



**Fayetteville Free Library  
Board of Trustees  
Minutes  
04/04/2017  
5:15 PM**

**Present:** Jim Brule, Dave Pasinski, Betsy Bower, Keith Bybee, David Wheeler, Sarah Pralle, Randi Ludwig, Everett Burnham, Sue Considine

**Guests:** Grossman St. Amour - Mike Lisson

**Excused:** Judy Jones

**Absent:**

**Meeting called to order at 5:15pm**

**Minutes:** President Brule called for a motion to approve the December 2016 and January 2017 minutes with amendments. (M) Wheeler, (S) Bower, all approved.

**Actions and Discussion:**

Welcome of new board members: David Wheeler, Sarah Pralle, and Randi Ludwig.

New members were interviewed on 2/27/2017 in compliance with the 2011 FFL Board approved Strategic Board Development Process, and all were approved by electronic vote on 2/28/2017.

David Wheeler- 5 yes; Randi Ludwig- 5 yes; Sarah Pralle- 4 yes and 1 abstain.

**Presidents Report:**

Brule- Charter review process- Privileged conversations continue between the board and the FFL attorney, regarding our charter review. We expect swift action and hope that the charter is updated by June board meeting. The process for this review:

The Board reviews the charter in privileged discussions with our attorney

Our attorney communicates with the State regarding our charter review

The Regents have the authority to make any final decisions relative to a Library Charter.

After our charter review is complete, the FFL board will execute reviews of both the FFL bylaws, and policies, in consultation with our attorney, ensuring that all are in alignment with our 2017 Charter.

Green Space: The FFL project managers have had several meetings with the Village planning board seeking approval of our plan, that approval was received on Monday night 4/3/2017. We are awaiting the removal of the stop work order that has been in place since January due to the pending sidewalk/walkway issue. Our project managers will follow up on the status of the stop work order tomorrow, 4/5/2017.

Brule's resignation- Due to demands on Jim's time, both professionally and personally, Jim regrets that he must resign as FFL Board President. Jim stated that he believes any current issues under discussion are well in hand. Jim thanked all for the opportunity to serve the library community and assured all that he will remain a staunch friend and supporter of the FFL. A new President and Treasurer will be identified by next board meeting.

**Public Comment:**

Brule read the FFL Public Comment Bylaw

Brule invited the members of the Public who had signed in to Public Comment to speak for 5 minutes each.

Anne Messenger- 4719 Limberlost Way, Manlius

Bob Duncanson- 833 Oakwood St., Fayetteville

Patti Giancola Knutsen- 5384 Springview Dr., Fayetteville

David Marnell- 123 Shady Lane, Fayetteville

Mary Karpinski- 8300 Salt Springs Rd., Manlius

Mark Olson- Mayor, Fayetteville, NY

**Audit Report:**

The FFL Board had been advised by our Auditor, Grossman St. Amour/Mike Lisson that it is a best practice to review the audit Draft in executive session. This was discussed at length in the preceding FFL audit committee meeting and was included on the April board meeting agenda. Mayor Olson questioned the legality of this proposed executive session. Lisson was consulted by the board at the table and was asked to clarify. Lisson stated that different organizations follow different best practices. The FFL Board made a decision in the moment to go ahead and review the draft during public session, as historically this has been the practice that the FFL has followed. Lisson stated that he will write to the State for an opinion, disagreeing that an executive session to review a draft is not legal and is in fact a best practice. The FFL will attach to these minutes any opinion that is subsequently received from the State.

Lisson stated that the FFL audit committee met and reviewed the draft last week.

Lisson reviewed the Audit report agenda with the board.

Lisson reported that the audit is clean and that there are no management issues to report. Lisson further stated that management was well prepared and helpful throughout the audit process.

Lisson highlighted sections of the report and clarified fund balance and cash. Lisson confirmed that he authored the Fund Balance Clarification and Executive Summary that are posted on the FFL web site at the request of the board; these documents are posted on the FFL website for the public's reference and information.

A discussion among the board related to audit requirement and timing resulted in a brief restatement by Considine of past practice:

- a. No legal requirement for Free Association Libraries to have audits performed
- b. FFL did hold audits annually in the past
- c. In year 2011, Grossman St Amour presented the FFL board with an agreement to hold full audits biannually with a compilation and preparation of form 990 in intervening years. Due to the lack of complexity of the FFL financials and the high cost of full audit, the FFL board decided that it would be better to put the \$12,000 that historically had been spent on an audit annually back into program and service, every other year.

Lisson confirmed that as an auditor, he typically advises annual audits but agreed with the lack of requirement for audit, lack of complexity and cost concerns stated above and restated that the current biannual audit agreement is more than sufficient.

Considine asked Lisson for an ETA for the summary report of the clean audit so it can be posted as soon as possible on the FFL website for public reference. Lisson reported he will try to turn that around this week.

Motion was made to approve the Audit (m) Ludwig (s) Pralle. All approved.

### **Financial Report:**

Burnham presented a synopsis of the bimonthly financial report in the Treasures' absence at Brule's request.

New fiscal year – The FFL has moved to a new fiscal year to come into alignment with the school district fiscal year, to make accounting and reporting of the FFL tax appropriation easier for staff to manage and for all to understand. This will also assist the Treasurer with reports and will clarify reporting of deferred revenue, etc.

Burnham highlighted revenue and expense variances.

Budgeted Revenues under \$940.00 YTD. Burnham reported that Annual Canvas return are beginning to come in.

Budgeted Expenses under \$28,674 YTD, attributed to 2 vacant positions.

Net Gain of \$27,674 YTD, offset by the mortgage principle making the actual cash gain \$8,950 YTD.

Burnham reports he is working with the FFL Café 300 manager to ultimately increase Café returns. A discussion of Burnham's initial justification for and research into POS systems ensued.

Motion to approve, (M) Wheeler (S) Bower. All approved.

### **Executive Director Report:**

Considine referred to her written report and asked if there are any questions. Pasinski asked about current grant work, Considine stated that a major grant opportunity is being explored with NASA and that she, a certified Grant Writer and Lawler, FFL Director of Outreach and Partnerships work closely together on all grant opportunities. Considine clarified that grant activity is included in her written bimonthly report to the board. Considine reminded the board that the small grant successfully received by the FFL to support our relationship with Crouse and St. Joes to bring library cards and book kits to new mothers is certainly a program that East side residents benefit from, as East side mothers are patients and have babies at these hospitals.

The Board expressed gratitude and good wishes to Jim Brule.

Motion to adjourn at 6:45 PM (M) Bybee (S) Pralle. All approved.

Respectfully submitted,  
Sue Considine, Executive Director  
4/5/2017