



Fletcher Free Library  
235 College Street  
Burlington, Vermont 05401  
*Vacant – Board Chair*

LIBRARY BOARD of COMMISSIONERS MEETING  
3<sup>RD</sup> MONDAY OF EVERY OTHER MONTH, 12:00 P.M.  
FLETCHER FREE LIBRARY, LOCAL HISTORY ROOM

Schedule is as follows:

**January 26, 2015**

March 16, 2015

May 18, 2015

July 20, 2015

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## AGENDA

1. Election of new Chair
2. Commission composition discussion. Councilor Rachel Siegel, Chair of Charter Change Committee has confirmed participation in the meeting. Please review sections relevant to Commission composition in the Board Handbook prior to the meeting. *This discussion has been scheduled as the second point on the agenda at the request of Councilor Siegel.*
3. Approval minutes
4. Approval agenda
5. Public Forum
6. Director's Report (*attached*)
7. Time for review of meeting packet {as needed}
8. Fletcher Free Library Trust Fund information sharing – Vermont Community Foundation. *Attached is the agreement between Fletcher Free and VCF.*
9. Strategic Plan update (*attached*)
10. Annual Appeal update (*attached*)
11. Friends of Fletcher Free Library – management structure review update (*attached*)
12. Policies presented for approval: Restrooms & Social Media (*attached*)
13. Next meeting agenda items and date
14. Executive Session {as needed}
15. Adjournment

The latest Library Board Meeting Minutes and Upcoming Meeting Agendas are  
Posted on our website: [www.fletcherfreelibrary.org](http://www.fletcherfreelibrary.org)



## AGREEMENT

*Establishing The Fletcher Free Library Endowment Fund  
within the  
Vermont Community Foundation*

This agreement is made and effective on the 18 of November 1996, at Cornwall, Vermont between the Fletcher Free Library, a Department of the City of Burlington, Vermont, a tax-exempt municipality, with its principal location at Burlington (the "Library"), and The Vermont Community Foundation (the "Foundation"), a corporation organized under the non-profit Library law of Vermont with its principal location at Cornwall, Vermont.

WHEREAS, the Parties have a common interest in the educational and cultural needs of the State of Vermont; and

WHEREAS, each party is classified by the Internal Revenue Service of the U.S. Treasury Department as a qualified charitable organization (as defined herein); and

WHEREAS, the Library in order to encourage and enhance contributions, insure perpetual continuity and provide for professional investment management, has determined by resolution of its Board of Directors (the "Resolution") to establish an endowment fund within the Foundation (hereinafter referred to as the "Fund") designated solely and exclusively for the following purposes as stated in the Resolution to wit:

"To support the acquisition of books and materials for the collections of the Fletcher Free Library unless otherwise specifically designated by the donor."

NOW, THEREFORE, in consideration of the mutual covenants contained herein, the parties agree as follows:

1. Establishment of Fund. The Fund shall be established on the books of the Foundation. It shall be known as the *Fletcher Free Library Endowment Fund*.
2. Property of the Fund. The Foundation acknowledges receipt of the property listed in Schedule "A" attached hereto and made a part hereof as the initial property of the Fund. The Fund shall include the property received herewith, such property as may from time to time be transferred from any source for inclusion in the Fund and accepted by the Foundation, and all undistributed income from the foregoing property. The Fund shall be the property of the Foundation held by it in its corporate capacity and shall not be deemed a trust fund held by it in a trustee capacity. The Foundation shall have the ultimate authority and control over all property in the Fund, and the income derived therefrom, in accordance with the Articles of Incorporation and Bylaws of the Foundation (as they may be amended from time to time), and the terms of this Agreement applied in a manner not inconsistent with said Article and Bylaws.
3. Investment and Reinvestment. The Foundation shall cause the assets of the Fund to be invested and reinvested pursuant to the investment policies, practices, and procedures approved and followed by its Governing Board (the "Board"), and may at the discretion of the Board cause the assets of the fund to be placed in trust with banks possessing fiduciary powers for investment management purposes with the Foundation retaining the right to revoke on no more than ninety (90) days' notice.  
  
The Foundation may cause the assets of the Fund to be invested in common funds maintained by such fiduciary banks for its trust accounts.
4. Duties of the Foundation. Each year, the Foundation shall pay to the Library an amount to be determined on an annual basis by the Board (the "Amount"), but in no event less than 5% of the value of the Fund as of the end of the previous year. Payments shall be made at least as often as semi-annually. The Library shall apply such payments solely for the purposes specified in the Resolution or for such of the purposes set forth in the Resolution as shall be specified by an individual donor to the Fund. The Library shall maintain such financial records as shall be necessary to comply with such donor designations and to establish that there has been compliance. Having paid the Amount to the Library, the Foundation shall have fulfilled its duty. It shall not be required to follow, monitor, or insure the applications of the Amount to the purposes stated in the Resolution or specified by any donor.

5. Other Distributions. Distributions in excess of the Amount may be made to the Library within thirty (30) days after the vote of its board after a finding by it of a financial emergency or circumstances of extreme need and then only for those purposes for which the endowment fund of the Library was originally established by it. The Library shall be responsible for such applications. Other distributions in excess of the Amount may be made to the Library from time to time in any year only as follows:

Recommendations for such distributions shall be made to the Foundation by the Library. Recommendations of the Library shall be solely advisory and not binding on the Foundation and may be granted only from funds not restricted by donors to payments from income only.

If circumstances occur that, in the sole discretion of the Board, make it desirable and in the best interest of the Library for the endowment principal of the Fund, either in whole or in part, to be transferred to the Library, the Foundation may make such transfers provided that the Board is satisfied that (i) the transferee is at the time a tax-exempt charitable organization within Vermont and the meaning of Section 501(c)(3) of the Internal Revenue Code (the "Code") and publicly supported and not a private foundation within the meaning of Section 509(a)(1) of the Code, and (ii) that the transferee will thereafter, in perpetuity, prudently invest and apply the income and principal of the Fund only for the charitable purposes set forth in this Agreement.

It is intended that in any such transfers the contributions of each individual donor to the Fund will be treated only as the donor intended in adding to the Fund.

The provisions of the preceding two paragraphs shall apply also in the event of transfer(s) of principal of the Fund pursuant to section 7(b) below.

6. Request for Redistribution. At any time following the date of the Agreement, the Library may request that the Foundation return the Fund to the Library. The Foundation agrees to consider such request in light of all circumstances existing at the time of any such request; provided that if the request is granted, the Fund will be used by the Library for the purposes set forth herein, and that the Library is at the time of such request a qualified charitable organization as defined in paragraph 8 hereof.

7. Variance.

- (a) The Foundation agrees that if the Board proposes to exercise the variance power under ARTICLE III (E)(8) of its bylaws, the exercise of such power shall not be effective earlier than at least ninety (90) days after the Foundation notifies the Library in writing of (1) its intent to exercise such power and (2) the manner in

which the Foundation proposes to vary the purposes, uses, or methods of administration of the Fund.

During the notice period, the Library may advise the Foundation of its views regarding the proposed exercise of the power and take such other action as it deems appropriate. If the Foundation becomes aware of any other action instituted or proposed by any person to vary the purpose, uses, or methods of administration of the Fund, it will promptly notify the Library.

(b) If the Library ceases to be a qualified charitable organization, the Foundation shall thereafter distribute the income of the Fund to organizations concerned with the educational and cultural needs of the residents of Burlington, Vermont.

8. Definitions and Construction.

(a) As used in this Agreement

1. "Qualified charitable organization" means an organization described in Section 501(c)(3) and which is other than a private foundation under Section 509(a) of the Code.
2. References to any provision of the Code shall be deemed references to the U.S. Internal Revenue Code of 1986 as the same may be amended from time to time and the corresponding provision of any future U.S. Internal Revenue Code.

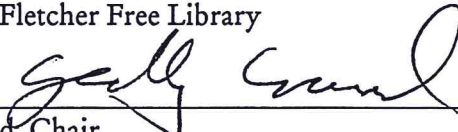
(b) It is intended that the Fund shall be a component part of the Foundation and that nothing in this Agreement shall affect the status of the Foundation as an entity which is a qualified charitable organization. This Agreement shall be interpreted in a manner consistent with the foregoing intention and so as to conform to the requirements of the Code and any regulations issued pursuant thereto applicable to the intended status of the Foundation.

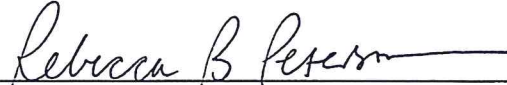
9. Fees. The Foundation shall assess the Fund fees in the first year of this Agreement in accordance with the attached fee schedule. The fees will be reviewed annually and changed only with written agreement of the parties.

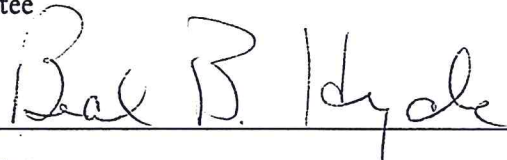
IN WITNESS WHEREOF, the Parties hereto have executed this Agreement by their duly authorized officers effective as of the day and year first above written.

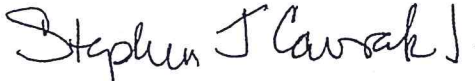
The Fletcher Free Library

By:

  
Board, Chair

  
Trustee

  
Trustee


  
Trustee


  
Trustee

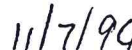
Date: 

The Vermont Community Foundation, Inc.

By:

  
Duly Authorized

Title: 

Date: 

LIBRARY BOARD of COMMISSIONERS MEETING  
January 26, 2015

**Agenda  
items**

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Strategic Plan update:

- Forums postponed from Dec 11&12 have been rescheduled for Feb 9
  - 8:30-10:00 AM Community Leaders Breakfast Forum
  - 11:30-1:00 PM Early Literacy & Learning Lunch Forum
  - 5:30-7:00 PM Open Community Forum

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Annual Appeal update:

- Final version of the annual appeal ready for mailing
- Voter's list from March 2014 + Library donors + Friends = approx. 6,000 recipients
- Remittance envelope (+ VIP note to Library donors & Friends) enclosed
- ROI (very conservative):
  - 15% recipients donate \$20 = \$14,500 net
  - 25% recipients donate \$20 = \$26,500 net
  - Revenue YTD = \$15,000
  - Goal FY15 = \$50,000
  - Major donor campaign still to come (mid-Feb thru mid-May)

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Friends management structure review update:

- Library working with the Friends to streamline accounting of revenue and expenses, and rethink the management of resources to the Library.
  - 2014 revenue was over \$50,000 which will eventually mean Friends need to complete a 990 form. When applying for grants, Library is frequently requested to submit an annual financial report as well as a 990. A core group has met with an accounting firm specialized in non-profit accounting. Engaging their services will be discussed at Friends February meeting.
  - Kath presented to the Friends at the January meeting a proposal for revising the resource allocation process to the Library, hopefully simplifying it and bringing more accountability to both sides of this process. Amendments to this proposal (suggested during the meeting) were incorporated. The proposal is with Friends President for approval and adoption.
- A core group of Friends and Kath have been looking at how to (re)structure management of the Friends, looking to lessen the burden to the President, increase outreach in the community and grow membership. Meetings of this core group are ongoing.

## Restroom Policy- DRAFT

The Fletcher Free Library Board and staff has established certain standards of acceptable behavior on Library property in order to maintain an atmosphere that promotes the use and enjoyment of the resources and services of the Library, promotes the safety of the general public and the Library staff, and protects the building, furniture, equipment, and materials of the Library.

Any activity that interferes with the rights of other patrons to use the Library, disrupts the normal functioning of the Library, could result in physical, emotional, or mental injury to oneself or others, or could result in damage to the facilities, equipment, or materials is considered disruptive and unacceptable behavior.

Restrooms for the general public are located on the Mezzanine level. In order to access the general restroom the user must go to the main circulation desk and exchange a library card or valid id for the restroom key.

The restrooms located in the basement level are restricted for use by those attending meetings in the Community Room and library users requiring ADA accessibility, who can request access at the main circulation desk.

The restrooms in the Children's area are restricted to children, or parents and/or caregivers accompanied by a child or users requiring ADA accessibility.



# FLL Social Media Policy (DRAFT 1/2015)

## Policy statement

The Fletcher Free Library has established social media sites primarily in order to inform Library users about Library programs, events (including those co-sponsored with other organizations), and materials, and to encourage dialogue and the exchange of information and knowledge between users and Library staff about these programs, events and materials. The Library's social media sites are not intended to be traditional public forums for the general exchange of ideas and viewpoints, but a limited forum for discussing library related programs that is open to users of all ages.

## Definition

*Social media* is any website or application which allows users to generate and share content. The library uses several social media tools, including Facebook, Twitter, and blogs.

## General provisions/regulations

The Fletcher Free Library welcomes public comments on our social media networks. Individuals are fully responsible for the content of their comments. Although the site is not monitored at all times, the Fletcher Free Library reserves the right to delete or edit any of the following: Violations of any of the below may warrant, at the Fletcher Free Library's discretion, an indefinite blocking of a user from our page(s).

## User Responsibilities and Use Restrictions

- Off-topic (not related to library business or to the particular article being commented upon) posts
- Commercial and/or solicitations, promotions or spam
- Endorsements of any financial or commercial entity
- Duplicated posts
- Comments that threaten or defame any person or organization
- Comments that promote, foster, or perpetuate discrimination on the basis of race, creed, color, age, religion, gender, gender identity, sexual orientation, marital status, national origin, physical or mental disability, veteran status, or receipt of public assistance or that harass another person on one of those bases
- Comments with explicit or overly suggestive sexual content or links to sexual content
- Threatening, hateful, or racist language and personal attacks
- Private, personal information published without consent
- Violent, obscene, profane, or libelous content
- Comments that suggest or encourage illegal activity
- Copyright (or other protected legal interest) infringement/plagiarized material
- Political advocacy
- Posts that violate laws or library policies
- Information that may compromise the safety or security of the public or public systems
- Comments in support or opposition to any political campaign or ballot measure
- Posts that contain spam or links to spam

Users of all ages have the responsibility to protect their privacy and should not post personally identifying information, such as last name, school, age, phone number or address. The library does not act in place of, or in the absence of, a parent. The library is not responsible for the quality or content of information encountered on the internet. The Library also assumes no responsibility for any claims, liabilities, actions or damages to personal property arising from use of any library-owned or leased electronic services, or resulting from the use of data made available through electronic information services.

## LIBRARY BOARD OF COMMISSIONERS MEETING MINUTES

Monday, January 26, 2015 at 12:00PM in the Local History Room of the Library

**In attendance:** Ed Adrian (Chair), Kate Bouton, Mary Ellen Manock, Peter Ireland, Jill Krowinski, Glenn McRae, Ellen MacLellan, Rubi Simon, Kath Laing (Clerk)

**Apologies:** Jessica Nordhaus, Peg Boyle-Single

**Agenda item 1. Amended to read “Election of Clerk and Chair”**

Kath Laing (Library’s Development Coordinator) was elected unanimously to serve as Clerk to the Commission. Ed Adrian was elected unanimously to serve as Chair to the Commission.

**Agenda item 2. Commission composition discussion** was moved to point 10.5 as Councilor Siegel would be present at 12:45PM.

**Agenda item 3. Approval minutes.** There was no quorum at the previous meeting in November, thus no minutes to approve.

**Agenda item 4. Approval agenda.** No further changes were made to the agenda.

**Agenda item 5. Public Forum.** No public in attendance.

**Agenda item 6. Director’s Report.** Rubi highlighted upcoming capital improvements and the rescheduled Strategic Planning forums for February 9<sup>th</sup>. Commissioners confirmed participation in forums. Commissioners Adrian, Ireland, and Manock will attend the Community Leaders Breakfast forum and Commissioner McRae will attend the evening Community Forum.

**Agenda item 7. Packet review.** No time was needed to review the meeting documents.

**Agenda item 8. Library Endowment Fund managed by VCF.** The Agreement between the Vermont Community Foundation and the Fletcher Free Library was shared. Rubi would like to grow the Fund by reinvesting the annual distribution from the Fund. Rubi will negotiate this during budget development time with the City annually. Rubi would like to see that the purpose of the Fund be broader than ‘acquisitions of books and materials’. On initial conversation with VCF it would appear that it is feasible to amend the Agreement. Rubi and Kath to continue this conversation with VCF and report back to the Commission.

**Agenda item 9. Strategic Plan Update.** Should winter weather threaten the February 9<sup>th</sup> forums and Maureen Sullivan (consultant) be unable to arrive in Burlington, Rubi and Kath will hold the forums, using local facilitation.

**Agenda item 10. Annual Appeal Update.** Kath distributed a semi-final draft of the appeal flyer to the Commission. Positive comments we made. A couple of typos were pointed out. Drop date will be during the week of Feb 2<sup>nd</sup>. Major donor campaign to follow with the help of Commissioners.

**Agenda item 10.5 (formerly Agenda item 2). Commission composition discussion.** Councilor Siegel, Chair of the Charter Change Committee, shared the purpose of the Committee is to ensure the functional appointment of members to City Boards and Commissions and optimize the working of City Boards and Commissions. Councilor Siegel is interested in collecting information and opinions on the composition and appointment process for the Library Commission. Commission members shared their opinions around the appointment process for Library Commissioners and Trustees. Commissioner Adrian spoke to the need for more transparency and accountability in the Commissioner appointment process. Commissioner Ireland shared that he believed an independent voice (such as that of the Trustees) is necessary in a democratic political setting, but that he is aware that the self-perpetuating nature of the Trustee positions is not transparent. Commissioner McRae spoke about the need to identify skills gaps on the Board and bring people to the Board who fill these gaps. Three ways forward were identified: 1) leave the composition of the Commission as is; 2) dissolve the trustee model and move to have all Commissioners appointed through the City Council; 3) rework the appointment process for Trustee positions to bring more transparency to the process. It was discussed that any change would require a change to the City Charter and then to the Library Commission by-laws. Councilor Siegel commented that she would be retiring from the City Council and that if the Commission decided to move ahead with either option 2 or 3 above then she would attempt to this Commission improvement resolution moving in the Committee before her retirement. If not moving before her retirement then she would include it in a report to the Charter Change Committee. A vote was held and the Commission unanimously approved seeking a change to the Charter provision governing the composition of the Board of Library Commissioners as follows: "The Commission is interested in ensuring the appointment of Commissioners is equitable and transparent. The Commission proposes that all members of the Board (with the exception of the employee elected Commissioner and the Mayoral Designee) be appointed by the same process." It is the intention of the Commission that the implementation of this proposal dissolve the Trustee process for appointments/elections to the Library Commission.

**Agenda item 11. Friends of FFL.** Kath reported that she is working with the Friends on three different fronts that will improve their management structure, lightening the burden on the President, increasing outreach in the community and growing membership. The update in the meeting packet summarize the work ongoing. Ellen MacLellan, representative of the Friends who attends the Library Commission meeting, reported that she is very grateful for Kath spearheading this work as for a number of years they have been wanting to move in these directions but have not had the expertise to do so.

**Agenda item 12. Policies.** The Commission approved the Restroom Policy unanimously. The Social Media Policy was reviewed. Commissioner Adrian suggested the option of turning off the 'comment' capability of the Library's FB in order to avoid the need to monitor comments. The Social Media policy will be reviewed again by staff and brought to the next Commission meeting for voting.

**Agenda item 13. Next meeting.** The next meeting will be March 16.

*The meeting was adjourned at 1:20PM.*