

**Regular Meeting of the Board of Library Directors
Monday, May 5, 2014
6:30 p.m.
F.N. Manross Memorial Library - Auditorium**

ATTENDEES: Fran Alshuk, Jeff Boyko, Orlando Calfe, Elizabeth Kanachovski, Andrea Kapchensky, Thomas LaPorte, Donna Papazian, Library Director Deborah Prozzo, and Council Liaison Calvin Brown

ABSENT: Valina Carpenter, and Bonnie Lodovico

Item 1 – Call to Order

Meeting called to order by Director Boyko at 6:33 p.m.

Item 2 – Audience Participation

None.

Item 3 – Approval of Minutes of the April 7, 2014 Library Board Meeting

Motioned by Director Papazian **and seconded** by Director Alshuk **to approve the April 7, 2014 meeting minutes, and it was unanimously approved.**

Item 4 – Communications

Per Director Prozzo, the following items were received.

A letter received from Mary Lynn Gagnon, thanking the Library for use of three meeting rooms for a United Way event.

A card received from Carol Kearns, thanking Barbara Whiting of the Main Library Circulation Department for her hospitality providing table space to collate a convention package.

An email received from Michelle Steck, thanking Valerie Toner for the Easter Gala event at the Main Library.

A phone call received from Peg of Berkshire Hathaway Realtors to Director Prozzo. Informing a vacant double lot on Main Street (accesses Summer St.) is available for sale, and suggests parking use. The owner resides outside of Connecticut. Currently lists for \$130K, however the owner is willing to negotiate.

Bristol Press article copy of Daniel Blanchard's opinion piece on free library use was mentioned.

Two students of Bristol Eastern High School Creative Writing Club inquired whether it would be allowable to hold a fundraiser bake sale at the Library. The Policy Committee will review this request.

It was motioned by Director Calfe **and seconded** by Director Kapchensky **to refer the communication regarding the vacant double lot on Main Street to the Property Committee, and it was unanimously approved.**

Item 5 – Committee Reports

- a. Finance Committee: Director Calfe requested to provide the Committee report at the end of the meeting, and it was allowed.
- b. Property Committee: Director Papazian reported they toured the property at 25 High Street. The Committee voted to not pursue purchase of the site based on considerable repairs needed and the list price of \$275K. The property is in the hands of the State of Connecticut.
- c. Policy Committee: No report.
- d. Strategic Planning Committee: Director Papazian reported that she and Director Prozzo met, reviewed the past years' goals and began revision to the new goals. After Director Prozzo makes those revisions, they plan to revisit.
- e. Technology Committee: No report.

Item 6 – Ad-Hoc Committee Reports

a. Library Director's Report

Director Prozzo submitted the March 2014 Library Statistics that show an increase in overall circulation, E-Books and downloadable audio books. Continued increase of inter-library loans with approximately 60 items coming in and going out. A strong use of the Bristol History Room continues based on the addition of Saturday hours. Over 1,000 items were cataloged in the collection in preparation for the new circulation system in June 2014. Programming attendance increased up to 200 patrons overall (e.g. Downton Abbey Spring Tea, Friends grant sponsored Yoga Program, Easter Gala hosted in conjunction with the Bristol Park Dept. had approximately 600 attendees, and Young Adult Teen Movie-Bingo Night).

Director Prozzo submitted a monthly budget report and summarized the expenditures. Director Prozzo noticed a sizeable increase on the recent invoice for telephone services. Scott Smith, Information Systems Manager will analyze the increase and report back.

Director Prozzo attended the April City Council meeting; a meeting with the Property Sub-Committee of the Library Board; April Real Estate Committee meeting; Board of Finance Meeting for funds transfer to cover wages at Manross due to staff shortages; spoke at the Rotary Club meeting, Friends of the Library Quarterly meeting; and a meeting with the Finance Sub-Committee of the Library Board.

Director Prozzo stated the AARP tax preparation support concluded on April 15, 2014. For May 2014, will hold a joint book discussion featuring the book Violet Season with the author attending; two movies to be shown, 12 Years a Slave at Manross Library, and Monuments Men at the Main Library.

The Board of Education has informed the last day of school will be June 19, 2014. Saturday hours will cease on June 21st, as such, June 14th will be the last Saturday for patron hours, and resume Saturday hours on September 6, 2014.

b. City Council Liaison Report:

Councilman Brown has emailed the Mayor inquiring about badges for library staff.

- c. Friends of the Library:
Director Kanachovski reminded that the Friends are hosting a book fair the first weekend in June 2014.

Item 7 – Old Business

None to report.

Item 8 – New Business

None to report.

Item 5 – Committee Reports

Present: Atty. Thomas Conlin, Asst. Corporation Counsel, Atty. Ed Spinella of Reid & Riege

- a. Finance Committee: Director Calfe informed a Finance Sub-Committee meeting was held on May 1, 2014, with Main Street Community Foundation, Inc. hereinafter referred as the “MSCF”, Corporation Counsel, and the Merrill Lynch representative to discuss the transfer of trust funds. At the conclusion of that meeting, it was motioned and approved to move the trust funds to the MSCF. **It was motioned by Director Calfe and seconded by Director Papazian to transfer the six (6) trust funds into the Main Street Community Foundation, Inc. for management and adopt the Resolution, a copy of which is attached hereto and made a part hereof.**

Discussion: Atty. Conlin suggests a roll call vote be made. Atty. Spinella noted minor corrections to the Resolution, the date should be “May 5, 2014”, referred throughout should be “Manross Memorial Library”, the name of the fund will be “Manross Memorial Library Fund”, and technically it will be a “designated permanent endowment fund”, not a “donor designated permanent endowment fund” as so noted in resolutions 1, 2, 3, and 5. The fund agreements themselves will be referred to as “MSCF designated fund agreement(s)”. There are certain terms to be listed; i.e. historic gift value-the original donation amount received (if the fund amount were to dip below the original donation amount it restricts fund distribution). Regarding Resolutions 5 and 6; issue of designating a percentage of the income generated from these funds for specific uses listed. If impractical to calculate those percentages, the Attorney General may be willing to let that go. Reid & Reige had articulated to the Attorney General the Library Boards’ adherence to the original donor intent use(s). Need to calculate a percentage to assign to those uses. It was suggested to refer back over last 5-10 years use to arrive at a percentage, then input that term in the fund agreement. Director Boyko questioned the mechanics. Atty. Spinella replied, Library Board approves the transfer plan; decipher the historic gift value and distribution; select percentages applied to donor intent use(s); additionally the transfer plan calls for the termination of the Robert H. Manross Trust making a distribution from its principal; the Library Board will need to approve a particular use to apply that towards. It’s the Library Boards’ decision on where the legal fees would be deducted from. Atty. Spinella indicated the Resolution contemplates deduction of fees out of the Robert H. Manross Trust.

Historic Gift Value, hereinafter referred as the “HGV”, and Fair Market Value, hereinafter referred as the “FMV”.

Per Atty. Ed Spinella values were provided:

Robert H. Manross Trust	FMV: \$ 154,824.98	HGV: \$ 116,446.00
City of Bristol, CT Library Fund	FMV: \$ 122,392.50	HGV: \$ 102,498.85
The Samuel Goodsell Library Fund	FMV: \$ 734,642.63	HGV: \$ 159,641.11
Bristol Library Forestville Fund	FMV: \$ 2,204,315.52	HGV: \$ 79,066.09

Bristol Library Treadway Fund	FMV: \$ 82,782.84	HGV: \$ 10,980.00
Bristol Library Special Use Fund	FMV: \$ 4,264.64	HGV: \$ 7,000.00

Pulling them together according to the transfer plan:

Manross Memorial Library Fund (3 funds)	FMV: \$ 2,363,405.00	HGV: \$ 202,512.09
Bristol Libraries Fund	FMV: \$ 122,392.80	HGV: \$ 102,498.85
Samuel Goodsell Fund (2 funds)	FMV: \$ 817,425.47	HGV: \$ 170,621.11

Keep in mind regarding gift value, MSCF uses a traditional approach to handling principal of an endowment fund. Director Boyko wants the distribution discussed at the next Finance Sub-Committee of the Library Board.

The motion was amended by Director Calfe and seconded by Director Kanachovski to present for adoption the transfer of six (6) library trust funds to Main Street Community Foundation, Inc. taking into consideration the adjustments provided by Reid and Reige and Corporation Counsel, and adopt the Resolution, a copy of which is attached hereto and made a part hereof.

Roll call vote taken:

- Thomas LaPorte: **Affirmative**
- Donna Papazian: **Affirmative**
- Elizabeth Kanachoveski: **Affirmative**
- Andrea Kapchensky: **Affirmative**
- Jeff Boyko: **Affirmative**
- Orlando Calfe: **Affirmative**
- Fran Alshuk: **Affirmative**

None Opposed

Motion carried.

Director Calfe requested discussion of distribution and fund value. Needs a motion that the Library Board fully approves distribution from the Robert H. Manross Trust’s principal to pay an approximate amount of \$10,000 to ensure the termination of the Robert H. Manross Trust Fund according to CT Statute 45a-520. Meaning the Library Board has to agree to withdraw from that fund approximately \$10,000 to present at Probate Court; that provides the fund fall below the \$150K threshold; indicating the fund be broken and combined with the Board’s intent. **It was motioned by Director Calfe and seconded by Director LaPorte to approve distribution from the Robert H. Manross Trust’s principal to pay an approximate amount of \$10,000 to ensure the termination of the Robert H. Manross Trust Fund according to CT General Statute 45a-520.**

Discussion: Atty. Spinella made mention the distribution from principal would occur prior to the termination. Payment of legal fees would come from the post terminated assets, not paid from the principal.

Motion amended by Director Calfe and seconded by Director Papazian to approve a distribution amount from the Robert H. Manross Trust Fund pending the fair market value on the day the funds are withdrawn to fall below \$150,000 allowed by CT General Statute 45a-520, and it was unanimously approved.

Historic gift value was discussed. Director Calfe stated they are limited to a distribution of funds at 4.5% per year. **It was motioned** by Director Calfe **and seconded** by Director Papazian **to accept the historic gift value(s) for the following:**

Robert H. Manross Trust	HGV: \$ 116,446.00
City of Bristol, CT Library Fund	HGV: \$ 102,498.85
The Samuel Goodsell Library Fund	HGV: \$ 159,641.11
Bristol Library Forestville Fund	HGV: \$ 79,066.09
Bristol Library Treadway Fund	HGV: \$ 10,980.00
Bristol Library Special Use Fund	HGV: \$ 7,000.00

Pulled together according to the transfer plan:

Manross Memorial Library Fund (3 funds) HGV: \$ 202,512.09
(Former Robert H. Manross Trust, Bristol Library Forestville Fund, and Bristol Library Special Use Fund)

Bristol Libraries Fund (1 fund) HGV: \$ 102,498.85
(Former City of Bristol, CT Library Fund)

Samuel Goodsell Fund (2 funds) HGV: \$ 170,621.11
(Former The Samuel Goodsell Library Fund, and Bristol Library Treadway Fund)

All in favor.

Motion carried.

It was motioned by Director Calfe and seconded by Director Kanachoveski to have the City of Bristol Corporation Counsel initiate the transfer of the Frederick T. Manross Library Trust.

Discussion: Both the Library Board and the Bristol Hospital are co-beneficiaries. Atty. Conlin prefers to begin this process as an alliance with the Bristol Hospital to avoid objection filing at Probate Court. Director Kanachoveski requested a template be created for future trust fund transfers.

All in favor.

Motion carried.

Item 9 – Any other matters to come before the Board

None to report.

Item 10 - Adjournment

It was motioned by Director Calfe **and seconded** by Director Kanachoveski **to adjourn the meeting at 7:58 p.m., and it was unanimously approved.**

Respectfully submitted,
Wendi Connolly
Recording Secretary