

## Agenda for Ivoryton Library Regular Meeting August 23, 2022, 7:00PM

**Executive Director:** Elizabeth Alvord

### Board Members Name (Term)

Leslie Barlow (6/21 – 6/23)	Louisa Ketron (6/20 - 6/24)	Melissa Ozols (6/22-6/24)
Deb Brown (6/20-6/24)	Sharon Lewis (6/21 - 6/23)	James Spallone (6/19 - 6/23)
Susan Campbell (6/18 - 6/24)	Kathy Marois (6/21-6/23)	Carol Sullivan (6/19 - 6/23)
Charlene Doane (6/17 - 6/23)	John Matthiessen (6/20 - 6/24)	Vacant

### Executive Board (Term)

President – Sharon Lewis (6/22-6/24)	Secretary- Susan Campbell ( ? )
Vice President – James Spallone (6/22-6/24)	Treasurer- Carol Sullivan ( ? )

1. Call meeting to order
2. Approval of June Minutes
3. Upcoming Events
  - a. Pumpkin Chase 5K – Carina Pagliuco
  - b. Quilt raffle- Elizabeth Alvord
4. Director's Report
5. Treasurer's Report
6. Committee Reports- status, membership, recommendations, decisions needed
  - 1) Fundraising Committee- Louisa Ketron
  - 2) Grounds and Maintenance Committee- Carol Sullivan
  - 3) Nominating Committee- Leslie Barlow
    - a) one vacancy
  - 4) Human Resources Committee- Leslie Barlow
7. New Business
  - a) Review and revisions of bylaws and policies
  - b) Draft Governance calendar
  - c) Any other new business
8. Adjourn

Next meeting September 27, 2022 7PM

## THE IVORYTON LIBRARY ASSOCIATION CASH ACCOUNTS

Current Balances at Essex Savings Bank  
as of August 19, 2022

ESB Checking (X8426)	\$	16,101.57
ESB – Clipper Statement Account (X4979) Balance per ESB website and QB	\$	4,518.73
ESB Checking 01 (debit card) (X8841)	\$	338.76
ESB Statement Savings (150 Account) (X7198) Balance per ESB website and QB	\$	18,190.75
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Available Funds for Operations	\$	39,149.81

## IVORYTON LIBRARY INVESTMENT ACCOUNTS

Current Balances at Essex Financial Services, Inc.

	<b>6/30/22</b>	<b>7/31/2022</b>
Cash, Money Funds & Bank deposits	\$ 4,648.53	\$4,649.23
Mutual Funds	\$784,041.96	\$836,270.61
Account Total	\$ 788,690.49	\$835,145.34

<b>Ivoryton Library Association</b>				
<b>Profit &amp; Loss</b>				
<b>July 1, 2021 to June 25, 2022</b>				
<u>Account Name</u>	<u>FYTD Actual</u>	<u>FYTD Budget</u>	<u>Better/(Worse) Budget</u>	<u>Full Year Budget</u>
Membership Dues	10,373	2,948	7,425	22,000
Contibution Income, other				
Unrestricted	488			
Restricted (including Temp. Rest)				
Childrens' Program	200			
Grants				
Donations Other/ Memorials	97			
<b>Total Contributions</b>	<b>11,158</b>	<b>2,948</b>	<b>8,210</b>	<b>22,000</b>
<b>Fundraising</b>				<b>13,290</b>
Cookbook/Around Essex/Etc	15			
Book Plant Bake Sale				
Book Income	288	134	154	1,000
Run Fundraiser				
Other (& fines,replacements)				
<b>Total Fundraising Income</b>	<b>303</b>	<b>1,915</b>	<b>(1,612)</b>	<b>14,290</b>
<b>Town Support</b>	<b>-</b>	<b>15,557</b>	<b>(15,557)</b>	<b>116,100</b>
<b>Total Income</b>	<b>11,461</b>	<b>20,067</b>	<b>(8,606)</b>	<b>149,750</b>
<b>Expenses</b>				
Bank Service Charges	18			
Grounds/Maintenance	45	804	759	6,000
Dues/Passes		101	101	750
Fees/Licensing	350		(350)	
Fundraising	46			
Insurance	320	669	349	4,990
Library Supplies(books, mags,	784	1,876	1,092	14,000
LION	2,732	1,457	(1,275)	10,875
Office Supplies/Postage	1,749	496	(1,253)	3,700
Payroll Taxes	595	851	256	6,350
Printing	21	385	364	2,875
Professional Fees	350	744	394	5,550
Program Expenses	522	174	(348)	1,300
Utilities	535	1,072	537	8,000
Wages	7,728	11,524	3,796	86,000
<b>Total Expenses</b>	<b>15,795</b>	<b>20,152</b>	<b>4,357</b>	<b>150,390</b>
<b>Net Income</b>	<b>(4,334)</b>			

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**By-Laws of  
The Ivoryton Library Association**

**Article I**      Sec. 1. Name and Principal Office

The name of the association is The Ivoryton Library Association (“Association”). The principal office of the Association shall be in the Village of Ivoryton in the Town of Essex, State of Connecticut.

Sec. 2. Organizational Structure and Mission

The Association is organized exclusively for the charitable and educational purposes within the meaning of Section 501 (c) (3) of the U.S. Internal Revenue Code of 1954. The Association is dedicated to supporting lifelong learning and access to information, knowledge, and ideas in the community it serves.

**Article II**      General Association Membership

Any person may become a member of the Association by payment of annual dues, to be paid by the date of the annual meeting. When membership voting is required, only members who are current on annual dues payment may vote.

**Article III**      Board of Trustees

Sec 1. Eligibility

Only Association members who are residents of the Town of Essex (Essex Village, Ivoryton, or Centerbrook) and who are current on payment of annual dues are eligible to be a Trustee and/or hold office therein.

Sec. 2. Structure

The Board of Trustees shall consist of twelve (12) persons. Six Trustees shall be elected at the annual meeting to serve a two-year term. A Trustee may not serve more than three (3) consecutive terms or six (6) consecutive years. No Trustee shall receive any compensation from the Association aside from reimbursement for authorized expenses.

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Sec. 3. Regular Meetings of the Board of Trustees

Regular meetings of Trustees shall be held monthly at a time to be determined by the Trustees. Oral or written notice shall be given prior to a regular meeting.

Sec. 4. Special Meetings of the Board of Trustees

Special meetings may be called at any time by the President of the Board or by request of four (4) members of the Board of Trustees. At least three (3) days oral notice shall be given for any special meeting.

Sec 5. Quorum at Board of Trustees Meetings

The presence of seven (7) Trustees shall constitute a quorum at any meeting of the Board.

Sec. 6. Voting at Board of Trustees Meetings

Each Trustee shall have one vote. All matters shall be determined by majority vote of Trustees present, unless these By-Laws require a larger number.

Sec 7. Duties of Board of Trustees

The Board of Trustees shall oversee the care and use of the real property, library assets, and business concerns of the Association. The Trustees shall have the Association's financial records compiled, reviewed and audited at their discretion. The Trustees shall appoint a Library Director, who will be under the Board's review and general direction, to be responsible for the operation of the library and the library staff.

Sec. 8. Vacancies on the Board of Directors

Trustees shall fill any vacancy that may occur on the Board at a regular or special meeting of the Trustees as expeditiously as possible.

**Article IV** Fiscal Year

The Association shall have a fiscal year beginning July 1 and ending June 30.

**Article V** Meetings of the General Membership

Sec. 1. Annual Meeting of the General Membership

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The annual meeting of the Association shall be held in June with at least two (2) weeks advance public notice.

**Sec. 2. Special Meetings of the General Membership**

Special meetings of the Association may be called at any time by the Board of Trustees or on written request to the Board of Trustees of ten (10) general members by giving five (5) days public notice of the same. Business at all special meetings shall be confined to that set forth in the notice.

**Sec. 3. Quorum at General Membership Meetings**

A general membership quorum shall consist of ten (10) non-Trustee members.

**Sec. 4. Voting at General Membership Meetings**

Each Association member shall have one vote. All matters shall be determined by majority vote of those present.

**Article VI Officers of the Board of Trustees**

**Sec. 1. Officers**

The officers of the Association shall be president, vice-president, secretary and treasurer. They shall be elected by a quorum of the Trustees at an Organizational Meeting held immediately after the annual meeting. All officers shall be elected for a two-year term. No officer shall be eligible to serve more than three full consecutive terms.

**Sec. 2. Duties of Officers**

- a. **President:** Shall preside at all meetings of the Association and of the Board of Trustees. Shall be a member of the Executive Committee. Shall present at the annual meeting a report of the condition of the affairs of the Association. Shall act in an advisory capacity to all committees of the Board. Shall be empowered to sign checks in the absence of the treasurer. The president will receive and review the accountant's prepared 990 forms on a yearly basis prior to submission. Shall perform all other duties as from time to time may be required by the Board of Trustees.

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- b. Vice-President: Shall perform the duties of president in his/her absence. Shall be a member of the Executive Committee. Shall perform all other duties as from time to time may be required by the Board of Trustees.
- c. Secretary: Shall give notice of meetings. Shall be a member of the Executive Committee. Shall keep minutes of all meetings of the Association and the Board of Trustees. Shall perform all other duties as from time to time may be required by the Board of Trustees.
- d. Treasurer: Shall be responsible for all financial transactions and shall keep accurate records of all receipts and expenditures. Shall ensure that transactions and expenditures are in compliance with the Library's Purchasing Policy. Shall be a member of the Executive Committee and the Finance Committee. Shall be responsible for preparing the annual budget to be submitted to the Board of Trustees for approval. In conjunction with the president, the treasurer will review The Ivoryton Library Association's IRS 990 forms prepared by an accountant. Shall perform other duties as from time to time may be required by the Board of Trustees.

**Article VII** Committees of the Board of Trustees

Sec. 1. Executive Committee

The Executive Committee shall be comprised of the president, the vice president, the treasurer and the secretary. It serves at the pleasure of the president and assists with administrative matters.

Sec. 2. The Standing Committees

The Standing Committees shall consist of a Trustee chair appointed by the president of the Board of Trustees and at least one (1) member chosen by the chair from the members of the Association, all of whom shall serve for one year. Members of the Association shall be entitled to submit names of prospective committee members. Any chair vacancy shall be filled as expeditiously as possible.<sup>2</sup> The Standing Committees shall be as follows:

- a. Building and Grounds Committee: Shall assist the Library Director in the maintenance, repair and improvement of the library grounds and building. Shall develop long term plans for capital improvements as needed.
- b. Finance Committee: Shall be responsible for ensuring that the Association financial statements and procedures are in place

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and that the Association is in good financial health and compliance. Shall advise the Board of Trustees regarding expenditures of the Association funds and shall arrange for an audit as needed. ~~Shall consist of four (4) members including the treasurer who will act as Committee Chair. Shall be governed by the Association's Investment Position Policy'Endowment Fund Investment Policy'.~~

**Commented [SL1]:** Do we need 4 or does language in Sec 2 first paragraph suffice?

~~e. Fundraising Committee: Shall develop the annual fundraising goals for the Association. Shall oversee the implementation of the fundraising plans. Shall consist of at least four (4) members including the president, who will act as Committee Chair, and the Library Director.~~

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~~c. Nominating Committee: Shall be responsible for identification and vetting of potential Board of Trustee members to meet the eligibility criteria as outlined in Article III. The Nominating Committee will also address succession planning to ensure continuity and representation of skillsets.~~

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~~d. Human Resource Committee: Shall be the point of contact for any Library Staff personnel issues and will be accountable for the annual review of the Executive Director.~~

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**Sec. 3. Ad Hoc Committees**

The Board of Trustees may from time to time constitute ad hoc committees to address specific matters, as they deem appropriate. Such committees will be given their mandate and structure at the time that the Board of Trustees resolves to do so.

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**Article VIII Amendments to the By-Laws**

These By-Laws may be amended by a majority vote at any regular meeting of the Board of Trustees, provided notice of the proposed amendment(s) has been given in writing to all members at least ten (10) days prior to the meeting.

**Article IX Parliamentary Authority at Meetings**

Roberts Rules of Order Revised shall govern at all meetings of members and trustees.



**Ivoryton Library Association Board of Trustees Governance Calendar**  
**(to be finalized by the executive committee)**

To ensure that the Board of Trustees is fulfilling their responsibilities, the following monthly reviews are suggested throughout the calendar year as a discussion at the Monthly Board of Trustees meeting:

Month	Governance Activity
January	Budget review and approval
February	Executive Director review
March	Committee reviews for gaps in skillset (new trustee identification), intent to continue (1 yr terms) and succession planning
April	Nominating Committee process and succession planning; Executive Director and staff compensation recommendation
May	Annual Meeting Preparation and Officer review
June	Annual Meeting
July	NO MEETING
August	By-Law and Policy review; Finance Committee Spending Rate Recommendation
September	Membership drive
October	
November	Financial Audit
December	Library goal setting and review; Budget preparation

**Commented [SL1]:** Timing? Policies say June but were we doing it in Jan?

When is the 510 3C renewal due?