

MINUTES OF A MEETING OF THE
BOARD OF DIRECTORS

HELD ON
March 12, 2018

A Meeting of the Library Board of Directors of the Kanawha County Public Library was held on Monday, March 12, 2018 at 4 p.m. at the Main Library, 3rd Floor Ray Room.

The following Board Members were present:

Mr. M. Albert	Ms. E. Lord
Dr. M. Blackwell	Ms. J. Pauer
Ms. S. Haden	Ms. S. Poffenbarger
Ms. M. Jaensson	Ms. A. Silbernagel
Mr. J. Jarrett	Ms. D. Sullivan
Ms. B. King	Mr. J. Withrow

KCPL staff members present were Mr. Alan Engelbert, Director; Ms. Marsha Alford, Human Resources Manager; Ms. Terry Wooten, Marketing Manager; Ms. Sarah Mitchell, Main Library Public Services Manager; Mr. Teddy Claypool, IT Manager; Mr. Tim Venitsanos, Facilities Manager; and Ms. Tricia Stringer, Administrative Coordinator.

Ms. Jaensson presided. The Director served as Secretary. Ms. Jaensson reported that a quorum was present.

Approval of Minutes. Upon motion duly made, seconded and adopted, the minutes of the February 12, 2018 meeting were approved as distributed to the Board.

Approval of Bills. In accordance with Bylaws and on a motion duly made, seconded, and adopted, the payment of General Bills in the amount of \$226,018.52 and the Book Bills in the amount of \$63,820.27 were approved and transmitted for payment by the Library Director to the Board of Education of the County of Kanawha.

Approval of Bills - Special Funds. The Library Director submitted bills to be paid from Special Funds in the amount of \$1,507.15 duly certified and approved in accordance with the Bylaws and on motion duly made, seconded, and adopted, it was ordered that the bills set out on the said list be paid.

Approval of Bills – Construction Fund. The Library Director submitted bills to be paid from the Construction Fund in the amount of \$68,533.28 duly certified and approved in

accordance with the Bylaws, and on motion duly made, seconded, and adopted, it was ordered that the bills set forth on the list be paid.

REPORTS OF COMMITTEES:

Finance Committee. Ms. E. Lord reviewed the Levy resolutions with the Board. These amounts requested were calculated using the same methods and formulas as in previous years for the City of Charleston and the County Commission. After Board approval, a request letter and copy of the appropriate resolution will be sent to each levying authority. Ms. E. Lord advised that the Finance Committee met and recommends approval of the resolutions. Upon a motion duly made and carried, the following resolutions were approved:

Levying Authority - City of Charleston

RESOLVED, that the Library respectfully requests the City of Charleston to lay a levy, in accordance with Section 5 of Chapter 178 of the Acts of the West Virginia Legislature, 1957, which will produce \$1,032,990 required for the support, maintenance and operation of the Library and its branch libraries for the fiscal year beginning July 1, 2018;

RESOLVED FURTHER, that such request be transmitted to said City of Charleston by letter from the Board of Directors of the Library duly signed by its President.

RESOLVED FURTHER, that the officers of the Board of Directors of the Library and the Library Director be authorized and directed to sign such other papers and to perform such acts as may be necessary to effect the proper laying of the said levy by the City of Charleston authorized by the said statute, in order to provide for the support, maintenance and operation of the Library and its branch libraries, as aforesaid.

Levying Authority - Kanawha County Commission

RESOLVED, that the Library respectfully requests the County Commission of Kanawha County to lay a levy, in accordance with Section 5 of Chapter 178 of the Acts of the West Virginia Legislature, 1957, which will produce \$3,178,720 required for the support, maintenance and operation of the Library and its branch libraries for the fiscal year beginning July 1, 2018;

RESOLVED FURTHER, that such request be transmitted to said County Commission by letter from the Board of Directors of the Library duly signed by its President.

RESOLVED FURTHER, that the officers of the Board of Directors of the Library and the Library Director be authorized and directed to sign such other papers and to perform such acts as may be necessary to effect the proper laying of the said levy by the County Commission of Kanawha County authorized by the said statute, in order to provide for the

support, maintenance and operation of the Library and its branch libraries, as aforesaid.

Ms. Lord summarized the previously distributed Lease Agreement for the temporary space to serve as the Clendenin Branch of the KCPL, including Exhibit A- Premises and Exhibit B – Specifications for Build Out. The build out of the space in the former middle school building in Clendenin is underway. It is hoped that the build out will be completed by May 1st and the location could be open to the public by mid-May. The Board expressed its appreciation for the efforts of 25045 A New Clendenin to pursue the leasing opportunity and special thanks to the Kanawha County Commission for providing the manpower and funds necessary to carry out the build out of the space. Upon a motion duly made and carried the below resolution was approved.

WHEREAS, the Board of Directors has determined that temporary space should be leased at the former Middle School to serve as the Clendenin Branch of the Kanawha County Public Library (KCPL) ; and

WHEREAS, the Public Services Committee has negotiated the terms of a lease with the current owners of the building, 25045 A New Clendenin (25045); and

WHEREAS, the lease has been reviewed by Counsel and by the Finance Committee of the Board; and

WHEREAS, the Finance Committee recommends adoption of the lease subject to final approval of 25045 and provision by them of Exhibit A to the lease in a form acceptable to the Board President and Library Director with the advice of counsel; and

WHEREAS, the effective date of the lease shall be the date on which it is agreed by the KCPL and 25045 that the build out of the space is completed according to Exhibit B to the lease;

NOW THEREFORE BE IT

RESOLVED, that subject to receipt and acceptance of Exhibits A and B, the Board of Directors hereby adopts the lease as presented, and be it further

RESOLVED, that, with the assistance of Counsel, the Board President and Director be, and hereby are, authorized to make such minor changes to the lease as may be requested by 25045 that do not substantively change the terms and conditions of the lease and to incorporate Exhibit A when it is provided by 25045; and be it further

RESOLVED, that Board expresses its thanks and appreciation to 25045 A New Clendenin for their work and dedication toward making Clendenin a thriving and vital community in the aftermath of a devastating flood; and be it further

RESOLVED, that the Board thanks the Kanawha County Commission for dedicating manpower and providing funds to accomplish the refurbishing and build out of the space

soon to be occupied by and proudly to be known as the Clendenin Branch of the Kanawha County Public Library; and be it further

RESOLVED, that the Board thanks the Clendenin Branch Advisory Board for being the strong partners with the Board and staff in providing outstanding service to the people of Clendenin and for continuing this partnership since the flood of June 2016 devastated the previous Library facility and Library service to Clendenin and the surrounding area severely disrupted; and be it further

RESOLVED, that the Library Director be, and hereby is, directed to secure flood insurance for the contents of the building prior to moving Library operations into the space and to utilize previously-awarded Community Participation Project Grant awarded to the Clendenin Branch to pay lease costs incurred during the 2017-2018 fiscal year.

The Library Director Search Committee is recommending the hiring of a consultant to assist in recruitment of the new Director. The Committee solicited proposals from firms that specialize in recruitment for library executive positions and interviewed the firm that submitted the most competitive proposal. The Committee recommends that the proposal from the firm of John Keister & Associates LLC, be accepted in an amount not to exceed \$21,500 and that the Library's 2017-2018 Budget be adjusted accordingly. The Finance Committee recommends that the Budget be adjusted per the recommendation of the Search Committee. Upon a motion duly made and carried the below resolution was approved.

WHEREAS, Library Director Alan Engelbert announced his intent to retire effective July 31, 2018; and

WHEREAS, the President of the Board of Directors has appointed a Search Committee to conduct the process of recruiting applicants for the Library Director position and conducting initial review of their qualifications and experience on behalf of the Board; and

WHEREAS, the Search Committee has met on multiple occasions to review and update the Director job description and to plan the process of recruitment for the position; and

WHEREAS, as part of planning the process the Search Committee has determined that use of a firm that specializes in recruitment of qualified candidates for library executive positions is likely to result in more and better applications for the position in a timely fashion; and

WHEREAS, the Search Committee has solicited proposals from firms that specialize in recruitment of qualified candidates for library executive positions; and

WHEREAS, based on review of proposals received by firms that have the necessary expertise and an interview with the firm presenting the most competitive proposal, the Search Committee recommends that the proposal from the firm of John Keister & Associates LLC, 374 E. Marseilles Street, Vernon Hills, Illinois 60061 be accepted in an amount not to exceed \$21,500 and that the Library's 2017-2018 Budget be adjusted accordingly; and

WHEREAS, the Finance Committee has reviewed the proposal and recommends its acceptance by the Board;

NOW THEREFORE BE IT

RESOLVED, that the Kanawha County Public Library Board of Directors hereby accepts the recommendation of the Search Committee and Finance Committee to utilize the firm of John Keister & Associates LLC to assist the Search Committee and the Board to recruit a new Library Director; and be it further

RESOLVED, that the Board President and Library Director be, and hereby are, authorized and directed to enter into a contract with John Keister & Associates LLC under terms and conditions to be negotiated and agreed to by the parties and take any additional steps or actions necessary to carry into effect the foregoing resolution; and be it further

RESOLVED, that the 2017-2018 Budget be adjusted by \$21,500.

The Support Services/Building Committee and the Finance Committee have identified sources of tax credits that could result in substantial revenue toward the rehabilitation of the existing Main Library building. The committees recognize that applying for such credits may be complex and require obtaining the services of specialized professionals to apply for and syndicate tax credits received, and that it may be necessary to contract with such professionals and authorize them to proceed in advance of Regular or Special meetings of the Board. The committees recommend that Ms. Jaensson as Board President be provided with the authority to act on behalf of the Board of Directors to take the steps necessary to pursue available tax credits or other sources of funds and to report to the Board at the next Regular or Special meeting. Upon a motion duly made and carried, the below resolution was approved.

WHEREAS, the Kanawha County Public Library Board (KCPL) of Directors has voted to pursue a project to completely renovate and restore the existing Main Library at 123 Capitol Street in Charleston and to construct additions totaling approximately 20,000 square feet; and

WHEREAS, this project will result in a Main Library that preserves the historic architecture and beauty of the existing 1911 facility on the Capitol Street and Quarrier Street facades and preserves and maintains the Summers Street and southern facades as interior elements that will be visible through the modern, glass-enclosed additions to the Main Library; and

WHEREAS, the architecture of the project as described achieves the purposes and intents of State of West Virginia and federal statutes, regulations and guidelines governing historic preservation and of construction within an historic district; and

WHEREAS, compliance with such state and federal statutes, regulations and guidelines may make the portion of the Main Library project dedicated to completely renovating and restoring the existing 1911 structure eligible for New Market, State Historic Preservation, or other available tax credits that may result in substantial revenues from

the syndication and sale of those credits and help to defray the costs of constructing the Main Library project; and

WHEREAS, applying for, receiving and administering tax credits is a complex process that will require the assistance of Silling Architects (the project architect) or others to provide the specialized assistance as attorney(s), architects, financial advisors and other professional services; and

WHEREAS, the Board acknowledges that the deadlines and complexity of applying for tax credits and putting into place the legal structure necessary to syndicate and receive the proceeds from any tax credits that may be awarded would be advanced by the delegation of authority to the President of the Board to act on behalf of the Board in advance of Regular or Special meetings of the Board in connection with attempting to obtain those tax credits;

NOW, THEREFORE, BE IT

RESOLVED, that as part of the Board of Directors' fiduciary responsibilities and in furtherance of its desire to bring to bear all possible sources of funding that may be available to construct the Main Library, the Board of Directors desires to take the steps necessary to apply for New Market, State Historic Preservation or other tax credits; and be it further

RESOLVED, that the President of the Board be, and hereby is, authorized on behalf of the Board to identify and contract with or in other ways secure the services of the specialized legal, financial, architectural and other professionals necessary to prepare and submit applications for New Market, State Historic Preservation or others for tax credits on an hourly or lump sum basis; provided that any such applications shall be brought before the Board at its next regular Board meeting; and be it further

RESOLVED, that the President be, and hereby is, granted the authority to authorize these professionals to proceed with provision of those services on an agreed-upon basis and cost under existing agreements or under new or additional agreements as necessary; and be it further

RESOLVED, that the President will bring before the Board at the Board's next regular meeting the nature, terms, conditions and cost to the extent known at that time of such specialized professional services involved in preparing and filing any such tax credit applications and report on the progress of those applications for tax credits and related and relevant matters necessary for the Board to be knowledgeable and effective stewards of the Library.

Public Services Committee. Ms. Silbernagel reported that drawings providing the layout of the interior space at Clendenin are available and will be made part of Exhibit B to the lease agreement for the Clendenin Branch space. Work seems to be progressing quickly. Frontier Communications will be installing the network and communication system to the Branch. Ms. Jaennson thanked Ms. Silbernagel for her hard work and passion for this project.

Support Services/Building Committee. Mr. Albert reported that the Committee met recently to discuss additional surveys to be completed for the main library project. He summarized the previously distributed resolution for the Board. Upon a motion duly made and carried, the below resolution was approved.

WHEREAS, the Kanawha County Public Library Board of Directors is undertaking a project to renovate and expand the existing Main Library located at 123 Capitol Street, Charleston, West Virginia 25301; and

WHEREAS, a geotechnical survey is necessary to ascertain and verify soil conditions where building expansion will take place; and

WHEREAS, an environmental survey is necessary and prudent to ensure that any hazardous materials on the site, if any, are identified and properly abated according to all relevant statutes and regulations; and

WHEREAS, a land survey is necessary to properly fix the boundaries of the site, ascertain the topographical elevations of the property and locate utilities; and

WHEREAS, Silling and Associates has prepared, advertised and distributed request for proposal documents for the Geotechnical and Environmental Survey; and for the Land Survey, collected responses timely received from qualified vendors and reported the results to the Support Services/Building Committee; and

Whereas, it is in the best interests and consistent with the Board's fiduciary responsibilities to accept the bid from the lowest qualified vendor

NOW THEREFORE BE IT

RESOLVED, that the Board of Directors hereby accepts the bid from Terracon Consultants, Inc., 912 Morris Street, Charleston, West Virginia 25301 for the Geotechnical and Environmental Survey in the amount of \$11,400 and accepts the bid from Thrasher Group, Inc., 300 Association Drive, Charleston, West Virginia 25311 for the Land Survey in the amount of \$5,800; and be it further

RESOLVED, that the Board President and Director be, and hereby are, with the assistance of counsel authorized and directed to enter into contracts, sign documents or take any additional steps or actions necessary to carry into effect the foregoing resolution.

Mr. Albert reported that proposals for the owner's representative are due tomorrow. The Committee will review the proposals and conduct interviews before the next meeting in order to have a recommendation for Board. Mr. Albert attended the most recent Foundation meeting to inquire of the upcoming fundraising and levy campaigns.

NEW BUSINESS: National Library Week Resolution. Upon motion duly made, seconded and carried, the following resolution was approved.

WHEREAS, April 8, 2018 through April 14, 2018 will be celebrated as National Library Week with the theme “Libraries Lead”, and

WHEREAS, the Kanawha County Public Library system staff again, during the past year, has exhibited its dedication to continuing the delivery of quality services to library patrons as exemplified by the sustained use of close to one million items in the collection last year, the continued success of the of the summer library clubs for children and adults, and the West Virginia Book Festival, and

WHEREAS, the Kanawha County Public Library system staff have also planned, programmed and implemented many other activities in the past year that have resulted in the expansion and improvement of library services provided to patrons

NOW, THEREFORE BE IT RESOLVED, by the Board of Directors of the Kanawha County Public Library, that on the occasion of National Library Week, the staff of the Kanawha County Public Library system are hereby commended for its continued effort to provide patrons with the most effective services, materials and facilities possible in order to contribute to the level of quality of life desired by the patrons with regard to public library services, and

BE IT FURTHER RESOLVED, by the Board of Directors of the Kanawha County Public Library system that this resolution of commendation be made known to all members of the staff.

Project Build Participation. Mr. Engelbert provided an overview of a new partnership opportunity. The STAR Library Network is part of the Space Science Institute (SSI), which is administering National Science Foundation Grants to provide STEM programming for children in grades 2-5 in select libraries, in conjunction with the local chapter of the American Society of Civil Engineers. SSI contacted KCPL directly to inquire if we would be one of four libraries nationwide to pilot the program. The grant carries with it a stipend of \$10,000 to carry out grant activities, part of which requires KCPL staff to attend training in April; in Denver, Colorado. After some discussion, the Board authorized Mr. Engelbert as Library Director, to enter into agreement with Project Build on behalf of the KCPL.

There being no further business the meeting was adjourned.

President

Secretary