

**GREAT NECK LIBRARY
MINUTES OF THE
SPECIAL BOARD OF TRUSTEES MEETING
AUGUST 28, 2014 AT 7:30 P.M.**

A Special Meeting of the Great Neck Library Board of Trustees, preceded by an Executive Session, was held on Thursday, August 28, 2014, in the Great Neck Library, 159 Bayview Avenue, Great Neck, NY 11023. [Agenda attached]

The following Trustees were present constituting a quorum:

Marietta DiCamillo – President
Josie Pizer – Treasurer
Joel Marcus – Assistant Treasurer
Janet Nina Esagoff
Varda Solomon – Secretary

Absent with Prior Notice: Francine Ferrante Krupski – Vice President
Michael Fuller – Assistant Treasurer

Also present: Laura Weir – Interim Director
Christine Johnson – Interim Assistant Director
Neil Zitofsky – Business Manager

Absent with Prior Notice: Marjorie Malcolm – Secretary to the Board of Trustees

Executive Session

The Board met in Executive Session at 7:15 p.m. in the Multi-Purpose Room to discuss issues related to personnel. The Board came out of Executive Session at 7:45 p.m. on a motion by Joel Marcus, seconded by Josie Pizer.

Call to Order

President DiCamillo called the public meeting to order at 7:50 p.m.

Reimbursement of Expenses from Bond

The following motion was offered by Josie Pizer, who moved its adoption, seconded by Joel Marcus to-wit:

RESOLUTION DATED AUGUST 28, 2014.

A RESOLUTION DELEGATING POWER TO THE TREASURER OF THE GREAT NECK LIBRARY, NASSAU COUNTY, NEW YORK (“LIBRARY”), TO AUTHORIZE PARTICIPATION IN THE ISSUANCE BY THE DORMITORY AUTHORITY OF THE STATE OF NEW YORK ON BEHALF OF SAID LIBRARY OF NOT EXCEEDING \$10,400,000 REVENUE BONDS,

SERIES 2014, INCLUDING AUTHORIZATION FOR THE EXECUTION OF A
LOAN AGREEMENT AND RELATED DOCUMENTATION.

WHEREAS, the Board of Trustees of the Great Neck Library, Nassau County, New York, a not-for-profit corporation organized on January 9, 1889 and duly incorporated by the Secretary of State on February 21, 1889, and existing under the laws of the State and operating pursuant to the applicable provisions thereof including the applicable provisions of the Education Law and the Not-For-Profit Corporation Law of the State of New York, as a free association library chartered by the Board of Regents of the State of New York on April 20, 2009 (the “Library”), has made application to the Dormitory Authority of the State of New York, a public benefit corporation of the State of New York (the “Authority”), for financial assistance through the issuance of not to exceed \$10,400,000 revenue bonds of the Authority, which are proposed to be designated substantially “Great Neck Library Revenue Bonds, Series 2014” (the “Bonds”), to finance a portion of the costs of the renovation and rehabilitation of the existing library facility at 159 Bayview Avenue in Great Neck, New York, including original furnishings, equipment, machinery, apparatus, appurtenances, site work and incidental improvements and expenses in connection therewith, as more fully described in Exhibit A attached hereto and hereby made a part hereof, at a maximum estimated cost of \$11,200,000 (in the aggregate, the “Project”); and

WHEREAS, the Authority has acted as “lead agency”, in accordance with the provisions of the State Environmental Quality Review Act (“SEQRA”), with respect to the proposed Authority provision of financial assistance to the Library for the Project and the Authority is expected to determine that same constitutes a “Type II Action” in accordance with the regulations promulgated under SEQRA; and

WHEREAS, a proposition relating to the Project was approved by the voters of the Library on November 19, 2013; and

WHEREAS, in connection with the issuance of the Bonds and the making available of the proceeds thereof to the Library, it is expected (a) that the Library will enter into a loan agreement with the Authority (the “Loan Agreement”), (b) that the Library will also enter into various agreements with respect to the sale of the Bonds, and various ancillary documents (including a tax certificate relating to maintaining the tax-exempt status of the Bonds and a continuing disclosure agreement whereby the Library will be obligated to file annual reports including audited financial reports with the Authority, its disclosure dissemination agent and/or the Electronic Municipal Market Access system of the Municipal Securities Rulemaking Board), (c) that there will be a preliminary official statement and a final official statement prepared with respect to the Bonds which will include information about the Library, and (d) the Authority will issue the Bonds pursuant to a resolution of the Authority pursuant to which a bank or trust company located and authorized to do business in New York State will act as trustee; and

WHEREAS, the Library now wishes to state its official intention to participate in the issuance of Bonds and to approve the issuance of such Bonds and Financing Documents (as hereinafter defined) and to delegate authority to proceed with the issuance of such Bonds;

NOW, THEREFORE, BE IT RESOLVED, by the Board of Trustees of the Great Neck Library, Nassau County, New York (hereinafter, the “Board”), as follows:

Section 1. The Board hereby approves the participation of the Library in the issuance of the Bonds by the Authority in an aggregate principal amount not to exceed \$10,400,000 to finance a portion of the costs of the Project and states its intention to proceed in connection therewith. The power to authorize and approve the final terms and conditions of the Loan Agreement relating to the issuance by the Authority on behalf of the Library of not exceeding \$10,400,000 par amount of the Bonds, is hereby delegated to the Treasurer of said Library, the chief fiscal officer.

Section 2. The Library is hereby authorized to accomplish the transaction described in this Resolution, to enter into and perform its obligations under each of the Financing Documents and the Related Documents (each as hereinafter defined) and to do all things necessary or appropriate for the accomplishment thereof and all acts heretofore taken by the Library and the Authority with respect to such transaction are hereby ratified, confirmed and approved.

Section 3. The Treasurer of the Library is hereby authorized, on behalf of the Library, to approve, execute and/or deliver, as applicable, the Bond Purchase Agreement, the Loan Agreement, the Tax Pledge and Collection Agreement, the Letter of Representation, the Preliminary Official Statement, the Official Statement, the Tax Certificate and the Continuing Disclosure Agreement (hereinafter collectively called the “Financing Documents”) and the Secretary of the Library is hereby authorized to affix the seal of the Library thereto and to attest the same, all in substantially the forms thereof presented to this meeting with such changes, variations, omissions and insertions as the Treasurer shall approve, upon advice of counsel, and upon such final terms and conditions as the Treasurer may approve. The execution and delivery thereof by the Treasurer shall constitute conclusive evidence of such approval. The Treasurer shall further execute and deliver additional documents, certificates, undertakings, agreements, deeds, or other instruments as the Treasurer, with the advice of counsel, may deem necessary or appropriate in connection therewith (the “Related Documents”), and to do and cause to be done any and all acts and things necessary or proper for carrying out the transactions contemplated thereby.

Section 4. The President of said Library Board is hereby authorized to execute such Financing Documents and Related Documents in the place of the Treasurer if the Treasurer shall so direct in writing in the form of a delegation certificate duly filed in the Office of the Library Secretary on or prior to the date or dates of such Financing Documents and Related Documents, or in the absence of the Treasurer from the territory served by the Library or the inability of the Treasurer to serve in that capacity for any reason as so certified to the Board by the Library Secretary.

Section 5. The members, officers, employees and agents of the Library are hereby authorized and directed for and in the name and on behalf of the Library to do all acts and things required or provided for by the provisions of the Financing Documents, and to execute and deliver all such additional certificates, agreements, instruments and documents, pay all such fees, charges and expenses and to do all such further acts and things as may be necessary, or in the opinion of the officer, employee or agent acting, desirable and proper to effect the purposes of the foregoing resolution and to cause compliance by the Library with all of the terms, covenants and provisions of the Financing Documents binding upon the Library.

Section 6. The Library hereby affirms its official intent to reimburse its eligible expenditures heretofore or hereafter made, if any, with other monies of the Library relating to the Project with a portion of the proceeds of the Bonds, which Bonds are reasonably expected to be issued based upon the adoption of and pursuant to specific legislative authorization provided in Title 4 of Article 8 of the Public Authorities Law of the State of New York by amendment of Chapter 672 of the Laws of 1983 as heretofore amended, by Chapter 290 of the Laws of 2002 to include the Library. The Library hereby declares that the financing of the Project is for education and library purposes. This statement of official intent to reimburse constitutes a declaration of official intent under Treasury Regulation Sections 1.150.2.

Section 7. A copy of this resolution, together with any exhibits or attachments thereto, shall be placed on file in the office of the Library Secretary where the same shall be available for public inspection during regular business hours. The Library Secretary is hereby directed to provide a certified copy of this resolution to the Authority and counsel to the Library on or prior to the date of issuance of the Bonds.

Section 8. This resolution shall take effect immediately.

Business Manager Neil Zitofsky provided a brief explanation of the resolution. He stated that this is the first in a series of legal documents and resolutions that will come before the Board for approval in connection with the issuance of the bonds. This first resolution which is called “*Resolution Approving Capital Financing Through the Dormitory Authority of the State of New York*” is the Board’s agreement to abide by the rules and regulations of the Dormitory Authority in issuing the bonds. The Treasurer will be signing the documents and in her inability to do so, the President will sign. The resolution also refers to the documents that the Library is agreeing to provide DASNY going forward — one is the loan agreement that defines what DASNY will do with the proceeds from the sale, and the other defines how to access those proceeds in order to pay contractors during the renovation.

The second document that will be coming before the Board is called the Tax Pledge Agreement whereby the Library authorizes the School District to send the tax money directly to a trustee (to be appointed) rather than sending it to the Library.

The trustee will take 35% of the first two tax checks we receive from the School District in November and December to pay for the debt service – interest & principal – on the bonds. These two checks will be received by the Library within three business days. No deductions will be taken from the third through eighth checks which will be remitted to the library within three business days.

Public Comment: Ralene Adler, Karen Rubin, Marianna Wohlgemuth

VOTE: Yes – 5 (DiCamillo, Marcus, Nina Esagoff, Pizer, Solomon)

MOTION CARRIED UNANIMOUSLY

Discussion and Approval of Grant Application for NYS Construction Grant for Clerestory Window Replacement

Upon motion by Janet Nina Esagoff, seconded by Varda Solomon and after discussion, it was,

RESOLVED, that the Great Neck Library Board of Trustees approve the submission of the attached application for the NYS Library Construction Grant request in the amount of \$93,000 for the replacement of the Main Library’s Clerestory Mezzanine level windows to be administered in accordance with the requirements of Education Law §273-a and Commissioner’s Regulation §90.12.

Public Comment: Ralene Adler, Karen Rubin

VOTE: Yes – 5 (DiCamillo, Marcus, Nina Esagoff, Pizer, Solomon)
MOTION CARRIED UNANIMOUSLY

RFP for Library Search Firm to Hire New Library Director

Upon motion by Varda Solomon, seconded by Josie Pizer, and after discussion, it was,

RESOLVED, that the Great Neck Library Board of Trustees authorize the Interim Library Director to create an RFP to be approved at the September Board meeting to engage the services of a Professional Library Search firm to identify qualified candidates to fill the position of Great Neck Library Director.

VOTE: Yes – 5 (DiCamillo, Marcus, Nina Esagoff, Pizer, Solomon)
MOTION CARRIED UNANIMOUSLY

Temporary Hours of Service During Renovation

This is the Second Reading of this temporary policy (below):

The Main Library is scheduled to be closed to the public for renovations beginning on Wednesday, October 29, 2014 for a period of approximately one year.

During the period that the Main Library is closed for Renovations, effective Monday, October 27, 2014, the revised Branch Hours are as follows:

Main Library	Closed Effective	Parkville Branch	
	October 29, 2014	Mon., Fri.	9 a.m. – 6 p.m.
		Tues. & Thurs.	9 a.m. – 9 p.m.
		Wed.	10 a.m. – 9 p.m.
		Sat.	10 a.m. – 6 p.m.
		Sun.	1-5 p.m. (September to June 14*)
Lakeville Branch		Station Branch	
Mon., Tues. & Thurs.	10 a.m. – 6 p.m.	Mon., Tues. & Thurs.	9 a.m. – 9 p.m.
Wed.	10 a.m. – 9 p.m.	Wed.	10 a.m. – 9 p.m.
Fri.	10 a.m. – 9 p.m.	Fri.	9 a.m. – 6 p.m.
Sat.	10 a.m. – 6 p.m.	Sat.	10 a.m. – 6 p.m.
Sun.	Closed	Sun.	1-5 p.m. (October 26 to June 14*)

*All branches are closed the following Holiday Sundays: April 5, 2014 (Easter Sunday) ; May 10, 2015 (Mother’s Day) and May 24, 2015 (Memorial Day Weekend).

Levels Operating Hours During Main Library’s Closure:

Levels	Hours	Location
Mon., Tues., Wed. & Thurs	4 p.m. – 10 p.m.	Saddle Rock Elementary**
Fri. & Sat.	6 p.m. – midnight	Station Branch
Sun.	Closed	

**The schedule of the Levels program will vary depending upon School Holidays and will be posted when finalized.

Public Comment: Ralene Adler, Karen Rubin, Claudia Cruz, Pam Broderick

The Interim Director was asked to follow up with the School District on bussing for students attending Levels program at the Saddle Rock Elementary School.

Contract Renewal for Interim Assistant Director

Upon motion by Varda Solomon, seconded by Josie Pizer, and after discussion, it was,

RESOLVED, that the Great Neck Library Board of Trustees renew Christine Johnson’s contract for Interim Assistant Library Director with a \$90,000 annualized salary effective September 2, 2014 Ms. Johnson’s temporary status shall be for a one year period or until the appointment of an Assistant Library Director at which time she will revert to her former position as Senior Librarian in the Technical Services Department at her regular salary as was negotiated under the Collective Bargaining Agreement in accordance with Great Neck Library policy; a memorandum of agreement will be executed to memorialize said agreement.

Public Comment: Ralene Adler

VOTE: Yes – 5 (DiCamillo, Marcus, Nina Esagoff, Pizer, Solomon)

MOTION CARRIED UNANIMOUSLY

Secretary to the Board of Trustees

Upon motion by Joel Marcus, seconded by Josie Pizer, and after discussion, it was,

RESOLVED, that the Great Neck Library Board of Trustees approve the posting for the Administrative Assistant to the Library Director and Secretary to the Board of Trustees at a salary \$39,000-\$50,000.

VOTE: Yes – 5 (DiCamillo, Marcus, Nina Esagoff, Pizer, Solomon)

MOTION CARRIED UNANIMOUSLY

Open Time

Pam Broderick, Karen Rubin, Claudia Cruz, Ralene Adler

Business Manager Zitofsky reported that he received the official approval from the Great Neck School District for the parking of the library van in the parking lot of the Parkville Branch during the closure of the Main Library.

Date of Next Meeting

September 16, 2014

Adjournment

The meeting was adjourned at 8:45 p.m. on a motion by Josie Pizer and seconded by Varda Solomon.

Respectfully submitted,

Varda Solomom
Secretary, Board of Trustees