

CHATTANOOGA PUBLIC LIBRARY  
1001 BROAD STREET  
CHATTANOOGA, TENNESSEE

MINUTES  
ANNUAL AND REGULAR BOARD OF DIRECTORS' MEETING-JUNE 19 2019  
12:00-2:00 P.M.

The Board of Directors of the Chattanooga Public Library met on June 19, 2019, from 12:00-2:00 p.m. with Board Chair, Theresa Liedtka, presiding.

Ms. Theresa Liedtka called the roll. The following members were present:

Erik Broeren  
Jess Friedowitz  
Tom Griscom  
Sarah Hope  
Theresa Liedtka  
Karen McMahan  
Sara McManus  
Susan Robinson  
William Sundquist

Also present: Corinne Hill, Executive Director; Mary Jane Spehar, Assistant Director; Jason Sullivan, Chief Administrative Officer; Valerie Malueg, City Attorney; Natalie Phillips, Fiscal Manager; Karen Brown, Executive Assistant.

Ms. Theresa Liedtka, Board Chair, called the meeting to order.

**APPROVAL OF THE MINUTES OF THE MAY 15, 2019 BOARD MEETING**

*Mr. Tom Griscom made a motion that the minutes of the May 15, 2019 Regular Board of Directors' meeting be approved. Mr. Erik Broeren seconded the motion. The motion was approved and carried.*

**BOARD ETHICS TRAINING:**

Ms. Corinne Hill, Library Director, reminded the Board that they were sent an electronic version of the Governance Guide for Public Officials and Citizen Volunteers to read and review. This replaces the need for Board Ethics Training during the annual meeting.

**TREASURER'S REPORT:**

Ms. Sarah Hope, Board Treasurer reported:

Receipts: 7% remaining of the operating budget to be received within the fiscal year.

Expenditures: 11% remaining of the operating budget to be expended within the fiscal year.

**FRIENDS OF THE LIBRARY REPORT:**

Mr. William Sundquist, Board Liaison to the Friends of the Chattanooga Public Library, presented the group's monthly report. A copy of the report is attached and made a part of these minutes.

**COMMITTEE REPORTS:****Nominating Committee:**

The nominating committee proposed Mr. William Sundquist for Board Chair-Elect.

*Ms. Theresa Liedtka made a motion to approve Mr. William Sundquist as Board Chair-Elect. Ms. Sarah Hope seconded the motion. The motion was approved and carried.*

**ByLaws Committee:**

The suggested Board ByLaws changes were discussed and approved.

*Mr. Tom Griscom made a motion that the bylaw changes be approved with a friendly motion as amended from Mr. William Sundquist that ALA in Section 2. 8 would be replaced with American Library Association. Ms. Susan Robinson seconded the motion. The motion was approved and carried.*

The updated ByLaws are attached and made a part of these minutes.

**Finance Committee:**

Ms. Sarah Hope reported that the Investment Committee is responsible for oversight of the investment of the Chattanooga Library investment portfolios. These pools include four portfolios: two Noone accounts, a Stong Trust, and Kemmer account. In addition the committee is responsible for an additional unrestricted account which includes gifts to the Library without mandates. The Atlanta Consulting Group consults with the Committee regarding appropriate asset allocation issues, selection of investment managers, and monitors the performance of our investment portfolios.

As of May 31, 2019 the S&P 500 has returned 10.73% year-to-date and 3.78% over the last twelve months. International markets have lagged the US as the MSCI ACWI ex US Index has had positive performance of 7.15% year-to-date, but has posted losses of -6.26% over the last twelve months. For fixed income the Bloomberg Barclays US Aggregate Bond index has had gains of 4.80% thus far in 2019 and 6.40% over the last twelve months. The FTSE World Government Bond Index has returned 2.98% year-to-date and 2.79% over the trailing twelve months.

Over the past year, the portfolios have benefited from passive exposure in large cap US equities and exposure to fixed income. Active large cap US equities and emerging markets equities have

detracted from performance. International developed equities have shown mixed performance with one manager generating positive performance and one generating negative performance. Alternative have been modestly positive over the last twelve months.

Asset investment allocations are as follows: Domestic Equities 38%; International Equities 17%; Liquid Alternatives 13%; Fixed income 31%.

The Investment Committee reviews the allocations and managers on a quarterly basis to confirm compliance with the investment policy and investment objectives.

#### **DIRECTOR'S REPORT:**

Ms. Corinne Hill gave a FY 2019-2020 budget report to the Board. The budget passed the first reading by City Council on Tuesday night, June 18, 2019. The library will receive a 4% increase over last year's budget from \$6.5m to \$6.7m. Our personnel levels are remaining steady at about 84 employees. A Capital request for Phase 2 of the HVAC project is included in this budget.

Ms. Corinne Hill asked the Board's approval for the funding of appropriations from the Library's Operating Fund for the purchase of Asbestos Abatement Services for FY 2019-2020 Budget, pending the City of Chattanooga's FY 2019-2020 Budget approval by council.

*Mr. Tom Griscom made a motion to approve funding of appropriations from the Library's Operating Fund for the purchase of Asbestos Abatement Services for the FY 2019-2020 Budget, pending the City of Chattanooga's FY 2019-2020 Budget approval by council. Ms. Sarah McManus seconded the motion. The motion was approved and carried.*

Ms. Corinne Hill asked the Board's approval for blanket and purchase contract extensions and renewals for the FY 2019-2020 budget, as listed, and represent the maximum total allowed expenditure amounts for each vendor for the fiscal year.

*Ms. Karen McMahan made a motion for the Board's approval for blanket and purchase contract extensions and renewals for the FY 2019-2020 budget, as listed, and represent the maximum total allowed expenditure amounts for each vendor for the fiscal year. Mr. Tom Griscom seconded the motion. The motion was approved and carried.*

Purchase for the Supply and Delivery of Library Print Materials for the Chattanooga Public Library – Blanket Contracts

Baker & Taylor \$350,000  
Ingram Library Services \$50,000

Purchase for the Supply and Delivery of Audiovisual Materials for the Chattanooga Public Library – Blanket Contracts

Midwest Tape \$350,000  
Blackstone Audio Books Inc. \$200,000  
Recorded Books \$50,000  
Ingram Library Services \$50,000  
Baker & Taylor \$50,000

Purchase of Annual Computer Replacements of the Chattanooga Public Library – Blanket Contract

CDW \$60,000

Purchase for the Supply and Delivery of Library Databases and E- Content Materials for the Chattanooga Public Library – Standard Purchase Contracts

Midwest Tape Hoopla \$200,000  
Overdrive \$100,000

Purchase for Library Cataloging Service for the Materials of the Chattanooga Public Library – Blanket Contract

OCLC \$40,000

Purchase for Security Services of the Chattanooga Public Library – Blanket Contract

SEI \$80,000

Purchase for Janitorial Services for the Chattanooga Public Library – Blanket Contract

Certified Maintenance \$40,000

Purchase for Annual Maintenance Services of the Chattanooga Public Library ILS Systems – Standard Purchase Contract and Blanket Purchase Contracts

Envisionware \$40,000 (Standard)

Innovative Interfaces, Inc. \$75,000 (Blanket)

Purchase for Eastgate Branch Lease Agreement for the Chattanooga Public Library – Blanket Purchase Contract

OBC Properties Delaware, LLC. \$105,000

Purchase for electricity for all Chattanooga Public Library branch locations – Blanket Purchase Contract

Electric Power Board \$200,000

Ms. Corinne Hill asked the Board's approval to participate in the city-wide salary increase for the FY 2019-2020 Budget as proposed by the city for all employees: 2.5% pay increase to the base salary for staff that earn \$50,000 a year or more, and \$1,250 pay increase for staff earning below \$50,000. Part-time employees would receive a \$0.60 per hour increase.

*Mr. Tom Griscom made a motion for the Board to approve participation in the city-wide salary increase for the FY 2019-2020 Budget as proposed by the city for all employees: 2.5% pay increase to the base salary for staff that earn \$50,000 a year or more, and \$1,250 pay increase for staff earning below \$50,000. Part-time employees would receive a \$0.60 per hour increase, pending the City of Chattanooga's FY 2019-2020 Budget approval by council. Ms. Sarah Hope seconded the motion. The motion was approved and carried.*

Ms. Hill asked the Board for a motion to approve her travel to the American Library Association's Annual Conference in Washington, D. C. June 21-23, 2019. She will be presenting to the Board of the Public Library Association an update on Public Library Standards for the International Federation of Library Associations. Paid for by the Friends of the Chattanooga Public Library.

*Ms. Jess Friedowitz made a motion to approve library director, Corinne Hill's travel to the American Library Association Annual Conference in Washington, D.C. June 21-23, 2019. Ms. Susan Robinson seconded the motion. The motion was approved and carried.*

Ms. Corinne Hill requested the Board's approval for the following library closings for fiscal year 2019-2020.

Proposed Library Closings for Fiscal Year 2019-2020

Monday, October 14, 2019 – Close all day for staff training

Wednesday, November 27, 2019 – Close at 6:00 p.m. for the Holiday

Tuesday, December 31, 2019-Close at 6:00 p.m. for the Holiday

Sunday, April 12, 2020-Close all day for the Holiday

*Mr. Erik Broeren made a motion to approve all aforementioned library closings. Ms. Sarah Hope seconded the motion. The motion was approved and carried.*

Ms. Hill reported that the History Center Collection has been moved and is stored in a secure environment at the library. Sheldon Owens, Local History Manager and Carolyn Runyon, Director of Special Collections from UTC did an excellent job in planning and executing the move.

The travel report is attached and made a part of these minutes.

Ms. Hill reminded the Board of Theresa Liedtka's end of the fiscal year cocktail party on July 9, 2019 at her home.

Ms. Hill reminded the Board that the library will be closed in observance of the Independence Day holiday on Thursday, July 4, 2019.

Ms. Hill reminded the Board that the next regularly scheduled board meeting will be July 17, 2019.

**STRATEGIC PLANNING REPORT:**

Ms. Corinne Hill presented an update to the Board on the library's strategic plan that was adopted at the July 20, 2016 board meeting, and the Services Plan received in January 2019. A copy of the presentation is attached and made a part of these minutes.

**STAFF PRESENTATIONS:**

During the May 15, 2019 board meeting Ms. Hill suggested topics for presentation by library staff during the board annual meeting. Staff delivered the following presentations for the Board at the library's annual board meeting:

Esai Navarro – Uno X Uno

Mary Jane Spehar – New Services

Meredith Levine – Maker Faire

Jason Sullivan – HVAC

Jennifer Thompson – Community Gardens

Jackie Anderson – Tool Library

Andrea Bartlett – Summer Food

Jason Sullivan -Safety

The presentations are attached and made a part of the minutes.

Ms. Theresa Liedtka, Board Chair adjourned the meeting at 2:05 p.m.

A handwritten signature in black ink, appearing to read 'Dan Walker', is written over a horizontal line.

*Mr. Dan Walker, Board Secretary*



## Friends of the Library Report

June 19, 2019

Dear Library Board,

Our Spring Mega Sale was held from April 27th – May 14th at Eastgate Town Center. We had gross sales of over \$18,000. Thanks to all our volunteers and to everyone who came out for the sale.

Our location sales at the downtown, Northgate, and Eastgate branches of CPL plus SkyLib at the Airport continue to generate approximately \$1,500 - \$2,000 per month in revenue.

We are currently using our funds to support the Summer Learning program.

Best,

Sharon

## **Travel Report**

### **June-July Travel**

#### **Corinne Hill, Library Director**

June 21-23, 2019 Attending the American Library Association annual conference to present to the Board of the Public Library Association an update on Public Library Standards for the International Federation of Library Associations. Washington, D.C. Paid for by the Friends of the Chattanooga Public Library

**BYLAWS  
OF THE  
CHATTANOOGA PUBLIC LIBRARY BOARD**

**ARTICLE I**

**ORGANIZATION, PURPOSE AND MISSION**

**Section 1.1 Organization.** The independent free library known and designated as the Chattanooga Public Library (“Library”) was created in accordance with Chapter 22 of the City’s Code recreated and established on August 16, 2011 by Ordinance No. 12537. The City of Chattanooga is the Library’s principal funding source and strategic partner. The special relationship between the Library and the City shall be reflected in resolutions, policies and interlocal agreements approved from time to time by the Library Board.

**Section 1.2 Facilities.** The Library may own, lease and operate library facilities at such locations as may be selected by the Library Board.

**Section 1.3 Registered Office.** The registered office of the Library shall be located at such place as the Library Board may establish from time to time.

**Section 1.4 Purpose.** The purpose of the Library is to provide free library services to residents of the City of Chattanooga. The Library may also provide library service to nonresidents on such terms as the Library Board may prescribe.

**Section 1.5 Mission.** The core mission of the Library is to be a catalyst for lifelong learning.

**ARTICLE II**

**LIBRARY BOARD**

**Section 2.1 General Powers.** The Library Board has the power to direct the affairs of the library, including appointment of a Library Administrator, who shall direct the internal affairs of the library, and such assistants or employees as may be necessary. The Library Board may make and enforce rules and regulations and establish branches at its discretion, subject to available funding. It may expend funds for the special training and formal education of library personnel; provided, that such personnel shall agree to work in the library for at least two (2) years after completion of such training and education. The Library Board may receive donations, devises and bequests to be used by it directly for library purposes. It may hold and convey realty and personal property and negotiate leases for and on behalf of such library. The Library Board shall furnish to the state library agency such statistics and information as may be required. The Board will comply with all state requirements to qualify for available funds.

The Library Board shall furnish to the City Council each fiscal year, an annual financial report setting forth its current year actual and upcoming year capital and operations requirements during the City's annual budget process. The Board shall be required to operate within the operating budget approved by the City Council without utilizing reserve funds unless that use is approved by the City Council. (Ord. No. 12537, 8-16-11).

**Section 2.2 Number, Appointment and Term.** As provided in Tennessee Code Annotated 10-3-103, when the governing body of a city or town establishes an independent free library, it shall appoint a board of not less than seven (7) nor more than eleven (11) members. The members of the Library Board shall be nominated by the mayor and confirmed by a majority of the members of the City Council. At the expiration of a Library Board member's term, the member shall hold over until the City Council confirms the mayor's nomination for that position (Ord. No. 12537, 8-16-11)

The members shall serve for terms of three (3) years. The appointing authorities shall endeavor to stagger the terms of Board Members. All board members may serve two (2) consecutive terms and may be reappointed after a minimum three (3) year break.

**Section 2.3 No Compensation; Reimbursement of Expenses.** Board Members shall be volunteers and shall not receive any compensation for their services as Members or Officers. The members may, with Board approval, authorize the reimbursement of reasonable and necessary expenses incurred by a member on behalf of the Library.

**Section 2.4 New Board Members.** New Board Members receive a new board member package and board training.

**Section 2.5 Voting.** A quorum for the transaction of business at any meeting shall consist of a majority of appointed Board members. A majority vote of those present is required for approval of an action or choice by the Library Board. A two-thirds vote is required for the approval and/or amendments to the Bylaws.

**Section 2.6 Vacancies.** Appointments to fill a vacancy of an unexpired term shall be for the remainder of the unexpired term only, and all members shall continue in office until their successors are appointed.

**Section 2.7 Removal.** Any member may be removed, with or without cause, at any time by a four-fifths vote of that Board. A member shall be removed upon missing three (3) consecutive meetings of the Library Board without good cause.

**Section 2.8 Library Administrator** The Library Board shall appoint a Library Administrator, who preferably, but not necessarily, has at least a Masters Degree of Library Science or equivalent degree from an American Library Association-accredited institution, who shall direct the internal affairs of the Library, and such assistants or employees as may be necessary. In the event of absence or illness of the Library Administrator, the Board shall designate an acting Library Administrator to fill that position on a temporary basis.

**Section 2.9 Library Budget.** A separate fund shall be established to account for all financial transactions, regardless of funding source, whether raised by bonds, donations, bequests, or City general fund. All funds shall be reported in accordance with generally accepted accounting principles and the terms of respective funding source. Such funds may be disbursed in accordance with policies of the Library Board, the City of Chattanooga Purchasing Policy, and Tennessee State requirements. All library accounts of every character shall be audited annually as part of the City’s annual audit.

**Section 2.10 Resignation of Board Members.** Board members who wish to step down prior to the end of their appointment should do so in writing to the Board Chair.

ARTICLE III

OFFICERS

**Section 1.1 Officers.** The officers of the Board shall consist of a chair, chair-elect, secretary and treasurer. The officers shall be elected at the Board’s Annual Meeting to serve one (1) two-year term. Their terms of office shall begin at the close of the Annual Meeting. They shall perform the duties as prescribed by these Bylaws.

**Section 1.2 Chair.** The chair shall preside at all meetings of the Board, authorize calls for any special meetings, perform the duties of a presiding officer, and shall perform such other duties as are generally associated with that office.

**Section 1.3 Chair-Elect.** The chair-elect shall preside in the absence of the chair and shall succeed the chair at the end of the chair’s term upon the recommendation of the nominating committee, and shall perform such other duties as are generally associated with that office.

**Section 1.4 Secretary.** The secretary shall keep a true and accurate record of all proceedings of the Board, and shall perform such other duties as are generally associated with that office.

**Section 1.5 Treasurer.** The treasurer shall review the financial status of the Library as it related to funds appropriated to the Library for its operation, and shall invest and/or handle other funds, securities, and financial affairs at the direction of the Board, and perform such other duties as are generally associated with that office. In the absence of the treasurer, his or her duties shall be performed as the Board may designate.

ARTICLE IV

COMMITTEES

**Section 4.1 Executive Committee.** The executive committee of the Board shall consist of the current officers and the immediate past chair. It shall consult and advise as needed and review the performance of the Library Administrator each year prior to its Annual Meeting and make any recommendations to the Board.

**Section 4.2 Other Committees.** The Library Board may create committees as needed. In most cases these committees serve the purpose of investigation, a focused look at a topic, or other purposes. While these committees do not have the authority to act independently, they can make recommendations or reports to the Library Board.

## ARTICLE V

### MEETINGS

**Section 5.1 Regular Meetings.** The Library Board shall establish the times and places for holding regular meetings of the Board.

**Section 5.2 Special Meetings.** Special meetings of the Library Board may be called by or at the request of the Chair or by written request of a majority of the members for the transaction of business stated in the call for the meeting.

**Section 5.3 Notices of Regular and Special Meetings.** Notices of regular and special meetings shall be published at least seven (7) days in advance of the meeting. Additionally, notices shall be posted on the front door of each library and on the library's web site.

**Section 5.4 Annual Meeting.** The Annual Meeting shall be held at the regular meeting in June, just prior to the end of the fiscal year. Officers shall be elected; board appointment dates and these Bylaws shall be reviewed. Additionally, the Library Budget will be approved, and any other business deemed relevant to the business of the Board.

**Section 5.5 Quorum.** A majority of the members identified immediately before the meeting begins shall constitute a quorum for the transaction of business at any meeting of the Library Board

**Section 5.6 Manner of Acting.** The affirmative vote of a majority of the members present and eligible to vote at a duly convened meeting of the Library Board at which a quorum is present shall be the act of the Board provided that it is performed in accordance with these by-laws.

**Section 5.7 Agenda.** The Library Administrator establishes a proposed Agenda for the meeting. The Agenda may be corrected or modified by the Board at its meeting. The order of business for regular meetings shall include, but not be limited to, the following items, which shall be covered in the sequence shown so far as circumstance shall permit.

- Call to Order and Roll Call
- Corrections and Modifications to the Agenda
- Approval of Minutes
- Reports
- Public Comment
- Old Business
- New Business

## Adjournment

**Section 5.8 Visitors.** During the Public Comment portion of the Agenda, the Chair will ask if anyone present wishes to speak. A person who wishes to be speak will be recognized by the Chair, and the person shall state their name address for the record. Should the request to speak be granted, the Chair may limit the time for presentation, and if there are numerous requests to address the Board on the same subject, the Chair may select representatives to speak on each side of the issue.

**Section 5.9 Open Meetings.** The Library Board shall cause all of their meetings to be conducted in accordance with the Open Meetings Law of the State of Tennessee.

**Section 5.10 Proceedings.** The proceedings of Board meetings shall be governed by the most current edition of *Robert's Rules of Order*, unless contrary to these Bylaws.

## ARTICLE VI

### LIBRARY ADMINISTRATOR

**Section 6.1.** The Library Administrator shall be the executive officer of the Library.

**Section 6.2.** The Library Administrator shall have sole charge of the administration of the Library under the direction and review of the Board.

**Section 6.3.** The Library Administrator shall have the power to write and enforce administrative regulations or procedures governing the Library which stem from adopted and approved Board policies. Such regulations or procedures shall be consistent with the policies of the Board

**Section 6.4.** The Library Administrator shall select, employ and supervise the staff.

**Section 6.5.** The Library Administrator shall attend all Board meetings, except those at which her/his appointment, salary, or performance is to be discussed or decided.

## ARTICLE VII

### CONFLICTS OF INTEREST

**Section 7.1 Ethics.** Board members, in the capacity of trust imposed upon them, shall observe ethical standards with absolute truth, integrity and honor.

**Section 7.2 Service.** Board members shall promote a high level of service while observing ethical standards.

**Section 7.3 Personal Interests and Financial Benefits.** Board members shall avoid situations in which personal interests may be served or financial benefits gained at the expense of Library users, colleagues or the institution.

**Section 7.4 Personal Advantage.** Board members shall not use the Library for personal advantage or the personal advantage of friends or relatives.

**Section 7.5 Conflict of Interest.** Board members will declare any conflict of interest between their personal life and their position on the Board and avoid voting on issues that appear to be a conflict of interest. It is each Board member's responsibility to disqualify or recuse himself/herself from voting immediately whenever the appearance of a conflict of interest exists.

**Section 7.6 Code of Ethics.** The Board follows the City's Code of Ethics set forth in the City Code, Sec. 2-750-774, and comply with any Executive Orders on Ethics which are adopted by the Mayor as may be amended.

## ARTICLE VIII

### POLICIES, PLANS, RULES AND REGULATIONS

**Section 8.1 Rules of Operation.** In addition to operating in accordance with these Bylaws and the laws of the State of Tennessee, the Board shall adopt policies, plans, rules, and regulations to govern its operations, and may affirm policies, plans, rules and regulations proposed by the Library Administrator for the management and administration of the Library.

**Section 8.2 Policies.** All policies, plans, rules, and regulations are available electronically through the City of Chattanooga and Chattanooga Public Library's websites. A hard copy will be made available through the Library's Administration Office.

**Section 8.3 Compliance with applicable law.** The Library Board and Library Administrator shall comply with all laws of the State of Tennessee for any purchases or disposition of municipal property as set forth in the Municipal Purchasing Law of 1983 as amended at Tennessee Code Annotated § 6-56-301 et. seq. and all other municipal, state, and federal laws. Should a conflict arise between these Bylaws and applicable law, the applicable law shall prevail.

## ARTICLE IX

### GENERAL

**Section 9.1 Fiscal Year.** The fiscal year of the Library shall be July 1 to June 30.

**Section 9.2 Amendment of Bylaws.** These Bylaws may be amended at any regular meeting of the Board by a vote of two-thirds (2/3) of those present and voting, providing the amendment was e-mailed to all members ten (10) days prior to the meeting at which such action is proposed to be taken.

The Bylaws will be reviewed by the Board each year as part of the Annual Meeting of the Board.

The ByLaws were amended and approved by the Chattanooga Public Library Board of Directors at their annual meeting on June 20, 2018.

The ByLaws were amended and approved by the Chattanooga Public Library Board of Directors at their annual meeting on June 19, 2019.