Governance Committee  
of the Russell Library Board of Trustees  
Regular Meeting, April 6, 2022, 5:00 PM  
(Online meeting via Webex)  
Approved Minutes

Present: Ramona Burkey (Library Director), Brandie Doyle (Assistant Director), Jennifer Hadley (recorder), Gregory Harris, Thomas Russell IV, Cynthia Sanders, Alison Williams (left at 5:45)

1. Call to Order: Pro tem chair Hadley called the meeting to order at 5:08 pm.

2. Approval of Minutes  
   a. MOTION: Trustee Williams moved and Trustee Harris seconded to approve the minutes from the March 2, 2022 Governance Committee Meeting. The motion passed.

3. Public Comment: No public present.

4. Unfinished Business  
   a. Nomination of a permanent chair – Trustee Williams moved and Trustee Harris seconded that Trustee Sanders assume the role of chair. The motion passed.

   b. Conflict of interest form – While no statute applies, the IRS requires COIs for non-profit organizations, and insurers want organizations to have COIs. After a discussion of various sample documents, Trustee Harris moved and Trustee Sanders seconded that we approve forwarding the draft of the COI form to the Board after changing “he/she” to “they” and adding “significant other” after spouse. The motion passed unanimously.

5. New Business  
   a. Schedule of policy review – Assistant Director Doyle shared a spreadsheet which will help us keep track of policy review. The schedule takes into account the time needed for staff to review draft policies before we bring policies to the Board. It may take us two to three years to initially review every policy, but after that, review intervals can be shorter. There are about 10 public policies, but more internal policies. We will look at separating procedures from policies, since procedures change more frequently. The schedule will be in the Governance Committee folder. There will be folders with existing policies and samples from other libraries for comparison. We will try to future-proof documents by avoiding language that is too specific.

   b. Whistleblower policy – Trustee Harris moved and Trustee Sanders seconded to approve the Whistleblower policy with the removal of “Appendix S” and “1.8.” Trustee Harris amended his motion to “preliminarily approve sharing the draft policy with the staff for comments, after which it will return to the Governance Committee for final approval.
before forwarding to the Board.” Trustee Sanders accepted the amendment. The motion passed unanimously.

C. Personnel policy compilation – Assistant Director Doyle is actively making changes. She suggests we make suggestions in the document about a week before the next meeting.

6. Discussion of Items to Be Placed on Next Agenda
   ● Whistleblower policy
   ● Compilation of personnel policies

7. Announcements - The public hearing on Russell Library’s proposed budget will be 6:00 pm April 12 in the Council Chambers.

8. Open Forum/General Good and Welfare - No comments

9. Additional Public Comment: None

10. Executive Session to discuss strategies and negotiations about pending claims or pending litigation involving the agency or a member: Not needed.

11. Meeting Adjournment: Trustee Sanders moved and Trustee Hadley seconded the motion to adjourn the meeting. The motion passed unanimously. The meeting was adjourned at 6:12.

Respectfully submitted,

Jennifer Hadley