

## **Virtual Meeting of Sherborn Library Board of Trustees**

**Tuesday, April 19, 2022**

### **Trustees Participating**

Kristiina Almy  
Erin Carroll  
Brian Connolly (Chair)  
Bruce Eckman  
Christopher Kenney  
Maximilien Klaisner  
Sue Lepard  
Mary McKenna  
Frank Orlando

### **Other Participating**

Library Director, Elizabeth Johnston, Sean Killeen (DPW) Diane Moores (Town Administrator) Jeff Waldron (Select Board), Mary O'Hara Moore & Margaret Powicki (Landscaping), Liz Anderson (Assistant Library Director).

This was a virtual meeting conducted in connection with the Zoom Platform with call-in capability. Consistent with requirements, the meeting was being recorded and will thereafter be kept as an official Town record.

### **Call to Order**

The meeting of the Library Trustees was called to order by Chairperson, Brian Connolly at 7:32 pm.

### **Vote to Adjourn to Executive Session 7:33pm**

Chair: Adjourn to Executive Session under the following exemptions, not to return to Open Session.

Item 1: To discuss strategy with respect to threatened potential litigation if the Chair so declares that an open meeting may have a detrimental effect on the litigating position of the Select Board and Town, and the Chair does so declare, to discuss the Town Library pursuant to M.G.L. Chapter 30A, Sections 21(a)(3) and (7) and Suffolk Construction v. DCAM, 449 Mass. 444 (2007)

Participants: Board of Trustees

Roll Call Vote: Kristiina Almy (Aye); Erin Carroll (Aye); Brian Connolly (Chair) (Aye); Bruce Eckman (Aye); Christopher Kenney (Aye); Maximilien Klaisner (Aye); Sue Lepard (Aye); Mary McKenna (Aye); Frank Orlando (Aye).

Other Participating: Elizabeth Johnston (Library Director), Sean Killeen (DPW) Jeff Waldron (Select Board)

### **Return to Public Session – Waiting for Public Meeting Start at 8PM**

Q. Why do these meetings start at 7:30p and not 7p?

A. Historical, commuters, meetings were in person, tough to get back from Boston in time.

Can do Zoom meetings through July, then back to in-person sessions per state of Massachusetts.

Likely they will allow hybrid meeting from July forward. Town is looking for equipment to support this.

### **Chair Report**

#### **Voting of Minutes**

Brian Connolly requested a vote to approve minutes from meeting held on March 15, 2022, Motioned by Frank Orlando, Seconded by Kristiina Almy, unanimously approved.

#### **Chair's Report (Brian Connolly)**

-Town election is May 10. Mary McKenna is an appointment filling out a term. Town caucus endorsed. There is a contested election for full term Library Trustees: Brian Connolly, Seth Molly, Tom VanLangen, and John Viggato. Very unusual to have a contested election for this Board, good to see so many people interested in helping.

-April 26 Town Meeting Report sent to households. Library Project is referenced but no specific article – no voting item. Update on Library Project on page 2. Brian Connolly read update aloud:

*The increase in Debt Service for FY2023 is driven by the \$1.6 million Pine Hill Lane project approved last year, as well as the Library Construction Project. The Library project, of course, looms over the Town's debt situation. While the project's initial cost was estimated to be \$8 million, it has grown to \$14.6 million as of January 2022. The increased costs since last fall are attributable to replacing ductwork damaged in the construction project that resulted in asbestos contamination in the building, which needs to be remediated. This work was not in the original scope of the Library project but must be done for public safety. The Library project is under litigation, and the Town is advised not to predict final project costs until the work is completed and the litigation resolved, but the Library Building Committee strongly anticipates project completion during the current calendar year. The Town has borrowed approximately \$4.7 million so far and anticipates greater than \$2 million in additional borrowing to complete the Library project.*

-We can roll over Grant Anticipation Note (Due June 29, 2022) short-term financing vehicle for the final MBLC grant at completion of project. Town advised we could roll over. April 21 meeting approval will take place. (Bond counsel successfully lobbied the state to change their mind.)

-Financial Review (two parts) will be in different parts of this meeting.

-April 8, 2022 Library Project Update Wanted to update October 2021 letter. Required accurate schedule information (~April 4) and publish well in advance of the annual town meeting. Select Board approved the update; letter was signed by Brian Connolly and Eric Johnson (Select Board Chair).

Comment in Chat: May want to provide update to all Town Employees in case they get questions about the status of the Library Project

#### **Friends of the Sherborn Library Report** (Elizabeth Johnston for Amy Vanlangden)

Book Sale was very successful – 3 days

Trivia Night – great night – still tallying the totals.

May 7 is the 50<sup>th</sup> Arts & Craft Fair (Jameson Field) – several celebratory events to mark the 50th

### **Subcommittee Reports**

**Building Committee** (Chris Kenney)

## LBC 4/4/22 Mtg Updates

- a. BCG Materials
  - a. Pay Application #48, pending
    - i. BCG responding to comments from BAA, CHA
- b. Invoices and Requisitions
  - a. BAA Invoices
    - i. None
  - b. WJE (Window testing agent)
    - i. Inv # 0508776 dated 3/18/22 for \$ 8,000 for services provided through 2/27/22;
      - 1. including coordination of Intertek services, site visit, observations on 1/26/22, and testing reports
- c. Abatement & Duct Replacement Update
  - a. Abatement -Bristol Environmental
    - i. Cleaning & abating in existing Bldg, progressing with additional work, removal of carpet underway.
      - 1. Smith & Wessel on site full time for abatement air quality monitoring
    - ii. Currently at approx. \$85K on T & M on the \$80-100K estimated additional scope
      - 1. Anticipating need for an additional \$75- 80K to finish
        - a. LBC vote taken to approve additional \$80K for Bristol to continue cleaning
    - iii. Mech rm cleaning separate
      - 1. Some ductwork may be able to be cleaned and saved
      - 2. Extent of lined duct to be determined
  - b. Ductwork replacement-
    - i. Apex estimates a 5-mos duration with a start in mid- April
      - 1. Field measurements needed for final mech room scope
    - ii. \$150 K value carried in current budget
    - iii. Schedule may extend
- d. OPM Reported Progress Review/ Schedule
  - a. Started on 2nd flr, work completed
    - i. Bldg separate 1st & 2nd flr
      - 1. All porous material removed, light recess, etc. sealed
      - 2. Attic spaces, conf rms, halls, etc. cleaned
      - 3. On 4/4 base bid work progressing, 1st flr and basement work remain
  - b. Apex (ductwork) complete mid sept.
  - c. 2-mos with BCG for closeout, acceptance
    - i. BCG to start when Bristol complete w/o 4/25
  - d. SL-19 Overall Project Schedule update due from BCG, date TBD
  - e. CHA to reach out to vendors with new anticipated completion dates
- e. Project Budget
  - a. Update by CHA provided on 4/18, being reviewed
    - i. Move-in costs? 5-yr old quote needs to be confirmed.
    - ii. FFE items shipped to storage may also have cost increases
    - iii. Carpet replacement needs to be added to budget
      - 1. BAA working on selection from available off the shelf product
- f. Next LBC mtg on 5/2

**ARPA Fund Status (Elizabeth Johnston)**

Submitted through Landscaping Committee for Campus Improvements including Library  
 Diane Moores met with Advisory – there is an extensive list for landscaping around Town buildings.  
 She will bring to Select Board by May 19 for their review

**Finance Committee (Frank Orlando/Brian Connolly)**

Contribution to offset library budget: (2 funds) \$62,092 from Endowment to Operating Expense  
 Contribution to Town Budget. Not truly a direct library operations offset – Town recognizes as revenue.  
 Need approval to initiate the transfer.  
 Brian Connolly Motioned to Approve the FY’22 Library Endowment to the Town, Mary McKenna  
 Seconded, Unanimously approved.  
 Will be transferred to Town at end of fiscal year.

Frank Orlando shared three slides to explain the Contributions to the Library Construction Project from the Library Endowment (see below).

	Amount	Note
<b>Capital Contribution</b>		Directly to Library Construction Project
2015-2016	\$2,845,633	Private funds raised for project
December 2016	918,809	Private funds raised for project
April 2019	284,344	Trustee voted contribution from endowment
June 2022 (proposed)	338,014	Trustees voted contribution from endowment
TOTAL	\$4,386,800	
<b>Operating Expense Contribution</b>		Included as Revenue in Town Budget -- no direct benefit to Library budget
FY 2015	\$16,221	
FY 2016	24,857	
FY 2017	25,230	
FY 2018	46,096	
FY 2019	51,330	
FY 2020	46,933	
FY 2021	61,017	Represents ~12% of annual Library operating budget
FY 2022	62,092	Committed in March 2021 and to be paid in June 2022
Proposed FY 2023	0	Conserve funds for capital contribution and Library in SCC into FY 2023
SUB TOTAL	\$271,684	
	<b>\$4,658,484</b>	Note: \$834,950 contributed since December 2017 (post construction start)

**Recommended Contribution from Library Endowment to Library Construction Project**

Year End	Library Endowment Balances	Capital Contribution/ (Withdrawal)	Comment
6/30/18	\$2,568,176		
6/30/19	2,398,485	\$(284,344)	Contribution to Library Construction Project (April 2019)
6/30/20	2,438,834		
6/30/21	3,041,832		
3/31/22	3,094,979	275,000	Private Donations restricted to operating expenses (\$200k) and landscaping (\$75k)
3/31/22 pro forma	\$2,694,873	(338,014)	Pro forma includes payment of 2022 FY \$62,092 operating expense contribution to be paid to Town in June 2022, Proposed contribution to Construction Project
		<b>\$(347,358)</b>	

- The proposed contribution would reduce endowment balances by ~11%, however the remaining funds would have a much greater proportion (~90%) restricted to specific purposes (operating expenses, landscaping, books and children).
- Funds use is restricted either for purpose of use or the original capital contribution is not permitted to be expended. Restricted funds include the construction project "Finishing Touches" fund.
- Unrestricted funds are mostly available from five of the older endowment funds, two of which are in Town Treasurer's custody
- All funds require Library Trustee approval, whether they are in custody of the Library Trustees, or in custody of the Town Treasurer

Recommended Contribution from Library Endowment to Library Construction Project

Sherborn Library Endowment Funds		3/31/2022							
Funds in Library Trustee Custody	% of Invested Value	Invested Market Value	Unrestricted Original Amount	Expendable	Unrestricted	Unrestricted	Unrestricted	Unrestricted	Unrestricted
Saltonstall Operating Fund	61.8%	\$1,907,374	\$251,000	\$1,656,374					Operating Fund only
Saltonstall Capital Fund	1.3%	\$34,475	\$0	\$34,475					Heav at \$20,000 as Trustees did last time
Dowse Memorial Fund	1.8%	\$56,228	\$47,325	\$8,904					Has cap on Capital Items of \$47,325 reduces annual maintenance if we use
<b>Book Endowment Funds:</b>									
Total	4.7%	\$145,584	\$19,523	\$126,061					restricted to books
Children's Endowment (Weezie Funds)	7.4%	\$230,202	\$80,000	\$150,202					Trustees used \$104,000 last round applied to Children wing. I suggest we apply \$50,000 to Children wing costs.
Pease Saltonstall Maintenance Fund	1.3%	\$41,369	\$0	\$41,369					Trustees chose to leave \$30,000 last round however this is a maintenance fund so I am unclear as to restrictions
Landscape Endowment Fund	3.0%	\$93,098	\$6,250	\$86,848					I suggest we apply \$20,000 to landscape improvements after construction
Dudley H & Sally S Willis Renovation Fund	2.3%	\$71,071	\$51,538	\$19,533					
Sub total	83.3%	\$2,279,400	\$455,636	\$1,823,764					
<b>Funds in Town Treasurer Custody</b>									
Greenwood Fund (books)	0.2%	\$7,568	\$0	\$7,568					books
Misc. General/Richardson Fund	2.4%	\$73,734	\$11,000	\$62,734					Suggest we leave 2x the unrestrictable amount like what was done for the Pease Saltonstall acct
Weeks/Dowse Children's Fund	6.3%	\$186,313	\$50,000	\$136,313					
Sub total	9.0%	\$277,615	\$61,000	\$216,615					
Sub total	92.3%	\$2,857,015	\$516,636	\$2,340,379					
UBS Sub Account (finishing touches)	7.7%	\$237,964		\$237,964					Dedicated to specific post constructing activities (e.g. naming rights)
<b>TOTALS</b>	<b>100.0%</b>	<b>\$3,094,979</b>		<b>\$2,577,744</b>					
									include FY23 Maintenance contribution \$60,014
									Suggested Renovation \$338,014 Timing depended on cash flow needs

Contribution to the Library Project from the BOT of FY23:

Library Endowment: ~\$3M 11 funds - many are restricted use funds.

Library Project: 2019 BOT contribution was appropriately made for \$284,344.

Suggestion for next year: FY'23 \$0 for operating expense contribution directly to Library Project \$338,014 in June 2022 is suggested (\$260K from Endowment + ~\$62K from Operating Expense Contribution). Recommending we use the Operating Expense Contribution in FY'23 to go directly to Project.

Brian Connolly reviewed summaries of endowments over last four years (see above).

Can vote on this in the next meeting – no urgency now that town can roll over the Note.

For next year, FY'23 \$0 for operating expense contribution directly to Library Project

Elizabeth Johnston: Want to clarify re the \$200,000 in the private donations. Did not come from Dudley Willis it came from the Richard Saltonstall Charitable Foundation. Dudley and Sally Willis do have a renovation fund in their names. The Richard Saltonstall Charitable Foundation has been supporting the library since the early 1980s', after the Saltonstall family donated the original library to the town.

Q. Original Library donation? A. Original library building donation in 1970 was the Saltonstall Family donation, then when Mary B. Saltonstall died a new Saltonstall capital fund was established by her husband, Richard Saltonstall, then when Richard died the Saltonstall Operating Fund was set up in his memory by the Richard Saltonstall Charitable Foundation.

If we were to do this capital contribution from the endowment, note many funds are restricted, so this would increase restricted purpose funds to ~90% of balance.

Frank Orlando: Recommend holding off on the contribution until July, when FY expenses will occur.

Brian Connolly: Some funds the Town Treasurer thought should be managed by the Town and were moved. The Library Board has to approve the use. They are largely unrestricted. Those would be the first ones to use, lower yield than UBS. Hank Rauch (ex-Treasurer of Library BOT) came out of retirement to advise us – he was in the investment business and provides good advice.

No urgency to vote on this tonight. Now that the Note is not due. We can wait for FY'23.

Mary Moore: Thanks for the transparency, Brian and Frank. Great best practice. In 2019 we had a good year for appreciation on endowments.

Brian Connolly: Slide 3 shows the different funds. Reviewed, pointing out Proposed Contribution from each. Color coding restrictions: Green none, Red, very restricted, Yellow some flexibility.

Mary Moore: Some of the Annual Operating Subsidy has gone to things like Rent for this Project. Never thought it would go this long.

Q. Are we paying rent from the Operating funds? A. Yes, for rent and utilities.

Elizabeth Johnston: The Endowment has been carefully planned for years to make these contributions.

Mary Moore in Chat: A history of donations to the Sherborn Public Library can be found here:

<https://www.youtube.com/watch?v=j7vVr4pkjeo>

Frank Orlando: \$275K was brought in through Elizabeth's fundraising efforts in Q4. She's not waiting for the library to reopen, and she's been very successful.

Heidi Doyle will go to the Select Board mid-May to request funds to finish the project ~\$2.2-2.6M (to be reimbursed by MBLC final tranche upon occupancy). Will be precise after budget review and reconciliation. Will be good for her to know we are considering this.

Frank Orlando: Chris Kenney, we'll need to know Apex payment schedule. Chris will provide.

#### Annual State Aid Award (Elizabeth Johnston)

Usually per capita based award \$6,000 in state aid – usually goes into Operating Budget. Elizabeth contacted MBLC, who said this is a Library Award and rolls over if not spent. Should not be appropriated, not an offset, so we will correct this year. Discussed with Deb Siefring, Sherborn Interim Finance Director. Won't go into the General Fund of the Town. Likely when we move into the Library, we'll discover needs we weren't able to plan for. Could use for Programming, Technology, other. Elizabeth would like to reserve it for the project costs or post move-in needs.

Will be a separate account and will carry over. It's there now and it's dedicated to the Library.

Jeff Waldron: May want to set up a revolving fund like we have for Woodhaven.

Q. Are there restrictions? A. It's not meant for operations, so programs, or technology, etc. would be good.

#### Technology Committee (Frank Orlando/Elizabeth Johnston)

Frank: We need the servers in new library. If money is left in the operating budget, we should look at this. Phones will surface soon as well (May/June). Elizabeth Johnston: Agreed. We also need printers, etc. all backordered. We can order them now, okay if they don't arrive until FY'23 if we have the operating funds to encumber.

#### Community Relations/Communications (Kristiina Almy, Max Klaisner, Susan Lepard)

No updates from Kristiina Almy or Max Klaisner.

Sue Lepard met with Elizabeth Johnston and Liz Anderson for a great background on the project.

This project has spanned a long period of time. Many new people in town. Any public forum will require a recap. Important to share lowest qualified bid had to be accepted.

Jeff Waldron: Some information can't be shared due to legal litigation. It could go on for years. We've been constrained by the lawsuit. Really need to get to the point where we can share everything.

Mary Moore volunteered to share more about the project with Sue Lepard and seconded the attention regarding the new people in town.

Sue Lepard: We're also handicapped by a lack of a local newspaper to communicate with residents.

We need to be prepared to share how we got here.

Mary Moore: I think the letter Brian Connolly referenced for the update is super helpful.

Sue Lepard: We would need to be well prepared to go in front of town meeting.

Elizabeth Johnston: This has gone on for a long time. People need to be brought up to date as much as possible.

Bruce Eckman: Unfortunately, we are constrained right now. But once litigation is done, we can fully communicate.

Brian Connolly: Just back of the envelope, since the project started, there are 30-35% of new people in town. Thanks for your perspective, Sue. Being a relative newcomer is a good perspective for our Board.

Brian Connolly: My apologies for skipping earlier - Mary Moore is here to present the Landscaping work.

#### **Landscaping Subcommittee (Mary Moore)**

Phase One work estimates being reviewed tomorrow. Mary Moore will meet with Sean Killeen to discuss trees. Many people want to donate. Elizabeth Johnston is reviewing some proposals for a donation program by Margaret Powicki and Abby.

Elizabeth Johnston: The Amendment to existing gift acceptance policy for Donation Program. Grounds around library cannot use state grant funds meant for Library Reconstruction. She sent the amendment to the Board.

#### ***Landscape Gift Acceptance Amendment - April 19, 2022***

*In January, 2017 a groundbreaking ceremony was held for the renovation and expansion of the 1971 Library. The Library schedule calls for a Fall 2022 reopening of the Library building at 4 Sanger Street. Costs associated with landscaping the grounds surrounding the Library are not eligible for the use of grant monies awarded to Sherborn by the Commonwealth of Massachusetts Public Library Construction Program. For this reason, the Library Trustees anticipate that landscape design and the renewal of plantings surrounding the Library may be attractive to private donors for tributes and memorial gifts established on the Library grounds.*

*As the time has come to plan for the design of the Library's landscaping and identify its funding sources, a Landscape Committee has been formed. Talented landscape designers, knowledgeable arborists and Library leaders have come forward to volunteer their time to develop and implement a plan.*

*A period of opportunity for supporting identified plantings of trees, shrubs and plants will commence in 2022 and conclude when the design has been fulfilled. A limited number of naming opportunities for plantings and associated care plans, and outdoor furnishings, will become available. When the landscape design is fully met, this Landscape Amendment to the Gift Acceptance Policy reverts to shared consultation by the Library Trustees, Library Director and Department of Public Works Director, Select Board members and other Town administration department to review donors' intentions in regard to the Master Plan for the Municipal Campus. The Amendment will be reviewed for future development.*

*The overarching guidelines in the above Gift Acceptance Policy also pertain to contributions to the landscape fund and the naming of garden and landscape elements in the comprehensive design. The choices of plantings and furnishings will be pre-arranged in the professional design plan available on the Library's website. The method and content of donor recognition is subject to approval of the Library Trustees and Landscape Committee.*

*Donations for special plantings and installation may include the provision of funding for the entire associated project, from planning to installation to maintenance, including the cost of professional consultation if required. The Library landscape plan will specify the parameters of long-term nurturing of plantings to maintain the splendor of the design to maturity.*

*Donors are responsible for determining the value of all gifts; donors may wish to have an appraisal of value for income tax purposes prior to making the donation.*

*The Library and Town of Sherborn retain the right to alter, relocate or remove any landscape objects as the future needs of the Municipal Campus may dictate, although historically unforeseen changes are uncommon and often caused by catastrophic circumstances.*

4 suggested naming opportunities: Trees (4 @ \$5,000) , Benches (4@10,000) Planters (\$300-1200 for local garden clubs), and Unrestricted Gifts of \$100 and above. Many people are asking so we'd like to get these up on the website.

Q. Who is in charge of naming? BOT. Covered in current Gift Acceptance Policy.

Mary Moore: Very deliberate, similar to inside the building.

Q. Are these costs enough? Seems a little low. A. We think so, want to follow the plan.

Also, people have an opportunity to donate landscaping funds in addition to trees, benches, etc. for maintenance, etc.

Frank Orlando: UBS has Landscaping Endowment. Do we have a plan in case we get more funds that needed? May want to think about that.

Q. Why aren't Friends running this? A. More consistent to be BOT. They have the responsibility for the building and the grounds and a gift policy I place.

Q. If it's a material gift, who assesses? A. Donor has to handle material value of donation .

Brian Connolly: Can I have a motion to accept the Amendment for landscape contributions? Motioned (Bruce Eckman). Seconded (Frank Orlando). Passed Unanimously by BOT.

Elizabeth Johnston: Hartney Greymont Tree Care is \$5000 for all trees annually (Gypsy Moth, Fertilization, etc.). There is a surplus in Operating Budget because Children's Librarian not hired yet. Want to use for this tree care. Any objections? None.

### **Tributes to Departing Trustees** (Elizabeth Johnston)

Kristiina Almy & Bruce Eckman will finish their terms in May. Elizabeth Johnston chose books in their honor for the library.

For Kristiina Almy:

*Modern Women Artists in the Nordic Countries, 1900–1960* by Kerry Greaves (First acquisition for a public library in MA. ) Chosen because Kristiina Almy is a painter who does modern landscapes. The library has benefitted from her talent through design of the website and the Newsletter.



For Bruce Eckman:

*American Speeches: Political Oratory...* Ted Widmer, Editor. 3 volume set.

Chosen because trustees and librarians benefited from his leadership and knowledge. Bruce Eckman has served on the BOT from 1994-2022. (Bruce is the longest serving Trustee in the 20<sup>th</sup>/21<sup>st</sup> century.)

Motion to adjourn. Unanimous roll call vote. Adjourned 9:42PM.

Submitted,

Mary McKenna, Recording Secretary