



**South Pasadena Public Library
SPECIAL MEETING OF THE
LIBRARY BOARD OF TRUSTEES
MINUTES
May 3, 2018**



CONVENE:

Board President Brendan Durrett called the special meeting of the Library Board of Trustees of the South Pasadena Public Library to order in the Library Community Room on May 3, 2017 at 6:11 p.m.

ROLL CALL

Present: Library Board President Brendan Durrett, Library Board Vice President David Uwins, Library Board Secretary Carolyn Flemming, and Library Board Trustee Alan Jutzi.

Other Officials and Staff

Present: Director of Library, Arts, & Culture Steve Fjeldsted, Assistant Library Director Cathy Billings, Administrative Secretary Sean Faye, Fundraising Consultant Cindy Chan, Retired Attorney Richard Helgeson, Former Friends Board Member Diana McGrail, and Former Friends Board President Ann Messana

Friends Board Present: Friends Board President Kristen Dubé, Friends Bookstore Steering Committee Chair Donna Potts, Outreach Chair Ellen Torres, Endowments/Memorials Chair Aliene O'Malley, Operations Chair Marlane Osman, Friends Bookstore Steering Committee Member Diane Larson, Membership Chair Laura Kieffer, Friends Bookstore Bookkeeper Jane Schirmeister, Friends Bookkeeper Rose Barron, Restoration Concert Committee Co-Chair Kay Rosser, and Hospitality Co-Chair Carol LaBrie

PUBLIC COMMENTS:

DISCUSSION ITEMS:

- 1. Organizational Structure of Proposed Library Foundation** – Library Board of Trustees President Brendan Durrett said the purpose of this Special Meeting of the Library Board of Trustees and members of the Friends Board was to discuss, not decide, the structure of the Library Foundation. President Durrett said the initial discussions for the formation of a Library Foundation involved three possibilities: for the Foundation to exist within the Friends' legal entity as a committee, similar to the structure of the Restoration Concert Committee, under the same 501(c)3; for the Library Foundation to exist under the umbrella of the City of South Pasadena; and for the Library Foundation to be a completely independent entity. President Durrett said the Library Board of Trustees is enthusiastic to have a Library Foundation as a means to conduct large scale fundraising from a small group of individuals.

South Pasadena resident Richard Helgeson said that it wouldn't be harmful to have more than one 501(c)3 dedicated to the same purpose of improving the Library. Richard Helgeson said the Library Foundation could have a tighter focus of targeted donors which would be different from the broad appeal of Friends fundraising. Richard Helgeson said to establish a separate 501(c)3, a form would need to be filed with the Secretary of the State, By-Laws would need to be created, and the organization would need to be registered with the Internal Revenue Service, all of which would require legal assistance. A Library Foundation Board could then be created. President Durrett said

there could be differences in maintaining privacy and issues of fiduciary responsibility if the Library Foundation were an independent entity. Richard Helgeson said any 501(c)3 would bear financial responsibility, and need to maintain privacy with their list of donors.

Trustee Alan Jutzi said the Library needs to raise large amounts of money for an expansion, renovations, and programs beyond what the City can provide. Trustee Jutzi said that no one from the Library Board of Trustees would sit on the Library Foundation Board. President Durrett said the Library Operations Study identified 56 recommendations for a Library Foundation to address, which would bring this Library up to speed with what are customary practices at many other libraries in communities similar in size and socio-economic status to South Pasadena.

Library Director Steve Fjeldsted thanked everyone for attending and praised the attendees as great library supporters. Director Fjeldsted said the community has spoken about what they want from the Library, such as larger teen and children's rooms, a computer lab, an art gallery, new furniture, a makeover, quiet story spaces, and dedicated parking, as noted by the 700 surveys collected for the Library Operations Study and a similar amount for the Library Strategic Plan. Director Fjeldsted said the Library Annual Budgets are essentially flat and are likely to remain so. Director Fjeldsted said Measure L contributes approximately 20% of the Library Budget and that 70% of the Library Budget goes towards salaries and benefits. Director Fjeldsted said the Friends do a fantastic job, but an organization is needed for major fundraising activities including writing grants and estate planning. Director Fjeldsted expressed no preference in the organizational structure of the proposed Library Foundation.

[Library Board of Trustees Secretary Carolyn Flemming arrived at 6:43 p.m.]

Former Friends Board President Ann Messana said she doesn't see a working plan with concrete figures to justify the need for a Library Foundation. Ann Messana said she understands the need for increased funding, but the Library already has the Friends to conduct any needed fundraising. Ann Messana said that South Pasadena is too small for both a Library Friends group and a Foundation. Director Fjeldsted mentioned that both the PTA and SPEF raise money for the schools in various ways. Restoration Concerts Committee Co-Chair Kay Rosser said the Friends could form a sub-committee to raise funds for specific items. Kay Rosser asked that a visual model of an expanded library with a price tag be created to help fundraising efforts as it would give an idea of what they are donating toward. Outreach Chair Ellen Torres said South Pasadena is a small community and the Friends would approach the same prospective donors as the Library Foundation for contributions. Trustee Jutzi said a Foundation would look for new sources of funding.

Friends Bookstore Bookkeeper Jane Schirmeister asked why a Library Foundation is necessary if the Library Board of Trustees could pursue wealthy donors. President Durrett replied that a Library Foundation would have an indefinite lifespan. Operations Chair Marlane Osman said the Friends are fiscally sophisticated and that a mechanism is already in place to raise money, which wouldn't prevent the Trustees from also soliciting donations. Marlane Osman added that the Friends believe the existence of a Library Foundation and the Friends of the Library would cause confusion in the community. Marlane Osman said the Friends are already a Foundation. President Durrett said he is open to the idea of presenting a prioritized list of projects with approximate prices to the Friends.

President Durrett said the Library Board of Trustees would need to present a recommendation to the City Council to approve the creation of a Library Foundation, including its underlying structure, whether it be under the Friends, the City, or completely independent. President Durrett continued that the idea of a Library Foundation was to not have it tied to just one project, but

instead be a source to benefit the Library in the long term. Director Fjeldsted said there would have to be a Request for Proposal for a Foundation Consultant and it would have to go out to bid. Cindy Chan has stated that she is currently available. Director Fjeldsted said the Library Board of Trustees could use the funds from the Mullen and Romine Estates to cover the costs of establishing of the Library Foundation.

President Durrett suggested starting the Foundation as a Friends sub-committee with a specific project in mind, to gauge its success and determine if it should remain under the Friends or become a separate entity. Friends Bookkeeper Rose Barron said this would be similar to the organizational structure of the Restoration Concert Committee and said she was agreeable to giving this suggestion a chance and then revisiting it later. Jane Schirmeister added the Library Foundation sub-committee would need to submit regular reports to the Friends Board like the Restoration Concert Committee does. Marlane Osman said there is nothing in the Friends By-Laws to prevent this.

[Former Friends Board Member Diana McGrail left the Special Meeting of the Library Board of Trustees at 7:40 p.m.]

Fundraising Consultant Cindy Chan said she has had experience with two groups coming together to form a Friends Foundation to present one voice to the community. Cindy said that if it's possible to create a fundraising sub-committee of the Friends with a similar organizational structure as the Restoration Concert Committee, this may be the most viable model, at least initially. If it doesn't work out there will then be an opportunity to start an independent Foundation. Kay Rosser said the Restoration Concert Committee began as an independent entity, and over time joined under the umbrella of the Friends. Marlane Osman said all Friends donations are designated to a fund or purpose, and the same would apply to funds raised by a Library Foundation.

[Friends Bookstore Bookkeeper Jane Schirmeister left the Special Meeting of the Library Board of Trustees at 7:52 p.m.]

Ellen Torres said the Restoration Concert Committee reports to the Friends but acts independently, and the same would be true if the Library Foundation were a sub-committee of the Friends. Rose Barron said she would be in favor of the Trustees using the Mullen and Romine Estate Funds to start the capital campaign. Friends Board President Kristen Dubé said the Friends would be open to a new fundraising or capital campaign group to operate under the Friends' 501(c)3, as the Restoration Concert Committee does. Kristen Dubé asked for the Library Board of Trustees to present a proposal to the Friends.

NEXT MEETING: The next meeting for the Library Board of Trustees will be in the Library Ray Bradbury Conference Room on 5/10/18 at 7:00 p.m.

ADJOURNMENT:

The special meeting of May 3, 2018 was adjourned at 8:04 p.m.

Minutes approved *x* as written.
Minutes approved _____ as corrected.



President