have to delay another month? Decided not to do that and to delay this decision to the next meeting when the necessary information has been gathered.

(At this point in the meeting, we realized we had not approved the consent agenda. Consent agenda approved.)

## **Old Business**

### **Approval of Building Improvement Plan for \$200,000** See packet

The BIC committee is requesting approval of budgeting up to \$200,000 for building improvement, most of that to be spent on other than built in changes. We will try to get a Keystone grant to pay for the ceiling and lighting. Would the library be closed during improvements? No. We would try to keep disruption to a minimum.

Motion made to approve a budget of up to \$200,000. Discussion: The President reviewed again how the estimates for improvements were made and where the data came from. How can we budget when we are awaiting a new plan? We don't know what the new plan might cost. Wouldn't it be the responsibility of the planner to help us carry out the plan? Would she do that? Do we know exactly what she would do? Motion retracted. The Board will wait to hear what the new plan might cost before voting on a budget for building improvement.

### **Approval of Committee Guidelines** See packet

Motion made and seconded to approve committee guidelines identified in the Board Packet as Guidelines for Standing Committee Operations. Unanimous approval.

Purchasing guidelines were presented, identified as Purchasing Guidelines in the Board Packet. The Board will be asked to vote on these at the next meeting. The Board will also be asked to vote on Guidelines for the Building Improvement Committee with #1 reference to the \$200,000 amount dropped from the proposal.

### **Programing (Carol Guest) See addendum identified as Programming Summary (April 27, 2022)**

What is the budget for programming? Does the committee need its own budget? Programming in the MPL budget was increased this year from \$300 to \$2500. How does the functioning of the committee affect this already budgeted money? When the Director is present for committee meetings this issue will be resolved.

Discussion of how to get the word out on programming. Update on the functioning of the puzzle and board game borrowing. Should we get more museum passes? Yes, that is a good use of our funds. Passes do help circulation.

### **New Business**

#### **Work on Circulation Desk** See packet

\$3800 is cost for changes to the circulation desk that include removal of the center piece and addition of a book drop. These changes have long been requested by the staff. References of the carpenter have been checked and he did work for the Paoli library. Motion to approve the work made, seconded and approved with one abstention.

#### **New Bylaws** See Addendum

The President will send a revised draft. Board members are asked to review and be prepared to vote at the next meeting. See addendum for comments on bylaws from Barbara Ann and a copy of the old bylaws both of which were handed out in hard copy.

#### **Action Items**

All Board members should review the draft of the bylaws. Send suggested changes to the President and be prepared to vote on bylaws at the May meeting.

All Board members should review the proposed Purchasing Guidelines and be prepared to vote on them at the May meeting.

All Board members should review the Building Improvement Committee Guidelines with awareness that the proposed \$200,000 budget limit has been dropped. Be prepared to vote on the guidelines without the budget limit.

Adjourned 9:20 PM

Victoria B. Damiani  
Secretary

**Addendum**

## BYLAWS OF THE BOARD OF TRUSTEES OF THE MALVERN PUBLIC LIBRARY

The name shall be the Board of Trustees, hereinafter referred to as Board, of the Malvern Public Library, hereinafter referred to as Library.

**Article 2: Purpose:**

The purpose shall be to direct the operations of the Library, as defined in the Mission Statement.

**Article 3: Membership:****a. Constituent [Municipal appointed] members:**

The membership of the Board, and the term of office, shall be in accordance with the provisions of the Pennsylvania Library Code. The Malvern Public Library Board shall consist of eight members appointed by the contributing municipalities for a three-year term. A member may serve no more than two consecutive terms. A member may be reappointed after one year elapses. If a member is unable to attend a Board meeting then he/she shall contact the President or Director before noon on the designated meeting date. If a member does not attend two Board meetings in a six-month period or four Board meetings in a twelve-month period, said member shall be subject to removal by the Executive Committee of the Board. If a member is removed or resigns, his/her term will be filled as recommended by the Board.

**b. Ex-Officio Members:**

In addition to the constituent members appointed to the Board by the contributing municipalities, the Board may appoint one or more Ex-Officio members by a majority vote, a quorum being present. Ex-Officio members must be resident in one of the contributing municipalities and shall serve for a one-year term. At-Large members shall not have any voting rights of constituent members and shall not be counted in any quorum. Ex-Officio members may serve on any committee authorized under Article 6 hereof.

**Article 4: Regular Meetings:**

The Board shall meet monthly at the Library as set forth in the Procedural Manual. A quorum shall consist of 5 members.

#### Article 5: Officers:

The officers shall consist of a President, Vice-President, Secretary and Treasurer, to be elected annually in December, to take office on January 1 of the following year. A nominating committee shall be appointed in October to present the slate to be voted on in December.

The officers comprise the Executive Committee of the Board.

The President of the Board shall preside at all meetings, appoint all committees, authorize calls for any special meetings, and generally perform the duties of a presiding officer as set forth in *Officers' Responsibilities*.

The Vice-President shall perform the duties of the President, in the absence of the President and as set forth in *Officers' Responsibilities*.

The Secretary of the Board shall keep a true and accurate account of all proceedings of the board meeting; shall issue or cause to issue notices of all regular meetings, and, upon the authorization of the president or Executive Committee of all special meetings; shall have custody of the minutes and other records of the Board; shall notify or cause to notify the appointing body of any vacancies on the Board. She/he shall also notify or cause to notify the County Library Board of any changes on the Board and perform the duties of a Secretary as set forth in *Officers' Responsibilities*.

The Treasurer shall have charge of the Library funds and income; shall certify all bills approved by the Board; shall submit the monthly financial report to the Director by noon of the regular meeting date; shall report at each meeting on the state of the funds, and perform the duties of a Treasurer as set forth in *Officers' Responsibilities*.

#### Article 6: Committees

Standing Committees shall be as set forth in the Procedural Manual. Special Committees for the study and investigation of special problems may be appointed by the President, such committees to serve until the completion of the work for which they were appointed.

#### Article 7: Director

The Director shall be considered the executive officer of the Library and shall have sole charge of the administration of the Library under the direction and review of the Board. The Director shall be held responsible for the care of the building and equipment, for the employment and direction of the staff, for the efficiency of the Library's service to the public, and for the operation of the Library under the financial conditions set forth in the annual budget. The Director shall attend all Board meetings except those meetings or portions of meetings at which his/her appointment, evaluation of salary is to be discussed or decided.

Article 8: Order of Business:

The suggested order of business at the regular meetings shall include, but not be limited to, the following:

- Call to order
- Approval of minutes (either read or previously received)
- Friends' report
- Approval of financial report
- Approval of bills
- Report of the Director
- Reports of committees
- Communications
- Unfinished business
- New business
- Library happenings
- Adjournment

Article 9: Amendments:

These by-laws may be amended at any regular meeting of the Board by a majority vote, a quorum being present, provided the amendment was introduced at the previous month's meeting.

Reviewed 5/2014

----- Original Message -----

Date: 09/22/2021 6:46 PM

Subject: Barbara-Ann's Comments to Board By Laws Draft

Thanks for putting this together Elizabeth and Maggie. Great job!. Don't forget to share with the newest board member.

I'm having issues with track changes at the moment so my comments are below:

- Keep this document as simple as possible so that it does not need to be reviewed and updated each year. I think that is too often as stated at the end.
- Any executive meeting requires the quorum of Board Members to be present. This should only be for voting on / making a decision. We should not need a quorum to discuss something in executive session.
- I would like to see us change the order of the agenda at the board meetings so that the heavy discussion points can be earlier in the evening when we are fresh with the voting on minutes and consent agenda being later.
- Would need to review the Board Procedure Manual as it is referenced in this doc.
- Membership on the board should state that townships nominate and approve members (at least this is the case with East Whiteland).
- I don't agree with including personal giving as a criteria. This could potentially limit who can participate and create disparate impact, and personal giving could be in the form of volunteering ones time.
- Board members who chose to resign must do so in writing to the Board President and their township manager.

- With input from the President and Director, the Secretary should set the agenda topics.
- If any Board member can request an executive session, that could mean we have one each month and could get unruly if there is a conflicting board. Maybe a request for an executive session needs to be approved by the President.
- I would leave out specifically naming the committees as they may and probably will change over time.
- Who pays for the Dishonesty Bond insurance coverage? Should state that the board member does not have to get this or pay for this but that it is provided by the library.

Barbara-Ann Thav