

**KENNEBUNK FREE LIBRARY
BOARD OF TRUSTEES - MEETING MINUTES**

November 24, 2020

<u>Item</u>	<u>People</u>	<u>Action</u>
<u>Call to Order</u>	RL	The Virtual Meeting via Zoom was called to order at 4:30 p.m.
<u>1. Roll Call and Welcome</u>	RL	<p><u>Trustees Present:</u> Anne Bertucci, Henry Bourgeois, Ruth Dater, Linda DeFelice, Robert Fiore, Rosemary Lavoie, Francois Maudave, Linda Miller Cleary, Lori Parkinson, Dan Riggall, Louise Sandmeyer, Dan Stoddard, Adelaide Taylor, and Madeleine Tunison</p> <p><u>Trustees Not Present:</u> N/A</p> <p><u>Director:</u> Michelle Conners</p> <p><u>Assistant Director:</u> Allison Atkins</p> <p><u>Friends of the Library:</u> Risa Oganessoff</p>
<u>2. Review of Agenda</u>		No additions or changes were needed.
<u>3. Review & Accept Minutes of October 27, 2020 meeting</u>	HB/MT	The motion to approve the minutes of the October 27, 2020 Zoom BOT meeting was made, seconded, and passed unanimously
<u>4. Acceptance of Submitted Reports</u> November Director's Report Development Committee 11/10/20 Facilities Committee 11/14/20 Finance Committee 11/10/20 Financial Summary 10/31/20 G&P Committee 11/18/20 PR&E Committee 11/19/20	LS/HB	<p>Michelle noted that Krissy Thistleford will be leaving the library on 12/9 and will be greatly missed by patrons and staff. Krissy's farewell message is in the December newsletter.</p> <p>Michelle noted how helpful working with Jeri Sheldon, Kennebunk HR Director, has been regarding COVID issues. The town has provided a good path to follow for safety.</p> <p>Dan S. reported that the Development Committee will present a timeline at the January Board meeting for hiring a Development Director.</p> <p>On 11/13/2020 via email, the Board unanimously approved payment of \$8,472 to Southern Maine Floors.</p> <p>Michelle said there has been no pushback from the public regarding the library's closing for carpeting installation.</p> <p>Dan S. recommend that the Board approve the 2022 Budget that Michelle had presented to the Finance Committee. Michelle noted</p>

		<p>that the Fines and Special Events budget lines had been bumped down to reflect more realistic amounts.</p> <p>Louise suggested looking at a two times per year Annual Appeal.</p> <p>Louise noted that KFL needs a policy regarding conducting business virtually. She also reported that Michelle is drafting a diversity and inclusion statement.</p> <p>Lori described PR & E's new fundraiser, participating in Giving Tuesday. Allison conveyed that it has been publicized on the KFL website's rotating display, the December newsletter, and in local papers.</p> <p>Ruth reported that 199 wreaths were sold, and she thanked everyone who helped distribute the wreaths. Next year, the Committee will consider purchasing additional wreaths to sell to drop-in buyers.</p>
<u>5. Report from Friends of the Library</u>		<p>Risa announced the Friends officers elected at the November 9 Annual Meeting: Donna Gomez – President, Deb Redding Sampson – Interim Vice President, Risa Oganessoff and Peg Nelson – 2021 Liaisons to the Board.</p> <p>\$500 was raised at the first book sale and \$310 at the second sale.</p> <p>The Friends are conducting a membership drive.</p> <p>Book donations have been on hold, and the Friends are exploring protocols to be able to again accept donations.</p> <p>Rosemary thanked the Friends for their work.</p>
<u>6. Strategic Plan</u> No changes from last month.		<p>Rosemary reminded the Board that the Strategic Plan will be reviewed at the January meeting.</p>
<u>7. Old Business</u>		N/A
<u>8. New Business</u> Budget Vote Telecommuting Policy First Draft	 HB/DR LS/RD	<p>The motion to approve the 2022 budget was made, seconded, and passed unanimously</p> <p>Needing no revisions, the motion to approve the Telecommuting Policy was made,</p>

Trustee Webinar & Conference Notes		<p>seconded, and passed unanimously approved.</p> <p>Both Adelaide and Francois expressed their concern with the wording of two of the three main legal duties of board members as presented at the Webinar, "So You Want to Be a Board Member?" Specifically, they considered "a duty of loyalty" and "a duty of obedience" to be phrases that could be interpreted in a dangerous way. Dan S. provided his insight as a retired lawyer; he believes the language is archaic and noted that definitions are refined as issues come up.</p> <p>Michelle provided a link to <i>Terms and Definitions Related to Nonprofits in the United States</i> - http://www.nonprofitmaine.org/wp-content/uploads/Nonprofits-in-the-United-States-Glossary-of-Terms.pdf (See definitions at the end of these Minutes.)</p> <p>Linda D. commended Every Library's Library Advocacy and Funding Conference. Sessions were 30 to 60 minutes in length and could be viewed live or at any time during conference week.</p>
<u>9. Announcements & Other Business</u>		<p>Rosemary reminded us of the Giving Tree.</p> <p>Anne described the library's In Stiches group's Hats for Mainers project. The group made over 50 hats in the spring that were donated to veterans in Sanford.</p> <p>Rosemary thanked Anne for her leadership role in the project.</p> <p>Michelle and Allison left the meeting at 5:10 p.m.</p>
<u>10. Executive Session</u> Director Review	RL	<p>The Executive Session was called to order at 5:10 p.m.</p> <p>The purpose of the Session was to discuss the Director's 2020 job performance evaluation and compensation.</p> <p>The Executive Session adjourned at 6:15 p.m.</p>
<u>11. Adjournment</u>		<p>The motion to adjourn was made and was unanimously passed. The meeting adjourned at 6:15 p.m.</p>

<p><u>12. Key Dates</u></p>		<p>Upcoming Meetings – Zoom Links On 10/27/20 Agenda and Will Be Sent Out on Monthly To-Do List. Committee Chair will confirm if a meeting will be held.</p> <p>T December 8–Development–5 p.m.</p> <p>T December 8–Finance-6 p.m.</p> <p>W December 9–Facilities–4 p.m.</p> <p>R December 10–PR&E–11 a.m.</p> <p>W December 16–G&P–3 p.m.</p> <p>--Save the Dates!</p> <p>F Nov. 27 – Sa Nov. 12 – Library closed for carpeting (open for curbside hours on M,W,F)</p> <p>M Jan. 11 – Friends Meeting-5:30 p.m.</p> <p>T Jan. 26 – Trustee Meeting-4:30 p.m.</p>
-----------------------------	--	---

Respectfully submitted,
Linda DeFelice, Recorder
Kennebunk Free Library Board of Trustees

Definitions

...the board of directors of a nonprofit has three primary legal duties known as the “duty of care,” “duty of loyalty,” and “duty of obedience.”

1. Duty of Care: Take care of the nonprofit by ensuring prudent use of all assets, including facility, people, and good will;
2. Duty of Loyalty: Ensure that the nonprofit's activities and transactions are, first and foremost, advancing its mission; Recognize and disclose conflicts of interest; Make decisions that are in the best interest of the nonprofit corporation; not in the best interest of the individual board member (or any other individual or for-profit entity).
3. Duty of Obedience: Ensure that the nonprofit obeys applicable laws and regulations; follows its own bylaws; and that the nonprofit adheres to its stated corporate purposes/mission.

Source: The National Council of Non-Profits <https://www.councilofnonprofits.org/tools-resources/board-roles-and-responsibilities>