

THE WESTPORT LIBRARY
Westport, Connecticut
Approved Minutes of the Board of Trustees Meeting
January 17, 2018

Trustees Present: Joe Pucci (by phone), Jocelyn Barandiaran (presiding), Andrea Berkley, Ken Bernhard (arrived at 8:30 pm), Iain Bruce, Russ Baris, Jonathan Cunitz (by phone), Emily DiMiceli, Dan Gross, Randy Herbertson, Adrian Hinojos, Lucy Johnson, Maggie Mudd, Susan Ross

Trustees Absent: Holland Dunn, Rob Haroun, Celeste LaCroix, Carole Orland, Andrew Wilk, Cindy Zuckerbrod

Jocelyn Barandiaran called the meeting to order at 7:32 pm.

Minutes from the November 17, 2017 meeting were reviewed. Iain Bruce made a motion to accept, and Lucy Johnson seconded the motion. The motion was unanimously approved by the Board.

President's Report:

Jocelyn deferred to the Executive Director to report on current activities.

Executive Director's Report:

Bill wished everyone a Happy New Year and gave a recap of milestones for the year 2017.

Some noteworthy events were:

- 5 Star Rating for the 4th year (4 out of the past 5 years)
- We raised over \$10 M for the Transformation Project
- We broke ground for the Transformation Project
- Key staffing positions were filled
- Several programming successes – In particular BOOKED for the evening and the Malloy Lecture
- A successful service plan has been implemented for Phase One of the Transformation Project

Bill shared that the community has responded favorably and that the Library has a strong foundation moving into 2018 but that there is still a lot of work to do and that the Library will certainly be faced with challenges.

The Library still needs to raise approximately \$1.9 M. New strategies are being developed in order to accomplish this.

Planning for the March FLEX Events is in full swing. The dates are March 21 – 25, 2018. Exciting and unique programs are planned throughout the week, touching on every demographic of the Westport community.

Transformation Update:

Sean Hurley, Project Manager for the Transformation Project, gave Project Schedule update. They are 6 – 8 weeks behind schedule due to complications in drilling the pilings but are confident that the time can be made up during Phase 2 and Phase 3.

Marc Laibe from Soundview Construction gave a budget update. No major changes.

Treasurer's Report

Jonathan Cunitz reviewed with the Board the current Treasurer's Report, circulated to Trustees prior to the meeting, reflecting a forecast of an operating budget deficit of \$20,000 for the current fiscal year, a slight improvement over the preceding month's forecast.

He also reviewed with the Board a current cash flow projection for the Transformation Project, including an estimate of timing for the drawdown of the Town funds allocated to the project, and use of the bank line of credit.

Finance Committee Report

Russ Baris reported that management presented a draft of next year's budget to Jim Marpe last week, which was generally well received. Russ reported that the committee is comfortable going forward with presenting the proposed budget to the Board of Finance. Iain Bruce made a motion to approve submitting a Budget request for fiscal year 2018-2019 of \$4,542,850 to the Town, and Adrian Hinojos seconded the motion. The motion was unanimously approved by the Board.

Development Committee

Andrea Berkley shared results from the Annual Appeal to date. The number of donors is slightly down this year, but the giving amount is higher than last.

Governance and Nominating Committee Report

Susan Ross reported that there was no report due to not having a meeting in December.

There being no further matters to come before the meeting, Jocelyn entertained a motion to go into Executive Session to discuss employment and real estate contractual issues. Iain Bruce made a motion to go into Executive Session, seconded by Andrea Berkley, and the motion was unanimously approved by the Board. The Board entered Executive Session at 8:50 pm.

At 9:40 pm Iain Bruce made a motion to come out of Executive Session and return to the regular meeting. The motion was seconded by Susan Ross. The Board unanimously approved the motion.

Jocelyn moved that the following resolutions be adopted by the Board; Iain seconded, and the following resolutions were unanimously approved by the Trustees present:

WHEREAS, at the meeting of the Board of Trustees on October 18, 2017, Henry Myerberg of HMA² Architects presented to the Board a conceptual design for a more fulsome renovation of the Library's Children's Room premises (the "Revised Children's Room Renovation Plan"), than that provided for in the Transformation Project plans; and

WHEREAS, at this meeting of the Board of Trustees, representatives of the project General Contractor AP Construction, and the Library's Owner's Representative Soundview Construction

Advisors, presented and reviewed a proposed budget for the Revised Children's Room Renovation Plan, including contingency amounts related thereto;

Following discussion, it is hereby

RESOLVED that the Westport Library Board of Trustees hereby approves the conceptual design prepared by HMA² Architects for the Revised Children's Room Renovation Plan, and amends the Transformation Project to incorporate such Revised plan; and it is further

RESOLVED that the Library's ongoing capital campaign, in support of the Transformation Project, shall continue, with a revised aggregate goal of \$20,830,000, in order to provide sufficient funding for inclusion of the Revised Children's Room Renovation Plan in the Transformation Project (including contingency amounts); and it is further

RESOLVED that HMA² Architects' services, and compensation for such services, in connection with the Revised Children's Room Renovation Plan, be as provided for under and pursuant to the AIA A201-2007 Contract for Construction between the Library and HMA² Architects, dated June 2016, as a change order to the Transformation Plan; and it is further

RESOLVED that AP Construction's services, and compensation for such services, in connection with the Revised Children's Room Renovation Plan, be as provided for under and pursuant to the AIA A-133-2009 Standard Form of Agreement between the Library, as Owner, and AP Construction, Construction Manager, as Contractor, dated August 4, 2016, as amended by Exhibit A thereto dated September 1, 2017, as a change order to the Transformation Plan; and it is further

RESOLVED that the Executive Director and officers of the Library are, and each of them hereby individually is, authorized and directed to pursue, in the name and on behalf of the Library, all municipal and contractual authorizations, consents and approvals necessary, if any, in order to effect the foregoing resolutions.

Meeting adjourned at 9:45 pm upon motion made by Ken Bernhard, seconded by Randy Herbertson, and unanimously approved by trustees present.

Respectfully submitted by,

Adrian Hinojos
Secretary