Approved 4/12/18

Guilderland Public Library
Board of Trustees Meeting
March 15, 2018

Trustees Present: Chris Aldrich, Bryan Best, Kaitlin Downey, Barbara Fraterrigo, Herb Hennings, Peter Hubbard (exited at 9:50 p.m.), Nareen Rivas, Michelle Viola-Straight (exited at 8:55 p.m.) Carolyn Williams (exited at 8:55 p.m.), Jason D. Wright

Absent: Karen Carpenter Palumbo

Also Present: Marey Bailey, Peter Barber, Jack Brennan, Mark Curiale, Tony Esposito, Margaret Garret, David Gilliom, Carol Kott, Kim LaPlant, Elizabeth Floyd Mair, Mike Marcantonio, Roseanne Marcantonio, Paul Mays, Cherry Neil, Spence Neil, Frank Palmeri, Kristina Ronald, Jenna Schmonsky, Sean Silvernail, Jennifer Stah, Alison Swanson, Carroll Valachovic (Treasurer), Bryana Wachowicz, Ann Wemple-Person, Tim Wiles, members of the public

A. Meeting called to order at 7:02 p.m.

B. Town Supervisor, Peter Barber

Peter Barber gave an update on Mercy Care Lane. Mercy Care Lane is a private road owned by, St. Peter's Health Partners and First Columbia. The Town of Guilderland would like to convert Mercy Care Lane to a town road rather than a private road and be accessible to through traffic. Construction on sidewalks from SEFCU to the Guilderland Public Library will begin in 2018.

C. Public Input Session: None

D. Treasurer's Report for January & February 2018 - Carroll Valachovic

MOTION: To accept the Treasurer's Report for January & February 2018 as presented
Motion by: C. Aldrich
Seconded by: B. Fraterrigo
Action: Motion carried unanimously (7:25 p.m.)

E. Paul Mays Update

Several staff and members of the public attended the meeting. Paul Mays presented a Power Point presentation on plans for possible improvements to the Guilderland Public Library. A few questions were asked in areas such as café, shelving units, chairs, and suggested the presentation be available to the public for viewing on the website and in the library.

F. Check Register for January & February 2018

MOTION: To approve the Check Register for January & February 2018 as presented
Motion by: C. Aldrich
Seconded by: B. Fraterrigo
Action: Motion carried unanimously (8:57 p.m.)

Approval of NBT Bank Signatory (see attached)
The individuals who are authorized to endorse checks and orders are, Timothy Wiles, Margaret Garrett, Bryan Best, Herb Hennings, and Kaitlin Downey

MOTION: To approve the NBT Bank Signatory
Motion by: C. Aldrich
Seconded by: P. Hubbard
Action: Motion carried unanimously (9:00 p.m.)

G. Policy Committee Chair Appointment

B. Best appointed K. Carpenter Palumbo as Chair of the Policy Committee.

MOTION: To approve the appointment of K. Carpenter Palumbo as Chair of the Policy Committee
Motion by: H. Hennings
Seconded by: N. Rivas
Action: Motion carried unanimously (9:01 p.m.)

H. Committee Reports:

<u>Buildings & Grounds/Long Range Planning Committee Report:</u>
Family Danz was selected for the Heat Pumps project in the bid amount of $264,769.00.
MOTION: To accept Family Danz bid of $264,769.00 for the Heat Pumps project, pending the finalization of a contract
Motion by: C. Aldrich
Seconded by: J. Wright
Action: Motion carried unanimously (9:07 p.m.)

Real Estate Transfer was successfully completed.

Finance Committee Report:
The proposed budget draft for the 2018-2019 fiscal year was reviewed.

MOTION: To approve the 2018-2019 budget as presented
Motion by: C. Aldrich
Seconded by: P. Hubbard
Action: Motion carried unanimously (9:50 p.m.)

Audit Committee:
RFP's were reviewed and Marvin and Company was chosen to be our Auditing firm starting with fiscal year 2017-2018.

MOTION: To accept Marvin & Company as the library's auditors
Motion by: K. Downey
Seconded by: J. Wright
Action: Motion carried unanimously (9:52 p.m.)

Policy Committee Report:
Meeting Room Policy and Form has been modified to reduce the amount of pages in the policy, eliminate fees, and to simplify the policy.

Other policies that have been modified are: Anti-Harassment, Exhibits, Guidelines for Exhibits, Gift Policy, and Gift Policy Waiver.

UHLS Committee Report:

Library Advocacy Day was held on February 28, 2018. Hopefully the huge turnout will have a positive impact on the final NYS budget.

Annual Awards from UHLS will have new criteria.

Foundation Committee Report:
A fundraising event, masquerade ball will be held on Saturday, September 29, 2018. There will be two authors who will be honored that evening, Paul Grondahl and Gregory Maguire.

Naming Rights: T. Wiles was asked to research this.

I. Director's & Staff Reports for January & February 2018:

T. Wiles gave a brief Director's & Staff Report and highlighted the following:

- Cord-cutting devices are being circulated.

NYS Annual Report for 2017 was reviewed by the Board of Trustees

MOTION: To approve the Director's & Staff Reports for January & February 2018 as presented
Motion by: C. Aldrich
Seconded by: H. Hennings
Action: Motion carried unanimously (10:37 p.m.)

MOTION: To approve the NYS Annual Report for 2017
Motion by: C. Aldrich
Seconded by: N. Rivas
Action: Motion carried unanimously (10:38 p.m.)

J. New Business:

GPL Plaques:
The Board of Trustees plaque needs to be updated. Further discussion will take place at the next Board Meeting.

As of the result of the Annual Joint Meeting between the Guilderland Public Library and the Guilderland Central School District, J. Wright and K. Downey have volunteered to review Memorandum of Understanding (MOU).

K. Minutes of Regular Board Meeting – January 2018:

MOTION: To approve the Minutes of the Regular Board Meeting - January 2018
Motion by: B. Fraterrigo
Seconded by: C. Aldrich
Abstained: J. Wright
Action: Motion carried (10:43 p.m.)

L. Executive Session:

MOTION: To enter Executive Session
Motion by: B. Fraterrigo
Seconded by: C. Aldrich
Action: Motion carried unanimously (10:44 p.m.)

MOTION: To exit Executive Session
Motion by: H. Hennings
Seconded by: B. Fraterrigo
Action: Motion carried unanimously (10:48 p.m.)

MOTION: To accept the resignation of Kevin Bernard, Part-Time Custodial Worker in Maintenance effective 1/11/18
Motion by: B. Fraterrigo
Seconded by: C. Aldrich
Action: Motion carried unanimously (10:49 p.m.)

MOTION: To approve a raise for Jon Lorang, effective January 1, 2018 with an annual salary of $47,000.00.
Motion by: B. Fraterrigo
Seconded by: C. Aldrich
Action: Motion carried unanimously (10:50 p.m.)

MOTION: To adjourn
Motion by: B. Fraterrigo
Seconded by: J. Wright
Action: Motion carried unanimously (10:50 p.m.)

Transcribed by Jenna Schmonsky, Library Assistant-Administration
Submitted by Kaitlin Downey, Secretary

BUSINESS ACCOUNT SIGNATURE CARD ADDENDUM
DESIGNATION OF AUTHORIZED SIGNERS

NBT Bank, N.A., 52 S. Broad Street, Norwich, NY 13815 (referred to as "Financial Institution")

Business Name: Guilderland Public Library
(referred to as "Company/Organization")

Address: 2228 Western Avenue, Guilderland, NY 12084

As an authorized representative of the above named company and according to the powers provided to me under the company/organization's depository resolution, I(we) _____ hereby authorize the individuals indicated below, to endorse checks and orders, for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution on the Account Number(s) indicated in the table below:

Account Types – DD = Checking or Money Market, SV = Savings, TM = Time Deposit (CD)					
ACCOUNT #	TYPE	ACCOUNT #	TYPE	ACCOUNT #	TYPE
	DD		DD		
	SV		DD		
	DD				
	DD				

The number of signatures required to perform these transactions is _____.

NAME	SIGNATURE
Timothy Wiles	Timothy J. Wiles
Margaret Garrett	Margaret Garrett
Bryan Best	
Herb Hennings	Herb Hennings
Kaitlyn Downey	

This addendum supersedes the addendum dated _____. If left blank, all addendums remain in effect.

By: Timothy J. Wiles Date: 2/28/18
(Signature of Authorized Representative of Company)

By: Margaret Garrett Date: 2.28.18
(Signature of Authorized Representative of Company)

5/1/08

RESOLUTIONS

The Corporation named on this resolution resolves that,

(1) The Financial Institution is designated as a depository for the funds of the Corporation and to provide other financial accommodations indicated in this resolution.

(2) This resolution shall continue to have effect until express written notice of its rescission or modification has been received and recorded by the Financial Institution. Any and all prior resolutions adopted by the Board of Directors of the Corporation and certified to the Financial Institution as governing the operation of this corporation's account(s), are in full force and effect, until the Financial Institution receives and acknowledges an express written notice of its revocation, modification or replacement. Any revocation, modification or replacement of a resolution must be accompanied by documentation, satisfactory to the Financial Institution, establishing the authority for the changes.

(3) The signature of an Agent on this resolution is conclusive evidence of their authority to act on behalf of the Corporation. Any Agent, so long as they act in a representative capacity as an Agent of the Corporation, is authorized to make any and all other contracts, agreements, stipulations and orders which they may deem advisable for the effective exercise of the powers indicated on page one, from time to time with the Financial Institution, subject to any restrictions on this resolution or otherwise agreed to in writing.

(4) All transactions, if any, with respect to any deposits, withdrawals, rediscounts and borrowings by or on behalf of the Corporation with the Financial Institution prior to the adoption of this resolution are hereby ratified, approved and confirmed.

(5) The Corporation agrees to the terms and conditions of any account agreement, properly opened by any Agent of the Corporation. The Corporation authorizes the Financial Institution, at any time, to charge the Corporation for all checks, drafts, or other orders, for the payment of money, that are drawn on the Financial Institution, so long as they contain the required number of signatures for this purpose.

(6) The Corporation acknowledges and agrees that the Financial Institution may furnish at its discretion automated access devices to Agents of the Corporation to facilitate those powers authorized by this resolution or other resolutions in effect at the time of issuance. The term "automated access device" includes, but is not limited to, credit cards, automated teller machines (ATM), and debit cards.

(7) The Corporation acknowledges and agrees that the Financial Institution may rely on alternative signature and verification codes issued to or obtained from the Agent named on this resolution. The term "alternative signature and verification codes" includes, but is not limited to, facsimile signatures on file with the Financial Institution, personal identification numbers (PIN), and digital signatures. If a facsimile signature specimen has been provided on this resolution, (or that are filed separately by the Corporation with the Financial Institution from time to time) the Financial Institution is authorized to treat the facsimile signature as the signature of the Agent(s) regardless of by whom or by what means the facsimile signature may have been affixed so long as it resembles the facsimile signature specimen on file. The Corporation authorizes each Agent to have custody of the Corporation's private key used to create a digital signature and to request issuance of a certificate listing the corresponding public key. The Financial Institution shall have no responsibility or liability for unauthorized use of alternative signature and verification codes unless otherwise agreed in writing.

Pennsylvania. The designation of an Agent does not create a power of attorney; therefore, Agents are not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code) unless the agency was created by a separate power of attorney. Any provision that assigns Financial Institution rights to act on behalf of any person or entity is not subject to the provisions of 20 Pa.C.S.A. Section 5601 et seq. (Chapter 56; Decedents, Estates and Fiduciaries Code).

EFFECT ON PREVIOUS RESOLUTIONS This resolution supersedes resolution dated _____. If not completed, all resolutions remain in effect.

CERTIFICATION OF AUTHORITY
I further certify that the Board of Directors of the Corporation has, and at the time of adoption of this resolution had, full power and lawful authority to adopt the resolutions on page 2 and to confer the powers granted above to the persons named who have full power and lawful authority to exercise the same. (Apply seal below where appropriate.)

☐ If checked, the Corporation is a non-profit corporation. In Witness Whereof, I have subscribed my name to this document and affixed the seal of the Corporation on 2/28/18 (date).

Attest by One Other Officer _____ Secretary _____

FOR FINANCIAL INSTITUTION USE ONLY

Acknowledged and received on _____ (date) by _____ (initials) ☐ This resolution is superseded by resolution dated _____.

Comments:
POWERS GRANTED continued: (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required

Indicate A, B, C, D, E, and /or F	Description of Power	Indicate number of signatures required
_____ (8.)	Designate authorized signers on Deposit Accounts as indicated on the Business Account Signature Card Addendum.	_____

Form 300.108 / C / 1.2015

NBT Bank, NA - 664
52 South Broad Street
Norwich, NY 13815

CORPORATE AUTHORIZATION RESOLUTION

By: Guilderland Public Library
2228 Western Avenue
Guilderland, NY 12084-5713

Referred to in this document as "Financial Institution"

Referred to in this document as "Corporation"

I, Kaitlin Downey, certify that I am Secretary (clerk) of the above named corporation organized under the laws of New York State, Federal Employer I.D. Number 14-1471790, engaged in business under the trade name of Guilderland Public Library, and that the resolutions on this document are a correct copy of the resolutions adopted at a meeting of the Board of Directors of the Corporation duly and properly called and held on 03/15/2018 (date). These resolutions appear in the minutes of this meeting and have not been rescinded or modified.

AGENTS Any Agent listed below, subject to any written limitations, is authorized to exercise the powers granted as indicated below:

Name and Title or Position	Signature	Facsimile Signature (if used)
A. Timothy Wiles, Director	X Timothy J. Wiles	X
B. Margaret Garrett, Assistant Director	X Margaret Garrett	X
C. Bryan Best, Board President	X	X
D. Kaitlin Downey, Board Secretary	X	X
E. Herb Hennings, Board Vice President	X Herb Hennings	X
F.	X	X

POWERS GRANTED (Attach one or more Agents to each power by placing the letter corresponding to their name in the area before each power. Following each power indicate the number of Agent signatures required to exercise the power.)

Indicate A, B, C, D, E, and/or F	Description of Power	Indicate number of signatures required
A,B,C,D,E	(1) Exercise all of the powers listed in this resolution.	
A,B,C	(2) Open any deposit or share account(s) in the name of the Corporation.	
A,B,C,D,E	(3) Endorse checks and orders for the payment of money or otherwise withdraw or transfer funds on deposit with this Financial Institution.	
N/A	(4) Borrow money on behalf and in the name of the Corporation, sign, execute and deliver promissory notes or other evidences of indebtedness.	
N/A	(5) Endorse, assign, transfer, mortgage or pledge bills receivable, warehouse receipts, bills of lading, stocks, bonds, real estate or other property now owned or hereafter owned or acquired by the Corporation as security for sums borrowed, and to discount the same, unconditionally guarantee payment of all bills received, negotiated or discounted and to waive demand, presentment, protest, notice of protest and notice of non-payment.	
N/A	(6) Enter into a written lease for the purpose of renting, maintaining, accessing and terminating a Safe Deposit Box in this Financial Institution.	
N/A	(7) Other	

LIMITATIONS ON POWERS The following are the Corporation's express limitations on the powers granted under this resolution.

Initials: _____