The Westport Library...

APPROVED MINUTES OF GOVERNANCE AND NOMINATIONS COMMITTEE MEETING

OCTOBER 6, 2026 - VIA ZOOM

Members Present: Bruce Gaylord (Chair), Bob Boroujerdi, Sheri Gordon, Stacey Babson Kaplan, Krishna Patel, Martina Sze, Galen Blumenthal.

Staff Present: Melanie Myers, Bill Harmer and Sally Presutto

B. Gaylord called the meeting to order at 10:05 a.m.

Approval of Minutes

September minutes were approved unanimously.

TIMELINE FOR ACTIVITIES

- M. Myers was asked to follow up on the timeline for activities which was previously distributed for review.
- The timeline will be emailed again to the other standing committees for verification and any necessary changes.

AI POLICY AND CHARTER

AI Charter

- The AI Charter was discussed at length, including the question of whom the AI Advisory Group would report to. K. Patel raised the point that the proposed Charter currently references three distinct areas: programming, operational initiatives, and AI-related policy.
- B. Harmer noted that this initiative was part of his Board Goals and suggested that the AI Advisory Group might report to the Executive Director. He added that he was more concerned about clarity regarding reporting structure than whether the Group reported to him or the Board. He also raised the question of the Group's ultimate purpose and what it is intended to accomplish.
- Attendees had more questions regarding the clarity of the Charter. Attendees agreed that decisions regarding selection of AI tools should be made by the Library.
- The decision was made to table the proposed Charter for the moment.

AI Policy

- The word "material" was deleted from the proposed policy and replaced with the word "responsible." Attendees agreed that the proposed AI Charter and AI Policy should be consistent.

- B. Boroujerdi made a motion to recommend that the Board approve the proposed AI Policy at the Board's October meeting. The members of the Gov/Nom Committee approved that motion 5-1, with K. Patel abstaining.

BYLAWS

. Gov/Nom Committee members approved the comments B. Boroujerdi submitted Recently and K. Patel and B. Gaylord agreed to revise the proposed bylaws accordingly.

- The committee members agreed that, once those changes are made, B. Gaylord would send the document to legal counsel Courtney George for review.

- After the committee receives legal counsel's comments and incorporates them into the proposed revised bylaws, and before Gov/Nom presents the revised document to the Board for approval, K. Patel and B. Gaylord will schedule "office hours" for anyone who has questions concerning the modifications.

INVESTMENT MANAGEMENT

- B. Boroujerdi reported that as previously shared with the Board, one of the members of the Investment Committee moved out of town and that the remaining 3 external members decided not to continue on that committee and tendered their resignation to B. Chan (Chair of the Finance Cmte) and himself. Members of the Finance Committee - D. Travlos (Investment Committee member), P. Quinsee (Investment Committee member) and A. Alemani, with A. Tencic - are in the process of evaluating potential structural changes, if needed and as a result, including the evaluation of third-party advisors and/or providers.

OPEN TRUSTEE POSITION

- The decision was made to start the process of finding a candidate to fill the current vacancy on the Board earlier this year, rather than later.

- Members with strong recommendations were encouraged to bring them forward to the Committee for consideration.

- The Committee decided to discuss this further at the next meeting.

OTHER POLICIES

- The Community Posting and Flyer Policy, updated by K. Patel and M. Myers, was presented for review and approval. The policy was unanimously approved and will be presented to the Board at the Board's next meeting.

- The Committee plans to review the Media Relations Policy, the Library Use Policy or the Event Space Policy at its next meeting.

Adjournment: The meeting adjourned at 11:25 am.

Submitted By: S. Presutto on behalf of B. Gaylord