

**MINUTES  
BOARD OF TRUSTEES  
SMITHTOWN LIBRARY  
November 17, 2015**

A regular meeting of the Board of Trustees of The Smithtown Library was held at the Commack Branch, Commack, New York on the 17<sup>th</sup> day of November, 2015 at 7:00 p.m.

The following Library Trustees were present and participating at the meeting: Gerard J. Cairns, John C. Martins, Diana Schilling-Held, Otis M. Thornhill and Joseph Vallone. Trustees Suzanne Mohr and Rudy W. Zientarski were absent with prior notice.

Also present were Library Director Robert Lusak, Treasurer Joanne T. Grove and Clerk Linda Taurassi.

John C. Martins, President of the Board of Trustees, acted as Chairman of the meeting and Linda Taurassi, Clerk of the District, acted as Secretary of the meeting.

**READING AND APPROVAL OF MINUTES**

1. Trustee Otis Thornhill moved to accept adoption of the following resolution:

*RESOLVED: That the REGULAR MEETING MINUTES of October 27, 2015 be approved as presented.*

The motion was seconded by Trustee Gerard Cairns and adopted by a unanimous 5-0 vote.

**REPORTS OF OFFICERS, BOARDS, STANDING COMMITTEES & DIRECTOR'S REPORT**

2. In the absence of Committee Liaison Suzanne Mohr, the BUDGET AND FINANCE COMMITTEE report was presented by Library Board President John Martins, who moved to accept adoption of resolution "a":

- a. *RESOLVED: That the TREASURER'S REPORT for the month ended October 31, 2015 be approved for filing (copy of report appended to the original of these minutes).*

The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote.

Library Board President John Martins moved to accept adoption of resolution “b”:

b. RESOLVED: That the following WARRANTS be approved for payment.

i.	Warrant #15-November (“L” fund) PREPAYS	\$ 26,928.30
ii.	Warrant #15-November (“L” fund) WARRANT	\$ 87,155.72
iii.	Warrant #15-November (“M” fund) WARRANT	\$ 6,000.00
iv.	Warrant #15-November (PAYROLL #23 – 11/6/15)	\$ 225,547.40

The motion was seconded by Trustee Otis Thornhill and adopted by a unanimous 5-0 vote.

c. After discussion with Library Treasurer Joanne T. Grove regarding the refunding of the 2008 bond series through the Dormitory Authority of the State of New York, Library Board President John Martins moved to accept adoption of the following resolution:

*WHEREAS, the Dormitory Authority of the State of New York (“DASNY”) previously issued its Smithtown Special Library District Revenue Bonds, Series 2008 (the “Prior Bonds”) for the benefit of The Smithtown Library (the “Institution”) and loaned the proceeds thereof to the Institution to finance the Expansion/Renovation of four (4) library buildings (the “Project”), all as authorized by proposition duly adopted at a special district meeting vote on March 4, 2008 and*

*WHEREAS, the Institution proposes to refinance the Project in order to achieve debt service savings;*

*NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of the Institution as follows:*

*Section 1. The Institution is hereby authorized to refinance the Project by borrowing from DASNY the proceeds of tax exempt and/or taxable bonds to be issued by DASNY on behalf of the Institution (the “Bonds”). The Bonds shall be in a total principal amount not to exceed \$18,000,000., which, in the judgment of an Authorized Officer (as defined below) of the Institution, will be sufficient to refund the Prior Bonds, plus (a) the amount of any debt service reserve fund required in order to market and sell the Bonds, (b) the amount of any bond insurance premiums for any policy to insure the Bonds or the cost of any other credit enhancement for the Bonds, (c) the amount of any original issue discount utilized in connection with the offering and sale of the Bonds, and (d) all legal and other costs associated with the issuance of the Bonds ((a) through (d) being collectively referred to as the “Issuance Costs”). Proceeds of the Bonds will be used for the purpose of (i) refunding the Prior Bonds and thereby refinancing costs of the Project, (ii) making a deposit into one or more reserves, if required, and (iii) financing the Issuance Costs or reimbursing the Institution for the costs incurred in connection therewith.*

*Section 2. The Board President, Vice President, Secretary and Treasurer (collectively, the “Authorized Officers”) are, and each of them hereby is, authorized to approve, execute and deliver the following: (i) a loan agreement between the Institution and DASNY providing for the loan by DASNY to the Institution of the proceeds of the Bonds, upon the terms and conditions set forth in such loan agreement, and for the repayment of such loan by the Institution and the payment by*

*the Institution of fees and other costs and expenses, and which loan agreement may provide, among other things, for the pledge, assignment or mortgage of, or other conveyance of an interest in, assets, property (including without limitation the mortgage of real property) if required or revenues of the Institution to secure its obligation thereunder; (ii) agreements or other instruments providing for, among other things, the pledge, assignment or mortgage of, or other conveyance of an interest in, assets, property (including without limitation the mortgage of real property) or revenues of the Institution to DASNY in order to secure the obligation of the Institution under the loan agreement; (iii) a tax pledge and collection agreement authorizing the entities which levy and collect taxes for the benefit of Institution to remit such taxes to the trustee for the benefit of the Holders of the Bonds in order to pay principal of and interest on the Bonds; (iv) a bond purchase agreement between DASNY and the underwriter(s) designated by DASNY; (v) a letter of representation and indemnity from the Institution to DASNY and the underwriter(s); (vi) a tax compliance agreement containing certain representations and covenants of the Institution with respect to, among other things, the activities of the Institution and use of the Project, in order to maintain the non-inclusion of interest on the Bonds from gross income for federal income tax purposes; (vii) reimbursement or similar agreements with the provider of any financial guaranty insurance policy or other credit enhancement facility (if any) obtained in connection with the issuance of the Bonds; and (viii) all other documents necessary or appropriate in connection with the issuance of the Bonds and/or refinancing of the Project (collectively, the "Financing Documents"), each in the form approved by the Authorized Officer(s) executing the same, the execution by such Authorized Officer(s) to be conclusive evidence of such approval.*

*Section 3. The Authorized Officers are, and each of them hereby is, authorized to approve the parts of the preliminary and final official statements prepared in connection with the issuance and sale of the Bonds relating to the Institution, the Project, the Financing Documents, the Bonds, the estimated sources and uses of Bond proceeds and other funds and the financial statements of the Institution or other information provided by or on behalf of the Institution, and to take such further action as such Authorized Officer(s) shall deem necessary or desirable to carry out the transactions contemplated by the Financing Documents, including, without limitation, providing and certifying the information relating to the Institution, the Project, the Financing Documents, the Bonds, the estimated sources and uses of Bond proceeds and other funds and the financial statements of the Institution or other information provided by or on behalf of the Institution.*

*Section 4. The Authorized Officers are, and each of them hereby is, authorized to approve, execute and deliver a continuing disclosure agreement providing, among other things, for the filing by the Institution with Digital Assurance Certification and/or the Municipal Securities Rulemaking Board, of (i) certain financial information and operating data of the Institution, together with the audited financial statements of the Institution, on an annual basis and (ii) notices of occurrence of certain material events. Any such continuing disclosure agreement shall be in the form approved by the Authorized Officer(s) executing the same, the execution by such Authorized Officer(s) to be conclusive evidence of such approval.*

*Section 5. The Authorized Officers are, and each of them hereby is, authorized to execute on behalf of the Institution and to deliver any and all*

*instruments and documents, including, but not limited to, such agreements, certificates or instruments required in connection with the Bonds or the Loan as may be required under the terms of any Financing Document or otherwise deemed necessary or advisable by such Authorized Officer(s) and to do any and all such other acts as they or any of them may deem necessary or desirable to carry out the purposes and intent of the foregoing resolutions, including but not limited to payment of any arbitrage rebate liability as may be due under the loan agreement entered into in connection with the Prior Bonds.*

*Section 6. All action taken and all instruments executed by any Authorized Officer prior to the adoption of these resolutions with respect to the Bonds, the Financing Documents and all matters related thereto are hereby ratified, confirmed and approved.*

*Section 7. These resolutions shall take effect immediately.*

**CERTIFICATION**

*The undersigned, Secretary of the Smithtown Special Library District, hereby certifies that the foregoing resolutions were duly adopted at a meeting of the Board of Trustees of the Institution held on \_\_\_\_\_, 2015, they have not been amended or repealed and remain in full force and effect.*

\_\_\_\_\_ [signature]  
\_\_\_\_\_ [type or print name]  
\_\_\_\_\_ [date]

The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote.

Library Board President John Martins moved to accept adoption of resolution “d”:

- d. RESOLVED: *That the Board of Trustees of The Smithtown Library does hereby retain the services of financial advisor Noah Nadelson, of Munistat Services, Inc., at a rate not to exceed TWENTY THOUSAND DOLLARS (\$20,000.00), for the purpose of assisting the Library in the refinancing of the outstanding Revenue Bonds, Series 2008. Munistat will coordinate such refinancing with the Dormitory Authority of the State of New York and will assist the Library in the preparation of all necessary documents to complete this refunding. Payment will be made from bond proceeds at closing.*

The motion was seconded by Trustee Joseph Vallone and adopted by a unanimous 5-0 vote.

Library Board President John Martins moved to accept adoption of resolution “e”:

- e. RESOLVED: *That the Board of Trustees of The Smithtown Library authorizes the Treasurer to pay the NYS Retirement 2016 annual invoice, due December 15, 2015, in the full amount of \$1,080,989.00 without electing to amortize an amount under the Contribution Stabilization Program.*

The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote.

3. The PERSONNEL COMMITTEE report was presented by Committee Liaison Diana Schilling-Held, who moved to accept adoption of resolution “a”:

a. RESOLVED: *That the following PERSONNEL changes be approved as presented:*

- i. *Part-time appointment of **Nicole DeSalvo** to the position of Librarian I (Children’s Services), Children’s Department, Commack Branch, at an hourly rate of pay of \$29.20, not to exceed 17.5 hours per week, effective December 1, 2015 (to fill the vacancy created by the reassignment of Samantha Gross to the Smithtown Children’s Department).*
- ii. *Part-time appointment of **Andres Posada** to the position of Library Clerk, Audio-Visual Department, Smithtown Main building, at an hourly rate of pay of \$16.67, not to exceed 17.5 hours per week, effective November 24, 2015 (to fill part of the vacancy created by the retirement of Dorothy Callahan-Harris).*
- iii. *Part-time appointment of **Casey Grant** to the position of Library Clerk, Audio-Visual Department, Smithtown Main building, at an hourly rate of pay of \$16.67, not to exceed 17.5 hours per week, effective December 2, 2015 (to fill part of the vacancy created by the retirement of Dorothy Callahan-Harris).*
- iv. *Part-time appointment of **TBD** to the position of Library Clerk, Circulation Department, Smithtown Main building, at an hourly rate of pay of \$16.67, not to exceed 17.5 hours per week, effective TBD (to fill the vacancy created by the retirement of Karen Schilling).*
- v. *Resignation of **Lisa Tropper**, Page, Commack Branch, effective November 6, 2015.*
- vi. *Leave of absence without pay nunc pro tunc for **Madeline Cairns**, Page, Kings Park Branch, effective October 26, 2015 through November 17, 2015*

The motion was seconded by Trustee Otis Thornhill and adopted by a unanimous 5-0 vote.

Committee Liaison Diana Schilling-Held moved to accept adoption of resolution “b”:

b. RESOLVED: *That the following CONFERENCE/WORKSHOP ATTENDANCE request set forth hereinafter is hereby approved:*

- i. *That Librarian I **Lauren Bernat**, Reference Department, Kings Park Branch, be authorized to attend, on paid release time, the “SCLA Annual Membership Meeting & Dinner”, sponsored by Suffolk County Library Association, to be held at Villa Lombardi’s, Holbrook, NY, on November 19, 2015, with reimbursement for actual and necessary expenses not to exceed \$45.00.*

The motion was seconded by Trustee Gerard Cairns and adopted by a unanimous 5-0 vote.

4. The BUILDINGS AND GROUNDS COMMITTEE report was presented by Committee Liaison Gerard Cairns who moved to accept adoption of the following resolution:
  - a. RESOLVED: *That the Library Director be authorized to remove FIXED ASSET obsolete items from the inventory of the Smithtown, Commack, Kings Park and Nesconset buildings (copy of list of items appended to the original of these minutes).*

The motion was seconded by Trustee Otis Thornhill and adopted by a unanimous 5-0 vote.

5. COMMUNICATIONS COMMITTEE: Committee Liaison Rudy Zientarski was absent; however, Trustee Otis Thornhill asked that it be noted how important it was, when we go out to the Community to promote our Library, to explain what LEED means to the average patron—it needs to be made very clear to people in order for it to help us in moving forward.
6. The DIRECTOR'S REPORT was submitted previously to the Library Board by Library Director Robert Lusak (copy of report appended to the original of these minutes). In addition, the Director wanted to introduce the Board to our new “date due receipts” which are customized for each individual building and are a valuable tool in promoting the Library's services. The Director also noted that we were currently testing our new 3D printers and that a new policy would be forthcoming. There will be a cost involved for patrons depending on how long each item takes to be produced. It is expected to be debuted sometime in December.

## **UNFINISHED BUSINESS**

7. New Policy – Long Island Room (Richard H. Handley Collection of Long Island Americana) – MISSION STATEMENT – Policy 700-300 (2nd reading):

Library Board President John Martins moved to waive the reading of the proposed policy. The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote.

Library Board President John Martins moved to accept adoption of the proposed policy:

MISSION STATEMENT – Policy 700-300 (2nd reading):

*The Long Island Room is committed to identifying, collecting, managing, preserving and rendering accessible materials of enduring value that relate to the settlement, history and culture of Long Island, with a special emphasis on Smithtown and its surrounding region. Collection categories encompass history, geography, biography, genealogy, art, literature, the environment, science and religion. Since the Long Island Room is a paper-based archive the collection's main focus is on materials such as primary documents, local family and business records, scrapbooks, manuscripts, rare books, maps, atlases, photographs, postcards, newspapers, posters and the like. These materials, as well as a wide variety of secondary sources, are available to the patrons of The Smithtown Library and outside*

*researchers. In addition, the Long Island Room strives to heighten the local community's awareness of the Library's resources through a broad range of outreach efforts that include exhibits, programs, digitization projects, oral history recordings and coordinated research projects with companion institutions.*

The motion was seconded by Trustee Otis Thornhill and adopted by a unanimous 5-0 vote.

8. New Policy – Long Island Room (Richard H. Handley Collection of Long Island Americana)

Library Board President John Martins moved to waive the reading of the proposed policy. The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote.

Library Board President John Martins moved to accept adoption of the proposed policy:

COLLECTION POLICY – Policy 700-310; 310a; 310b; 310c; 310d; 310e; 310f (2nd reading):

*The Long Island Room seeks to identify, acquire, manage, preserve and make accessible paper-based materials of enduring value that relate to the settlement, history and culture of Long Island. While there is special emphasis placed on Smithtown and its surrounding region, the Long Island Room strives to collect materials that present a broad overview of the people, places and events that have shaped Long Island's past generally. Additionally, the Long Island Room serves as a repository for the historical records of The Smithtown Library.*

*The Long Island Room will collect books, maps, unpublished records and papers, atlases, ledgers, scrapbooks, pamphlets, booklets, photographs, postcards, posters, newspapers, audiovisual material, microfilm, digital files and ephemera from individuals, organizations and businesses. Such material may be added to the collection through donations, bequests, transfers or purchases so long as the title ownership for said material is clearly transferred to the Long Island Room.*

*In the event that the Long Island Room is unable to accept offered material (i.e. it does not fall within the scope of the Long Island Room's Collection Policy, the Long Island Room does not possess the capacity to properly care for it, the Long Island Room lacks adequate storage space, etc.), efforts will be made to suggest another repository that may be more appropriate. In all of its acquisition endeavors, the Long Island Room attempts to support and work cooperatively with other institutions that have similar local history interests.*

*On occasion, previous Long Island Room acquisitions may be deaccessioned if they are duplicated elsewhere in the collection,*

*rendered unusable due to irreversible damage or if they are no longer deemed relevant to the collection. In such instances, the decision to deaccession Long Island Room material will be at the discretion of The Smithtown Library Director or designee.*

*The lending of Long Island Room materials to other institutions for exhibition or other, similar uses will be considered on a case-by-case basis and will require the approval of The Smithtown Library Director or designee.*

The motion was seconded by Trustee Otis Thornhill and adopted by a unanimous 5-0 vote.

The Library Director commended Librarian II Caren Zatyk for the enormous amount of work that was put into the creation of both policies.

## **NEW BUSINESS**

9. BALLOT – The Library Trustees cast their ballots for a trustee that would be representing the Towns of Huntington and Smithtown on the Suffolk Cooperative Library System board.

10. RESOLUTION: 2016 Proposed SCLS Operating Budget:

Library Board President John Martins moved to accept adoption of the following resolution:

*RESOLVED: That the Board of Trustees of The Smithtown Library does hereby approve the proposed SCLS Fiscal Year 2016 Operating Budget.*

The motion was seconded by Trustee Joseph Vallone and adopted by a unanimous 5-0 vote.

11. REVISED POLICY – BYLAWS – Policy 100-10; Article III, Section 7 (Duties of the Clerk and Secretary) (1<sup>st</sup> Reading) (note: revisions are underlined in bold)

Library Board President John Martins moved to waive the reading of the proposed policy. The motion was seconded by Trustee Diana Schilling-Held and adopted by a unanimous 5-0 vote. The policy will be reviewed and voted on at the December board meeting.

The Library Director explained that the legislation that created the Smithtown Special Library District requires that the Library have a secretary of the Board of Trustees in addition to requiring that all petitions for the position of trustee be filed with the secretary of the board. Our legal counsel, Kevin Seaman, has recommended that we create the official position of “secretary” which will be held by Linda Taurassi, who records the minutes of the board meetings. As a full-time employee, Laura Poppe fulfills the general “clerk” duties other than the recording of the minutes. This change in the bylaws states clearly what the duties are for each position and it brings us in line with the legislation.



RESOLVED: *That the revisions of the Bylaws, Policy 100-10, Article III, Sections 7 & 9 as set forth hereinafter are hereby approved as amended:*

- (7) The Clerk shall:
- a. Record the minutes of all meetings of the Board of Trustees;
  - b. See that all notices are duly given as required by state law;
  - c. Be the custodian of Library records and of the seal of the Library and see that the seal is affixed to all documents, the execution of which on behalf of the Library under its seal is duly authorized;
  - d. Keep a register of the post office address of each member of the Board of Trustees, which shall be furnished to the Clerk by such member.
  - e. Sign with the President the approved minutes of all meetings of the Board of Trustees.
  - f. By resolution of the Board of Trustees, the recording clerk may be paid a stated salary or a fixed sum for his/her respective services. No such payment shall preclude the recording clerk from being employed by the Library in any other capacity and receiving compensation therefore.

**Proposed Revisions:**

- (7) The Clerk shall:
- a. ~~Record the minutes of all meetings of the Board of Trustees~~
  - b. See that all notices are duly given as required by state law;
  - c. Be the custodian of Library records and of the seal of the Library and see that the seal is affixed to all documents, the execution of which on behalf of the Library under its seal is duly authorized;
  - d. Keep a register of the post office address of each member of the Board of Trustees, which shall be furnished to the Clerk by such member.
  - e. ~~Sign with the President the approved minutes of all meetings of the Board of Trustees.~~
  - f. ~~Serve the Board as Clerk of the Election.~~
  - g. ~~Assume the duties of the Secretary to the Board in his/her absence.~~
  - h. By resolution of the Board of Trustees, the Clerk may be paid a stated salary or a fixed sum for his/her respective services. No such payment shall preclude the Clerk from being employed by the Library in any other capacity and receiving compensation therefore.

(9) **The Secretary shall:**

- a. **Record the minutes of all meetings of the Board of Trustees**
- b. **Sign with the President the approved minutes of all meetings of the Board of Trustees.**
- c. **Accept for filing the petitions for Trustee candidate.**
- d. **Assume the duties of the Clerk in his/her absence.**
- e. **By resolution of the Board of Trustees, the secretary may be paid a stated salary or a fixed sum for his/her respective services. No such payment shall preclude the secretary from being employed by the Library in any other capacity and receiving compensation therefore.**

12. Library Board President John Martins noted that the next regular meeting of the Board of Trustees would be held at the Kings Park Branch on December 15, 2015 at 7:00 p.m.

**ADJOURNMENT**

13. There being no further business, Trustee Otis Thornhill moved to adjourn the meeting at 7:35 p.m. The motion was seconded by Trustee Gerard Cairns and adopted by a unanimous 5-0 vote.

Linda Taurassi  
Secretary

Minutes approved this 15<sup>th</sup> day of December, 2015.



John C. Martins, President  
Smithtown Library Board of Trustees



Linda Taurassi, Clerk