Josephine Community Library District
Workshop Minutes
Thursday, July 13, 2017 at 5:15 pm
Ben Bones Room, Grants Pass Branch Library

Members in attendance: Beecher Ellison, John Harelson, Judy Williams, Laurel Samson
Members absent: Jennifer Roberts
Others present: JCLI Executive Director Kate Lasky, Board Secretary Teresa Stover, Sue Beacham

CALL TO ORDER. The meeting was called to order at 5:15 pm.

TEMPORARY MEETING CHAIR
Both the President and Vice President were absent at the start of the meeting.
Motion: Director Ellison nominated Director Harelson as the temporary chair for today’s meeting. Director Williams seconded. Director Ellison approved. Director Williams approved. Director Harelson approved. The motion passed.

STANDING ITEMS
Announcements. Director Ellison reminded the board that their district business email messages are part of the public record, and that email discussions, including serial communication, with more than two board members (quorum) should not take place.

Guest Sue Beacham, JCLI fiscal coordinator, was introduced to the board.

Oath of Office. President Samson took the oath of office and signed the oath form.

Minutes. The board reviewed the minutes of the July 5, 2017 meeting.
Motion: Director Williams moved that the minutes to the July 5, 2017 regular board meeting be approved as written. Director Ellison seconded. Director Ellison approved. Director Williams approved. Director Harelson approved. President Samson abstained. The motion passed.

Board Secretary’s Report. Interim Board Secretary Teresa Stover presented the Secretary’s Report, which summarizes progress on the JCLI-JCLD Transition Work Plan, including recently completed tasks, tasks in progress, and upcoming prioritized tasks.

TRANSITION PLAN UPDATE
MOU. JCLI signed the MOU this week.

Transition Work Plan access. Collaboration on files like the transition work plan may take place on a shared drive like OneDrive, but with no more than two board members.
**Library card policy.** JCLI Executive Director Kate Lasky announced that a draft library card policy for residents outside the district is in process. It will include details about library card fees and the ability to volunteer for a library card. The annexation process is still unknown. Volunteers will receive a survey about volunteering for a library card.

**Transition Committee.** Directors Williams and Harelson were confirmed as members of the Transition Committee, which will see the transition through to the handoff. The first task will be to update the Transition Work Plan and report back to the board. All board members may review the work plan and raise issues to be resolved.

**Action:** Ms. Stover will email a printable version of the Transition Work Plan to the board.

**Action:** Ms. Stover will ask Coraggio Group to add Directors Williams and Harelson to the OneDrive space where the Transition Work Plan resides.

**Action:** Ms. Stover will organize a meeting of the Transition Committee.

**Action:** Ms. Lasky will recruit two JCLI board members for the Transition Committee.

**Action:** The Transition Work Plan will be a permanent item on the agenda.

**JCLI transition activities.** Ms. Lasky discussed JCLI transition activities for a positive handoff to JCLD. The board discussed the multiple contracts needing to be transferred.

**Action:** Ms. Lasky will negotiate contract transfers on behalf of JCLD, and JCLD will sign.

**Human Resources transition activities.** The board discussed activities that will need to be in the Transition Work Plan, like setting personnel policies and job descriptions, establishing compensation schedules and benefits packages, and hiring staff.

**Action:** The Transition Committee will ensure that these and other activities are in the Transition Work Plan, determine what committees are needed, and report to the board.

**OLD BUSINESS**

**Personal Services Contract for Insurance Agent of Record.** Following up on Resolution 2017-003 to designate the district’s agent of record, Director Harelson reported that a quote from Hart Insurance is in progress. This task should be fulfilled by the end of July.

**Authorization to Open District Bank Account.** Following up on Resolution 2017-004 to arrange a district bank account, Director Harelson reported that he and Ms. Lasky will meet next week with People’s Bank, which satisfies the qualifications for a special district bank. He suggested that the President, Vice President, Secretary, and one other board member be authorized check signers, with each check requiring two signatures until financial policies are in place to set controls. Director Harelson volunteered to be the other board member authorized to sign checks and the board agreed.

**Personal Services Contract for District’s Legal Counsel.** Following up on Resolution 2017-005 to arrange district legal representation, Director Ellison distributed the Attorney Employment and Fee Agreement for Charles Bolen of Hornecker Cowling LLP. The board decided that until the library director is hired, Director Ellison will be the liaison
with the attorney for questions and correspondence to consolidate communications and control costs. In his absence, President Samson will serve as liaison. 

**Motion:** President Samson moved to accept Resolution 2017-012 which engages Charles Bolen of Hornecker Cowling LLP as attorney for the district and designates Director Ellison to sign the agreement and serve as liaison. Director Williams seconded the motion. Director Ellison approved. Director Williams approved. Director Harelson approved. President Samson approved. The motion passed.

**Certification of Tax Rate.** Following up on Resolution 2017-006, which certifies the tax rate, Director Harelson reported that he has filed the LB-50 Notice of Property Tax and Certification of Intent to Impose a Tax on Property with the Josephine County Assessor, and has received confirmation of receipt. The board discussed the matter of split tax lots. County Assessor Connie Roach has provided the list of the split tax lots. 

**Action:** Ms. Lasky and Ms. Stover will develop communications with property owners of the split tax lots.

**Personal Services Contract for Transition Administrator and Interim District Board Secretary.** Following up on Resolution 2017-007, which designates the board secretary and transition administrator, Director Williams reported that she, Director Roberts, and Ms. Stover met last week to discuss responsibilities, terms, and conditions for engaging the services of Ms. Stover as Transition Administrator and Interim Board Secretary. Williams referred to the cover letter and contract from Ms. Stover and discussed terms. 

**Motion:** Director Ellison moved that the personal services contract for Teresa Stover be accepted as written. President Samson seconded the motion. Director Ellison approved. Director Williams approved. Director Harelson approved. President Samson approved. The motion passed.

**Special Districts Association of Oregon (SDAO) Membership and Board Insurance.** Following up on Resolution 2017-009, which arranges for JCLD membership in SDAO, Director Harelson reported that he’s working on the application. He expects to have SDAO membership established by the end of July.

**Action:** Board members will respond to Director Harelson’s request for information. 

**Action:** Ms. Lasky and Ms. Stover should take SDAO classes relevant to the establishment of new districts. This can be added to the Transition Work Plan.

**Public Comment Policy Review.** Director Ellison presented the draft of the Public Comment Policy. The board discussed the maximum time period of 30 minutes for all public comment, and whether topics should be limited to agenda items or more.

**Action:** President Samson and Secretary Stover will revise the policy to say that the public may address the board on matters of interest to the district, and that the total amount of time for public comment will not exceed 30 minutes without board permission. Director Ellison will bring the revised resolution to the July 20 meeting.
Financial Management Policy. The board discussed Financial Management policies, which governs oversight and control of district money and other assets. The consensus was to update JCLI financial policies to reflect district requirements. President Samson said the City of Grants Pass finance person has offered to help.

Action: The Transition Committee will ensure that financial management policy development is on the Transition Work Plan, with a deadline of January 1, 2018.

Action: A financial report will be at each board meeting during the transition period.

Action: Director Harelson will obtain a tax ID number and state ID number for the district.

NEW BUSINESS

Strategic Planning Session #1 schedule. The first JCLD strategic planning session will take place on Sunday, July 30, from 3-6 pm in the Grants Pass Library main reading room. This is the first of about seven sessions through November, facilitated by Coraggio Group.

Address of record. Ms. Lasky said that JCLI will probably close the PO box. JCLI’s business protocol for routing mail to the proper organizations is that only three staff members are allowed to route mail, to prevent mail being lost or misdirected.

Motion: Director Ellison moved the JCLD address of record be designated as 200 NW C Street, Grants Pass, OR 97526, with a phone number of 541-476-0571. President Samson seconded the motion. Director Ellison approved. Director Williams approved. Director Harelson approved. President Samson approved. The motion passed.

Agent of record for service. Director Ellison pointed out that the agent of record for service of process also needs to be designated. Service would probably take place at the address of record, with any board member being able to accept service.

Proposal for JCLI grant for startup activities. Director Harelson presented the proposal and budget from JCLD to JCLI for $122,000 in funding for startup and transition activities. He said the budget is structured with broad categories of expected startup expenses.

Motion: President Samson moved that the Proposal for Funding of Library District Startup Activities dated July 13, 2017 be approved and submitted to the JCLI executive director. Director Ellison seconded the motion. Director Ellison approved. Director Williams approved. Director Harelson approved. President Samson approved. The motion passed.

MATTERS FROM BOARD MEMBERS

Workshops and meetings.

Action: The board decided it will no longer refer to workshops; they’re regular meetings or special meetings depending on the amount of notice. At either meeting, public comment may be heard and action may be taken.

Technical assistance. The board discussed the possibility of Coraggio Group helping with job descriptions, financial policies, and other infrastructure construction as part of its contracted technical assistance commitment of five hours per month.
Action: At its July 30 strategic planning session, the board will clarify with Coraggio what constitutes technical assistance.

No July 27 meeting. There will be no meeting on July 27, as there will be no quorum, and the regular meeting room will not be available.

Attorney Review. Director Harelson requested that the JCLD attorney review the board’s actions to date, so he’s informed of what’s been done so far and see if there’s anything else that should be done right away.
Action: Ms. Stover will send all resolutions, the bylaws, and MOU to Director Ellison, who will forward them to the attorney with the request.

JCLI assets. Ms. Lasky reported that the inventory of Josephine County assets at the four library branches is now complete. The inventory of JCLI assets is in process and will be complete by August 1. It was pointed out that this inventory should include contracts. These tasks are part of the JCLI Transition Activities outlined in the Transition Work Plan.

Transfer of JCLI building lease with Josephine County.
Action: Ms. Lasky will work with the JCLI attorney to write up the agreement to transfer the building lease with Josephine County from JCLI to JCLD. When this is done, JCLD attorney Charles Bolen can review it, and then it can be presented to Josephine County Legal and the Board of County Commissioners.

NEXT MEETING
Regular Meeting. Director Harelson noted that the next district board meeting will be a regular meeting next Thursday, July 20 at 5:15 pm in the Ben Bones Room of the Grants Pass branch library. Agenda items will include a presentation of library card policy and the revised public comment policy. Also to be discussed are possible committees needed to accomplish transition activities.

Roll Call for Quorum. Directors Ellison, Williams, Harelson, and Samson will be present for the July 20 meeting. Director Roberts will not be present. There will be a quorum.

ADJOURNMENT
The meeting adjourned at 7:23 pm.

Respectfully submitted,

Teresa Stover, Interim Board Secretary
Josephine Community Library District