

KELLOGG-HUBBARD LIBRARY

Established 1894

135 Main Street, Montpelier, VT 05602

802-223-3338 www.kellogghubbard.org

Board of Trustees

Bridget Asay, President; Judy Walke, Vice President;
Dan Groberg, Vice-President; Tim Donovan, Treasurer; Sarah Seidman, Secretary;
Sarah Davis; Jeff Dean; Craig Durham; Ed Fox; Dan Greene;
Edisa Gonzalez Revilla Muller; Tai Nixa Peterson; Sarah Swift; Sue Zeller

KELLOGG-HUBBARD BOARD OF TRUSTEES MINUTES

Wednesday, Feb. 15, 2023 via Zoom

1. Called to order at 5:02 p.m. by Bridget Asay (President). Present: Judy Walke (VP), Dan Groberg (2nd VP), Sarah Seidman (Sec.), Tim Donovan (Treas.), Edisa Revilla Muller, Ed Fox, Sarah Swift, Jeff Dean, co-directors Jessie Lynn and Carolyn Brennan, staff member Kat Janiga. Absent: Sarah Davis, Dan Greene, Sue Zeller, Tai Nixa Peterson, Craig Durham.
2. The agenda was approved. Donovan moved and Swift seconded approval of the minutes of the 1-18-23 Board meeting. Motion carried.
3. Co-director reports were presented in written form.
4. Donovan led a financial primer presentation for all trustees, reminding the group that KH is not a municipal library owned by Montpelier but an incorporated 501c3. The library is a roughly \$1 million operation and 55% of funding is provided by Montpelier and surrounding communities. We have an endowment, currently \$5.4 million, and six fulltime and 8 part-time employees. Board members have specific responsibilities to approve the budget, review finances, monitor the endowment, approve contracts over \$15K, oversee union negotiations and review co-directors' performance.
5. Asay spelled out Board members' "Duty of Care", to remain informed about the library's policies and participate fully in meetings, as well as the "Duty of Loyalty", which obligates trustees to act in the library's interest and disclose any possible conflicts of interest. She emphasized that trustees make policy decisions rather than intervening in operational decisions. She concluded by reviewing the informal Robert's Rules of Order protocol used during meetings.
6. Walke moved and Groberg seconded a motion to appoint Jeff Dean to the Board Development, Sarah Swift to the Fund Development, and Ed Fox to the Policy Committees. Motion carried.
7. Committee reports were given in written form.
8. Donovan moved and Groberg seconded a motion to find that premature discussion of contract negotiations would put the library at a disadvantage. Motion carried.

9. Walke moved and Donovan seconded a motion to go into executive session, including the co-directors, to discuss contract matters. Motion carried. The Board went into executive session at 6 p.m. and came out of executive session at 6:25 p.m.

10. The meeting adjourned at 6:30 p.m.
Respectfully, Sarah Seidman, Secretary