

REGULAR BOARD MEETING AGENDA

Douglas County Libraries
Wednesday, September 28, 2022
7:00 P.M.
Lone Tree Library, Lone Tree, CO

CALL TO ORDER Presiding: Dawn Vaughn, President

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

ATTENDANCE**PUBLIC COMMENTS****CONSENT AGENDA**[Page 5](#)

Board members may request to have any item(s) removed from the consent agenda for further conversation by making that request when asked by the chair and stating the item.

MOTION to approve Consent Minutes[Page 5](#)

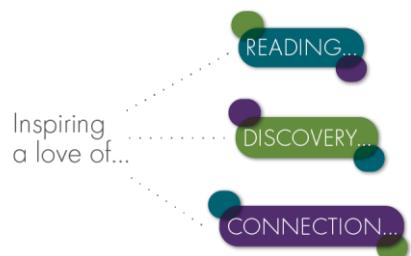
1. Minutes August 31, 2022 [Pages 6-9](#)
2. Executive Committee Record September 21, 2022 [Pages 10-11](#)
3. 2023 Holiday Closures [Page 12](#)
4. 2023 Board Meeting Schedule [Pages 13-14](#)
5. RTD Intergovernmental Agreement [Pages 15-22](#)

EXECUTIVE LIBRARY DIRECTOR UPDATE[Pages 23-27](#)**DISTRICT BUSINESS**[Page 28](#)

Do any board members have a conflict of interest to disclose regarding any of the below matters? If so, please recuse yourself, and return to the meeting after discussion has ended.

Executive Committee

- **MOTION** Employee Benefits Package

[Pages 29-30](#)

- **MOTION** Facilities Master Plan [Pages 31-47](#)
- **MOTION** Audit Contract [Pages 48-82](#)
- Support DCSD Mill Levy Override and Bond
- Draft 2023 Budget

Bylaws Task Force

MOTION: Adoption of Board Bylaws, Second Reading

[Pages 83-103](#)

Policy Review Committee

PARTNER REPORTS

Partnership of Douglas County Governments

Douglas County Youth Initiative

Urban Libraries Council

Foundation

MOTION Appoint 2023 Class I Foundation Director

Exploratory Committee to Memorialize Kendrick Castillo

EXECUTIVE SESSION

Executive Library Director's Goals and Performance Feedback

Pursuant to C.R.S., Section 24-6-402(4)(f), C.R.S., for the purposes of discussing personnel matters related to the Executive Library Director's goals and performance feedback

TRUSTEE COMMENTS

UPCOMING BOARD MEETINGS

1. **Board Executive Committee:** October 5, 2022, Remote Call In, 8:00 a.m.
2. **Board Policy Committee:** October 26, 2022, Highlands Ranch Library, 4:30 p.m.
3. **Board Study Session:** October 26, 2022, Highlands Ranch Library, 5:00 p.m. – 6:30 p.m.
4. **Board Regular Meeting:** October 26, 2022, Highlands Ranch Library, 7:00 p.m.

OTHER BOARD CALENDAR ITEMS

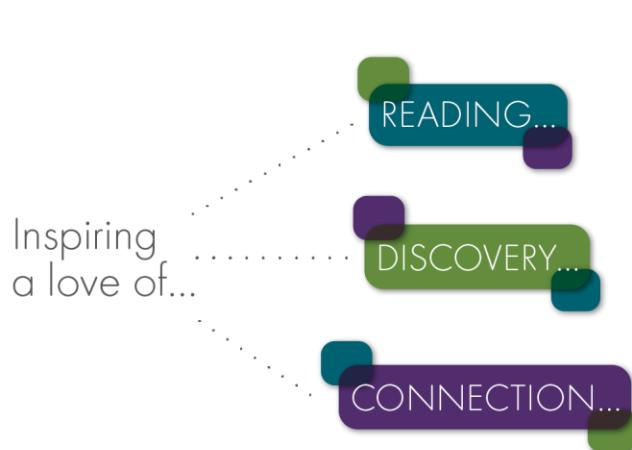
1. **Annual Foundation Gala**: October 14, 2022, Highlands Ranch Mansion, 6:00 p.m.
2. **Partnership of Douglas County Governments Elected Officials Reception**:
November 10, 2022, The Mill House, Philip S. Miller Parker, Castle Rock, 6:00 p.m.

ADJOURN



Board of Trustees

September 28, 2022



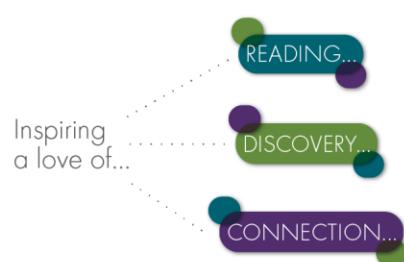


Consent Agenda

Board Action: Review the below items for mass approval. Board members can remove any item from the consent agenda prior to its acceptance for further discussion and action during district business.

#	Item	
1.	Minutes	Regular Meeting August 31, 2022 - <i>See minutes</i>
2.	Executive Committee Record	Executive Committee Record September 21, 2022 - <i>See record</i>
3.	Holidays and Closures	2023 Holiday and Closure Dates - <i>See proposed calendar</i>
4.	Board Meeting Dates	2023 Board Calendar - <i>See proposed calendar</i>
5.	RTD IGA Renewal	Renewal of Intergovernmental Agreement (IGA) to use the RTD lot by Highlands Ranch Library for staff and overflow parking. <i>See Request for Approval and IGA</i>

MOTION: I move to accept the Consent Agenda consisting of the August 31, 2022 minutes, September 21, 2022 Executive Committee record, 2023 holidays and closures, 2023 Board meeting dates, and the RTD Intergovernmental Agreement.



DOUGLAS COUNTY LIBRARIES
Board of Trustees Regular Meeting
August 31, 2022
Castle Pines, Colorado

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

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

The following were present:

TRUSTEES: Suzanne Burkholder, Jessica Kallweit, Rick LaPointe, Terry Nolan, Meghann Silverthorn, and Dawn Vaughn

Dan Danser was absent and the absence was excused.

A quorum was present.

STAFF: Bob Pasicznyuk, Dave Anderson, Jill Corrente, and Patti Owen-DeLay

PUBLIC: Douglas County Libraries staff: Shelbi Staub and Alex McCall

PUBLIC COMMENTS: None

CONSENT AGENDA: Consisting of the June 29, 2022, Board Regular Meeting minutes, the July 27, 2022, Board Special Meeting minutes, and the Executive Committee Record of August 8, 2022.

MOTION 22-08-01: Silverthorn moved and the motion carried unanimously to approve the consent agenda, consisting of the June 29, 2022, Board Regular Meeting minutes, the July 27, 2022, Board Special Meeting minutes, and the Executive Committee Record of August 8, 2022. LaPointe seconded the motion.

EXECUTIVE LIBRARY DIRECTOR'S REPORT

Pasicznyuk shared updates:

- The Castle Rock library project is in a positive position in regards to risk at this point.
- The Parker library just received a new valve for the elevator, and it is hopeful that this will solve the faulting issues associated with new safety settings.
- Furniture, fixtures and equipment for the Castle Rock library project are items for consideration later in the agenda.
- The Strategic Response on library safety is working through recommendations from Douglas County Sheriffs' audit of Douglas County Libraries' spaces.

DISTRICT BUSINESS

No conflicts of interest were declared.

PUBLIC HEARING – FAMLI Medical Leave Insurance Program

Pasicznyuk stated that recommendation of staff is to opt out. Risks that are covered by the program would be honored by the library, and staff are not required to participate.

Vaughn convened the public hearing for staff/public input on the FAMLI program.

Staff member Alex McCall spoke about three concerns she had in not participating in the FAMLI program:

- Less than 12 months
- Less than 24 months
- Four additional weeks to FMLA leave

MOTION 22-08-02: Nolan moved and the motion carried unanimously for Douglas County Libraries to opt out of participation in the FAMLI Medical Leave Insurance Program. Burkholder seconded the motion.

Silverthorn requested the board move to require that the Executive Library Director update procedure as discussed.

MOTION 22-08-03: Silverthorn moved that the Executive Library Director present the board with an updated procedure that describes the additional safeguards for employees and that the updated procedure come back within two months. LaPointe seconded the motion.

Bylaws Review Task Force Update

The Task Force has finished its work and is presenting a final draft for consideration.

MOTION 22-08-04: Kallweit moved and the motion carried unanimously to approve the Board Bylaws as presented with an amendment to maintain the role of treasurer until the term ends. LaPointe seconded the motion. Due to lack of a full board, the Bylaws are not approved until a majority favorable vote at a second reading.

Castle Rock New Build

- Furniture, Fixtures and Equipment Capital Expenditure

MOTION 22-08-05: Nolan moved and the motion carried unanimously to approve the budget of \$2,696,484 for furniture, fixtures and equipment for the new Castle Rock library and districtwide support facility. Kallweit seconded the motion.

- Sale of 102 Wilcox Street Property

MOTION 22-08-06: Burkholder moved and the motion carried unanimously to offer the Douglas County Libraries property at 102 S. Wilcox Street for sale via a public process (public advertisement of the intent to sell, offer deadline, and terms of sale) and to authorize the Executive Library Director to establish such a process, using a broker if needed, and to bring forth offers to the board. Nolan seconded the motion.

Partnership of Douglas County Governments

Douglas County Economic Development Council Memorandum of Understanding

MOTION 22-08-07: Kallweit moved and the motion carried four to two to adopt and support the County Economic Development Collaborative Memorandum of Understanding as presented. Burkholder seconded the motion.

Quarterly Reports

- Second Quarter Financials
Anderson highlighted the financials for the board.
- Key Performance Indicators
Pasicznyuk will bring a proposed internal metric to the board in fourth quarter. Discussion revolved around getting numbers back to 2019 levels since 2020 and 2021 are low due to COVID disruptions.
- Strategic Plan
Pasicznyuk stated that to manage workload, staff are looking at which strategic responses to prioritize over others in 2023.

Executive Committee

- 2023 Board Openings
Trustees seeking reappointment
- Trustee representative for Board of County Commissioners interview panel
MOTION 22-08-08: Vaughn moved and the motion carried unanimously to appoint Nolan as the library representative for the Board of County Commissioners' library trustee appointment committee, with Silverthorn as a backup. LaPointe seconded the motion.
- Annual Audit Engagement Letter
MOTION 22-08-09: Silverthorn moved and the motion carried unanimously to approve the proposal from Eide Bailly to audit the annual report for only the 2022 financial statements of Douglas County Libraries, instructing the Executive Library Director to negotiate a more advantageous price for subsequent years. LaPointe seconded the motion.

Ad Hoc Policy Review Committee Update

The committee has been meeting and is on track.

REPORTS

Douglas County Youth Initiative (DCYI)

LaPointe shared updates from the DCYI meeting minutes, including a possible request for increased funding.

Urban Libraries Council (ULC)

Silverthorn reported that the Council met and is concerned with current events happening in large, urban systems that aren't what we consider the role of libraries.

Douglas County Libraries Foundation (DCLF)

Vaughn shared that the Foundation met July 25, 2022, and discussed the Family Fête that happened this last weekend (August 27). October 14, 2022, is the Foundation Gala at the Highlands Ranch Mansion, and please provide a \$40 bottle of wine for the wine pull. The Foundation is looking to recruit a couple more directors.

Exploratory Committee to Memorialize Kendrick Castillo

Silverthorn shared a comprehensive email on options. The committee has not met since, nor has Silverthorn spoken with the Castillos.

Partnership of Douglas County Governments (PDCG)

No report

TRUSTEE COMMENTS

UPCOMING BOARD MEETINGS

1. **Board Executive Committee:** September 21, 2022, Castle Pines Library, 4:00 p.m.
2. **Board Ad Hoc Policy Committee Meeting:** September 28, 2022, Lone Tree Library, 4:00 p.m.-5:00 p.m.
3. **Board Study Session:** September 28, 2022, Lone Tree Library, 5:00 p.m.-6:30 p.m.
4. **Board Regular Meeting:** September 28, 2022, Lone Tree Library, 7:00 p.m.

OTHER BOARD CALENDAR ITEMS

1. **Partnership of Douglas County Governments Meeting:** September 21, 2022, Lone Tree, 7:00 a.m.-9:30 a.m.
2. **Annual Foundation Gala:** October 14, 2022, Highlands Ranch Mansion, 6:00 p.m.
3. **Partnership of Douglas County Governments Elected Officials Reception:** November 10, 2022, The Millhouse, Philip S. Miller Park, Castle Rock, 6:00 p.m.-8:00 p.m.

ADJOURN

Vaughn adjourned the meeting at 8:40 p.m.

Respectfully submitted,

Terry Nolan, Board Secretary
Minutes prepared by Patti Owen-DeLay



TO BE HELD / HELD	<p>Date: Wednesday, September 21, 2022</p>
	<p>Time: 4:00 p.m. - 5:00 a.m. The meeting was called to order at 4:00 p.m.</p>
	<p>Location: Castle Pines Library, Castle Pines, CO</p>
NOTICE	<p><i>This meeting was held as scheduled and in accordance with applicable statutes of the State of Colorado, with the following members present:</i></p>
ATTENDANCE	<p>Committee Members: Board President Dawn Vaughn (Chair), Board Vice-President Suzanne Burkholder, Board Treasurer Rick LaPointe</p>
	<p>Staff: Executive Library Director, Bob Pasicznyuk and Executive & Culture Administrator, Patti Owen-DeLay</p>
	<p>Public: None</p>
	<p>Guests: None</p>

DISCUSSION ITEMS:

<p>Monthly Board Meetings - Agenda Review</p> <ul style="list-style-type: none"> • Study Session • Regular Board Meeting 	<p>The committee reviewed the draft study session and board meeting agendas. Updates and changes were made to develop final agendas.</p>
<p>EXECUTIVE SESSION</p> <p>Executive Library Director's (ELD) Evaluation</p> <p>- Executive Director's Evaluation</p> <p>- Understanding the committee's request for End Statements</p>	<p>Pursuant to C.R.S., Section 24-6-402(4)(f), C.R.S., for the purposes of discussing personnel matters related to the Executive Library Director's goals and annual performance feedback process.</p> <p>At 4:50 p.m. Vaughn moved per Colorado Open Meeting Law Pursuant to C.R.S., Section 24-6-402(4)(f), C.R.S., for the purposes of discussing personnel matters related to the Executive Library Director's goals and annual performance feedback process. The motion carried unanimously. Burkholder seconded.</p> <p>Return to Open Meeting</p> <p>The committee returned to open meeting at 5:30 p.m.</p> <p>Vaughn 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</p>

READING...

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CONNECTION...

	<p>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.”</p> <p>The committee discussed the ELD review process for the remainder of the year.</p>
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ADJOURNMENT	The meeting was adjourned at: 6:30 p.m.
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2023 Holiday Closure Schedule

HR/2022-08

Observed Holidays: All district facilities will be closed.

New Year's Day	Sunday, January 1
Martin Luther King Day	Monday, January 16
Presidents' Day	Monday, February 20
Easter Sunday	Sunday, April 9
Memorial Day	Monday, May 29
Independence Day	Tuesday, July 4
Labor Day	Monday, September 4
Thanksgiving Day	Thursday, November 23
Christmas Day	Monday, December 25

Other Closures and Special Schedule Dates:

All district facilities will close at 3:00 pm on:

- Thanksgiving Eve, Wednesday, November 22
- Christmas Eve, Sunday, December 24
- New Year's Eve, Sunday, December 31

Employee schedules will be adjusted to other days within the pay period to meet their regular scheduled hours for the week. Eligible employees may request to use available PTO, instead of adjusting their schedule.

Date	Meeting	Time	DCL Location
Thursday, January 12, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, January 25, 2023	Policy Committee	3-4 pm	Castle Rock
Wednesday, January 25, 2023	Study Session	4-5 pm	Castle Rock
Wednesday, January 25, 2023	Dinner	5-5:30 pm	Castle Rock
Wednesday, January 25, 2023	Board Annual Meeting	5:30 pm	Castle Rock
Thursday, February 9, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, February 22, 2023	Policy Committee	3-4 pm	Lone Tree
Wednesday, February 22, 2023	Study Session	4-5 pm	Lone Tree
Wednesday, February 22, 2023	Dinner	5-5:30 pm	Lone Tree
Wednesday, February 22, 2023	Board Regular Meeting	5:30 pm	Lone Tree
Thursday, March 9, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, March 29, 2023	Policy Committee	3-4 pm	Parker
Wednesday, March 29, 2023	Study Session	4-5 pm	Parker
Wednesday, March 29, 2023	Dinner	5-5:30 pm	Parker
Wednesday, March 29, 2023	Board Regular Meeting	5:30 pm	Parker
Thursday, April 13, 2023	Executive Committee	8-9 am	Castle Pines
Saturday, April 15, 2023	Annual Retreat	8 am-4pm	Parker
Wednesday, April 26, 2023	Policy Committee	3-4 pm	Highlands Ranch
Wednesday, April 26, 2023	Study Session	4-5 pm	Highlands Ranch
Wednesday, April 26, 2023	Dinner	5-5:30 pm	Highlands Ranch
Wednesday, April 26, 2023	Board Regular Meeting	5:30 pm	Highlands Ranch
Thursday, May 11, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, May 31, 2023	Policy Committee	3-4 pm	Roxborough
Wednesday, May 31, 2023	Study Session	4-5 pm	Roxborough
Wednesday, May 31, 2023	Dinner	5-5:30 pm	Roxborough
Wednesday, May 31, 2023	Board Regular Meeting	5:30 pm	Roxborough
Thursday, June 08, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, June 28, 2023	Policy Committee	3-4 pm	Castle Pines
Wednesday, June 28, 2023	Library & Foundation Dinner	4-5:30 pm	Castle Pines
Wednesday, June 28, 2023	Board Regular Meeting	5:30 pm	Castle Pines
Thursday, July 13, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, July 26, 2023	Informal Board Breakfast	8-9 am	TBD
Thursday, August 10, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, August 30, 2023	Policy Committee	3-4 pm	Lone Tree
Wednesday, August 30, 2023	Study Session	4-5 pm	Lone Tree
Wednesday, August 30, 2023	Dinner	5-5:30 pm	Lone Tree
Wednesday, August 30, 2023	Board Regular Meeting	5:30 pm	Lone Tree

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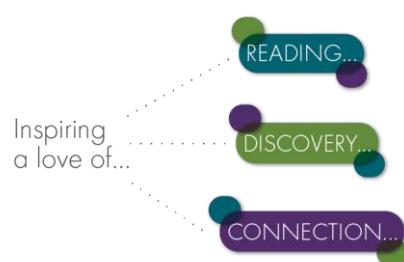
DISCOVERY...

CONNECTION...

Date	Meeting	Time	DCL Location
Thursday, September 14, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, September 27, 2023	Policy Committee	3-4 pm	Parker
Wednesday, September 27, 2023	Study Session	4-5 pm	Parker
Wednesday, September 27, 2023	Dinner	5-5:30 pm	Parker
Wednesday, September 27, 2023	Board Annual Meeting	5:30 pm	Parker
Thursday, October 12, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, October 25, 2023	Policy Committee	3-4 pm	Highlands Ranch
Wednesday, October 25, 2023	Study Session	4-5 pm	Highlands Ranch
Wednesday, October 25, 2023	Dinner	5-5:30 pm	Highlands Ranch
Wednesday, October 25, 2023	Board Regular Meeting	5:30 pm	Highlands Ranch
Thursday, November 9, 2023	Executive Committee	8-9 am	Castle Pines
Wednesday, November 29, 2023	Informal Board Breakfast	8-9 am	TBD
Wednesday, December 6, 2023	Policy Committee	3-4 pm	Castle Rock
Wednesday, December 6, 2023	Study Session	4-5 pm	Castle Rock
Wednesday, December 6, 2023	Dinner	5-5:30 pm	Castle Rock
Wednesday, December 6, 2023	Board Meeting & Budget Public Hearing	5:30 pm	Castle Rock
Thursday, December 14, 2023	Executive Committee	8-9 am	Castle Pines

Please note some changes proposed in the 2023 schedule:

1. Executive Committee meetings are being moved to the second Thursday of each month.
2. Monthly board meetings will still be on the last Wednesday of each month.
 - a. As norm, no board meeting in July or November, but an informal board breakfast those month
 - b. December meeting is the first Wednesday of the month due to budget adoption deadlines
3. The time for monthly board meetings has been moved up to better coincide with library open hours.
 - a. Ad Hoc Policy will be 3-4pm
 - b. Study Session will be 4-5pm
 - c. Dinner will be 5-5:30pm
 - d. Board meeting will be 5:30pm - complete
4. The annual retreat will be Saturday, April 15, 2023.





REQUEST FOR APPROVAL

DATE: September 28, 2022

AGENDA ITEM:

Intergovernmental Agreement (IGA) among Highlands Ranch Metropolitan District (HRMD), Douglas County Libraries (DCL) and the Regional Transportation District (RTD) for DCL use of parking spaces at RTD Highlands Ranch Town Center Park-n-Ride.

DISCUSSION:

The current IGA between HRMD, DCL and RTD dated March 1, 2012 is expiring on March 1, 2023. This IGA allows DCL to use 43 parking spaces in the RTD Highlands Ranch Park-n-Ride for DCL staff vehicles at a cost of \$600 per year. The updated IGA is dated March 1, 2023 and will be in effect for 1 year from that date and shall be automatically renewed for up to 10 additional years unless terminated by one of the parties.

The cost for the use of these 43 spaces continues to be \$600 per year. RTD is responsible for maintaining the parking spots. Staff use these spaces when the Highlands Ranch Library parking lot is busy, increasing availability of parking spots for customers.

RECOMMENDATION:

We recommend the Board votes to approve the Intergovernmental Agreement (IGA) among Highlands Ranch Metropolitan District (HRMD), Douglas County Libraries (DCL) and the Regional Transportation District (RTD) for DCL use of 43 parking spaces at RTD Highlands Ranch Town Center Park-n-Ride.

MOTION:

I move to approve the Intergovernmental Agreement among Highlands Ranch Metropolitan District, Douglas County Libraries and the Regional Transportation District (RTD) dated March 1, 2023 for Douglas County Libraries use of forty-three (43) parking spaces at RTD Highlands Ranch Town Center Park-n-Ride.

BUDGET IMPACT:

\$600 per year for the next 10 years

PERSON(S) RESPONSIBLE: Jill Corrente

**INTERGOVERNMENTAL AGREEMENT (IGA) AMONG
HIGHLANDS RANCH METROPOLITAN DISTRICT (HRMD), DOUGLAS
COUNTY LIBRARIES (DCL) AND
THE REGIONAL TRANSPORTATION DISTRICT (RTD)
FOR DCL USE OF PARKING SPACES
AT RTD HIGHLANDS RANCH TOWN CENTER PARK-N-RIDE**

THIS AGREEMENT (Agreement) is made between Highlands Ranch Metropolitan District (HRMD), Douglas County Libraries (DCL) and the Regional Transportation District (RTD) for DCL use of parking spaces at RTD's Highlands Ranch Town Center Park-n-Ride parking and transportation facility (the "HR Park-n-Ride"). HRMD is a local government serving Highlands Ranch, Colorado, and is a special district organized pursuant to C.R.S. 32-1-101, et seq. DCL serves all of Douglas County and is a library district organized pursuant to C.R.S. 24-90-101, et seq. including the Highlands Ranch Library within RTD's boundaries. RTD is a political subdivision of the State of Colorado whose enabling act is found at C.R.S. 32-9-101, et seq. HRMD, DCL or RTD may individually be referred to herein as a "Party" and collectively referred to herein as the "Parties." This Agreement shall be effective on the date of the last and final signature to this Agreement.

RECITALS

- A. RTD is the mass transit provider for the Denver metro region, and as such owns, maintains and operates the HR Park-n-Ride and provides transit service to Highlands Ranch residents and workers.
- B. HRMD is a local government serving Highlands Ranch, Colorado. Among its other functions, HRMD is responsible for design and construction of much of the infrastructure in Highlands Ranch.
- C. DCL is a library district that serves all of Douglas County including Highlands Ranch. DCL owns and operates the Highlands Ranch Library, a branch of DCL, located at 9292 Ridgeline Boulevard, Highlands Ranch, Colorado 80129 (the "HR Library"), which is located adjacent to the HR Park-n-Ride.
- D. HRMD and DCL desire to cooperate with RTD so that staff at the HR Library can park their vehicles (the "DCL Vehicles") at otherwise unused spaces at the HR Park-n-Ride.
- E. Because the HR Park-n-Ride is currently not utilized to capacity, RTD agrees to permit non-exclusive parking of the DCL Vehicles at forty-three (43) designated parking spaces depicted on the Highlands Ranch Town Center Park-n-Ride Civil Site Plan attached as **Exhibit A** to this Agreement (the "Parking Spaces"), on a space-available basis, for a total fee of \$600 per year payable by DCL and subject to HRMD's and DCL's compliance with all other terms of this Agreement.

HRMD/DCL/RTD IGA re Parking Spaces

3/1/23

F. HRMD, DCL and RTD, by completing this Agreement, are entering into an arrangement which saves public money, avoids duplication of facilities, and fosters cooperation among public agencies. This Agreement substitutes for any otherwise applicable Facilities Use Agreement under RTD policy and procedures.

NOW, THEREFORE, in consideration of the mutual covenants and commitments made herein, the Parties agree as follows:

AGREEMENT

1. PURPOSE.

1.1 Purposes. The general purposes of this Agreement are:

- A. To facilitate the efficient and cost-effective operation of HRMD, DCL and RTD;
- B. To provide non-exclusive parking for DCL Vehicles at the Parking Spaces at the HR Park-n-Ride; and
- C. To assure that DCL use shall be in compliance with RTD's standard policies, and to protect RTD against liability arising from DCL Vehicles' use of the Parking Spaces.

2. USE.

2.1 Use of Parking Spaces by DCL. The non-exclusive use of the Parking Spaces by DCL is to be solely for parking of DCL Vehicles during normal working hours for the HR Library, use commencing March 1, 2023 No DCL Vehicles will be stored or warehoused at the Parking Spaces. Only parking by HR Library staff while they are working at the HR Library will be permitted in the Parking Spaces. Any activity conducted pursuant to this Agreement will be in accordance with the rules and policies of RTD (including but not limited to the RTD Facilities Use Policy attached hereto as **Exhibit B**) and in such a manner as to not interfere with the safe and efficient operation of RTD.

2.2 DCL Vehicle Standards. The DCL Vehicles will be no larger than standard-sized cars and trucks capable of fitting completely within a single parking space. No trailers, buses, semis, RVs or other vehicles not fitting the above description will be permitted at the Parking Spaces.

2.3 RTD Maintenance of Parking Spaces. Subject to HRMD's responsibilities in paragraph 2.4 of this Agreement, RTD shall maintain the Parking Spaces in accordance with its standard maintenance program and procedures for the rest of the HR Park-n-Ride. Nothing in this Agreement requires RTD to keep the Parking Spaces usable or accessible in the event of snow, storms, strikes, or any other natural or man-made occurrences, or to make any special efforts on behalf of HRMD or DCL in this regard.

- 2.4 **HRMD Trash Pickup in Parking Spaces.** HRMD shall be solely responsible for sweeping and pickup for any trash, litter and debris within the designated 43 Parking Spaces.
- 2.5 **No Modification.** HRMD or DCL shall not modify or change the Parking Spaces, or place any vehicles or equipment other than DCL Vehicles in the Parking Spaces, or conduct any activities other than parking in the Parking Spaces or at the HR Park-n-Ride.
- 2.6 **Inspection.** RTD reserves the right to inspect the Parking Spaces at reasonable intervals during the term of this Agreement.
- 2.7 **No Guaranteed Parking.** The Parties understand and agree that RTD is not by this Agreement committing to reserve or mark the Parking Spaces in any way, and that unexpected heavy use of the HR Park-n-Ride by other vehicles may at any time render the Parking Spaces unavailable for DCL Vehicles. This Agreement is not a lease and does not guarantee that the Parking Spaces will be available for DCL Vehicles.

3. COMPENSATION.

- 3.1 **Annual Compensation.** Subject to the provisions in paragraph 5.7, in exchange for the above-described use of the Parking Spaces for the term of this Agreement (including automatic renewal terms) DCL agrees to pay RTD Six Hundred Dollars (\$600.00) per year, commencing as of the date set forth in paragraph 2.1 above. DCL shall remit such payment to RTD, by check payable to Regional Transportation District, within 15 days after March 1st of each year, to:

RTD 2380
P. O. Box 912380
Denver, CO 80291-2380

4. RELOCATION OR REMOVAL OF PARKING SPACES.

- 4.1 RTD may decide for any reason to relocate or remove the Parking Spaces or perform other work at the HR Park-n-Ride temporarily or permanently affecting the Parking Spaces. In such event RTD shall use its best efforts to provide substitute Parking Spaces within the HR Park-n-Ride, and to provide reasonable advance notice to HRMD and DCL if for any reason RTD is unable to do so. If RTD decides to relocate or remove the Parking Spaces, RTD, HRMD and DCL shall cooperate to seek a replacement site and shall make good faith attempts to continue this Agreement throughout its term at such replacement site. If the Parties are unable to reach agreement on replacement parking, any Party may terminate this Agreement pursuant to Section 5 below.

5. TERM AND TERMINATION.

- 5.1 **Term.** The term of this Agreement shall be one (1) year from the effective date, March 1, 2023 unless otherwise terminated in accordance with this Agreement.
- 5.2 **Automatic Renewal.** This agreement shall be automatically renewed and extended for up to ten (10) additional one-year terms unless terminated by any Party pursuant to Section 5.3 of this Agreement.
- 5.3 **Termination.** DCL may cease using the Parking Spaces and may terminate this Agreement at any time and for any reason with fifteen (15) days' written notice to RTD. Upon such termination DCL shall not be entitled to reimbursement of any monies paid in advance for use of the Parking Spaces. RTD may terminate this Agreement at any time with fifteen (15) days' prior written notice to DCL and HRMD and will reimburse DCL the prorated portion of the annual payment for the unused portion of the 12-month period. This Agreement may also be terminated by the mutual consent of all Parties in writing, with said termination becoming effective immediately after said mutual consent. Regardless of reason for termination, DCL's responsibility for payment for use of the Parking Spaces prior to termination, and the Parties' other responsibilities set forth in Section 6 of this Agreement, shall survive with respect to any incidents or accidents arising prior to termination of this Agreement.
- 5.4 **Suspension by RTD; Default.** RTD may immediately suspend this Agreement if the activities performed by users of the Parking Spaces violate the activities specifically prohibited by RTD Facilities Use Policy, pose a danger to public safety, or unreasonably interfere with RTD operations. In addition, HRMD/DCL shall be in default and in breach of this Agreement for any such violation or for violation of any other term, condition or covenant of this Agreement (a "Default"). RTD shall notify HRMD/DCL in writing of any and all causes for Default. Such notice shall describe the Default and the required cure and shall state that HRMD/DCL has fifteen (15) days to cure the Default, or face termination of this Agreement.
- 5.5 **Termination on Default and Right to Cure.** Upon any written notice by RTD of Default by HRMD or DCL, RTD shall have the right to terminate this Agreement after the expiration of the fifteen (15) days written notice, and only in the event that HRMD/DCL has failed to cure, or made no substantial effort to cure such Default within the 15-day period.
- 5.6 **Removal of DCL Vehicles Upon Termination.** In the event that DCL vehicles are not moved prior to the effective date of termination of this Agreement, RTD may treat the DCL Vehicles pursuant to its standard policies governing unauthorized, non-transit-related parking in RTD Park-n-Rides.
- 5.7 **No Multiple Fiscal Year Obligation.** The Parties have budgeted,

HRMD/DCL/RTD IGA re Parking Spaces

3/1/23

authorized and appropriated all funds required for performance of their obligations in 2022. Funds required for future years shall be subject to future budgeting authorization and appropriation. Failure of any Party to provide funding shall result in termination of this Agreement per Section 5.3. Nothing in this Agreement shall be construed as a multiple fiscal year obligation by any Party.

6. RESPONSIBILITY AND LIMITATION OF LIABILITIES.

- 6.1 Assumption of Risk. DCL and HRMD hereby acknowledge and agree that RTD does not warrant the condition of the HR Park-n-Ride or the Parking Spaces.
- 6.2 Damages. DCL or HRMD, as applicable, shall be responsible for any liability, loss, damage, or injury, including costs, fees, and attorneys' fees, in any way arising out of, connected with or resulting from the exercise by DCL, HRMD, and their employees, contractors, and agents, of the rights granted hereunder, including but not limited to claims for property damage, violation of governmental laws, rules, regulations or ordinances, injury or death of any person. Provided however, none of the parties waives or intends to waive the limitations on liability which are provided to the parties, their officers, and employees under the Colorado Governmental Immunity Act, Sec. 24-10-101 *et seq.*, C.R.S.
- 6.3 Negligence. DCL's and HRMD's responsibility pursuant to this Agreement does not extend to any liability, loss, damage or injury caused solely by the negligence or willful misconduct of RTD or its employees.
- 6.4 Liability. Except as expressly provided herein, NONE OF THE PARTIES SHALL BE LIABLE TO THE OTHER/OTHERS FOR ANY INCIDENTAL, INDIRECT, SPECIAL OR CONSEQUENTIAL DAMAGES OF ANY KIND, INCLUDING BUT NOT LIMITED TO ANY LOSS OF USE, LOSS OF BUSINESS OR LOSS OF PROFIT; provided, however, there shall be no limitation on a Party's liability to the others for any fines or penalties imposed on a Party by any court of competent jurisdiction or federal, state or local administrative agency resulting from the failure of the Party to comply with any term or condition of this Agreement or any valid and applicable law, rule or regulation.

7. MISCELLANEOUS PROVISIONS.

- 7.1 Waivers. Waiver by any party of any breach of any term, covenant, or condition of this Agreement shall not be deemed a waiver of such term, covenant or condition for any subsequent breach of the same or of any other term, covenant, or condition of this Agreement.
- 7.2 Non-exclusive. This Agreement is non-exclusive and RTD reserves the right to grant similar agreements to others and to make other arrangements

HRMD/DCL/RTD IGA re Parking Spaces

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with third parties for the use of the HR Park-n-Ride and other RTD property.

- 7.3 **No Ownership or Property Rights.** Nothing contained in this Agreement, nor the use of the Parking Spaces, however extended, including any other action of HRMD or DCL, shall create or vest in HRMD or DCL any ownership, leasehold or other property rights in the Parking Spaces or the HR Park-n-Ride, or any other property interest of RTD.
- 7.4 **Applicable Law.** The parties shall attempt to resolve any disputes by mediation prior to initiating litigation. This Agreement shall be construed and enforced in accordance with the laws of the State of Colorado. Venue for the trial of any action arising out of any dispute hereunder shall be in Denver District Court, pursuant to the appropriate rules of civil procedure.
- 7.5 **Third Parties.** This Agreement is solely for the benefit of the Parties hereto, is not transferable or assignable, and no third party shall be entitled to claim or enforce any rights hereunder except by a writing signed by the Parties.
- 7.6 **Entire Agreement.** This Agreement contains the entire agreement between the Parties and shall not be amended or modified in any manner except by a writing signed by the Parties, except that **Exhibit A** may be amended in writing to add, subtract or substitute specific spaces at the HR Park-n-Ride by the mutual consent of HRMD's General Manager, DCL's Executive Library Director and RTD's Senior Manager of Facilities representing the Regional Transportation District.
- 7.7 **Notices.** All notices to Parties shall be deemed to have been given when mailed to the following addresses for each Party.

HRMD: Highlands Ranch Metro District
 62 W. Plaza Drive
 Highlands Ranch, CO
 80129

DCL: Douglas County Libraries
 100 S. Wilcox
 Castle Rock, CO 80104.

RTD: Regional Transportation District
 Senior Manager, Real Property
 1560 Broadway, Suite 650
 Denver, Colorado 80202

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7.8 Validity. If any provisions of this Agreement or the application hereof to any of the parties in any circumstance is held invalid, such invalidity shall not affect other provisions or applications of this Agreement which can be given effect without the invalid provision or application.

7.9 Agreement Execution. This Agreement may be executed in counterpart copies by each of the Parties and when all Parties have done so, this Agreement shall be in full force and effect between them as if they had all signed the same copy or the original of this Agreement.

IN WITNESS HEREOF, the Parties have executed this Agreement by their signatures below:

HIGHLANDS RANCH METRO DISTRICT

By: _____

General Manager

Date: _____

DOUGLAS COUNTY LIBRARIES

By: _____

Dawn Vaughn
 President, Douglas County Libraries Board of Trustees

Date: _____

REGIONAL TRANSPORTATION DISTRICT

By: _____

Date: _____

Approved as to legal form for RTD: _____



DIRECTOR'S REPORT

Our Foundation

OUR VISION

Douglas County Libraries elevates our community by inspiring a love of reading, discovery and connection

OUR CORE VALUES

Welcoming to All
Continual Growth
Authentic Relationships

EXECUTIVE LIBRARY DIRECTOR'S REPORT
Bob Pasicznyuk
September 2022

2023 BUDGET – Assumptions and Priorities

The budget presumes a 5% reduction in revenues in 2023. Revenues have been historically lean in any non-assessment year. The Colorado legislature reduced the assessment rate in the context of growing property values. Library revenue from automobile purchases has fallen sharply.

The 2023 budget still supports three **priorities**.

- 1) Complete a new library facility in Castle Rock from capital savings.
- 2) Sustain business continuity through competitive salaries and rewarding performance.
- 3) Invest in community-valued staples - content, customer care, and bespoke events.

Raising wages against flat revenues requires changes and discipline.

- Transition employee healthcare to a very competitive Kaiser bid.
- Bolster reserves to fill the gap anticipating 2024 revenue growth.
 - Deliver the Castle Rock project with contingencies intact.
 - Sell the Library's annex/strip mall property.
 - End 2022 with significant unspent resources.
- Shabbat traditional discretionary lines devoting those resources to wages and salaries.

Community Context – DC Libraries and Douglas County Schools

Douglas County School District is seeking a mil-levy override and capital improvement bond this November. At several informational events, the Superintendent has contrasted the state of Douglas County school facilities with area libraries. The spotlight on our libraries shows that the community notices the work and accomplishments of our capital plan. We share with the school district the needs to sustain our human and physical infrastructure. Beyond those generalities, the comparison highlights several differences and advantages between the schools and our Library.

- We operate with next to no government interference, mandates, or revenue redistribution.
- Our budget is indexed to property values. We grow as our community prospers.
- We've reduced staffing over the past decade funding capital from operations.
- Our facilities are few and centralized in each of the communities we serve.

BUSINESS PLAN, OPERATIONS AND STRATEGY

Parker Elevator Status. Our elevator returned to service in early September. The maintenance vendor identified the ailing part and made necessary adjustments.



Castle Rock Project Update. Plumbing and electrical contractors are installing systems for cement floor work in early October. The project is progressing with contingencies intact.



PROFESSIONAL TRENDS AND ANALYSIS

Disputes around freedom and library content continue to garner local and national attention.

Brooks Rainwater, new CEO of the Urban Libraries Council, convened a monthly CEO call about content challenges in North America. Lance Werner, Executive Director of Kent District Library (Grand Rapids, Michigan) led the discussion. Werner emphasized the need to focus on Constitutional freedoms rather than be diverted by particular titles or other passions.

In the context of requests to the Board to remove content in Wellington, Colorado, the Library Board voted on a resolution September 15 preventing the Board from restricting access to materials.

This past month, Amanda Jones, a middle-school librarian and President of the Louisiana Library Association, asked courts for relief via a defamation suit against *Citizens for New Louisiana*. She alleges that the group portrayed her as a criminal and pedophile in their social media posts because of titles in her library's collection.

MANDATES, IMPACTS AND BUSINESS RISKS

Safety Audit. Our work evaluating safety practices with the Douglas County Sheriff is complete. We will incorporate multiple, smaller facilities changes cited in the report over time. We will also concentrate effort on adopting and honing the *Standard Response Protocol (SRP)* – nomenclature and processes that the Sheriff uses with area schools under any manner of threat. We will incorporate SRP training and drills into our annual calendar.

BOARD TALKING POINTS

Elevating the Brand – Douglas County Libraries elevates our community by inspiring a love of reading, discovery, and connection. With nearly 2 million visitors to seven branches each year, visitors are met with beautiful spaces, curated collections, personalized services, and a variety of events that offer a premium experience for all.

Castle Rock Library New Build

- A new Castle Rock Library is part of a decade-long commitment to upgrade all DCL facilities.
- The new library will be on par with libraries in Parker and Highlands Ranch.
- Castle Rock growth and the library's age made it a priority for improvement.
- The Library is funding the facility through annual cash, capital savings.
- The existing library will be open until the new facility is complete.

Douglas County Sheriff Safety Review - Partnerships in Play

DC Libraries wants to thank the Douglas County Sheriff in reviewing our safety practices for facilities, staff, and customers. The Sheriff provided our Library a 6-figure dollar service and, more importantly, gave us a list of practical changes that we're making.

Customer Experience Division Report

September 2022

Library Services Update

To complement construction going on outside the window, young folks at Storytime Discover constructed their own creations out of Popsicle sticks, and young customers read about dinosaurs then went digging for dinosaur bones! (Pictured right)



CX division staff have been promoting the DCL Brew Tour via displays and working at the outreach events. The display below is from our Lone Tree location.

Customer Feedback and CARE:

(From the Youth & Family Services team) We had some nice feedback from a customer regarding Reading Buddies. In her application to enroll her child as a Little Buddy in Reading Buddies this fall, this parent wrote: "(Name) loves the program and always is very excited to learn and improve her reading skills.

This is a very good and organized DCL program. Congratulations to all your staff. Very helpful."

(From the Customer Experience department) An older gentleman came to the desk and asked for masks and test kits. I explained that we were out of kits and probably wouldn't be getting new ones in. This launched a conversation on COVID and all that has gone on these past few years both nationally and with his family. It was a slow time of evening and so we talked for quite a while. He started to get teary and told me that his mom passed away in January. I listened actively and added my own experiences here and there. As he left, he told me how much he appreciated our talk and the time that I was able to give him.

A customer appreciation note:

“Dear Talayna,

Apologies for being almost two weeks late in thanking you and the library for making my memorial on Sunday, August 28 for my Beloved Partner possible in the library we both loved.

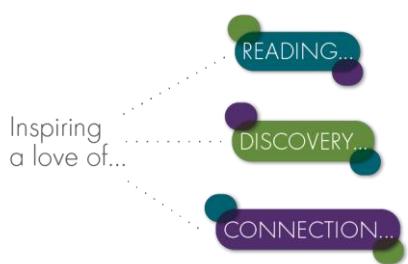
I've told some of the librarians that [he] introduced me to Highlands Ranch Library AND he also gave me the library habit which has been wonderful! This was why Highlands Ranch Library was the perfect place for [his] Memorial. While I'm sorry I no longer support Tattered Cover with buying books, I actually READ books now, don't just buy and forget them. **This library has been [his] and my Happy Comfort Place. It continues to be another kind of comfort place now that I miss [him].**

[He] and I spent many contented, joyful times at our library, often losing each other as we went opposite directions to look for books that engaged us. We always managed to find each other at the end and happily drove home with our book treasures! [He] read avidly, was a super brightie, and influenced and gifted me positively in many ways but **I LOVE my library habit, thanks to [him]!**

Highlands Ranch IS a wonderful library and I'm fond of the helpful, kind, understanding librarians who enrich the library experience. I left fudgesicles for them and only hope I left enough! **THANK YOU FOR MAKING A VERY DIFFICULT AND SAD TIME IN MY LIFE GO MUCH EASIER.**

with love for you all and for our wonderful library,..”

Item	Prepatory Work	Motion
Employee Benefits Package	Review for action	<p>MOTION: I move to authorize staff to accept and transition DCL's staff benefits offerings as presented.</p> <ul style="list-style-type: none"> • Kaiser Health • Ameritas Dental • Ameritas Vision • Mutual of Omaha Basic Life/AD&D
2030 Facilities Master Plan	Review for action	<p>MOTION: I move that Douglas County Libraries accept the updated 2030 Facilities Master Plan as presented.</p>
2022-2024 Audit Contract	Review for Action	<p>MOTION: I move to approve the proposal from Eide Bailly to audit the annual 2022-2024 financial statements of Douglas County Libraries, and to authorize the Executive Library Director to sign the engagement letters.</p>
Board Bylaws Updates	Review for action	<p>MOTION: I move to approve the Board Bylaws as presented, on second reading.</p>
Foundation Class I Director	Consider who you want representing the library board on the Foundation board	<p>MOTION: I move to appoint _____ as the Class I Director for the Foundation for 2023.</p>





REQUEST FOR APPROVAL

DATE: September 28, 2022

AGENDA ITEM: Board authorization of benefits change – Kaiser through 2025.

DISCUSSION: This item is coming to the Douglas County Board of Trustees in keeping with Board Financial Policies – Employee Benefits Plans.

This year, the Library bid its entire benefits offering. The Library is recommending a transition of medical, dental, vision, and basic life/AD&D insurance to Kaiser, Ameritas, Ameritas, and Mutual of Omaha respectively.

The relevant criteria for the change are 3:

- Cost of coverage: \$546,812 advantage over our current carrier's bid.
- Transition assistance: enrollment counsel for formularies, physician disruption, remote worker options
- Future cost risk mitigation: 2nd year cost option of \$110,000; 3rd year cost escalation guarantee at 8.5%.

The Senior Leadership Team presented the plan – using the savings from this benefit offering to buttress competitiveness in salaries in the context of lean revenue growth. There was no disagreement with this strategy among DCL's 20 managers.

RECOMMENDATION: We recommend that the Board approve the change of benefits offerings.

- Kaiser Health
- Ameritas Dental
- Ameritas Vision
- Mutual of Omaha Basic Life/AD&D

BUDGET IMPACT:	2023	Savings of \$546,812
	2024	Savings of \$110,000
	2025	Cost containment cap at 8.5%

MOTION: I move to authorize staff to accept and transition DCL's staff benefits offerings as presented.

- Kaiser Health
- Ameritas Dental
- Ameritas Vision
- Mutual of Omaha Basic Life/AD&D

PERSON(S) RESPONSIBLE: Bob Pasicznyuk, Executive Director

ATTACHMENT: Benefits Bid Summary Document

Total Cost Comparison

Renew As Is					
	Coverage	Carrier	Current Premium	2023 Premium	% Change
1	Medical	UHC	\$1,505,949	\$1,475,949	-2.0%
	Dental	UHC	\$50,730	\$52,898	4.3%
	Vision	UHC	\$16,129	\$16,129	0.0%
	Basic Life and AD&D	UHC	\$11,068	\$11,068	0.0%
Total			\$1,583,876	\$1,556,043	-1.8%
-\$27,833					

Self Fund with UHC					
	Coverage	Carrier	Current Premium	2023 Premium	% Change
2	Medical	UHC	\$1,505,949	\$1,778,285	18.1%
	Dental	UHC	\$50,730	\$52,898	4.3%
	Vision	UHC	\$16,129	\$16,129	0.0%
	Basic Life and AD&D	UHC	\$11,068	\$11,068	0.0%
Total			\$1,583,876	\$1,858,380	17.3%
\$274,504					

Cigna Bundled with NY Life					
	Coverage	Carrier	Current Premium	2023 Premium	% Change
3	Medical*	Cigna	\$1,505,949	\$1,398,144	-7.2%
	Dental	Cigna	\$50,730	\$46,532	-8.3%
	Vision	Cigna	\$16,129	\$15,574	-3.4%
	Basic Life and AD&D	NY Life	\$11,068	\$11,068	0.0%
Total			\$1,583,876	\$1,471,318	-7.1%
-\$112,557					

*Credits applied: \$30,000 Transition, \$30,000 Dental & Vision, \$15,000 NY Life

Cigna Bundled & Principal					
	Coverage	Carrier	Current Premium	2023 Premium	% Change
4	Medical	Cigna	\$1,505,949	\$1,413,144	-6.2%
	Dental	Cigna	\$50,730	\$46,532	-8.3%
	Vision	Cigna	\$16,129	\$15,574	-3.4%
	Basic Life and AD&D	Principal	\$11,068	\$9,656	-12.8%
Total			\$1,583,876	\$1,484,907	-6.2%
-\$98,968					

*Credits applied: \$30,000 Transition, \$30,000 Dental & Vision

Kaiser, Ameritas, & Mutual of Omaha					
	Coverage	Carrier	Current Premium	2023 Premium	% Change
5	Medical	Kaiser	\$1,505,949	\$970,865	-35.5%
	Dental	Ameritas	\$50,730	\$42,287	-16.6%
	Vision	Ameritas	\$16,129	\$13,512	-16.2%
	Basic Life and AD&D	Mutual of Omaha	\$11,068	\$10,399	-6.0%
Total			\$1,583,876	\$1,037,063	-34.5%
-\$546,812					

*Credits applied: \$220,000 MBA, \$50,000 Transition

Note: Above exhibit is provided to assist in evaluating your program and estimating plan expenses.

Data is gathered from various sources and is unaudited.

2030 LIBRARY VISION

A Facilities
Masterplan



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Executive Summary

Douglas County Libraries' (DCL's) history mirrors the growth of our Douglas County community, from a small start-up in the early 1990s to national prominence a few decades later. DCL has built, maintains and operates seven facilities – two rented and five owned. Our Library's facilities improvements and maintenance program rallies around five descriptors of success:

Community Focused	Facilities that elevate greater community goals
Forward Leaning	Facilities that support rather than impede contemporary practice
Rightsized	Facilities that match capacity to community growth and demand
Sustainable	Facilities that demonstrate good maintenance stewardship
Consistently Premium	Facilities that reinforce our Library's brand

This document declares commitments (priorities and philosophy) to facilities investments and efforts. It also forecasts our plans and budget needs for the next decade.

Objectives

This plan describes our facilities plans, capital needs, and annual projects into the next decade. It brings together financial and demographic forecasts to support the plan. It communicates our intent to municipal, staff, and customer stakeholders. It sets aspirations and standards to support decision-making.

A Facilities History of Douglas County Libraries



Before we became a library district

- 1967: Operations begin in Louviers Village Club House.
- 1968: First freestanding public library opens in Castle Rock.
- 1975: Gilbert Street location expands.
- 1985: First permanent Parker library location opens.
- 1986: Oakes Mill library opens in Lone Tree.
- 1990: After we became a library district**
- 1995: New Parker library opens on Crossroads Drive.
- 1998: Lone Tree library opens on site of former Oakes Mill library.

2000: New Highlands Ranch library opens; Technical Services moves to its own building.

2003: Castle Rock – Philip S. Miller library opens on Wilcox Street.

2006: A rented library facility opens in Roxborough.

2009: Castle Pines library opens.

2015: DCL issues COP financing for capital construction.

2016: Three new libraries open in Castle Pines, Lone Tree and Parker.



2017: Cosmetic upgrades at Castle Rock, Roxborough and Louviers libraries.

2018: A wholesale renovation of our Highlands Ranch library.

2022: Groundbreaking for a new Castle Rock library and administrative offices.

Facilities Philosophy

U.S. public libraries trace their beginnings to the early 20th century and the era's focus on public education and philanthropy. In contrast, DCL's 30-year history is short. Our Library grew outside the legacies and political realities of peers. From the start, DCL benefited from a careful facilities philosophy – centralized facilities optimally spaced to achieve impact. DCL has sought to balance new library requests with maintenance commitments and expectations of return on investment.

Vision Statement

Douglas County Libraries elevates our community by inspiring a love of reading, discovery and connection.

Facilities Success Descriptors

Ownership	Property is a long-term asset. We seek to own our facilities.
Stewardship	Maintain libraries that customers will describe as premium.
Quantity, Size, Outcomes	Few and Central; Larger vs. Smaller; High Use and ROI.
Spacing	Avoid needless overlap or cannibalization of our customer base.
Location	Balance customer convenience with municipal/political goals.
Opportunity	Be intentional with solid business strategy when planting libraries.

Facilities Specification Guidelines

Size	25,000 returns an optimal ROI
Audience	Serving an audience greater than 25,000 customers/citizens
Spacing	Without other factors, approximately 5 miles is optimal spacing
Access	Open more than 60 hours each week
Parking	Providing 3 spaces for every 1,000 square feet of library facilities
Brand	Offering a consistent experience and suite of amenities

Facilities Design Concepts

Though our libraries welcome everyone, we activate our spaces around key audience segments.

Families and Learning

DCL designs and builds libraries that welcome families and span generational boundaries. Our family learning spaces are energetic, relaxed, warm, comfortable and playful. The Library offers spaces for informal interactions among family, friends and neighbors. Our family learning spaces offer several spaces for specific activities.



Play and explore
 Families building support connections
 Enjoying food and beverage
 A child's first classroom
 Tutoring and unstructured learning

The Enhanced Classic Library

Opposites attract. The energy, fun, and bustle of our family spaces invite an alternative. Our *Enhanced Classic Library* is the place for focused work, co-working spaces, and business transactions. This environment is noteworthy for comfortable, private and semi-private work spaces. The Library designs these spaces with plentiful access to Wi-Fi, power, and audiovisual support. The *Enhanced Classic Library* provides variety or a gradient in terms of noise and distraction. These people-friendly spaces are conducive to mature engagement around the Library's collection and technology.

Events and Hospitality

Our Library offers ideal, plentiful and distinctive spaces for events and meetings. These spaces combine contemporary amenities with flexible support packages, from a complimentary suite of services to professional event management. Events and Hospitality spaces offer support reservations and drop-in use.



Concept: Staff Workspaces

Supporting our staff with effective workspaces is an investment that pays dividends to our customers. We prioritize staff work areas for flexible, open-office systems with contemporary technology offerings. We are now working to understand and support hybrid work environments where our staff can work remotely or at any of our facilities. We exercise care and discipline in the creation and assignment of private offices. Our staff office concept supports well-appointed breakrooms for meals, gathering and respite.

Contemporary Workplace Descriptions

1. Flexible and adaptable.
2. Comfortable, clean, spacious and bright.
3. Encouraging collaboration and teaming.
4. Relevant office technology.
5. Ergonomically sound.
6. Playful, colorful, creative.

Design Precedents

Precedents teach us lessons about societal trending and best practices.

Denver Museum of Nature and Science, Denver, CO



Denver's Museum of Nature and Science is a DCL precedent for evolving the museum service platform for contemporary needs. The Museum of Nature and Science transformed its offerings over the last decade without disparaging past customs and accomplishments. In times past, nature museums concentrated their offerings around static content (dioramas, specimens, taxidermy, signage) to engage their customers in the natural world. Current innovations include the ability to encounter live specimens, interact with multimedia, engage the forces of nature through play, or create the memory of a lifetime by holding an event against the backdrop of the museum's amazing collection.

DCL Lessons: Evolve without leaving behind classic fare valued by customers.

Park Meadows Mall, Lone Tree, CO



Between four and five million people shop annually at Colorado's only Shopping Resort, Park Meadows Mall. Retail venues are in flux, with more than a few holding on by fingertips or closing their doors. Park Meadows is a DCL precedent for two challenging accomplishments. First, its primary mall retail center (over 20 years old) defies age due to an exemplary facility maintenance and renewal program. Second, the mall was an early adopter of the outdoor retail concept or lifestyle center. Rather than scrapping a very productive retail environment, Park Meadows augmented its traditional offering with an extensive outdoor experience. The mall continues to evolve against post-pandemic conditions and realities.



DCL Lessons: Prioritize maintenance investments. Adapt and transform to sustain relevance.

Gale Borden Public Library, Elgin, IL



In 2009, the Gale Borden Public Library (Elgin, Illinois) added the first branch in their history to complement a large (150,000-square-foot) central library. Several aspects of this project are valuable for DCL to emulate. The 10,000-square-foot branch features a flexible floor plan, retail displays and high finishes against a disciplined budget. In addition, the library planned for growth: the branch has sufficient land capacity to support a

growth path to 20,000 square feet.

DCL Lessons: Plan today for tomorrow's library growth.

Facilities Challenges

Library Bricks & Mortar in the Digital Age

Forecasting technology advances and their impact on society, economies and industries is tricky business. Replete are quotes and pronouncements by technology experts, true or ascribed, that missed the mark about technology and its impact by a wide margin.

“640K ought to be enough for anyone.” – Bill Gates, Microsoft

“There’s no reason for any individual to have a computer in his home.” – Ken Olsen, Digital Equipment Corp.

Do libraries – the physical bricks and mortar kind – have a place in the digital world? Are libraries a vestige from a quaint past or relevant to 21st century life? Isn’t everything online, or won’t it be there in short order? Is investing millions in library facilities good strategy for contemporary library service? These questions carry many assumptions, not the least of which are the role of libraries, the future of technology, and economic trending in society.

Every year or two, a cocksure and well-intentioned technologist releases a societal evolution timeline forecasting the death of institutions and professions, casualties of technology innovation. It is not surprising that forecasts include public libraries in the inventory of institutions that will soon cease to exist. Print materials also make the list of assumptive casualties. The library is thought to be so closely allied with print that trends for one are true for the other.

The competition between digital and tangible is both reasonable and fiction. While there is no sure pronouncement for the future impact of technology advances on society, let alone public libraries, some declarations have credibility.

- Customer appetite for the digital world isn’t a sure barometer for wholesale changes to traditional formats, products and services.
- Examples from education to retail showcase how digital and physical strategies complement, rather than cannibalize, one another.
- Format changes and customer usage patterns are always changing.
- Our track record with library facility investment is consistent. New or renovated libraries increase and stabilize customer engagement.
- Expansive descriptions of the contemporary public library see it serving multiple roles:
 - Great books
 - Alternative educator
 - Neutral third place – a place beyond home and work
 - Co-working, hybrid work environment facilitator
 - Economic incubator
 - Community gathering place – civic space provider

Facilities, Budget Context and Competing Values

There are always multiple values and challenges competing against any capital program.

Staff Compensation v. Capital Investment

Douglas County Libraries has adopted a compensation philosophy that declares our commitment to competitive wages and benefits. Each year, we seek a threefold response to that philosophy.

1. Adjust salaries as a hedge against inflation.
2. Adjust salaries in keeping with market conditions.
3. Reward superlative performance.

Financing v. Savings v. Inflation

In 2016, DCL sought \$30 million in financing to address aging facilities. Our Library made a 15-year commitment then with no intention of raising that debt ceiling. Still, construction costs along Colorado's Front Range have grown in the past decade above the historic average of 5% – more than double the rate of financing options.

Maintenance v. Improvements

Sustaining a facility over time is challenging and expensive. Each year, the Library prioritizes maintenance as a higher priority than new facility improvement projects.

Existing Facilities Conditions and Forecast

Summary

Facility	Library Size Ft ²	Facility Construction Date	2022 Service Population	Projected Population 2030	Projected Population 2040
Castle Pines	13,652	2016	13,100	23,500	34,000
Castle Rock	26,961	1977	78,144	101,500	120,000
Highlands Ranch	39,853	2000	106,553	110,000	110,000
Lone Tree	24,826	2016	13,381	20,000	35,000
Louviers	1,212	1917	322	400	400
Parker	41,951	2016	62,442	83,000	90,000
Roxborough/NW	5,420	2005	12,393	32,000	45,000

Condition and Description

Castle Pines. One of three 2016 new builds, our Castle Pines library is able to respond to customer demand and community growth. There is no indication that services are constrained because of physical limitations. We continue to sustain and maintain the facility through our annual maintenance program and budget investments. The City of Castle Pines now occupies 2,000 square feet via lease – capacity that the Library can use for expansion by about 2027.

Castle Rock. Castle Rock's growth is evident across developments from every direction – Promenade (North), Meadows (West), Terrain (East), and Crystal Valley (South). Castle Rock's downtown redevelopment has escalated in the past half-decade toward upscale and vertical residential, retail, and service-sector tenants and owners. Downtown and near downtown development is continuing in 2023 with the ground-breaking of *The View* – Castle Rock's largest downtown mixed-use offering and *The Brickyard*, a 31-acre redevelopment just West of I25.

The Castle Rock library currently operates in our oldest facility, a renovated retail tilt-up constructed about 1976. The facility is cosmetically sound, but is compromised across key systems – foundation, roof, sewer, HVAC. In addition, it lacks parity in terms of size and amenities with our larger facility offerings in Highlands Ranch and Parker. DCL is building a new Castle Rock library to address these issues with grand opening expected for late summer 2023.

Highlands Ranch. Our Highlands Ranch library was the focus of significant renovation and investment in 2018. It remains *neck-and-neck* with our Parker library for customer use. We

continue to sustain and maintain the facility through our annual maintenance program and budget investments. The most significant upcoming maintenance need for the facility is a new roof (approximately \$500,000 in 2024).

Lone Tree. Our Lone Tree library was our second of three new facilities that debuted in 2016. Its central location also makes it ideal for service offerings and draw across the county. We continue to sustain and maintain the facility through our annual maintenance program and budget investments. Lone Tree is an ideal target for planned library growth.

Louviers. Our Louviers library is the outlier and antithetical to our branch business and capital plan. It is a small-footprint, rented site reminiscent of the libraries of yesteryear.

Parker. Our Parker library is the third of our 2016 new builds. Since its opening, Parker has vied with Highlands Ranch as our busiest community library. We continue to sustain and maintain the facility through our annual maintenance program and budget investments.

Northwest Region/Roxborough. Our Roxborough library is not consistent with DCL facilities philosophy or specifications. It's a small, rented facility in a second-floor strip mall. The Library's last facilities master plan cited Castle Rock and Roxborough as targets for correction and growth. DCL is targeting savings to match the growth in the Northwest region to bring this facility to standard.

Future – Toward the Next Decade

Both growth and the status quo are risks. The library narrative is common, almost expected. Libraries grow their facilities or service outlets while deferring maintenance, offering scant hours of operation, and with no ability to activate those facilities through inventories and program. An alternate or innovative plan might seem arrogant – to grow our facilities methodically and thoughtfully and while maintaining the brand central to our success.

In 2022, the Douglas County Libraries Board of Trustees centered their annual retreat on responses to community growth. The work identified three rapidly growing developments as targets.

- Castle Pines/The Canyons,
- Lone Tree/RidgeGate,
- Roxborough/Sterling Ranch.

The Board charged staff with updating our facilities plan around these priorities - estimating costs, setting an order, and negotiating toward land donations and other details relevant to moving from plan to action.

About the Ranking. All rankings set an order, but the exercise never describes the distance between one choice and another. In this case, priorities 1 and 2 (Sterling Ranch and RidgeGate at Lone Tree) are the highest priority in the plan. Their order may flip depending on gifts, community requirements, and other factors that hasten or obstruct our library's ability to deliver.

About Debt Retirement. The financial forecast used to set the following capital timeline presumes that the Library retires its debt/financing in 2024. If the Library doesn't retire the debt, the Library must continue to devote \$2,000,000 each year toward debt payments, but can apply the debt amount toward improving the capital timeline.

Priorities

Priority 1: Sterling Ranch and Roxborough

Northwest Douglas County

Year: 2026

Library Description. A 25,000-square-foot library similar to our existing facility at Lone Tree. In addition, the budget forecast supports costs for staffing and infrastructure appropriate to the scope increase. The budget also includes an outdoor plaza feature similar to the environment at our current Parker library.

Estimating the Capital Investment. \$19,400,000 (2026 dollars). Note that this figure includes all project costs (site development, design, construction, technology, collections, furniture, fixtures). It presumes historic inflation rates, but does not include land.

Challenges/Opportunities. Sterling Ranch is our highest priority for a new facility since our current offering - a second floor, rented, strip mall – doesn't match DCL's brand, facilities philosophy, and specifications. It is an ideal library plant to bring answer growth in Northwest Douglas County while answering the product experience gap. The Library negotiating with developers now about a land donation. Site cost is the most likely impediment that could tip the priority order from Sterling Ranch toward RidgeGate at Lone Tree.

Priority 3: RidgeGate at Lone Tree

North Central Douglas County

Year: 2028

Library Description. A 35,000-square-foot library similar to our existing facility at Lone Tree with the addition of a 10,000 sFt county-wide events center. The budget forecast includes staffing and infrastructure costs necessary for standing up a new library.

Estimating the Capital Investment. \$23,140,000 (2026 dollars). Note that this figure includes all project costs (site development, design, construction, technology, collections, furniture, fixtures). It presumes historic inflation rates and donated land.

Challenges/Opportunities. RidgeGate Investments has offered the Library a prime 3.5-acre site donation when the Library is prepared to begin. Beyond realizing capital and operational revenues to afford this facility, the greatest impediment to this project is its proximity to our existing Lone Tree facility. RidgeGate is 3.5 miles away from our current facility – not consistent with our 5+-mile optimal spread. Adjusting the spread expectation in Lone Tree is appropriate for 4 reasons:

- Ridgegate's development East of I25 is designed to become Lone Tree's town center.
- This library bridges the gap between Lone Tree and Parker for customers on the edge of both.
- Lone Tree's centrality has historically achieved use outcomes defying the 5-mile spread.
- The facility would serve and solve a county-wide need for a premium, large-scale event space.

Priority 4: Canyons at Castle Pines

Central Douglas County

Year: 2029

Library Description. A 25,000-square-foot library similar to our existing facility at Lone Tree. The budget forecast includes staffing and infrastructure costs akin to our current Lone Tree facility less the operating costs of our existing Castle Pines library.

Estimating the Capital Investment. \$18,400,000 (2026 dollars). Note that this figure includes all project costs (site development, design, construction, technology, collections, furniture, fixtures). It presumes historic inflation rates, but does not include land.

Challenges/Opportunities. Planting a larger library in Castle Pines necessitates moving library services to a new location and selling the existing facility – tension expected between newer and existing Castle Pines residents. The assumption is that the Library would trade its existing building for land and cash assets to offset the facility cost.

Timeline Summary

2022 - 2023	Complete Castle Rock
2024	Priority 1 – Retire Debt
2026	Capital Project Priority 1
2028	Capital Project Priority 2
2028	Capital Project Priority 3

Conclusion

In the past half-decade, the Library has been able to save about 10% of its operating budget for capital expansion. If 2024 revenue projections hold, the Library will be in the position to answer Douglas County growth, expand existing services, or pay back its financing debt years ahead of schedule. Balancing these competing values and needs is one of our greatest challenges in the next few years – a problem that we are thankful to engage.

Appendix

Plan Author

Bob Pasicznyuk, Executive Library Director

Updated Plan Contributors

Dave Anderson

Amber DeBerry

Colbe Galston

Patti Owen-DeLay

Supplemental Documents

- DCL Big Data Report 2022
- 2030 Facilities Plan Budget Forecast



REQUEST FOR APPROVAL

DATE: September 28, 2022

AGENDA ITEM: Board authorization to approve contract to audit annual financial statements of Douglas County Libraries (DCL) for the years 2022 thru 2024.

DISCUSSION: At the August Board meeting, the Board asked that DCL negotiate and explore better terms with Eide Bailly. Eide Bailly did not amend their offer citing escalating labor costs.

This item is coming to the Douglas County Board of Trustees in conjunction with the expiration of DCL's previous arrangements for the audit of DCL's annual financial statements.

In 2017, the DCL Board of Trustees elected to award the annual audit to Eide Bailly for a 5-year term, subject to approval by the Board of Eide Bailly's proposed fees for each years' audit. That arrangement expired effective with the 2021 annual audit.

DCL staff prepared an RFP for the annual audit, and sent that RFP to three firms whom have expertise in auditing Library districts. Those three firms were Eide Bailly, Fortis and Rubin Brown. DCL worked with all three firms to answer their questions in preparation for responding to DCL's RFP. Eide Bailly responded to DCL's RFP (attached), Fortis did not respond and Rubin Browne declined to respond.

RECOMMENDATION: We recommend that the Board approve a motion to accept Eide Bailly's proposal to audit DCL's 2022-2024 annual financial statements. We recommend that we proceed with Eide Bailly for three practical reasons:

- 1) Anticipated transitions in the Library's Finance Department in 2023 – making continuity in auditing a value,
- 2) Lack of competitive interest by other firms,
- 3) A relationship with a new firm is likely to include discovery and opportunity costs that make finding economies unlikely.

BUDGET IMPACT:	2022	\$30,250
	2023	\$33,250
	2024	\$36,250

MOTION: I move to approve the proposal from Eide Bailly to audit the annual 2022-2024 financial statements of Douglas County Libraries, and to authorize the Executive Library Director to sign the engagement letters.

PERSON(S) RESPONSIBLE: Bob Pasicznyuk, Executive Director

ATTACHMENT: Eide Bailly Proposal for Financial Audit Services for Douglas County Libraries



INSPIRED TO CREATE TRUST



August 19, 2022

Proposal for Financial Audit Services

DOUGLAS COUNTY LIBRARIES

Submitted By:

Eide Bailly LLP
7001 E Bellevue Ave., Ste. 700
Denver, CO 80237

Kimberley K. Higgins, CPA
Partner

Paul Kane, CPA
Partner

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What inspires you, inspires us.
eidebailly.com

Executive Summary

WE WANT TO WORK WITH YOU

Thank you for giving Eide Bailly the opportunity to propose on financial audit services for Douglas County Libraries (the Library). We enjoy working with the Library and value our professional relationship. Based on our intimate understanding of your operations, industry experience and additional resources and services we can offer, we believe Eide Bailly remains the right firm for the Library.

 **Extensive Government Industry Experience:** We have served the government industry for more than 70 years and work with more than 1,200 government clients throughout the nation. Through serving these clients, our professionals have gained focused expertise regarding government organizations and will provide you with insightful advice that aids in managing the finances of the Library. We understand your specific challenges, needs and goals and have fine-tuned our process to create a more effective and efficient engagement.

Business is about more than numbers, and we are active in the industries we serve. We stay abreast of current issues impacting the government industry and grow our knowledge by attending workshops and trainings. During your engagement, we will work closely with your management team to identify issues and provide responsive solutions tailored to your organization.

 **Depth of Resources:** Our size enables us to be responsive to our clients' needs and unique entity challenges while also providing the necessary breadth and depth of services required in today's complex and ever-changing business environment. We are excited about the benefits we offer:

- **Unmatched Client Service:** You will continue to be served by professionals with extensive knowledge in the government industry. The Library will have access to national resources, including 3,000 professionals with diverse skill sets and experiences across the firm.
- **Proactive Communication:** As in the past, you can expect your Eide Bailly service team to keep you informed of changes affecting the Library. We have built communication protocols into our service delivery to ensure timely communication resulting in prompt wrap up of work.
- **Partner Involvement:** You will continue to experience partner and senior staff involvement not only during the audit engagement, but also throughout the year as issues, questions and opportunities arise.
- **Timeliness:** We understand and will comply with the timing requirements and scope of services of your request. We will accomplish this by utilizing an open, collaborative process with you. Your proposed engagement team's experience allows us to address the reporting requirements in a timely fashion.



EXPERIENCE

Our experienced professionals are committed to the industries we serve. We focus on training, and we like to think of ourselves as thought leaders.

PEOPLE

We're a team of collaborators and innovators. Our culture is the heart of our firm, and we're always working together to do things differently and better.

COMMUNICATION

Open, honest, frequent communication ensures that you're not in for any surprises. We'll stay in touch throughout the year so you feel understood, connected and confident.

CORPORATE RESPONSIBILITY

We consider ourselves good corporate citizens—caring for our people, giving back to our communities, and taking care of our environment.

DOUGLAS COUNTY LIBRARIES

 **Thought Leadership:** We are leaders in the government industry, offering valuable perspectives beyond our core strength of accounting, auditing and tax compliance. We're business advisors who want to help guide the strategy and operations of your organization, and we'll make sure you feel connected and understand the process. Our professionals work closely together so you receive valuable service from people who understand your needs and know your business.

 **We Want to Work with You:** We've developed the following proposal with Douglas County Libraries in mind; we'll continue to provide timely, personalized services for you. We know you and your staff and understand your specific challenges and opportunities. We deliver honest and insightful advice beyond what is normally experienced in the public accounting industry. Our tagline, **what inspires you, inspires us**, is more than copy to add to marketing materials. We gain energy from those we serve, which turns into a passionate interest in our clients' success.

The following pages highlight our firm's strengths and solutions we can provide for the Library. We believe this demonstrates why Eide Bailly merits serious consideration. You will remain a highly valued client, and we would be proud to work with Douglas County Libraries and expand upon our trusting relationship with your team. Please contact us if you would like to discuss any aspect of this proposal.

Warm regards,



Kimberley K. Higgins, CPA
Partner
303.539.5905
khiggins@eidebailly.com



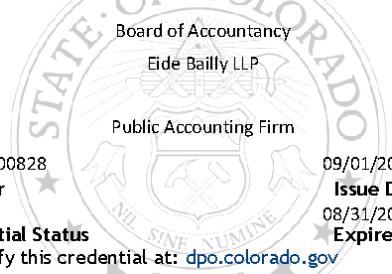
Paul Kane, CPA
Partner
303.459.6758
pkane@eidebailly.com



1. Current License

Eide Bailly and each of the professional staff assigned to the Library are properly registered and licensed to practice in the State of Colorado.

Team Member	Colorado License Number
Kimberley K. Higgins	7950
Paul Kane	28164
Janeen Hathcock	31506
Kyle Fritch	29176
Daniel Ness	9036430

Colorado Department of Regulatory Agencies Division of Professions and Occupations	
	
Board of Accountancy	
Eide Bailly LLP	
Public Accounting Firm	
FRM.0000828	09/01/2020
Number	Issue Date
Active	08/31/2023
Credential Status	Expire Date
Verify this credential at: dpo.colorado.gov	
Ronne Hines	Credential Holder Signature
	
Division Director	

Firm Registrations

State Board of Accountancy Permit Number: 828

Secretary of State Registration Number: 19981157242

2. Firm Description

WHAT INSPIRES YOU, INSPIRES US

Your experience will be different than working with other CPA firms because we offer knowledge and skills backed by more than 100 years of service. Our professionals deliver industry and subject matter expertise resourcefully, ensuring we are providing guidance that directly reflects your needs. Our clients benefit from local, personal service and, at the same time, enjoy access to more than 3,000 professionals with diverse skill sets and experiences.

Navigating a Path to Success Together

By embracing change and focusing on innovative ideas, we've grown along with our clients to become one of the top 25 accounting firms in the nation. Accounting is about numbers, but our business is about relationships.

We'll be there for you every step of the way. Talented, down-to-earth people work at our firm, and we're inspired to deliver outstanding expertise and care. We're driven to help you take on the now and the next with inspired ideas, solutions and results.

Our work with clients is more than an engagement. It's a relationship, built on values and trust—and results. When working with Eide Bailly, you will:

- Work with professionals who truly care about your business and will take the time to get to know you and your organization.
- Gain insight from our industry and service specialists to accomplish your objectives, address challenges and leverage new opportunities.
- Make better business decisions knowing you are guided by trusted advisors who care about your success.
- Appreciate our hands-on service style; we are always looking for new ways to solve your problems or help you embrace opportunities.

Proud to Serve Colorado Governments

Our Denver office will continue to lead the Library's engagement, with support from other offices as needed. Eide Bailly's Colorado government audit practice is well established, with four offices throughout the state, and brings a decades-long reputation for commitment to local government clients.

Our size and scope enables us to devote significant resources to the Library with a dedicated team and a personalized approach. Our team has considerable experience, providing you with the knowledge and means to perform your engagement in a timely manner.

In addition to the strong experience profiles of your engagement team, the Library will continue to benefit from the overall experiences of the firm. We provide services as a team regardless of location. This means as a firm, the best resources will work with you, encouraging a high level of connection and quality service. Your team members will have direct access to professionals throughout the firm who serve or have served similar organizations. In other words, we talk to each other and share experiences. If the Library encounters a seemingly unique situation, we've likely seen it before and can help you navigate the proper course quickly and effectively.

WE UNDERSTAND GOVERNMENTS

Our Government Industry Group has 275 full-time professionals who share information, learn from others and stay up to date on industry developments. To gain the greatest benefit, the knowledge is shared with professionals across the firm.

The government industry represents one of Eide Bailly's largest niche areas — with more than 1,200 government clients firmwide. We provide audit services for a variety of libraries, cities, counties, colleges and universities, fire relief agencies, housing authorities, school districts, state agencies and tribal entities. Through serving these clients, our professionals have gained focused expertise in the government industry and will provide you with insightful advice.



These services include, but are not limited to, evaluating internal control structure, assessing control risk and performing tests of controls, as well as testing compliance with applicable laws and regulations in accordance with Generally Accepted Accounting Principles (GAAP) and *Government Auditing Standards*.

Government Industry Involvement

Eide Bailly prioritizes staying current with changes to the government industry. We help clients adapt to changes within the existing standards and implement any new standards. Our team members are engaged in the government industry and are well positioned in organizations associated with government entities. We are leaders in the Governmental Accounting Standards Advisory Council (GASAC), the American Institute of Certified Public Accountants' (AICPA) Governmental Audit Quality Center (GAQC), AICPA State and Local Government Expert Panel, Private Companies Practice Section (PCPS) Technical Committee, local and national boards of the Association of Government Accountants (AGA), including the Financial Management Standards Board, and the review committee for the Government Finance Officers Association's (GFOA) Certificate of Achievement for Excellence in Financial Reporting. Due to our leadership positions, you will have access to information not available from other accounting firms.

We regularly attend Governmental Accounting Standards Board (GASB) meetings throughout the year and communicate the results of those meetings to our clients through newsletters, e-blasts and webinars. We are also involved with GASB's financial reporting reexamination task force shaping the future of state and local government accounting and reporting and participate in the reexamination of the revenue and expense model project with GASB. Please see [**4. Qualifications**](#) for details on each team member's individual professional memberships.

Implementation of New Standards

In an industry where standards continually evolve and change, Eide Bailly makes it a priority to stay current and assist our clients with necessary changes. In addition to helping clients implement new standards, we also help them adapt to changes within the existing standards.

Several of our professionals serve on committees that have direct input into writing new standards. This enables our involvement from the beginning and ability to influence the final outcome. Our clients benefit from our strong understanding of the standards and how they may affect their organization. We will work with the Library to create a plan to address new standards one to two years prior to implementation and thereafter.



3. Reviews and Actions

Our membership with the AICPA requires a third-party peer review of our audit and accounting practice every three years. The quality review included several similar government engagements. No letter of comments was issued.



Report on the Firm's System of Quality Control

January 20, 2021

To the Partners of Eide Bailly LLP and the
National Peer Review Committee

We have reviewed the system of quality control for the accounting and auditing practice of Eide Bailly LLP (the firm) applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended July 31, 2020. Our peer review was conducted in accordance with the Standards for Performing and Reporting on Peer Reviews established by the Peer Review Board of the American Institute of Certified Public Accountants (Standards).

A summary of the nature, objectives, scope, limitations of, and the procedures performed in a System Review as described in the Standards may be found at www.aicpa.org/prsummary. The summary also includes an explanation of how engagements identified as not performed or reported in conformity with applicable professional standards, if any, are evaluated by a peer reviewer to determine a peer review rating.

Firm's Responsibility

The firm is responsible for designing a system of quality control and complying with it to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. The firm is also responsible for evaluating actions to promptly remediate engagements deemed as not performed or reported in conformity with professional standards, when appropriate, and for remediating weaknesses in its system of quality control, if any.

Peer Reviewer's Responsibility

Our responsibility is to express an opinion on the design of the system of quality control and the firm's compliance therewith based on our review.

Required Selections and Considerations

Engagements selected for review included engagements performed under *Government Auditing Standards*, including compliance audits under the Single Audit Act; audits of employee benefit plans, audits performed under FDICIA, an audit of a broker dealer, and examinations of service organizations [SOC 1 and SOC 2 engagements].

As a part of our peer review, we considered reviews by regulatory entities as communicated by the firm, if applicable, in determining the nature and extent of our procedures.

Opinion

In our opinion, the system of quality control for the accounting and auditing practice of Eide Bailly LLP applicable to engagements not subject to PCAOB permanent inspection in effect for the year ended July 31, 2020, has been suitably designed and complied with to provide the firm with reasonable assurance of performing and reporting in conformity with applicable professional standards in all material respects. Firms can receive a rating of *pass*, *pass with deficiency(ies)* or *fail*. Eide Bailly LLP has received a peer review rating of *pass*.

Cherry Bekaert LLP

Cherry Bekaert LLP

Desk Reviews

Pursuant to state-specific code, state desk reviews are performed on certain audited financial statements and field reviews of audited financial statements and supporting working papers on a regular basis. In addition, Uniform Guidance and federal grant agreements and contracts may also require the review of financial statements and/or working papers by a federal or state agency. As these reviews are conducted, Eide Bailly cooperates fully with the agency requiring such reviews.

We are not aware of any outstanding items as a result of state or federal desk reviews.

Disciplinary Actions

The firm and its partners, as well as our clients, may periodically be the subject of investigations, formal or informal inquiries, or requests for information from a variety of regulatory agencies. It is the policy of the firm not to discuss these matters, or any client-related matters, outside of the firm. It is the firm's opinion that none of these activities have a material impact to the firm.

No member of the engagement team assigned to the Library has been the subject of investigation or action by any law enforcement or regulatory agency in the past five (5) years.



4. Qualifications

AN EXPERIENCED SERVICE TEAM

We're passionate about our work—and your success. We have selected professionals for your service team who are the right fit for your engagement, based on their knowledge and experience in the government industry.

Kimberley K. Higgins will lead the engagement team and serve as the Audit Engagement Partner, **Paul Kane** will serve as the Alternate Partner on the engagement and **Janeen Hathcock** will serve as the Audit Senior Manager. **Daniel Ness** will serve as the Audit Senior Associate, and **Kyle Fritch** will serve as the Tax Senior Manager. These professionals are certified to practice public accounting and bring strong credentials and a desire to work with the Library. If awarded this engagement, these individuals will serve as your primary contacts. Additional resources will support the project team as necessary.

Senior and Staff Associates

All of our seniors have more than two years of experience in public accounting, with several who specialize in the government industry. We require Yellow Book compliance for all members of our assurance staff. This means no fewer than 24 hours of specific Government Education courses each two-years. Most members of our audit staff significantly exceed that amount. Once an agreeable timeline has been determined, we will assign a few of our talented staff to your engagement.

Staff Availability

Once engaged, we will meet with the Library to discuss timing needs and structure our commitment of resources accordingly. We have reviewed our workload and are confident through the size of our firm and our resources—not only in Colorado, but also across the firm—we have the capacity to serve the Library now and in the future. Although we are committed to other projects, we are adept at managing workflow and projects and can be flexible in allocating staff time. We are confident we have the resources to meet your needs.

Team Overview

We know the importance of a strong business relationship, so we keep staffing changes to a minimum year-to-year. Eide Bailly has a high retention rate, allowing us to provide stability. You'll find profiles for each team member in [Appendix A](#). The following information will provide an overview of your team:



Kimberley K. Higgins, CPA

ENGAGEMENT PARTNER

Kim has more than 30 years in public accounting, with experience in the government industry throughout her career. She is the Director of the Colorado government practice. In addition to the Library, she serves some of our largest government clients, including Jefferson County and its library component unit, Summit County, the City of Steamboat Springs, City of Louisville and library, City of Durango and library, Town of Snowmass Village, Colorado Department of Public Safety and Colorado State Fair Authority. She is a member of the AICPA, the Governmental Issues Committee for the Colorado Society of CPAs, the GAQC, Colorado GFOA, CCI, SDA and CML.



Paul Kane, CPA

ALTERNATE PARTNER

Paul has more than 18 years of public accounting experience and works with government, for-profit and nonprofit sector clients. He also has experience with single audits, including working with a variety of federal grants and agencies. His client base includes several governmental clients such as the City of Louisville, Jefferson County and the City of Durango, including the libraries for these clients, and state departments such as the Colorado Lottery, Colorado Department of Corrections, Colorado Department of Public Safety and Statewide Internet Portal Authority.



Janeen Hathcock, CPA

AUDIT SENIOR MANAGER

Janeen has more than 16 years' experience in the accounting profession. Janeen completed her fellowship with the GASB on December 31, 2021, where she spent two years working on various financial reporting projects and learning the standard setting process. She helps conduct audits for a variety of government entities, such as libraries, counties, cities and towns including Douglas County Libraries, the City of Louisville and Jefferson County, both of which include the library. She performs both internal and external trainings on a variety of accounting and audit topics.



Daniel Ness, CPA

AUDIT SENIOR ASSOCIATE

Daniel will work with Kim and Janeen to coordinate tasks and ensure the timely delivery of quality services. He works with a team to efficiently perform audits for clients. This includes helping train staff, working with the team on completing the audit in a timely manner and leading discussions with the client regarding questions, problem solving and general status updates. He performs audits for Douglas County Libraries and the City of Louisville, which includes its library.



Kyle Fritch, CPA

TAX SENIOR MANAGER

Kyle specializes in providing planning, compliance and advisory services to a diverse array of tax-exempt organizations, many of which have complex structures and activities. He assists clients in understanding the value of the Form 990 and will help you stay current with any future changes. He'll work closely with his team to ensure timely and accurate delivery of services.

Staff Continuity

To help ensure a strong business relationship and to minimize disruptions, we keep staffing changes to a minimum. Even with the recent changes in employment trends in the aftermath of the pandemic, Eide Bailly experiences a higher retention rate, which translates to providing our clients with consistent service teams. We will strive for continuity of staff for your engagement. With this continuity comes quality as team members' knowledge of your organization grows from year to year.



Should the need arise to change any of the key engagement personnel, we will notify you in writing and provide the qualifications of the proposed replacement. Upon your approval, new engagement personnel will join your service team.

Continuing Education

Because we are committed to the government industry, we provide our professionals with specific, ongoing training related to these industry issues. This investment ensures our people stay current on the unique challenges and opportunities within their industries so they are in the best position to help clients address these issues. We accomplish our regulatory and accounting standard training through attendance at various AICPA sessions.

Firmwide, our CPE program requires all professional staff obtain education that exceeds the requirements of the AICPA and where applicable, *Government Auditing Standards*. The firm places a strong emphasis on lifelong learning and recognizes the importance of developing our professionals to best serve our clients. This past year we provided our client service professionals with an average of 72 hours of professional education, compared with the 40-hour accounting industry requirement. In addition, we regularly share information among the audit teams in different offices to ensure we are providing clients with the latest thinking and best possible solutions. Our government professionals obtain CPE through the following means:

- Government-specific seminars sponsored by the AICPA and GAQC.
- Seminars sponsored by the GFOA.
- Involvement with local chapters of the GFOA (we teach and attend GFOA conferences, regularly).
- Eide Bailly seminars specific to government issues taught by our experienced managers and partners.



INDUSTRY STANDARD: 40

By expanding our knowledge of issues important to government organizations, we can provide more in-depth, knowledgeable solutions to our clients. Additional communication, webinars and training are provided throughout the year on a variety of topics important to state and local governments.



ACCESS TO SPECIALISTS

Our senior professionals work closely together so you receive valuable service from people who understand your needs and know your business. We have developed several industry groups, one of which is dedicated to the government industry. Through this industry group, we can connect our clients with specialists throughout the firm. We have included a few of our government industry leaders below:



Jodi Daugherty, CPA | Partner-in-Charge of Government Services

Jodi joined the firm in 1995 and has extensive experience in a wide variety of public accounting services. Her client portfolio is just as diverse—she has worked with government entities, nonprofit organizations, institutions of higher education, multifamily housing projects and public housing authorities. Jodi manages audits for many of the government entities in the Pacific Northwest and also plays an active role in audits of federal awards in both the nonprofit and government sectors. Jodi has worked with various government entities, including higher education institutions, school districts, counties, cities, highway districts and housing authorities, working with several governments that prepare and submit an Annual Comprehensive Financial Report (ACFR) to the GFOA every year.



Eric Berman, CPA | Partner/GASB Consultant

Eric brings more than 29 years of public accounting experience and is unique in the fact he not only possesses nationally recognized audit experience, but also preparer, educator and authorship experience. His experience includes acting as the Deputy Comptroller for the Commonwealth of Massachusetts, where he ran the State's audit for 11 years. He was also the Chief Financial Officer of the Massachusetts Water Pollution Abatement Trust and served as Vice Chairman on the Government Accounting Standards Advisory Council to GASB. Eric is a nationally recognized expert on public employee retirement systems, OPEB, derivatives, the single audit, governance and other important topics. He is also the author of the entire government library of reference information and audit programs for CCH Wolters Kluwer. His experience with states includes leadership positions with the National Association of State Auditors, Comptrollers and Treasurers. He has provided consulting expertise nationwide on a number of complex topics facing states, cities, counties and special districts.

5. Training Resources

A number of Eide Bailly partners are nationally-recognized state and local government thought leaders who present at dozens of national venues throughout the year. These venues include: GFOA; National Association of State Auditors, Comptrollers and Treasurers; California Society of CPAs; California Society of Municipal Finance Officers; Oregon Government Finance Officers Association; California State Association of County Retirement Systems; California Association of Public Retirement Systems; AGA National Professional Development Conference; National Association of Housing and Redevelopment Officials (NAHRO); Iowa Society of CPAs; Idaho Society of CPAs; Utah Society of CPAs; and Colorado GFOA.

We also provide training for state and local agencies, including the Controllers' offices of the State of Tennessee, Texas State Auditor, State of Montana, Commonwealth of Massachusetts and the State of Nevada.

Furthermore, Eric Berman, Partner, is the author for the entire Governmental Library for Commerce Clearinghouse Wolters Kluwer (CCH). This library serves as the interpretative reference on government Generally Accepted Accounting Principles (GAAP), government best practices and government audits for governments, auditors and educators nationwide. Eric will be an additional resource and is available to assist or consult as needed.

Online Publications: We publish articles related to hot issues within the government accounting arena. Below is a list of some of the recent articles posted to our website and emailed to our clients:

- What SAS No. 134 Means for Significant Risks Identified
- The Impact of the Infrastructure Investment and Jobs Act on Government Entities
- Your Government Received Millions from the American Rescue Plan Act, Now What?
- Now is the Time to Implement GASB-87, Leases

Webinars: Our frequent webinars are dedicated to helping you and your organization navigate complex issues. Each webinar covers a different topic to help evaluate the steps necessary to achieve success and remain ahead of the curve.

Creating a Culture of Security: Governmental Cybersecurity Trends

Recorded Webinar

Have you created a culture of security within your organization? It's not a matter of if an incident will occur, it's a matter of when. Planning for a cyber incident now, can save you time and money in the future. Not getting cybersecurity right could mean chaos, should a breach occur. We're here to help you create a culture of security, learn more about current government trends and next steps.

**VISIT OUR WEBSITE FOR NEWSLETTERS,
E-BLASTS AND WEBINARS:**

www.eidebailly.com



6. Top Ten Largest Audit Engagements of the CO offices

As a top 25 CPA firm, we've built our business on relationships and believe our clients to be the best critics of our service. The clients below are our 10 largest audit engagements in Colorado. We encourage you to contact the listed government clients to learn about their Eide Bailly experiences.

Please note that we value the confidentiality of our clients as well as the firm and ask that the Library keep the following client information confidential.

Top 10 Largest Colorado Audit Engagements (Proprietary Information)

Congruex Group LLC	Scope	Financial Statement Audit, Tax Return & Consulting
	Partner	Brian Callahan
	Hours	1,900
	Contact	John Mezzanotte , Accountant 720.749.2317 jmezzanotte@congruex.com
	Date	2016-Present
Jefferson County	Scope	Financial Statement Audit, Single Audit, Consulting and Component Units
	Partner	Kimberley Higgins and Paul Kane
	Hours	1,900
	Contact	Lauren Miremont , Accounting Manager 303.271.8585 lmiremon@co.jefferson.co.us
	Date	2005-Present
Summit Automotive Partners, LLC	Scope	Financial Statement Audit, Tax and Business Consulting
	Partner	Ryan Shirley
	Hours	760
	Contact	Karen Tanner Smith , CAO 720.539.7148 ktannersmith@summit-ap.com
	Date	2012-Present
Prime Trust, LLC	Scope	Stablecoin Exam, Financial Statement Audit, Tax Consulting, SOC Consulting, Bank Consulting
	Partner	Clay Waller
	Hours	400
	Contact	Janice Boudreau , Controller 702.277.9062 janice@primetrust.com
	Date	2018-Present
Track Group, Inc.	Scope	Financial Statement Audit, Tax Consulting, Bookkeeping Support, SEC/PCAOB Review
	Partner	Will Kerns
	Hours	600
	Contact	Alan Denney , Corporate Controller 877-260-2010 x 4005 alan.denney@trackgrp.com
	Date	2013-Present

DOUGLAS COUNTY LIBRARIES

Ring Energy, Inc.	Scope	Tax Consulting, Filing Consulting, Financial Statement Audit
	Partner	TJ Bert
	Hours	1,100
	Contact	Randy Broaddrick , CFO 918.499.3880 rbroaddrick@ringenergy.com
	Date	2013-Present
City of Durango	Scope	Financial Statement Audit, Single Audit, Consulting & Airport/PFC Audits/Compliance
	Partner	Kimberley Higgins and Paul Kane
	Hours	1,000
	Contact	Cynthia Sneed , Finance Director 970.375.5039 cynthia.sneed@durangogov.org
	Date	2019-Present
Vivial Holdings, LLC	Scope	Financial Statement Audit, Consulting Work, Tax Consulting
	Partner	Clay Waller
	Hours	200
	Contact	Joe Poppleton , VP Controller 720.480.6784 jpoppleton@trace3.com
	Date	2010-Present
Care Synergy	Scope	Financial Statement Audit, Single Audit, Tax Consulting
	Partner	Dave Studebaker
	Hours	300
	Contact	Peter Schoomaker , Controller 303.398.6210 pschoomaker@caresynergynetwork.org
	Date	2015-Present
Navajo Manufacturing Co, Inc.	Scope	Business Consulting
	Partner	Will Kerns
	Hours	100
	Contact	Tianshi Star Wang , Director of IT/Business Services 303.996.7685 twang@navajomfg.com
	Date	2014-Present

7. Other Library Clients**CLIENT REFERENCES**

We have proudly provided audit services for a variety of libraries and library districts in the last five years, including the following. We encourage you to contact our clients to learn about their Eide Bailly experiences.

- [City of Louisville \(including the Library\)](#)
- [City of Durango \(including the Library\)](#)
- [Jefferson County \(including the Library\)](#)
- Altadena Library District
- Banning Library District
- Beaumont Library District
- Cozard Library Trust Fund
- Daystar Foundation and Library
- Elysian Library
- Friends of the Haskell County Library
- Friends of the Hobson Library
- Friends of The Omaha Public Library
- Hale Center Public Library Inc
- Kearns Library LLC
- Laramie County Library System
- Natrona County Public Library
- Salt Lake City Public Library System
- The Community Library Association Inc
- Theodore Roosevelt Presidential Library



8. Audit Approach

AUDIT METHODOLOGY

At Eide Bailly, we promise you a better overall experience. While we recognize multiple firms are capable of accomplishing the objectives of an audit, Eide Bailly appreciates that every situation and every organization is different, and we tailor our approach based on the needs of each client.

Eide Bailly values its business relationships and demonstrates this through our partner and manager involvement. Our senior level professionals are involved with our clients and accessible throughout the year. They do not delegate all tasks to staff, but rather stay involved on-site during fieldwork and stay connected throughout the year. This approach delivers the greatest benefit to our clients because we are able to stay abreast of changes in and updates to our client's operating environment and collaborate to achieve optimal results.

Our clients experience a communication approach that stands apart in both style and frequency. Because we recognize effective communication is critical throughout the entire audit process, our service and communication approach begins with planning and continues throughout the year. Additionally, we take a collaborative communication approach with our clients and include them in the process as our peers. Our clients offer a wealth of knowledge and information about their organization, and communicating with them as a business peer ultimately produces the best outcome.

Prior to beginning the engagement, we will discuss with management:

- The engagement timeline.
- The audit approach and process.
- Additional considerations that may affect scope, schedules and workpapers to be prepared by your personnel.

Upon appointment as your auditor, we will discuss the audit schedules and work with you to ensure the timeline meets your needs and makes the most effective use of your staff members' time.

AUDIT WORK PLAN



Our audit approach is designed for collaboration and optimal results. It consists of five major components: Planning, Interim Work, Fieldwork, Reporting and Ongoing Communication. If awarded, we will discuss with management our proposed schedule, but we also have the flexibility to make any changes to meet reporting deadlines. The objectives of each component are described in the following pages:

PLANNING



- Discuss and finalize the engagement timeline, audit approach and process.
- Discuss risks and concerns of the management and accounting staff, including the Board, if requested.
- Evaluate the nature of the operating environment (e.g., changes in volume, degree of system and reporting centralization, sensitivity of processed data, impact on critical business processes, potential financial impacts, planning conversions and economic and regulatory environment).
- Review interim financial information and reports to identify significant risks and changes.
- Review significant estimate areas and consider underlying assumptions.
- Update our understanding of the Library, its reporting units and environments.
- Document internal control systems, including IT, and related changes from prior periods.
- Consider fraud, risk of noncompliance, illegal acts, abuse, etc.
- Assess audit risk and identify of potential audit issues.
- Assess materiality and testing scopes, to the extent possible, and present audit plan.
- Prepare and communicate audit request lists and work papers.
- Develop expectations regarding timing and audit progress.

INTERIM WORK: FINANCIAL STATEMENT



- Communicate with management to determine internal controls, perform walk-throughs and to discuss any potential audit issues.
- Determine audit procedures by area, based on results of planning and risk assessment.
- Determine confirmation needs.
- Prepare listing of audit information requested from the Library.
- Review minutes, resolutions and ordinances.
- Perform tests of legal compliance.
- Provide weekly updates to Library staff.

FINAL FIELDWORK



- Audit areas based on risk assessment.
- Obtain and prepare schedules and analyses supporting the financial information.
- Discuss findings with management, if any.
- Discuss proposed journal entries with management, if any.
- Provide weekly updates to Library staff.
- Hold exit conference with management.

REPORTING



- Review of financial statements by the Engagement Partner.
- Review of financial statements by the Technical Review Partner to obtain a “second opinion” on the completeness and adequacy of financial statement disclosures and audit procedures.
- Complete management letters and review with management.
- Prepare other communications to management and the Board.
- Present to the Board at its regularly scheduled meeting, if requested.

ONGOING COMMUNICATION



- Obtain and interim financial information for planning.
- Analyze significant changes and identify areas to further tailor our audit plans and keep us up to date with continuing changes.
- Compare interim results to year-end results for the past few years to identify potential issues in the financial reporting process.
- Participate periodically at your Board meetings, and any other meetings, at the Board’s request.

We take a “no surprises” approach to our engagements. We work closely with management and accounting personnel throughout the audit process, hold weekly meetings to review open items and discuss potential accounting or compliance issues and provide periodic written or oral reports on the status of the audit to representatives of the Library. At the end of fieldwork, we will hold an exit conference with management to discuss any potential findings and come to a conclusion. We strive not to have additional findings subsequent to the exit conference.

Audit Schedule

We understand your requested timeline and are committed to meeting your deadlines.

Eide Bailly commits to you that if your team is prepared for the audit when our team is in the field, we will meet your deadlines. We will work closely with your team through the planning stages to clearly define expectations and the items required from your team in order to facilitate an efficient audit to enable us to meet your deadline. The following table identifies the structure of our audit for Library reports and the timing of each section:



Engagement Timeline

Activity	Timing
Planning	November-December, 2022
Interim Financial Statement Fieldwork	December 12-16, 2022
Year End Fieldwork	February 20-24, 2023
Exit Conference	By March 15, 2023
Reporting	March 31-April 25, 2023
Ongoing Communication	Throughout the Year

We will meet your deadlines. By engaging in thorough audit planning and communications with management, we begin each engagement with a strong understanding of the various deadlines for each of the financial and single audits and the steps involved along the way to meet these deadlines. An audit project plan will be developed between our team and the Library and then followed closely, and we will work with the Library's management team to customize our auditing services and specific timelines to your needs. We believe in clear, up-front and open communication with no surprises.

Using Information Technology Auditors

As part of any financial audit, Eide Bailly is required under auditing standards to obtain a sufficient understanding of the accounting system and technology environment in order to plan the audit. It is our philosophy to not only meet but also exceed this requirement by involving Eide Bailly's dedicated technology specialists to participate in audits as deemed appropriate.

Our IT methodology is based on AICPA guidelines, the internal controls framework prescribed by COSO, and the best practices for technology controls as defined by the Control Objectives for Information and Related Technology (COBIT) developed by the Information Systems Audit and Controls Association (ISACA). When auditing the technology environment, we evaluate both the general technology controls and specific application controls in effect. This requires our IT auditors to consider how the accounting systems, infrastructure, processes and people work individually and together to ensure financial records are being appropriately processed and reported. As such, we must work with IT staff to assess how the relevant systems and technology environment are administered and supported, and with accounting staff to evaluate how financial data is processed and system controls are maintained to enforce segregation of duties.

Eide Bailly has extensive experience integrating a variety of IT services into our audit engagements across organizations in the public, private and nonprofit sectors. These experiences include auditing of IT operations, security and software development as well as conducting both internal and external network vulnerability tests. In addition, we have former federal and local law enforcement computer forensic specialists that utilize the latest tools to analyze and investigate digital media for a wide range of purposes.

Our seasoned professionals have years of relevant technology experience, many of whom carry a myriad of certifications, including:

- Certified Information Systems Auditor (CISA)
- Certified in Risk and Information Systems Control (CRISC)
- Certified Information System Security Professional (CISSP)
- Certified Information System Manager (CISM)
- Certified Financial Systems Auditor (CFSA)
- Certified Ethical Hacker (CEH)
- Certified Public Accountant (CPA)
- Certified Common Security Framework Practitioner (CCSFP)
- GIAC Security Essentials Certification (GSEC)
- Certified Internal Auditor (CIA)
- Certified Government Audit Professional (CGAP)
- Certified Risk Management Assurance (CRMA)
- Certified Information Technology Professional (CITP)
- Certified Penetration Testing Engineer (CPTE)



Use of Technology

Eide Bailly staff utilizes progressive and effective software to streamline processes and make them as efficient as possible. These technologies include:

My Eide Bailly (Web-Based Client Site)

My Eide Bailly is an online client site giving clients the ability to transfer files securely and connect digitally with Eide Bailly.

Email is not a secure way to exchange documents, but My Eide Bailly can handle large file uploads in a safe, secure manner.



In addition, My Eide Bailly offers clients visibility into their projects, control over who can access and see files related to those projects (including third parties), and an easy way to browse invoices, articles and upcoming webinars and other events.

My Eide Bailly makes it easy to share and stay connected with Eide Bailly, creating efficiencies for both our clients and our staff during engagements. Additional features will be added as we build our digital strategy to empower our clients to work with us digitally, if they choose.

Data Extraction Software

Eide Bailly designs our approach to incorporate the use of TeamMate Analytics to maximize efficiency while conducting a very effective audit. Through TeamMate, we can extract information from related databases and create databases that check for duplicate payments, summarize payments, extract journal entries from specific accounts, develop expectations for analytical procedures and recalculate system calculations, among a host of other procedures developed by our audit team.

CCH ProSystem fx Engagement by Wolters Kluwer

This software is used to perform the audit, retains the electronic workpapers and supporting documentation, performs project tracking and facilitates quality engagement review.

Adapting to Change

Many of our clients are wondering about working on their audits remotely. Eide Bailly performs all engagements in a paperless environment. As a technology-driven firm, we've seen no issues in performing audit procedures off-site from our clients. We've taken advantage of technology, such as using Microsoft Teams, which allows us to communicate with our clients face to face, while sharing screens, to make the process as seamless as possible. We're utilizing Zoom to host webinars and town hall meetings to educate and assist our clients on rapidly changing circumstances and how to successfully navigate those changes. As a result, we have no concerns completing this audit remotely should the need arise. We'll discuss with management which approach, remote vs. on-site, works best for you.

Ability to Meet Deadlines and Shorten the Time in the Field

We understand the frustrations of an audit firm not meeting your stated deadlines. We commit we can, **and will**, meet your deadlines as well as shorten the amount of time needed in the field. Our experience with other government audits has enabled us to fine-tune our audit process. This translates to a smooth and more efficient audit for you while meeting your deadlines and keeping our fees at a reasonable rate.

Multi-Year Approach

We attempt to retain the majority of the audit team in order to develop a historical perspective of the operating and control environment of the Library. This historical perspective allows us a deeper understanding of the risks surrounding the Library and the opportunity to perform a thorough audit without a learning curve. The result of our preliminary review is a planned calendar of audit events, timing and expectations based on the budgets and related materials, organizational charts, manuals and programs, and financial and other management information systems.

We also have the resources within our offices to change your current engagement team while retaining the historical perspective we gain over the years, if you think you would benefit from auditor rotation. The individuals in Eide Bailly's government group have extensive experience in the industry and benefit from the firm's focus on continuing education. Our government professionals are well-positioned in organizations associated with government entities, such as the AICPA and GAQC, the primary purpose of which is to promote the importance of quality government audits. We have also held leadership roles in the GFOA.

We will be available to the Library throughout the year as a resource to answer questions, have discussions and confirm the appropriate accounting treatment for unique or infrequent transactions.

Communication Philosophy

Communication before, during and after the audit is a hallmark of Eide Bailly's process. Our communication style is one of collaboration, where we'll work together to find the best solution for the Library. This approach has proven beneficial in that it assures the proper communication channels exist while also avoiding last minute surprises that can be frustrating. We view all parties as an important part of the overall process of providing audit services.

As part of our collaborative approach, we'll meet with management during audit planning to gain a thorough understanding of the Library's expectations and any changes to the organization. During the audit process, we'll communicate progress through oral and written status updates and discuss significant audit issues as they arise. At the conclusion of the audit, we'll jointly evaluate the effectiveness of the audit and any recommendations for changes in the future.

Our service model does not view the audit process as an annual "event." Instead, we communicate with management on an ongoing basis and keep you apprised of accounting pronouncements, changes in regulations and other changes that may impact the Library. Under this communication approach, we'll discuss specific preferences you have in communicating with us including frequency and style. Our process is customized to the Library yet still follows the framework we've put together as guidelines that our staff embrace as part of our service culture.

We'll bring up potential findings discovered during fieldwork so that management will have time to respond while we're in the field. Any outstanding findings and those that have been finalized will be discussed during the exit conference. Our goal is to have no additional surprise findings after leaving the field.

9. Audit Pricing Proposal

EXPECTED FEES

Our fees are based on the complexity of the issue and the experience level of the staff members necessary to address it. If you request additional services, we will obtain your agreement on fees before commencing work, so there are no surprises or hidden fees.

We propose the following fees based on our understanding of the scope of work and the level of involvement of the Library's staff:

Financial Statement Audit Engagement Services and Fees

Professional Services	2022	2023	2024
Annual Financial Statement Audit			
Option #1: Library prepares financial statements, footnotes & supplementary information including updates for GASB 68, 75, 87 and 96.	\$30,250	\$33,250	\$36,250
Option #2: Library prepares financial statements, footnotes & supplementary information. Eide Bailly prepares footnotes & supplementary information for GASB 68, 75, 87 and 96.	\$40,250	\$43,250	\$46,250

10. Tax Pricing Proposal

Douglas County Libraries Foundation Tax Engagement

Professional Services	2022	2023	2024
Form 990 Preparation	\$3,200	\$3,400	\$3,600

Other Consulting Services

Other services requested by the board or management will be assessed at our consulting rates that will be separately quoted in each year's engagement letter, including tax guidance related to the Douglas County Libraries Foundation.

Out-of-Pocket Fees

The professional fees listed above are inclusive of all out-of-pocket expenses and you will not be billed for expenses such as travel time, mileage and meals.

Billing Policy Regarding Telephone Inquiries

We know clients appreciate access to all their service team members. We embrace this opportunity for constant communication and will ensure our team members are available when you have questions and issues. This service is included in the scope of the engagement. If a particular issue surfaces that falls outside the scope of this engagement, we'll bring it to your attention and obtain approval before proceeding.



Additional Resources

LET US HELP YOU WITH MORE

We are leaders in the government industry, offering valuable perspectives beyond our core strength of accounting and tax compliance. We are business advisors who want to help guide the strategy and operations of your organization, and we will make sure you feel connected and understand the process. Our professionals work closely together so you receive valuable service from people who understand your needs and know your business.

When you work with us, you will have access to the knowledge and talents of more than 3,000 professionals across our firm. This includes specialized tax knowledge, a full spectrum of audit/assurance services and our many specialized services, such as:

Cybersecurity

Our professionals have deep IT backgrounds, specializing in a broad range of security services and allowing us to tailor solutions to your needs. We work with every level of your organization—your boards and executives, technical IT admins and general users—to provide insight and guidance so you can be confident your data is protected.

IT Consulting

Business planning and technology strategy go hand-in-hand, like having a good offense and defense. You cannot win the game without planning for both.

Whether you want a better way to power your decision making, a simpler way to run your organization or you just want to see a return on your technology, a solid strategy always comes first. Our business consultants will help you define your goals and business needs so your technology game plan keeps you winning.

Forensic Accounting

We have seasoned professionals with years of relevant investigative experience. Our forensic accountants are experienced in assisting with internal, civil, criminal and insurance recovery investigations related to allegations of theft, fraud and accounting irregularities. The forensic methodologies and technology used by our team of specialists help get to the facts of these situations and are court proven. We understand the urgency of resolving these types of matters and deliver a quality work product in an efficient and timely manner.

National Tax Office

Eide Bailly's National Tax Office (NTO) serves as a resource for clients to help analyze complex tax issues related to business decisions. Our professionals are committed to helping clients stay informed about tax news, developments and trends through various specialty areas, including accounting methods and periods, cost segregation studies, wealth transfer, state and local taxation, international tax, tax-exempt organizations, tax controversy, research and development tax incentives and tax legislation. We draw on professionals who specialize in keeping abreast of legislative actions; share updates regarding tax news, developments and trends; and have the vision to continually develop and offer services that bring value and meet our clients' changing needs. The NTO regularly publishes tax update e-newsletters, insights and hosts relevant workshops and webinars to keep our clients aware of emerging issues.

State and Local Tax (SALT)

Eide Bailly offers a variety of SALT services to help your organization get into and remain in compliance. Our consulting services include registration assistance, where we can complete or review state and local tax forms, as well as respond to state inquiries and notices or assist in preparing a response. Our professionals conduct state and local tax research for clients and provide training on these tax matters. Other key SALT areas include income taxes; franchise, gross receipts and net worth taxes; sales and use taxes; credits and incentives; employment taxes; abandoned and unclaimed property; and property taxes.



The Right Choice for Douglas County Libraries

GROWING OUR SUCCESSFUL RELATIONSHIP

We understand and recognize the careful consideration that the Library must undertake when determining whether to continue with Eide Bailly as your current accounting firm or whether to transition to a new firm. Other firms responding to your proposal request will highlight their abilities to create a smooth transition, however the reality is that a transition will cause some inconvenience to Library management and staff. Sometimes there are circumstances that exist that may ultimately drive your decision to switch firms, but we hope to highlight all the reasons not to.

 <h3>Partner Rotation</h3> <p>Rotation requirements allow us to provide a fresh, objective view without causing disruption.</p>	 <h3>Additional Resources</h3> <p>Extensive experience extends firmwide and continues to provide additional resources at your disposal.</p>	 <h3>Proactive Communication</h3> <p>We are responsive and direct. Inquiries are not billed separately and reflect our commitment to serve you beyond the traditional service offerings.</p>	 <h3>Partner Involvement</h3> <p>Our partners and managers spend extensive time in the field, so any issues are resolved in the field and not at the conclusion of the audit.</p>
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Eide Bailly has made a commitment to provide you with a level of service and attention that surpasses our competitors, and more importantly, makes you feel as valued as you are.

Experience the Eide Bailly Difference

The value of being an Eide Bailly client is that we offer you the best of all worlds. Since we're a full-service firm, you'll have multiple industry specialists available when you need them, but your service team will always be client focused. You'll experience partner involvement during all phases of the engagement, as well as throughout the year. At Eide Bailly, we promise our clients an experience, second to none, where they feel understood, connected and confident.

Understood

You have goals and dreams. We're inspired to help you achieve those goals now and in the future. By applying our technical and industry knowledge, we make the complex simple.

Connected

Our professionals bring their expertise and thought leadership to every interaction with you. You'll benefit from new ideas, opportunities and solutions as they happen. We'll connect you with the right resources and deliver comprehensive solutions in a respectful, peer-to-peer approach. We keep the answers within your reach.

Confident

With Eide Bailly beside you, you'll feel confident addressing challenges and embracing opportunities as they arise. We go the extra mile to deliver unmatched solutions for your business. Success is demanding. We've got your back.

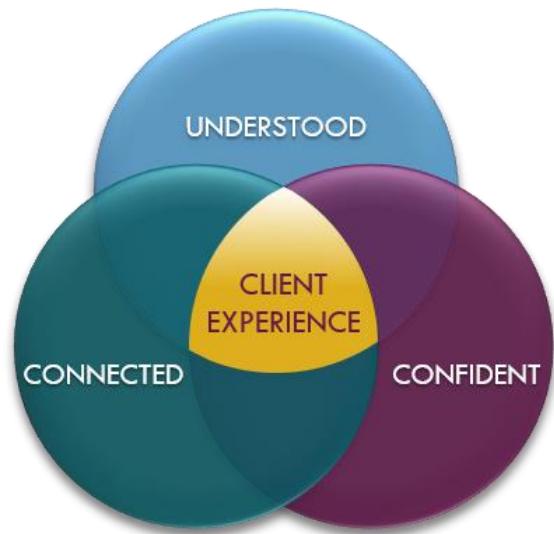
Our Culture

It's no secret that culture speaks volumes about a company. Some companies stand for honesty, trust, accountability, respect and integrity. Others value passion, teamwork, innovation and superior customer service. At Eide Bailly, these values and more are at the forefront of our business.

Culture has been the unshakable foundation underpinning 100 years of growth and innovation. Without it, Eide Bailly would be just a name, instead of the symbol for 'business done right' that it is today.

To us, work is not just work; we see it as a chance to help you solve problems, achieve goals and pursue passions. After thoughtfully reviewing your needs and taking the time to understand your business, we think we remain the best fit for this opportunity.

We will continue to connect you with the knowledge, resources and solutions that help bring confidence to your business decisions. If you have questions or would like additional information, do not hesitate to contact us. We want to make sure you have everything you need to make your decision.



Kimberley K. Higgins, CPA

Partner

303.539.5905

khiggins@eidebailly.com



Paul Kane, CPA

Partner

303.459.6758

pkane@eidebailly.com

We Want to Work with You

We're driven to help clients take on the now and the next with inspired ideas, solutions and results. We look forward to working with you.

Appendix A: Team Profiles

TEAM PROFILES

KIMBERLEY K. HIGGINS, CPA

Partner

INSPIRATION: Client service is being available when my clients need me and being seen as their trusted advisor—someone able to help find answers and solutions to issues, and someone able to help them sleep better at night.

303.539.5905 | khiggins@eidebailly.com

Since 1979, Kim has been providing public accounting services to a variety of clients, including government and quasi-government entities, nonprofits and state agencies. She performs audits for some of the largest counties and cities in Colorado. As a widely respected leader in her field, Kim also serves on several local and national conference planning committees and is a frequent speaker and trainer on government and nonprofit topics.

When working with Kim, clients can expect a trusted advisor who is able to break down high-level financial information into digestible content that anyone can understand. Serving on boards of directors also gives Kim a unique perspective to governance that she shares with her clients. Kim believes finding solutions is a crucial part of client service, and is something she enjoys doing with both staff and clients.

Aside from her career, Kim loves to walk, golf, play pickle ball and spend time outdoors tending her herb garden which fuels her passion for cooking. Now an empty nester, Kim looks forward to watching her sons grow and thrive as they launch their professional careers—one in NYC and the other in Chicago.

Client Work

Performs audits of some of the largest Colorado counties, cities and sizeable state agencies/departments.

Conducts audits in accordance with Generally Accepted Auditing Standards (GAAS), GAGAS (the Yellow Book) and Uniform Guidance.

Serves on Eide Bailly's Governmental Executive Committee, which guides the firm's practice goals in the governmental industry, as well as the Internal Audit Executive Committee, which guides the firm's internal audit practice goals.

Conducts consulting and internal audit engagements of government entities.



Memberships

Colorado Society of Certified Public Accountants

American Institute of Certified Public Accountants

Colorado Government Finance Officers Association

Government Finance Officers Association (SRC)

Special District Association of Colorado

Designation/Licenses
Certified Public Accountant

Education

Bachelor of Science in Business, Accounting – Murray State University, Ky.

Associate in Arts – University of Kentucky, HCC

Community

Susan G. Komen Breast Cancer Race for the Cure and 3-Day/60 Mile, Team Member and Team Captain

Juvenile Diabetes Research Foundation, Mountain Region Executive Committee Member

PAUL KANE, CPA

Partner

INSPIRATION: I find great fulfillment in the time I spend working and building relationships with my clients. A favorite quote of mine is: "The key is to set realistic customer expectations, and then not to just meet them, but to exceed them — preferably in unexpected and helpful ways."

303.459.6758 | pkane@eidebailly.com



Paul provides audit and other assurance services. He works directly with clients and our staff to ensure that client needs are exceeded and goals are met. Paul also ensures work is done efficiently and delivered as promised. He enjoys learning as much as he can about the industries that he serves so he can be sure to understand the key issues that affect his clients.

When you work with Paul, you can expect him to always be available. He will take the time to understand your company, your expectations, your needs and your situation. Paul enjoys building relationships with his clients and team, and works on-site throughout the audit to ensure issues and questions are handled as they arise.

While Paul is not busy with work and other professional commitments, he is a huge fan of music, (listening, not playing) and thoroughly enjoys the live music scene Denver has to offer. Additionally, he is a huge sports fan (both playing and watching) and is a very passionate fan of both the Denver Nuggets and Broncos. He also loves hanging out with his family and cherishes every minute he gets to spend with his wife and four kids, who are growing up way too fast!

Client Work

Paul has more than 15 years of public accounting experience providing services to a variety of industries, including construction and real estate clients. He has worked with several real estate private equity investment funds, some of which are considered registered investment advisors.

Paul also spends time working with local and state governments, agencies and districts. He serves some of the largest local governments in Colorado and Nevada, including cities, counties and school districts. He also has experience with Uniform Guidance, including working with a variety of federal grants and agencies.

Memberships

American Institute of Certified Public Accountants

Colorado Society of Certified Public Accountants

Construction Financial Management Association

Colorado Government Finance Officers Association

Designation/Licenses
Certified Public Accountant

Education
Bachelor of Science, Accounting – University of Colorado, Denver

Community
Denver Metro Chamber Leadership Foundation – Impact Denver Class of 2015

Junior Achievement Volunteer

JANEEN HATHCOCK, CPA

Senior Manager

INSPIRATION: My goal is to provide our clients with the ability to be successful in their business by working together as a team. I know that by becoming partners in the journey and keeping the same goals in mind, we can be unstoppable.

303.586.8548 | jhathcock@eidebailly.com



Janeen has over eight years of public accounting experience and more than 16 years in the accounting profession. She completed her fellowship with the GASB on December 31, 2021, where she spent two years working on various financial reporting projects and learning the standard setting process. She has worked on multiple sides of the audit and thus can provide a unique perspective. She conducts audits in accordance with GAGAS (Yellow Book) and Uniform Guidance. She is part of teams who conduct audits for a variety of government entities, such as counties, cities and towns. Janeen performs both internal and external trainings on a variety of accounting and audit topics.

When you work with Janeen, you can expect her to listen to what you need. If she doesn't know the answer, you can count on her to find out and provide you with the best resources. You can expect to develop a positive relationship built on respect and trust.

Outside of work, Janeen enjoys spending time with her family and reading. She is the mother of two boys, one in college and one a senior in high school. She loves to travel and learn about the history and uniqueness of the places she visits.

Client Work

Provides quality control for all of Colorado's GASB 68 and OPEB requirements.

Facilitates external client trainings related to single audits for clients that have little to no experience going through a single audit.

Memberships

American Institute of Certified Public Accountants

Designation/Licensures

Certified Public Accountant

Education

Bachelor of Science in Business, Accounting - Regis University, Colo.

Associate in Arts - College of Southern Nevada, Las Vegas

KYLE FRITCH, CPA

Senior Manager

INSPIRATION: I enjoy working with nonprofit organizations and I am inspired by the positive impacts they have in our communities. I enjoy getting to know my clients, helping them work through their tax issues and being a resource to help them achieve their goals.

970.999.8947 | kfritch@eidebailly.com



Kyle specializes in working with tax-exempt organizations providing planning, compliance and advisory services to a diverse array of nonprofit organizations, many of which have complex structures and activities.

When you work with Kyle, you can expect an experienced professional who is willing to listen to your needs and works alongside you to achieve your goals. He cares about the work your organization is doing and wants to help you understand your options when addressing the issues affecting tax-exempt organizations.

Outside of work, Kyle enjoys spending time with his wife and their two young children. He also enjoys being outdoors, watching or playing sports, barbequing and fishing.

Client Work

Assists with tax consulting, planning and compliance services for a variety of nonprofit organizations and private foundations.

Works with organizations on formation of tax-exempt entities and consults on the benefits and drawbacks of various classifications.

Assists with unrelated business income studies to identify potential unrelated activities, develop positions for treatment and cost allocation methodologies.

Works with organizations to understand the impact of tax law and reporting changes and develops strategies to address these changes.

Memberships

American Institute of Certified Public Accountants

Colorado Society of Certified Public Accountants

Designation/Licenses
Certified Public Accountant

Education

Bachelor of Business Administration - Accounting, University of Northern Colorado, Greeley

Community

Weld Food Bank, Board Treasurer

DANIEL NESS, CPA

Senior Associate

INSPIRATION: I enjoy being able to work hand-in-hand with clients to provide the best possible services, while also learning about the business and building relationships.

303.586.8507 | dness@eidebailey.com

Daniel works with a team to efficiently perform audits for clients. This includes helping train staff, working with the team on completing the audit in a timely manner and leading discussions with the client regarding questions, problem solving and general status updates.

Clients can expect professional and efficient work from Daniel. He prides himself on being a good communicator, allowing the audit to flow as seamlessly as possible.

Outside of work, Daniel enjoys the outdoor experiences Colorado has to offer, as well as anything sports related.

Client Work

Works with firm technical leadership in project development for new accounting pronouncements.

Developed excel worksheets to enhance testing and tracking of client information.

Taken leadership role in the scheduling of firm inventory observations.



Memberships

American Institute of Certified Public Accountants

Designation/Licenses

Certified Public Accountant

Education

Bachelor of Science, Public Accounting - Colorado Mesa University, Grand Junction



Caring for our external and internal clients with a passion to go the extra mile.

Respecting our peers and their individual contributions.

Conducting ourselves with the highest level of integrity at all times.

Trusting and supporting one another.

Being accountable for the overall success of the firm,
not just individual or office success.

Stretching ourselves to be innovative and creative, while managing the related risks.

Recognizing the importance of maintaining a balance between work and home life.

Promoting positive working relationships.

And, most of all, enjoying our jobs ... and having fun!



What inspires you, inspires us.
eidebailly.com

DATE: August 31, 2022

AGENDA ITEM: Board Bylaws Project

PERSON(S) RESPONSIBLE: Jessica Kallweit and Meghann Silverthorn

EXECUTIVE SUMMARY: As authorized by Board motion 2022-03-04, Kallweit and Silverthorn have worked with Pasicznyuk and Owen-DeLay to update and amend the Board Bylaws.

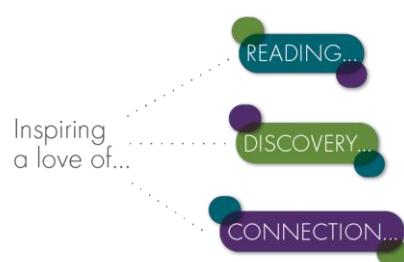
FISCAL IMPACT: \$0

TASK FORCE RECOMMENDATION: We recommend that the Board approve these updated bylaws. The task force reviewed other library bylaws, reviewed recommendations from staff based on recent experience, and drafted an amended set of bylaws that has met with attorney approval.

MOTION: I move to approve the Board Bylaws as presented.

NOTES:

1. There are two copies of the bylaws - the first showing all suggested edits, and the 2. A clean copy with the edits incorporated.
2. Given that changes in bylaws require a full board and unanimous vote on first reading, and that trustee Danser will not be at the 8/31/22 meeting, the updates to the bylaws will require a second reading. Upon an affirmative vote at the 8/31/22 meeting, the bylaws will go to the 9/28/22 meeting for a second reading, where they may pass by a majority vote.





DOUGLAS COUNTY LIBRARIES BOARD BYLAWS

Our Foundation

OUR VISION

Douglas County Libraries elevates our community by inspiring a love of reading, discovery and connection

OUR CORE VALUES

Welcoming to All
Continual Growth
Authentic Relationships



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BYLAWS

ARTICLE I. NAME

This organization shall be known as the DOUGLAS COUNTY LIBRARIES (the “District Library”), organized under and by virtue of the Colorado Library Law, Sections 24-90-101 et seq., C.R.S., and established by the County of Douglas, on 20 November 1990, with Board of County Commissioner Resolution No. 149 as Douglas Public Library District. On June 26, 2003, the Library Board moved to change the name from Douglas Public Library District to Douglas County Libraries.

ARTICLE II. BOARD OF TRUSTEES (the "Board")

Section 1. Trustees. The ~~management governance administration~~ and control of the District Library shall be vested in a board of seven (7) trustees appointed in accordance with Colorado Library Law. All Trustees must reside within the District Library boundaries. There are two Trustees from each of the three Douglas County Commissioner districts and one at-large Trustee.

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Section 2. Terms and Reappointments. Terms shall be three (3) years, ending December 31. After serving one (1) three-year term, a Trustee shall be eligible for reappointment in accordance with the provisions of Colorado Library Law. No Trustee shall serve more than four (4) consecutive full terms in addition to completing any unexpired term. A former Trustee may reapply to serve again on the Board at least one year after completion of their last consecutive term.

Section 3. Vacancies. A vacancy on the Board shall be filled as soon as practical for the remainder of an unexpired term in the manner in which Trustees are regularly appointed pursuant to Colorado Library Law. A notice of all such vacancies shall be posted in accordance with the then current Trustee appointment process.

Section 4. Authorization. The President of the Board is the authorized spokesperson for the Board. However, the Board may, from time to time, determine, for a specific purpose or event, to delegate spokesperson authority to another Trustee. ~~In the absence of such express authorization, no Trustee other than the President shall make any public statement on behalf of the District Library.~~

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Section 5. Compensation/Expense Reimbursement. Trustees shall not receive a salary or other compensation for their services as Trustees. Trustees shall be entitled to reimbursement for necessary and reasonable travel and associated expenses actually incurred while performing official District Library business. ~~Trustees will follow current policy and procedures around reimbursements. No expenses reimbursements will be made by the District without receipt of appropriate documentation. During a Trustee's tenure, any accumulated late fees for use of library materials will be waived. However, Trustees shall remain obligated to pay all District damaged and lost material charges.~~

Section 6. Ethics. Trustees shall conduct themselves in accordance with Colorado law, including the Code of Ethics for public officials, Sections 24-18-101, *et seq.*, C.R.S. (the “Code of Ethics”). Trustees shall avoid situations in which their personal interests might be served or in which financial benefits inure to them at the expense of library users, colleagues, or the District Library. Trustees shall disclose any and all potential conflicts of interest during the appointment process. If during the course of Board business, an area of potential conflict of interest or the appearance of such develops for a Trustee, that Trustee shall immediately make full disclosure to the Board and, if required in order to ensure compliance with the Code of Ethics, immediately cease participation in both discussion and voting relative to the matter.

- Trustees may not in their private capacities negotiate, bid for, or enter into a contract with the District Library in matters in which they have a direct or indirect financial interest.
- Trustees shall recuse themselves from Board discussion, deliberation and vote on any matter in which the Trustee, an immediate family member (defined as husband, wife, domestic partner, brother, sister, child, or grandchild, including step-relationships of each of the defined relationships) or an organization with which they are associated has a material financial interest. Such recusals shall be reflected in the meeting minutes for the relevant meeting.
- Trustees shall not receive anything of value that could or should reasonably be expected to influence their vote or other official action.
- Trustees shall respect the confidential nature of District Library business while adhering to the Colorado Open Records Act (“CORA”), Sections 24-72-200.1 *et seq.*, C.R.S. and all other applicable laws governing freedom of information.

Commented [LG1]: Suggest you give the Trustees some guidance here. There is nothing magic about this language I suggested although it tracks many nepotism policies—you could define differently.

Section 7. Allegations. If an allegation is made against either the Executive Library Director or a member of the Board, the Board will follow the Issue Resolution Steps Policy.

Section 8. Removal. A Trustee may be removed only following a majority vote of the Board, and in accordance with Colorado Library Law, by a majority vote of the appointing legislative body, and only upon a showing of good cause. Good cause may include but not be limited to: a deliberate breach of the Bylaws or rules and regulations adopted by the Board; unlawful conduct; causing significant harm to the District Library, either materially or its reputation; failure to perform duties outlined herein; or failure to attend three consecutive regular monthly meetings of the Board. The Board does, however, recognize extenuating circumstances and may waive the attendance requirement.

ARTICLE III. POWERS AND RESPONSIBILITIES

The Board shall have all those powers provided by Colorado Library Law C.R.S. 24-90-109, as such may be revised from time to time. In addition, the Board shall have all those powers necessary or incidental to the specific powers granted by statute, and nothing herein shall be construed as limiting the powers of the Board as granted by Colorado Library Law.

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Legal responsibility for the overall operation of the District Library is vested in the Board. Those Board responsibilities shall include, without limitation:

- Adoption of Bylaws and Policies for both Board guidance and governance of the District Library.
- Acquisition, custody, care, and sale, disposal or transfer of all District Library real or personal property.
- Financial oversight of the District Library and adoption of annual budgets.
- Authorization of District Library contracts, purchasing, borrowing, and bonding for the District Library.
- Employment and evaluation of the Executive Library Director, who shall be the executive and administrative officer of the District Library acting on behalf of the Board.
- Annual audit approval and periodic investment monitoring.
- Planning for current and future needs of the District Library and the community it serves.
- The Board shall conduct, on an annual basis, written evaluations of the Board's performance.

ARTICLE IV. OFFICERS

Section 1. Officers. The officers of the Board shall consist of a president, a vice-president, and a secretary, a treasurer and or such other officers as the Board deems necessary. These officers shall perform the duties prescribed by these Bylaws and Colorado Library Law. Nothing herein shall prevent the Board, at its discretion, to combine offices as long as the same individual does not hold both the office of president and secretary. The Board reserves the right to delegate duties to the Executive Library Director.

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Section 2. Election. The Board shall elect officers annually from among current membership of the Board at the Annual mMeeting.

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Section 3. Terms of Office. Officers shall begin their terms of office at the next regular meeting immediately following the Annual Meeting at which they are elected to office, and they shall serve thereafter for a term of one (1) year, or until their successors are elected, whichever is longer.

Section 4. Officer Vacancies. A vacancy in any office, however occurring, may be filled by majority vote of the Board at the next regular or special meeting of the Board for the unexpired portion of the term.

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Section 5. Removal. Any officer may be removed from office for a failure to discharge their duties, by a majority vote of the Board at a regular or special meeting whenever in the Board's judgment the best interest of the Library will thereby be served. The Trustees seeking such action shall give written notice to the officer five days prior to voting on such an issue.

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Section 5. Removal. Any officer may be removed by a majority vote of the Board at a regular or special meeting whenever in the Board's judgment the best interest of the District will thereby be served.

ARTICLE V. DUTIES OF OFFICERS

Section 1. President. The president shall, subject to the direction and supervision of the Board, be the principal executive officer of the District Library. The president shall preside over and determine the manner of operation for all meetings of the Board. The president shall sign, either by manual, facsimile, or electronic signature, any leases, deeds, mortgages, contracts and other instruments which the Board has authorized to be executed; and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board from time to time.

Section 2. Vice-President. The vice-president shall assist the president and shall perform such duties as may be assigned by the president or the Board. In the absence of the president, the vice-president shall have the powers, and perform the duties, of the president.

Section 3. Secretary. The secretary shall review and recommend approval of the minutes of the regular meetings of the Board; and perform all duties incident to the office of the secretary and such other duties as from time to time may be assigned by the president or by the Board.

Once approved by the Board, staff will post the approved minutes minutes will be posted on the District's Library's public website. Additionally, staff will retain executive session recordings until the date of legal disposal.

Section 4. Treasurer. The Treasurer shall, in general perform all duties incident to the office of Treasurer, and such other duties as from time to time may be assigned by the Board or by the President.

ARTICLE VI. MEETINGS

Section 1. Meeting Participation Under Colorado Open Meetings Law Section, 24-6-402 (1)(b), C.R.S., meetings may be convened for the purpose of conducting public business in person, by telephone, electronically or by other means of communication, provided the public may hear and the Trustees may be heard, or if through a written form of communication (i.e., email meeting), the public and the Trustees may each read the communications. Although most Board meetings are held with participating Trustees physically present, Trustees may attend meetings, establish quorum and vote via these alternative means in the case of either regular or special meetings of the Board.

Commented [LG2]: This does not necessarily need to be in the Bylaws, but is the legal standard for alternative forms of meetings.

Section 2. Regular Meetings. Regular meetings of the Board shall be held monthly no less frequently than eight (8) times per calendar year when possible, and be held at the District Library facilities for the purpose of transacting any business that may come before the Board and to disseminate information to the community at large regarding library operations.

Once a year, prior to the next calendar year's start, the date and location of each regular meeting for the upcoming year shall be determined and approved by the Board. All business of the Board shall be conducted only during such regular meetings or at special meetings hereinafter provided for, and all such regular and special meetings shall be open to the public, subject to the right of the Board to meet in executive session.

Section 3. Special Meetings. Special meetings may be called by the President, the Executive Library Director, or any three (3) Trustees by informing the president in writing and then the President will coordinate all the other Trustees of the date, time, and place of such meeting and the purpose for which it is called at least twenty-four (24) hours three (3) days prior to said meeting. Minutes will be taken at all special meetings wherein Board actions are taken and will be part of the public record.

If due to unforeseen and urgent circumstances there is not sufficient time to call a special meeting because a matter is an emergency and requires immediate attention, the president or the president's designee may take a vote by electronic means or in person, with such vote to be ratified at the next regular or special meeting of the Board. If any emergency action taken is not ratified, then it is deemed rescinded.

Section 4. Public Participation in Meetings. The public is invited to all regular meetings of the Board and may speak during a portion of the agenda that follows the Board's designated process for public comment.

Section 5. Notice. All meeting notices shall be publicly posted on the Library's website no later than twenty-four (24) hours prior to any meeting in accordance with Colorado Open Meetings Law ("COML"), Sections 24-6-401, *et seq.*, C.R.S.

Section 6. Annual Meeting. The first regular meeting of each year shall be designated as the Annual Meeting. At the Annual Meeting, Board officers shall be elected for the ensuing year.

Section 7. Quorum. A majority of the total membership of the Board shall constitute a quorum necessary for the transaction of any business to come before any regular or special meeting, including votes on emergency action. The act of the majority of Trustees constituting a quorum at a regular or special meeting shall be the act of the Board. If for any reason if a quorum cannot be established due to a circumstance beyond the Board's control (including death, disability, disqualification or resignation of Trustees), a quorum of the total membership of the Board cannot be established, the remaining Trustees shall be authorized to act until such quorum may be re-established by appointment of the governing body.

Section 8. Voting. All Trustees, including the Board president, shall vote, unless such voting is contrary to the Code of Ethics. A Trustee may call for a roll call vote at any time. Voting by telephone participation is allowed; however, voting by proxy is not. Properly noticed email polls

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Commented [LG3]: The public meeting law in Section 24-6-402(2)(b) provides for only 24 hours' notice, and Title 32, which used to require at least 72 hours' notice has been updated to conform to the OMA. You can always post longer, but I suggest that your Bylaws provide for the least restrictive interpretation to allow greater flexibility here.

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of Trustees may be taken with results to be confirmed and recorded into the minutes at the next regular Board meeting.

Section 9. Minutes. Minutes shall be taken of regular meetings of the Board and special meetings where a vote is taken, and posted following Board approval on the District's Library's website.

Section 10. Parliamentary Authority. The Board President shall be responsible for the conduct of meetings and shall provide, in specific instances, such parliamentary rulings as are necessary for meeting order. When the Board President is the part of the issue in any parliamentary decisions, the Board by a passing motion that passes may appoint another Trustee to handle that piece of business.

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ARTICLE VII. COMMITTEES

Section 1. Purpose.

The Board may establish such committees as deemed necessary to assist in its works. The motion to form such committee shall state the purpose, timeline, composition and authority of such committee, including committee members in a committee charter.

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-The purpose of committees is to make recommendations on specific topics or issues to the Board to allow more focused Board consideration of the same. No Board committee will have more than three Trustees. This limit is intended to distinguish between the Board and committees thereof and ensures that the Board cannot and does not act through committees.

Any Trustee attending a meeting of a committee of which the Trustee is not a member may attend in the Trustee's capacity as a member of the public. A Trustee in attendance at such a committee meeting relinquishes the Trustee's authority as Trustee and has the same rights and responsibilities as other members of the public in attendance.

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Members of the public in attendance at committee meetings (including Trustees who are not members of the committee) are permitted to observe and listen to the committee meeting and must sit in the area designated for members of the public. Members of the public must leave the committee meeting if executive session is invoked.

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Public comment is not heard at committee meetings since they are not meetings where formal action is taken.

Section 2. Standing Committees. The Board at its discretion authorize standing committees to advise the Board on on-going or long-standing issues, events or processes.

Section 3. Special Committees. The Board at its discretion and from time to time may authorize special committees for specific tasks or purposes. Such committees shall make reports to the Board and shall be automatically dissolved when their stated purposes have been fulfilled.

Section 4. Ex-officio Members of Committees. The Board, at its discretion, may appoint standing or special committee members who are not Trustees.

ARTICLE VIII. EXECUTIVE LIBRARY DIRECTOR

Section 1. Employment. The Executive Library Director shall be selected by the Board and shall be employed by written contract with the District Library for which the Executive Library Director shall serve as chief executive administrative officer of the District Library.

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Section 2. Duties. The Executive Library Director, under the supervision and direction of the Board, shall perform (or delegate to appropriate staff members) all duties incident to the position of Executive Library Director and such other duties as may be prescribed by the Board, including but not limited to the following:

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- Assist the Board in formulating basic programs and policies.
- Implement programs, policies, and professional practices as adopted by the Board.
- Responsibility for fiscal matters of the Library, except that the Board shall have exclusive control of the disbursement of the finances of the Library.
- Prepare the proposed annual budget for the District Library for presentation to the Board.
- Prepare monthly reports of activities of the District Library for presentation to the Board.
- Administer Library personnel, including employ, train, evaluate, compensate, motivate, and discharge staff in compliance with all applicable laws and regulations, the District Library Staff Handbook guidelines, and Board policies.
- Direct and coordinate the work of the Library employees.
- Approve all budgeted, normal, and recurring operational expenditures, excepting those requiring specific Board approval.
- Prepare the agenda for each Board meeting according to Board directive.
- Be Responsible for public information, community relations, development, fund-raising and special projects as assigned by the Board.
- Arrange for the care and maintenance of buildings, equipment and materials for the District Library.
- Evaluate library services, technology, and operations and assist the Board with short term and long-range planning.
- Represent the District Library, as appropriate, to all of its constituents and to professional and institutional organizations.
- Be responsible for any other reasonable duties, consistent with the foregoing, as may be prescribed by the Board.
- The Library Director shall Ceonduct all District Library business at the highest possible ethical standards and identify any real or potential conflicts of interest to the Board in a timely manner.

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Section 3. Removal. The Executive Library Director may be removed by the Board whenever, in its judgment, the best interest of the District Library will be served thereby, - and in compliance of the Executive Library Director's contract.

Commented [LG4]: I assume this is consistent with the standard set forth in the Executive Library Director's contract, but please be sure to refer to that document for any inconsistency with this standard.

ARTICLE IX. DISTRICT LIBRARY POLICIES

The Board shall establish and adopt District Library policies, which shall ensure cost-effective and efficient publicly supported District library services to District Douglas County residents. These policies shall be available to the public.

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ARTICLE X. ANNUAL REPORT

At the close of each year the Board shall make a report to the County Commissioners of Douglas County, in accordance with the Colorado Library Law, Section § 24-90-109 C.R.S..

ARTICLE XI. SEAL

The seal of the District Library shall be a circle with the words, "DOUGLAS COUNTY LIBRARIES" contained therein, and that the District Library Seal shall be affixed to all official and legal documents of the District Library.

ARTICLE XII. FISCAL YEAR

The Fiscal Year of the District Library shall begin on the 1st of January of each year and end on the 31st of December of such year.

ARTICLE XIII. AMENDMENTS TO BYLAWS AND POLICIES

Notice of proposed Bylaws or Policy changes must be in written form and received by all Trustees at least five (5) days prior to the first reading.

Bylaws and Policies may be added, altered, amended or repealed on first reading at any regular or special meeting of the Trustees if all members of the Board are present and the vote is unanimous. If all members are not present or the vote is not unanimous, but the majority present votes in favor of the Bylaw or Policy amendment proposal, it will be presented at the next regular meeting of the Board, at which time it can be added, altered, amended or repealed by a simple majority of the Board present and voting.

These Bylaws shall at all times conform to the Colorado Library Law, as it may be revised and amended from time to time. Such amendments as may be necessary to affect such conformation shall be automatic and these Bylaws shall be updated from time to time by the act of the Board to reflect such statutorily mandated automatic amendments.

Adopted and signed this {date} day of {month}, {year}.

Board President, {Signature Name}

{District Library Seal}

Board Secretary, {Signature Name}



DOUGLAS COUNTY LIBRARIES BOARD BYLAWS

Our Foundation

OUR VISION

Douglas County Libraries elevates our community by inspiring a love of reading, discovery and connection

OUR CORE VALUES

Welcoming to All
Continual Growth
Authentic Relationships

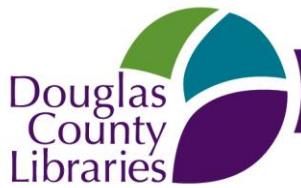


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BYLAWS

ARTICLE I. NAME

This organization shall be known as the DOUGLAS COUNTY LIBRARIES (the "Library"), organized under and by virtue of the Colorado Library Law, Sections 24-90-101 *et seq.*, C.R.S., and established by the County of Douglas, on 20 November 1990, with Board of County Commissioner Resolution No. 149 as Douglas Public Library District. On June 26, 2003, the Library Board moved to change the name from Douglas Public Library District to Douglas County Libraries.

ARTICLE II. BOARD OF TRUSTEES (the "Board")

Section 1. Trustees. The governance and control of the Library shall be vested in a board of seven (7) trustees (individually a "Trustee" and collectively, "Trustees") appointed in accordance with Colorado Library Law. All Trustees must reside within the Library boundaries. There are two Trustees from each of the three Douglas County Commissioner districts and one at-large Trustee.

Section 2. Terms and Reappointments. Terms shall be three (3) years, ending December 31. After serving one (1) three-year term, a Trustee shall be eligible for reappointment in accordance with the provisions of Colorado Library Law. No Trustee shall serve more than four (4) consecutive full terms in addition to completing any unexpired term. A former Trustee may reapply to serve again on the Board at least one year after completion of their last consecutive term.

Section 3. Vacancies. A vacancy on the Board shall be filled as soon as practical for the remainder of an unexpired term in the manner in which Trustees are regularly appointed pursuant to Colorado Library Law. A notice of all such vacancies shall be posted in accordance with the then current Trustee appointment process.

Section 4. Authorization. The President of the Board is the authorized spokesperson for the Board. However, the Board may, from time to time, determine, for a specific purpose or event, to delegate spokesperson authority to another Trustee. In the absence of such express authorization, no Trustee other than the President shall make any public statement on behalf of the Library.

Section 5. Compensation/Expense Reimbursement. Trustees shall not receive a salary or other compensation for their services as Trustees. Trustees shall be entitled to reimbursement for necessary and reasonable travel and associated expenses actually incurred while performing official Library business. Trustees will follow current policy and procedures around reimbursements.

Section 6. Ethics. Trustees shall conduct themselves in accordance with Colorado law, including the Code of Ethics for public officials, Sections 24-18-101, *et seq.*, C.R.S. (the "Code of Ethics"). Trustees shall avoid situations in which their personal interests might be served or in which financial benefits inure to them at the expense of library users, colleagues, or the Library.

Trustees shall disclose any and all potential conflicts of interest during the appointment process. If during the course of Board business, an area of potential conflict of interest or the appearance of such develops for a Trustee, that Trustee shall immediately make full disclosure to the Board and, if required in order to ensure compliance with the Code of Ethics, immediately cease participation in both discussion and voting relative to the matter. Specific areas of potential conflict, without limitation, are described in this Section, below.

- Trustees may not in their private capacities negotiate, bid for, or enter into a contract with the Library in matters in which they have a direct or indirect financial interest.
- Trustees shall recuse themselves from Board discussion, deliberation and vote on any matter in which the Trustee, an immediate family member (defined as husband, wife, domestic partner, brother, sister, child, or grandchild, including step-relationships of each of the defined relationships) or an organization with which they are associated as a principal has a material financial interest. Such recusals shall be reflected in the meeting minutes for the relevant meeting.
- Trustees shall not receive anything of value that could or should reasonably be expected to influence their vote or other official action.
- Trustees shall respect the confidential nature of Library business while adhering to the Colorado Open Records Act ("CORA"), Sections 24-72-200.1 *et seq.*, C.R.S. and all other applicable laws governing freedom of information.

Section 7. Allegations. If an allegation is made against either the Executive Library Director or a member of the Board, the Board will follow the Issue Resolution Steps Policy.

Section 8. Removal. A Trustee may be removed only following a majority vote of the Board, and in accordance with Colorado Library Law, by a majority vote of the appointing legislative body, and only upon a showing of good cause. Good cause may include but not be limited to: a deliberate breach of the Bylaws or rules and regulations adopted by the Board; unlawful conduct; causing significant harm to the Library, either materially or to its reputation; failure to perform duties outlined herein; or failure to attend three consecutive regular monthly meetings of the Board without an excused absence. The Board does, however, recognize extenuating circumstances and may waive or authorize an excused absence from the attendance requirement.

ARTICLE III. POWERS AND RESPONSIBILITIES

The Board shall have all those powers provided by Colorado Library Law C.R.S. 24-90-109, as such may be revised from time to time. In addition, the Board shall have all those powers necessary or incidental to the specific powers granted by statute, and nothing herein shall be construed as limiting the powers of the Board as granted by Colorado Library Law.

Legal responsibility for the overall operation of the Library is vested in the Board. Those Board responsibilities shall include, without limitation:

- Adoption of Bylaws and Policies for both Board guidance and governance of the Library.
- Acquisition, custody, care, and sale, disposal or transfer of all Library real or personal property.
- Financial oversight of the Library and adoption of annual budgets.
- Authorization of Library contracts, purchasing, borrowing, and bonding for the Library.
- Employment and evaluation of the Executive Library Director, who shall be the executive and administrative officer of the Library acting on behalf of the Board.
- Annual audit approval and periodic investment monitoring.
- Planning for current and future needs of the Library and the community it serves.
- The Board shall conduct, on an annual basis, written evaluations of the Board's performance.

ARTICLE IV. OFFICERS

Section 1. Officers. The officers of the Board shall consist of a president, a vice-president, and a secretary or such other officers as the Board deems necessary. These officers shall perform the duties prescribed by these Bylaws and Colorado Library Law. Nothing herein shall prevent the Board, at its discretion, to combine offices as long as the same individual does not hold both the office of president and secretary. The Board reserves the right to delegate duties to the Executive Library Director.

Section 2. Election. The Board shall elect officers annually from among current membership of the Board at the Annual Meeting.

Section 3. Terms of Office. Officers shall begin their terms of office at the next regular meeting immediately following the Annual Meeting at which they are elected to office, and they shall serve thereafter for a term of one (1) year, or until their successors are elected, whichever is longer.

Section 4. Officer Vacancies. A vacancy in any office, however occurring, may be filled by majority vote of the Board at the next regular or special meeting of the Board for the unexpired portion of the term.

Section 5. Removal. Any officer may be removed from office for a failure to discharge their duties, by a majority vote of the Board at a regular or special meeting whenever in the Board's judgment the best interest of the Library will thereby be served. The Trustee(s) seeking such action shall give written notice to the officer five days prior to voting on such an issue.

ARTICLE V. DUTIES OF OFFICERS

Section 1. President. The President shall, subject to the direction and supervision of the Board, be the principal executive officer of the Library. The President shall preside over and determine the manner of operation for all meetings of the Board. The President shall sign, either by manual, facsimile, or electronic signature, any leases, deeds, mortgages, contracts and other instruments

which the Board has authorized to be executed; and in general shall perform all duties incident to the office of president and such other duties as may be prescribed by the Board from time to time.

Section 2. Vice-President. The Vice-President shall assist the President and shall perform such duties as may be assigned by the President or the Board. In the absence of the President, the Vice-President shall have the powers, and perform the duties, of the President.

Section 3. Secretary. The Secretary shall review and recommend approval of the minutes of the regular meetings of the Board; and perform all duties incident to the office of the secretary and such other duties as from time to time may be assigned by the President or by the Board.

Once approved by the Board, staff will post the approved minutes on the Library's public website. Additionally, staff will retain executive session recordings until the date of legal disposal.

ARTICLE VI. MEETINGS

Section 1. Meeting Participation. Under Colorado Open Meetings Law Section 24-6-402 (1)(b), C.R.S., meetings may be convened for the purpose of conducting public business in person, by telephone, electronically or by other means of communication, provided the public may hear and the Trustees may be heard, or if through a written form of communication (i.e., email meeting), the public and the Trustees may each read the communications. Although most Board meetings are held with participating Trustees physically present, Trustees may attend meetings, establish quorum and vote via these alternative means in the case of either regular or special meetings of the Board.

Section 2. Regular Meetings. Regular meetings of the Board shall be held monthly no less frequently than eight (8) times per calendar year when possible, and be held at the Library facilities for the purpose of transacting any business that may come before the Board and to disseminate information to the community at large regarding library operations.

Once a year, prior to the next calendar year's start, the date and location of each regular meeting for the upcoming year shall be determined and approved by the Board. All business of the Board shall be conducted only during such regular meetings or at special meetings hereinafter provided for, and all such regular and special meetings shall be open to the public, subject to the right of the Board to meet in executive session.

Section 3. Special Meetings. Special meetings may be called by the President, the Executive Library Director, or any three (3) Trustees by informing the President in writing and then the President will coordinate the date, time and place of such meeting and the purpose for which it is called at least twenty-four (24) hours prior to said meeting. Minutes will be taken at all special meetings wherein Board actions are taken and will be part of the public record.

If due to unforeseen and urgent circumstances there is not sufficient time to call a special meeting because a matter is an emergency and requires immediate attention, the President or the President's designee may take a vote by electronic means or in person, with such vote to be ratified at the next regular or special meeting of the Board. If any emergency action taken is not ratified, then it is deemed rescinded.

Section 4. Public Participation in Meetings. The public is invited to all regular and special meetings of the Board and may speak during a portion of the agenda that follows the Board's designated process for public comment.

Section 5. Notice. All meeting notices shall be publicly posted on the Library's website no later than twenty-four (24) hours prior to any meeting in accordance with Colorado Open Meetings Law ("COML"), Sections 24-6-401, *et seq.*, C.R.S.

Section 6. Annual Meeting. The first regular meeting of each year shall be designated as the Annual Meeting. At the Annual Meeting, Board officers shall be elected for the ensuing year.

Section 7. Quorum. A majority of the total membership of the Board shall constitute a quorum necessary for the transaction of any business to come before any regular or special meeting, including votes on emergency action. The act of the majority of Trustees constituting a quorum at a regular or special meeting shall be the act of the Board. If a quorum cannot be established due to a circumstance beyond the Board's control (including death, disability, disqualification or resignation of Trustees), the remaining Trustees shall be authorized to act until such quorum may be re-established by appointment of the governing body.

Section 8. Voting. All Trustees, including the Board President, shall vote, unless such voting is contrary to the Code of Ethics. A Trustee may call for a roll call vote at any time. Voting by telephone participation is allowed; however, voting by proxy is not. Properly noticed email polls of Trustees may be taken with results to be confirmed and recorded into the minutes at the next regular Board meeting.

Section 9. Minutes. Minutes shall be taken of regular meetings of the Board and special meetings where a vote is taken, and posted following Board approval on the Library's website.

Section 10. Parliamentary Authority. The Board President shall be responsible for the conduct of meetings and shall provide, in specific instances, such parliamentary rulings as are necessary for meeting order. When the Board President is part of the issue in any parliamentary decisions, the Board by a passing motion may appoint another Trustee to handle that piece of business.

ARTICLE VII. COMMITTEES

Section 1. Purpose. The Board may establish such committees as deemed necessary to assist in its works. The motion to form such committee shall state the purpose, timeline, composition and authority of such committee, including committee members in a committee charter.

The purpose of committees is to make recommendations on specific topics or issues to the Board to allow more focused Board consideration of the same. No Board committee will have more than three Trustees. This limit is intended to distinguish between the Board and committees thereof and ensures that the Board cannot and does not act through committees.

ARTICLE VIII. EXECUTIVE LIBRARY DIRECTOR

Section 1. Employment. The Executive Library Director shall be selected by the Board and shall be employed by written contract with the Library for which the Executive Library Director shall serve as chief executive officer of the Library.

Section 2. Duties. The Executive Library Director, under the supervision and direction of the Board, shall perform (or delegate to appropriate staff members) all duties incident to the position of Executive Library Director and such other duties as may be prescribed by the Board, including but not limited to the following:

- Assist the Board in formulating basic programs and policies.
- Implement programs, policies, and professional practices as adopted by the Board.
- Responsibility for fiscal matters of the Library, except that the Board shall have exclusive control of the disbursement of the finances of the Library.
- Prepare the proposed annual budget for the Library for presentation to the Board.
- Prepare monthly reports of activities of the Library for presentation to the Board.
- Administer Library personnel, including employ, train, evaluate, compensate, motivate and discharge staff in compliance with all applicable laws and regulations, the Library Staff Handbook guidelines, and Board policies.
- Direct and coordinate the work of the Library employees.
- Approve all budgeted, normal and recurring operational expenditures, excepting those requiring specific Board approval.
- Prepare the agenda for each Board meeting according to Board directive.
- Responsibility for public information, community relations, development, fundraising and special projects as assigned by the Board.
- Arrange for the care and maintenance of buildings, equipment and materials for the Library.
- Evaluate library services, technology and operations and assist the Board with short-term and long-range planning.
- Represent the Library, as appropriate, to all of its constituents and to professional and institutional organizations.
- Be responsible for any other reasonable duties, consistent with the foregoing, as may be prescribed by the Board.
- Conduct all Library business at the highest possible ethical standards and identify any real or potential conflicts of interest to the Board in a timely manner.

Section 3. Removal. The Executive Library Director may be removed by the affirmative vote of a majority of the Board constituting a quorum whenever, in its judgment, the best interest of the Library will be served thereby, and in compliance of the Executive Library Director's contract.

ARTICLE IX. LIBRARY POLICIES

The Board shall establish and adopt Library policies, which shall ensure cost-effective and efficient publicly supported Library services to Library residents. These policies shall be available to the public.

ARTICLE X. ANNUAL REPORT

At the close of each year the Board shall make a report to the County Commissioners of Douglas County, in accordance with the Colorado Library Law, Section § 24-90-109 C.R.S.

ARTICLE XI. SEAL

The seal of the Library shall be a circle with the words "DOUGLAS COUNTY LIBRARIES" contained therein, and that the Library Seal shall be affixed to all official and legal documents of the Library.

ARTICLE XII. FISCAL YEAR

The Fiscal Year of the Library shall begin on the 1st of January of each year and end on the 31st of December of such year.

ARTICLE XIII. AMENDMENTS TO BYLAWS AND POLICIES

Notice of proposed Bylaws or Policy changes must be in written form and received by all Trustees at least five (5) days prior to the first reading.

Bylaws and Policies may be added, altered, amended or repealed on first reading at any regular or special meeting of the Trustees if all members of the Board are present and the vote is unanimous. If all members are not present or the vote is not unanimous, but the majority present votes in favor of the Bylaw or Policy amendment proposal, it will be presented at the next regular meeting of the Board, at which time it can be added, altered, amended or repealed by a simple majority of the Board present and voting.

These Bylaws shall at all times conform to the Colorado Library Law, as it may be revised and amended from time to time. Such amendments as may be necessary to affect such conformation shall be automatic and these Bylaws shall be updated from time to time by the act of the Board to reflect such statutorily mandated automatic amendments.

Adopted and signed this ____ day of _____, _____.

Board President, Dawn P. Vaughn

Board Secretary, TR Nolan