

TOMPKINS COUNTY PUBLIC LIBRARY
DRAFT MINUTES OF THE BOARD OF TRUSTEES
NOVEMBER 19, 2024

TCPL Board Members Present: Lis Chabot, Liam Murphy, Nina Scholtz, Darrell Long, Jason Moore, Shelly Wong, Blixxy Taetzsch, Mimi Townsend, Christina Brewington

Board Members Excused: Kathy Weinberg

Also Present: Leslie Tabor, Director; Tonya VanCamp, Business Manager, Kerry Barnes, TCPL Foundation Executive Director, Mary McKeon, Administrative Manager; Kate DeVoe, Circulation Manager; Kat Savage, YS Dept. Head; Judd Karlman, AS Dept. Head; Anthony Elia, Library Counsel

With a quorum, meeting convened at 4:04 p.m.

CALL TO ORDER

APPROVAL OF AGENDA DOC 24-75

A **MOTION** was made by N. Scholtz and J. Moore seconded to accept the amended agenda. Approved unanimously.

PUBLIC COMMENT

The following attended the meeting and addressed the board:

1. Jeremy Jordan
2. Shelby Buche
3. Cassie Shortle

APPROVAL OF OCTOBER 23, 2024 MINUTES DOC 24-76

A **MOTION** was made by D. Long and seconded by C. Brewington to approve the minutes. Approved unanimously.

APPROVAL OF THE BILLS

I, Treasurer, Blixxy Taetzsch, in keeping with New York State Education Law, certify that I have reviewed payroll #22 dated 10/31/24 and #23 dated 11/14/24 totaling \$131,329.40. I have reviewed all vouchers presented for payment, and that all disbursements are within the approved operating budget of the library, and therefore recommend that the Board of Trustees approve for payment November 2024 bills in the amount of \$184,213.47 as listed in Abstracts #32, #33, and #34.

DIRECTOR'S REPORT

Please join us for the Narcan Vending Machine ribbon cutting tomorrow at 11:30.

VICE PRESIDENT'S REPORT

L. Chabot made a recommendation for the 2025 Slate of Officers on behalf of the Nominating Committee. As Vice President – Darrell Long; Treasurer – Lis Chabot; Secretary – Kathy Weinberg. Melisa Sidle, President resigned as of today. L. Chabot nominated Mimi Townsend for President, she will think about it.

LIAISON REPORTS

Foundation – The Foundation is preparing our year-end appeal for mailing. Thank you to Trustee Marli Stahler for writing customized notes and for her service as liaison to the Foundation.

We are finalizing our plans for next year, including voting in a slate of officers and welcoming new members at our annual meeting next month.

Reminder that we are holding our annual tri-boards holiday gathering after our meeting on December 2nd at Odyssey Bookstore.

The donation kiosk has arrived and is being programmed.

Friends – Nina Scholtz – The fall sale was completed on October 29th. The friends had 228,052 items for sale, sold and donated 182,692 with 3,149 to public and school libraries, 1,446 to Not-For-Profit organizations. 12,050 number of visits. The first Friends Book Sale was held in 1947. The net proceeds of \$450.00 were used to purchase a phonograph and records for the Tompkins County Public Library.

A **MOTION** was made by J. Moore and seconded by L. Murphy to adjourn to Executive Session at 4:45 pm. Approved unanimously.

EXECUTIVE SESSION

6:21pm – Taetzsch moved to end the executive session, Moore seconded – motion passed unanimously and the Board resumed its public session.

Taetzsch moved to send a response to the October 18, 2024 confidential letter received from the Finger Lakes Library System as drafted, providing the Board with the opportunity to suggest changes on or before November 21, 2024 with the further understanding that the Board could suggest changes and agree to the content of the response by email on or before the November 21, 2024 date and that the Secretary be authorized to sign and send the resulting letter on or before November 22, 2024. Long seconded and the motion passed unanimously.

Wong moved that, because the Board is aware of concerns relating to its governance and management - including (but not limited to) the issues expressed in a confidential letter, dated October 18, 2024 from the Finger Lakes Library System and an email received on November 3, 2024 - but has made no finding into these concerns other than a determination they require a review by an independent, neutral party; the law firm of Harris Beach PLLC has expertise in conducting such reviews and Harris Beach PLLC has submitted a proposed engagement and

retainer agreement on terms acceptable to Board, which proposal is attached to this Resolution as Exhibit A, the Board should engage Harris Beach PLLC to conduct a neutral and impartial review of the concerns, and to advise the Board on any corrective action, if necessary and that Secretary, Liam Murphy, is authorized to sign the resolution on behalf of the Board. Taetzsch seconded and the motion passed unanimously.

In response to a question from Murphy, Taetzsch noted that, earlier in the meeting, a member of the public cited a figure of \$2.8 million as the “fund balance” available to help close any budget gap and that such figure is an accurate statement of the Fund balance shown on the Balance Sheet in this month’s board packet, but citing the \$2.8 million does not take into account the Library had just received its quarterly allocation of \$1.1 million from the County, meaning the actual fund balance available is, at most, \$1.7 million. Moreover, both the Finance & Personnel Committee and the Executive Committee have already stated several times that the Library’s proposed budget should use the Fund Balance to help close any budget gaps.

At 6:30pm, Moore moved to adjourn. Wong seconded and the motion unanimously passed.

Minutes by Mary McKeon
Administrative Manager

Endorsed by Liam Murphy
Secretary

Exhibit A
APPROVED BY TCPL BOARD RESOLUTION
DATED NOVEMBER 19, 2024

HARRIS BEACH

A TTOR N EYS AT LAW

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November 12, 2024

VIA EMAIL ONLY

Liam Murphy, Secretary Tompkins County Public Library 101 East Green Street
Ithaca, NY 14850

RE:

Engagement Letter for Legal Services Between Harris Beach PLLC and
Tompkins County Public Library

Dear Liam:

This letter summarizes the proposed terms of Harris Beach PLLC’s (the “Firm”) representation of Tompkins County Public Library (“Client”), including the scope of services the Firm will provide Client pursuant to this engagement and the agreed-upon fee and billing arrangements. Unless otherwise set forth herein, the Firm’s representation will be limited to Client only, and does not extend to any separate or differing interests of Client’s officers, directors, owners, subsidiaries, affiliates, agents, employees, or family members, or to any other potentially interested or related parties (individually “Affiliate,” and collectively, “Affiliates”).

Scope of Engagement. The Firm agrees to provide legal counsel to Client with regard to the following (the “Matter”): Personnel Investigation. The Firm will represent Client to the best of its ability but does not guarantee any particular result.

This engagement letter constitutes the entire agreement between the Firm and Client regarding the Matter described herein and supersedes any prior written or oral statements or agreements made by the Firm or Client. If Client desires legal counsel on an issue outside the

scope of the Matter, or to change any other terms of this letter, the Firm may agree to provide such counsel or different terms, but only after executing a separate agreement with Client (which may be communicated by e-mail). Unless expressly included in the foregoing description of the Matter, the Matter does not include any appeals that may arise from the Matter or advice regarding compliance with the Corporate Transparency Act (“CTA”), including the reporting requirements set forth in 31 C.F.R. § 1010.380. If the Matter does expressly include advice regarding the CTA, the Firm undertakes no obligation to update any of Client’s CTA filings unless such services are first confirmed in a writing signed by the Firm. Please also note that the Firm does not engage in lobbying activities on behalf of any client.

Client agrees that the Firm may disclose the fact of its representation of Client, including in materials that the Firm uses to describe its practices and expertise.

Firm Personnel: Principal Contact. I will be responsible for the supervision of the Matter, but Client is engaging the Firm as a whole and not any individual attorney. I can be reached at 585-419-8556 or itariq@harrisbeach.com. As necessary or appropriate, the Firm will draw upon the talents and experience of other Firm attorneys, professionals, and staff in providing services