

## Goodnow Library

### Board of Trustees

#### Minutes

Tuesday, February 1, 2022, 6:30 p.m.

Recording of the proceedings can be found at [sudburytv.org](https://sudburytv.org)

**Call to order:** Beth called the meeting to order at 6:38PM.

**Notice of meeting recording:** Beth gave notice of the meeting being recorded and made public.

**Attendance:** By roll call, the chair took attendance and the following members were present Esmé Green (Library Director), Alan Gordon, Lily Gordon (V. Chair), Ingrid Mayyasi, Barbara Pryor, Natalie Schlegel, Beth Whitlock (Chair).

#### ***Vote to approve minutes of the January 4, 2022 meetings:***

Beth made a motion to approve the [January 4, 2022 minutes](#). Seconded by Ingrid. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

#### **Trustee's Report:**

Please note: Chair, Beth Whitlock asked the Board's permission to change the order of the agenda to discuss "Open Meeting Law Complaint" and "Correspondence" prior to entering executive session. The Board agreed.

#### Correspondence:

- No messages were received to the Trustee email.
- It was noted that some "spam" or "junk" mail was received, which is likely to occur again in the future.

#### Open Meeting Law Complaint (OML) Update

The Trustees (Board) received a copy of the determination made by the Attorney General's Office (AGO) in response to the complaint filed by Henry Sorett on April 9, 2021, which alleged "that the Board deliberated outside of a properly noticed meeting regarding the Library's relationship with the independent nonprofit organization the Friends of the Goodnow Library (the "Friends"), of which the Complainant is a member." Click [here](#) to read the determination letter.

Members of the Board expressed appreciation for the thorough review of facts made by the Attorney General's Office and their clarification that there was a violation of Open Meeting Law due to a misunderstanding of the law rather than a deliberate disregard of the OML. A statement prepared by the Chair, which included her opinion, had been shared with the full Board, prior to the January 19, 2021 meeting. Opinions shared with the full Board outside of a properly noticed meeting constitute a violation of the Open Meeting Law, which the Board now fully understands.

Following their conclusion, the AGO, stated, "We do not find evidence of other instances of deliberation outside of a properly noticed meeting....Because the statement that constituted the unlawful deliberation was read aloud in full during the Board's January 19 open meeting, we do not order additional remedial action. We now consider this complaint addressed by this determination to be resolved."

Ingrid called attention to the second paragraph on the last page of the determination, stating that this was a particularly important section as the complainant had alleged that the Trustees had held secret deliberations outside of a properly posted meeting, which was not true. "Other than circulating the Chair's prepared statement prior to the January 19 meeting, our investigation revealed no other evidence of deliberation outside of a posted meeting. In particular, we note that although communication occurred between the Library Director, the Chair, the Vice Chair, and—to a limited degree—one other Board member, these communications did not involve a quorum of the Board and therefore did not constitute impermissible deliberation."

Alan noted that despite his acceptance of the determination, he felt that Ingrid's (Chair at time of January 19, 2021 meeting) statement did not reflect her opinion, but the consensus of the entire board based on meetings over the prior two years.

Natalie discussed her experience prior to her position as a Trustee, as a resident. She reviewed minutes posted online, but found it difficult to understand the scope of circumstances leading to the severance of the relationship with the Friends, in particular the Memorandum of Understanding (MOU) presented to the Friends by the Trustees was not publicly available. She recommended sharing greater detail with the public going forward. The Board agreed that this would be beneficial, already beginning this process through more detailed minutes.

Board members expressed that many details of the strained relationship with the Friends were not made public in an attempt to avoid a split in the community. The Trustees goal was to repair the relationship with the Friends and they did not want to speak poorly about individuals involved with the Library in a public forum.

#### *How You Can Learn More*

The Attorney General's Office provided a concise summary of the steps that the Trustees took to repair the relationship with the Friends prior to the difficult decision to sever ties on January 19, 2021. Click [here](#) to read the determination letter.

*[Addition post-meeting by Chair-appointed Secretary, Emelia Thibeault, for clarification and transparency, to members of the public]:*

To review Trustee discussions about the strained relationship with the Friends leading up to and including the January 19, 2021 meeting, please review the links below. All minutes, agendas, and recordings (if applicable) can be found at [goodnowlibrary.org/about/trustees](https://goodnowlibrary.org/about/trustees).

- [1/19/2021 Trustees Minutes](#) – discussion of Memorandum of Understanding (MOU) sent to Trustees by Friends, determination to end relationship with Friends, statement by chair
- [12/1/2020 Trustees Minutes](#)
- [11/2/2020 Trustees Minutes](#)
- [10/29/2020 Trustees Minutes](#)– special meeting regarding Memorandum of Understanding sent by Trustees to the Friends
- [10/15/2020 Trustees Minutes](#) – special meeting regarding Memorandum of Understanding sent by Trustees to the Friends

- [10/6/2020 Trustees Minutes](#)
- [9/8/2020 Trustees Minutes](#)
- [4/7/2020 Trustees Minutes](#)
- [3/3/2020 Trustees Minutes](#) – Memorandum of Understanding update
- [2/4/2020 Trustees Minutes](#)
- [1/7/2020 Trustees Minutes](#) – first discussion of Memorandum of Understanding sent by Trustees to the Friends
- [12/3/2019 Trustees Minutes](#)
- [11/5/2019 Trustees Minutes](#)
- [10/9/2019 Trustees Minutes](#) – special meeting regarding attempt to repair relationship with Friends
- [10/1/2019 Trustees Minutes](#)
- [9/3/2019 Trustees Minutes](#)
- [6/4/2019 Trustees Minutes](#)
- [5/7/2019 Trustees Minutes](#)
- [4/2/2019 Trustees Minutes](#)
- [3/5/2019 Trustees Minutes](#)
- [2/7/2019 Trustees Minutes](#)

### Director Evaluation

The Board did not enter executive session. A three-person committee, including Lily, Ingrid, and Natalie, was created who will meet together and compile the documents submitted by the Library Director. They will then bring this information before the full Board at the March meeting. The full Board will enter executive session to complete the Library Director's evaluation. The Trustees will ask Esmé to join the executive session once they have prepared the evaluation.

Ingrid will contact Town Counsel to determine what must be made public from an executive session.

### **Director's Report:**

Click [here](#) for the monthly report prepared by the Library Director.

### Financial Report

Currently 58% through the fiscal year with spending on track. As the website redesign project moves forward, you will see an increase in expenses to the Goodnow Fund. The

Passport program continues to be extremely successful and we hope to service even more patrons on the rescheduled Passport Day (2/19/22).

#### Annual Report:

Trustees reviewed the draft of Annual Report and expressed particular excitement about the diversity, equity, and inclusion initiatives taken by the Library throughout the year. Trustees suggestions for edits to be finalized and approved at the March meeting:

- Add a short section about the Library's NowLab
- Add a sentence to the section detailing the Library's financials to explain why the amounts expended exceeded the amounts collected in revenue. This is unusual and is due to COVID-19. These accounts have reserves that were able to sustain the loss of revenue during the COVID-19 shutdown.
- Edit grammatical and formatting errors.

Policy Updates: Due to the introduction of the Library of the Things, Library policy was reviewed for any necessary updates. The following policies required edits to fit current Library practices.

#### *Circulation: Loan Periods, Fines and Fees (Sudbury Library Policy Manual Policy #5-2)*

- Removed fine language
  - Late fines will not be charged
- Removed grace period
- Clarified Museum Pass circulation policy (edits made to policy in Trustees meeting)
- Added circulation policy for Library of Things
- No longer circulate Kindles, iPads, Launchpads – removed this language

Beth made a motion to accept the Circulation: Loan Periods, Fines and Fees policy as edited. Seconded by Barbara. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

#### *Museum Passes (Sudbury Library Policy Manual Policy #5-6)*

- Removed fine language
- Clarified Coupon Passes policy
- Added a section for Electronic Passes
- Edited restrictions on Museum Pass pickup

Beth made a motion to accept the Museum Passes policy as presented. Seconded by Natalie. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

#### *Home Delivery Policy (Sudbury Library Policy Manual Policy #5-8)*

- Edited language "late fines will be waived" to "no late fines will be assessed"
- No longer circulate Kindles, iPads – removed this language

Beth made a motion to accept the Home Delivery policy as presented. Seconded by Ingrid. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

#### *Use of Meeting Rooms (Sudbury Library Policy Manual Policy #4-C-2)*

- Added the below highlighted language regarding programs or presentations

held by authors/performers utilizing the Library's Meeting Rooms:

- o "The author may bring copies of the books to sell. They may not require anyone to purchase a book in order to attend, and must bring their own provisions to sell the book. Staff will not be involved in helping the author sell books. This courtesy will also be extended to performers selling recordings of their performances."

Alan made a motion to accept the Use of Meeting Rooms policy as presented. Seconded by Beth. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

### Jerusha Howe Diary

As a member of the Wayside Inn Board of Trustees, Lily expressed that it was inappropriate for her to contribute her opinion to the discussion. She did serve as an informational resource regarding the Wayside Inn's historical renovation projects when asked.

The Jerusha Howe Diary was loaned to the Wayside Inn for research. Due to their historic connection to Jerusha Howe, the Wayside Inn asked permission to sell copies of a replication of the diary, including transcriptions and photos.

Goodnow Library's Local History Librarian stated that the Jerusha Howe Diary does not fit within the scope of the Goodnow Library's historical collection, but it does fit within the Wayside Inn's historical collection. It was recommended that the Diary be gifted to the Wayside Inn. After discussion, the Trustees agreed that the Wayside Inn's new archive project (will be open to public), which is currently in the renovation stage is the appropriate placement for the diary.

Barbara made a motion to deaccession the Jerusha Howe Diary and gift it to the Wayside Inn archives. Seconded by Beth. Motion approved by roll call vote of Alan, Ingrid, Barbara, Natalie, Beth. Lily was recused from the vote due to her professional connection to the Wayside Inn.

### COVID Update:

Staff meeting went very well. KN95 masks were ordered for staff and the public. At home rapid tests were ordered and distributed to staff as tests were unavailable in consumer markets. In person programs resumed after Martin Luther King Day.

### **Goodnow Library Foundation (GLF) Report:**

Click [here](#) for the monthly report prepared by Goodnow Library Foundation Development Director, Holly Bernene.

### **Old Business:**

#### Electric Car Charging Station:

Please review [January 4, 2022 Minutes](#) to see original discussion on this topic. The Sudbury Energy Commission has approved the installation, at no charge to the Library, of an electric car charging station. Individual users of the station will be responsible for

electricity costs. Esmé will provide an update when more information is available.

#### Update Regarding the Replacement of the Outside Book Drop Decal

Please review [November 2, 2021 Minutes](#) for original discussion on this topic. The design has been finalized and the vendor has been scheduled for installation on February 14.

#### **New business:**

##### Feedback on Library Program – International String Trio

Lily shared feedback on a Library program that she attended. She noted the quality of the performers, but stated that what really struck her was the unique and special generational mix within the audience.

#### **Any other items not known 48 hours in advance of the meeting:**

**Adjournment:** Beth made a motion to adjourn at 7:54pm. Motion approved by roll call vote of Alan, Lily, Ingrid, Barbara, Natalie, Beth.

#### **Documents Used During Meeting (Organized Alphabetically):**

1. Determination made by the Massachusetts Office of the Attorney General Concerning the Open Meeting Law (OML) Complaint File by Henry Sorett on April 9, 2021
2. Director's Monthly Report 2-1-22
3. Financial Report January FY22
4. Library Director Evaluation Documents
  - o Employee Evaluation Form - Esmé Green
  - o Esmé Green Evaluation Memo to Town Manager FY18
  - o Esmé Green Evaluation FY18
  - o Evaluation Preparation FY22
  - o Library Director Job Description
5. Library Policies for Trustees Approval
  - o Draft 4-C-2 Use of Meeting Rooms
  - o Draft 5-2 Circulation
  - o Draft 5-6 Museum Passes
  - o Draft 5-8 Home Delivery Policy
6. Monthly Goodnow Library Foundation Report
7. Trustees Agenda 2022-2-1
8. Trustees Minutes 1.4.22

*Next meeting: Tuesday, March 1, 2022 6:30PM*