

DOUGLAS COUNTY LIBRARIES
Board of Trustees Meeting
April 25, 2018
Highlands Ranch, CO

President Murphy called the regular meeting to order at 7:00 p.m.

This meeting was held and noticed in compliance with both Colorado Open Meeting Law and the Douglas County Libraries Bylaws.

The following were present:

TRUSTEES: John Beckwith, Eleanor Brown, Ron Cole, Sean Duffy, John Howe, Bob Morris and Janiece Murphy.

As all trustees were present, a quorum was present.

STAFF: Bob Pasicznyuk, Amber DeBerry, April Durham, Amy Fischer, Karen Gargan, Annette Hanowski, Jeff Konishi, Sharon Nemechek, Patti Owen-DeLay, and Kate Prestwood.

GUESTS: Tamara Seaver, Icenogle, Seaver, Pogue P.C.

PUBLIC COMMENT

Lora Thomas, Douglas County Commissioner, District III.

Commissioner Thomas spoke on behalf of the County Commissioners concerning the Board's agenda item on proposed changes to the bylaws regarding committees asking the Board keep transparency as a high value when considering changes.

Nicole Hunt, a resident of Highlands Ranch, and patron of Douglas County Libraries.

Resident Hunt spoke concerning the Board's agenda item on proposed changes to the bylaws regarding committees, also asking the Board keep transparency as a high value when considering changes along with the freedom of speech of individual trustees.

CONSENT AGENDA

MOTION 18-04-01: Morris moved and the motion carried unanimously to approve the consent agenda consisting of the March 28, 2018 board meeting minutes.

EXECUTIVE LIBRARY DIRECTOR UPDATE

Pasicznyuk will give the report as part of the Capital Planning discussion on Facilities Master Plan.

DISTRICT BUSINESS

No one declared a conflict of interest.

STANDING COMMITTEE REPORTS

Executive Committee.

Quarterly Financials. Morris reviewed the quarterly financials summarized in the packet report from Finance Director, Karen Gargan.

Capital Planning Committee.

Facilities Master Plan. Howe noted that tonight's discussion on the Facilities Master Plan is just informational. Request for approval of the Master Plan will happen at the May meeting.

Pasicznyuk shared a PowerPoint presentation that previewed the proposed Facilities Master Plan plan's intent and a method for the trustees to evaluate the plan.

Philip S. Miller Library Design Work.

Howe introduced the request for expending budgeted capital for Philip S. Miller renovations.

MOTION 18-04-02: Howe moved and the motion carried unanimously to approve the budgeted capital expenditure not to exceed \$100,000 for planning, discovery, and preparation work toward the Philip S. Miller Library renovation project.

Human Resources Committee.

Executive Library Director's Contract. Moved to the May meeting for discussion and action.

Ad Hoc Committee.

Changes to the Bylaws and Trustee Manual. To be handled after Executive Session.

FOUNDATION REPORT

Howe reported that the Foundation met for their quarterly meeting. Discussion resolved around 2018 goals.

PREFACE TO EXECUTIVE SESSION

Legal Advice concerning Proposed Bylaws Changes

Murphy prefaced the motion for Executive Session stating that a question about the proposed bylaws changes came up during first reading with this issue of quorum and the Board not wanting to have a "quorum of the Board" at committee meetings to avoid both the appearance and possibility of action taking place in a committee meeting. The question – Can a trustee attend a committee meeting as a "member of the public" and not as a trustee, therefore not creating a "quorum of the board"? Legal counsel was engaged to help answer this question.

MOTION 18-04-03: Murphy moved and the motion carried six to one by roll call vote to move into Executive Session for discussion of Legal Advice as allowed by Colorado Open Meeting Law C.R.S. §24-6-402(4)(b).

Beckwith called for a roll call vote.

Brown – yes
Beckwith – no
Cole – yes
Duffy – yes
Morris – yes
Howe – yes
Murphy – yes

Beckwith voted no, stating in discussion that he wanted this to be an “open meeting discussion.”

Seaver, the District’s legal counsel advised against making discussions of “legal advice” open discussion, citing that this is a right under Colorado Open Meeting Law and that the legal precedence of attorney/client privilege is important to maintain.

EXECUTIVE SESSION

RETURN TO OPEN SESSION

Murphy stated: For the record, if any person who participated in the executive session believes that any substantial discussion of any matters not included in the motion to go into the executive session occurred during the executive session, or that any improper action occurred during the executive session in violation of Colorado Open Meeting Law, I ask that you state your concerns for the record.

Seeing none, Murphy continued with the Ad Hoc Committee discussion.

Ad Hoc Committee.

The Bylaws change concerning committees is before the board for second reading.

MOTION 18-04-04: Brown moved and the motion was superseded to accept the changes to the Board Bylaws, Article VII, Committees, Section 1. Purpose and Section 4. Ex-Officio Members as presented on second reading.

MOTION 18-04-05: Murphy moved to amend Brown’s motion and the amended motion passed six to one with Cole abstaining to modify the Bylaws changes to reflect legal counsel’s recommendations as outlined in the Confidential Attorney/Client memo.

Beckwith called for a roll call vote.

Howe – yes
Morris – yes
Murphy – yes

Duffy – yes
Cole – abstain
Beckwith – yes
Brown – yes

The Ad Hoc Committee will oversee draft of these changes for inclusion in the May board packet for May board meeting discussion and action.

MOTION 18-04-06: Duffy moved and the motion carried unanimously to table the Trustee Manual changes until the May meeting.

Duffy summarized the Board's intent in looking to make changes to their Bylaws and Trustee Manual as a high desire to ensure transparency, compliance with Colorado Open Meeting Law and engage effectively in their work.

TRUSTEE COMMENTS

Howe and Morris shared observations from attending the Arapahoe Library District Board Meeting. The Board is attending board meetings at other systems to see how they operate and what can be learned.

Beckwith visited the Larkspur book exchange.

MOTION 18-04-07: Beckwith moved to investigate costs of doing library service in Larkspur and the motion was tabled by Browns motion.

MOTION 18-04-08: Brown moved and the motion carried unanimously to table discussion about service to Larkspur until the board discusses and adopts a Facility Master Plan.

UPCOMING BOARD MEETINGS

1. **Board Meeting**: May 30, 2018, Lone Tree Library, Event Hall, 7:00 p.m. (Dinner at 6:30 p.m.)
2. **Executive Committee Meeting**: May 16, 2018, Castle Pines Library, 2nd Floor Conference Room, 12:00 p.m. – 1:30 p.m.
3. **Capital Planning Committee Meeting**: May 24, 2018, Parker Library, The Loft, 10:30 a.m. – 11:30 a.m.
4. **Board Study Session**: May 24, 2018, Parker Library, 2nd Floor Conference Room, 11:30 a.m. – 1:00 p.m.
5. **Human Resources Committee Meeting**: No meetings currently scheduled.

OTHER BOARD CALENDAR ITEMS

1. **Partnership of Douglas County Governments Meeting**: May 16, 2018, City of Lone Tree, 7:00 a.m. – 9:30 a.m. (Ron Cole and Sean Duffy)
2. **Douglas County Youth Initiative Meeting**: June 11, 2018, Douglas County Human Services Offices, 1st Floor Conference Room, 8:30 a.m. – 11:30 a.m.
3. **Colorado Association of Libraries Legislative Committee Meeting**:

May 4, 2018, Denver Public Library Main Branch, 10:00 a.m.

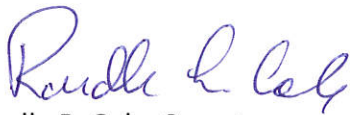
4. **PDCG Elected Officials Reception**: November 8, 2018, Parker Library, Event Hall, 6:00 p.m. – 8:00 p.m.
5. **Foundation GALA**: September 28, 2018, Highlands Ranch Mansion, 6:00 p.m. – 11:00 p.m. (*Ticketed event*)

WHAT'S HAPPENING THIS QUARTER

- Booktopia: April 28, 11 a.m. – 2 p.m., Philip S. Miller Library
- High School Equivalency Graduation Celebration, May 6, 1 p.m., Parker Library
- Summer Reading Kick-Off Parties June 2, all branches 10 a.m. – 12 p.m.
- Camp DCL: Summer Camps begin week of June 4
- Karen Kingsbury at CU South, Wednesday, June 6, 7 p.m. – 10 p.m.

MOTION 18-04-09: Beckwith moved and the motion carried unanimously to adjourn the meeting at 9:10 p.m.

Respectfully submitted,



Rondle R. Cole, Secretary

Minutes prepared by Patti Owen-DeLay

