

MINUTES OF A MEETING OF THE
BOARD OF DIRECTORS

HELD ON
April 19, 2018

A Meeting of the Library Board of Directors of the Kanawha County Public Library was held on Monday, April 19, 2018 at 4 p.m. at the Main Library, 3rd Floor Ray Room.

The following Board Members were present:

Mr. M. Albert	Ms. T. Jenkins
Dr. K. Bailey	Ms. B. Lord
Dr. M. Blackwell	Ms. E. Lord
Ms. S. Haden	Ms. C. Morgan
Ms. M. Jaensson	Ms. S. Poffenbarger
Mr. J. Jarrett	Ms. B. Thomas

KCPL staff members present were Mr. Alan Engelbert, Director; Ms. Marsha Alford, Human Resources Manager; Ms. Terry Wooten, Marketing Manager; Ms. Kim Runion, Accounting Services Coordinator; Mr. Teddy Claypool, IT Manager; and Ms. Tricia Stringer, Administrative Coordinator.

Also present were Ms. Jodey Altier from Perry & Associates and Mr. Jody Driggs of Silling Architects.

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 March 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 \$112,829.99 and the Book Bills in the amount of \$126,952.63 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 \$6,893.36 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 \$78,839.49 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.

Ms. Jaennson introduced Ms. April Wallace to the Board. Ms. Wallace has been hired as Assistant Director and will start work on Wednesday, April 11, 2018. The Board welcomed her to KCPL and wished her well.

REPORTS OF COMMITTEES:

Finance Committee. Ms. E. Lord advised the Board that the Finance Committee met with representatives from Perry & Associates to review the draft Audit of Kanawha County Public Library for 2016/2017, which includes the Library Foundation of Kanawha County, Inc. The Committee is forwarding it to the Board with a recommendation for approval. Copies of the Audit were distributed to all Board members prior to today's meeting.

Ms. Altier reviewed the Audit findings for the Board. Ms. Altier generally explained the auditing process and steps taken in reviewing the accounts of the Library and stated that there were no adverse findings, no deficiencies of internal control and no issues of non-compliance for 2016/2017. Ms. Altier also reviewed the auditing standards used to complete the audit and introduced some potential regulatory changes that may need attention in the future.

Upon a motion made and carried, the Audit for the Kanawha County Public Library was approved.

Support Services/Building Committee. Mr. Albert reported that the Building Committee met recently to review proposals and interview candidates for the Owner's Representative for the Main Library project. Mr. Albert read aloud the previously distributed resolution. Upon a motion duly made and carried, the following resolution was approved.

WHEREAS, the Kanawha County Public Library (KCPL or the Library) intends to undertake a construction project that will involve the complete renovation of the existing 61,000 square foot Main Library building, construction of additions totaling approximately 20,000 square feet and construction of a pedestrian bridge or "skyway" connecting the Library to a City-owned multi-story parking structure at an estimated total project cost of \$27 million; and

WHEREAS, as part of its fiduciary responsibilities to the citizens of Kanawha County and to the many private donors who will make the construction project possible, the KCPL Board of Directors wishes to ensure that the project is designed, specified, constructed, managed, and completed to the highest standards, in an efficient and cost-effective manner, and in compliance with all of the contractual terms and conditions of the construction documents and governing law; and

WHEREAS, the Board of Directors has determined that these goals can be best achieved by contracting with a qualified, independent “Owner’s Representative” or consultant to provide the Library with technical advice, represent the Library’s interest with the architects and contractor(s), review project specifications and drawings in the Design Development phase through completion of construction, make periodic site inspections, ensure proper project documentation and filing, review change orders, architect’s supplemental instructions, submittals, shop drawings, pay requests, etc., furniture, fixture, and equipment (FF&E) coordination (especially quantities), develop and oversee completion of punch lists and compilation of warranties, certify substantial completion and completion of the project with the architects, and duties of a similar nature; and

WHEREAS, an Expression of Interest (EOI) document was issued to solicit qualified firms or persons to perform the duties of the Owner’s Representative and responses from five qualified firms were timely received; and

WHEREAS, the Support Services/Building Committee (Building Committee) carefully reviewed proposals received and conducted structured interviews with all of the firms that submitted a proposal in response to the EOI; and

WHEREAS, the Committee expresses its thanks and appreciation to all of the firms that took the time to submit proposals and participate in interviews; and

WHEREAS, on the basis of formal ranking and extensive discussions by the Building Committee, the Building Committee recommends that the Board authorize the President of the Board, with the assistance of counsel and the Building Committee, to enter into contract negotiations with PrayWorks, LLC, 106 Matchlock Road, Charleston, West Virginia 25314.

NOW, THEREFORE BE IT

RESOLVED, that the Board of Directors of the KCPL has received a report from the Building Committee and hereby authorizes, on behalf of the Library, the President of the Board, with the assistance of counsel and the Building Committee, to enter into negotiations with PrayWorks of Charleston to serve as the Owner’s Representative for the Main Library construction project and return to the Board with the results of those negotiations; and BE IT FURTHER

RESOLVED that the President and Director of the KCPL, with the advice and assistance of Counsel, are authorized and directed to take all actions necessary and advisable to carry into effect these Resolutions.

Ms. Jaensson reported that there have been initial meetings regarding application for tax credits that may be available to help finance the Main Library project. Further action will be held in abeyance until the Owner’s Representative is on board and can assist in the process.

Ad Hoc Director Search Committee. Mr. B. Thomas reported that the visit by John Keister last week was very successful. Mr. Keister was impressed with the level of participation from staff

and Board members. Thank you to all who were able to attend the events of the day. A recruitment website should be up by the end of the week. Mr. Keister anticipates presenting a final list of candidates to the Committee in the next six weeks.

NEW BUSINESS: Let's Read West Virginia. Dr. Blackwell informed the Board of an event to promote reading in the state. Every school, workplace and organization is asked to conduct a thirty to sixty minute read-aloud, group, or silent reading activity on Friday, April 13, 2018. This day was chosen in conjunction with National Library Week. It takes the place of National Read Across America Day scheduled for March 2nd that was missed due to the school work stoppage. Dr. Blackwell will forward additional information to Board Members via email.

Ms. Jaensson presented Ms. Haden with a library card for her new baby, Edward, who was born in October.

There being no further business the meeting was adjourned.

President

Secretary