

## SWAN BOARD MEETING MINUTES

Thomas Ford Memorial Library  
800 Chestnut Street, Western Springs, IL 60558

**June 28, 2019**

### Call to Order, Roll Call

President Bodewes called the meeting to order at 9:35 a.m. The following members were present to establish a quorum:

Ted Bodewes  
Jamie Bukovac  
Julie Milavec  
Doug Losey  
Stacy Wittmann arrived at 9:38  
Rich Wolff  
Tiffany Verzani

### Introduction of Visitors/Public Comment

Dawn Bussey, Glen Ellyn Public Library  
Edith Craig, St. Charles Public Library  
Jane Jenkins, Green Hills Public Library District  
Robin Wagner, South Holland Public Library  
Aaron Skog, SWAN Executive Director  
Dawne Tortorella, SWAN Assistant Director

Public comment is allowed at SWAN meetings

### Action Item – Acceptance of the June 28, 2019 SWAN Board Meeting Agenda

Wolff moved, seconded by Milavec that it be

RESOLVED, THAT THE SWAN BOARD ACCEPTS THE JUNE 28, 2019 SWAN BOARD MEETING AGENDA AS AMENDED.

Motion carried by unanimous voice vote.

### Action Item – Approval of SWAN Financials, April 2019

Wolff moved, seconded by Bukovac that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE PAYMENT OF BILLS FOR MAY 1 THROUGH MAY 31, 2019 AND ACCEPTS THE BALANCE SHEET AND DETAIL OF EXPENDITURES FOR MAY 2019

Motion carried by roll call vote with the following results:  
Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

#### Action Item – Acceptance of the May 17, 2019 SWAN Board Meeting Minutes

Losey moved, seconded by Verzani that it be

RESOLVED, THAT THE SWAN BOARD ACCEPTS THE MAY 17, 2019 SWAN BOARD MEETING MINUTES AS PRESENTED

Motion carried by unanimous voice vote.

#### Reports

a. Board President Report

Bodewes thanked the outgoing Board Members, Wolff, Losey, and Verzani for their contributions and leadership to the SWAN Board and membership.

b. Executive Director Report

Skog provided an orientation for new Board members Jenkins and Wagner on Tuesday, June 25. They considered the orientation beneficial. He will be talking to new Board member Bussey too.

Skog updated the Board on the Strategic Plan and the work underway as outlined in the tactical work plan. Wood announced the BLUEcloud Mobile app is available for testing with formal release on July 15<sup>th</sup>. Libraries will be receiving bookmarks to promote the mobile app and the SWAN support site included additional documentation and promotional materials. Training for library administrators, allowing customization of additional content will be conducted later this summer. In the meantime, any requests for customization will be handled by Wood's team.

Two libraries with past due membership fees are making progress on payment. Vendor credits for Green Hills Public Library is based on credits from their payment to the vendor which were passed on to SWAN and subsequently being credited to the library.

#### Operations Report

Internet Access clean-up has allowed us to move to the next level in creation of In Transit labels. There was discussion on whether SWAN should be encouraging or mandating libraries to use the In-Transit labels. Some libraries are concerned with the cost of the initial printer purchase and ongoing cost for sticky paper. Perhaps next year we can look at purchasing paper and printers for libraries unable to allocate these purchases. Currently RAILS provides the labels used for hand labeling items set in transit. If SWAN as a group wants to encourage adoption of the automated label, it probably needs to be considered as a program for funding.

SWAN community forums will start with a cataloging working group discussing the standards. The success of the forums is less based on the tool as it is on the behavior of participants and learning to effectively collaborate and communicate in forums.

Having information regarding the success rate of emails sent to patrons is helpful in the Operations Report. Additional tools to assist library staff in tracking patron email success are forthcoming.

c. Treasurer Report

Skog sent out letter to solicit additional accounting firm recommendations. Letters were sent directly to accounting firms to provide accounting services with a deadline of July 29, 2019 for submission.

d. Board Calendar

The calendar includes dates for the fiscal year 2020 (July 1, 2019 through June 30, 2020). Please note that the September 21<sup>st</sup> Board Meeting needs to be removed from the calendar (duplicate/error).

Action Item – Approve Revised SWAN Holidays

Wittman moved, seconded by Verzani that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE SWAN HOLIDAY SCHEDULE INCLUDING ONE OF EITHER PRESIDENTS DAY OR MARTIN LUTHER KING DAY TO BE APPROVED BY SWAN MANAGEMENT, ENSURING SWAN SUPPORT COVERAGE ON BOTH DAYS.

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Action Item – Approve Personal Paid Leave Policy

Discussion on providing a broader leave policy included consideration of language provided by HR Source recommending a broader policy determined at the discretion of the Executive Director. Consistency of determination would need to be guided by precedent and procedures and guidelines established out the scope of the policy. It was recommended that these guidelines include a review of critical services and key players to determine impact on the organization.

Discussion weighed Personal Paid Leave versus Parental Leave. SWAN does not qualify for FMLA, but could a policy based upon FMLA guidelines be used instead? What are the implications if FMLA guidelines are followed since SWAN does not qualify for FMLA?

At this time, the Board is comfortable with accepting Parental Leave and continue discussion of Personal Paid Leave. The Personnel Committee will need to work on

language and add to an agenda item to discuss for the future. We need more from HR Source regarding the mirroring FMLA and what the impact would be on the organization. The use of intermittent time should be included in this future discussion.

RESOLVED, THAT THE SWAN BOARD APPROVES THE PERSONAL PAID LEAVE POLICY.

The vote was tabled, and topic will be added as a future agenda item.

Action Item – Approve Parental Leave Policy

Wolff moved, seconded by Milavec that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE PARENTAL LEAVE POLICY.

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Action Item – Approve Revised Harassment Policy

Wolff moved, seconded by Milavec that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE REVISED HARASSMENT POLICY.

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Action Item – Approve Names and Preferred Pronouns Policy

Wolff moved, seconded by Wittman that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE NAMES AND PREFERRED PRONOUNS POLICY.

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Action Item – Approve Revised Travel Policy

Milavec moved, seconded by Wolff that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE TRAVEL POLICY

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Action Item – Approve to Write Off Allowance for Doubtful Accounts Balance  
Rich, Tiffany

RESOLVED, THAT THE SWAN BOARD APPROVES THE WRITE OFF ALLOWANCE FOR DOUBTFUL ACCOUNTS TOTALLING \$622.99 IN RECIPROCAL BORROWING CHARGES.

#### Discussion Item – Legal Opinion on 501(c)3 Governing Board and Donations

Ongoing conversation based on two legal opinions ensued. Bodewes wanted the input of our departing board members as well as incoming on this topic.

The discussion was on board composition and ability to accept donations, and whether an entity can be a 501(c)3 and abide by OMA/FOIA while being eligible to accept donations.

Board composition which does not include library directors as a majority of the future 501(c)3 board is difficult to see as advantageous. Being able to fundraise and not have SWAN governed by library directors is not a trade-off seen as advantageous. Going to a 501(c)3 shifts the board composition and responsibility to fundraising activities. What type of board members and expertise would we be looking to recruit? There are benefits of moving to a non-profit status, but it is difficult to understand the implications of changing the dynamic and investment of Board Members.

Bodewes reiterated the reasons why the strategic planning process and the Board pursued moving towards 501c3:

- 1) expand participation and ability to vote, not bound by physical location
- 2) plethora of grants available to non-profits,
- 3) ability to accept donations and fundraise

All of these are important, but not at the expense of changing Board composition.

The strategic plan outlines that SWAN is governed as a representative democracy. As a representative Board, Board members must understand the needs of the membership. Board needs to be representative of the membership and more active in reaching members on a personal level. Board development is needed to make that happen. With the Board serving as a representative body, the progression of voting has happened with membership voting being primarily for approving the annual budget and new member libraries.

Losey noted there is a need for the oncoming board to understand non-profits and the purpose of a not-for-profit board.

The SWAN service as provided is an integral part of what the members need to operate. The investment and purpose of SWAN is very different than 501(c)3 and associations because of the fundamental nature of the services provided and what we do as libraries.

We need to pursue additional lines of inquiry with legal:

Is there another type of organizational structure we should be considering?

Can we follow OMA and still be eligible for donations and fundraising?

Does board composition alone designate public entity consideration?

If we want to do donations and additional grants, but don't want to change composition of the Board, can we be 501c3 or a different composition?

Action Item – Approve to Write-Off Allowance for Doubtful Accounts Balance

Wolff moved, seconded by Verzani that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE WRITE OFF ALLOWANCE FOR DOUBTFUL ACCOUNTS TOTALLING \$622.99 IN RECIPROCAL BORROWING CHARGES.

Motion carried by roll call vote with the following results:

Ayes: Losey, Bukovac, Bodewes, Milavec, Wolff, Wittmann, Verzani

Discussion Item – Board Officers Election & Committee Appointments

Skog review committee compositions and open appointments. Committee assignments and officer appointments will be made at the July Board meeting.

Information Item – RAILS FY21 LLSAP Support Grant Application, Due August 1, 2019

Skog will complete the grant application for submission to RAILS.

Information Item – RAILS FY20 LLSAP Support Grant Allocations

Skog shared FY20 LLSAP Support Grant allocation for comparison purposes in planning.

Motion to go to closed session 11:21 a.m. for purpose of SWAN Executive Director Yearly Review

Wolff moved, seconded by Verzani that it be

EXECUTIVE SESSION FOR THE PURPOSES OF DISCUSSING “THE APPOINTMENT, EMPLOYMENT, COMPENSATION, DISCIPLINE, PERFORMANCE, OR DISMISSAL OF SPECIFIC EMPLOYEES OF THE PUBLIC BODY OR LEGAL COUNSEL FOR THE PUBLIC BODY.” 5 ILCS 120/2(C) (1).

Motion carried by unanimous voice vote.

Board reconvened, at 11:35 a.m.

Ms. Verzani moved, seconded by Ms. Milavec, that it be

RESOLVED, THAT THE SWAN BOARD APPROVES THE EXECUTIVE DIRECTOR YEARLY REVIEW AS PRESENTED, AND APPROVES A 3% SALARY INCREASE FOR MERIT TO BEGIN WITH THE NEW FISCAL YEAR ON JULY 1, 2019

Motion carried by unanimous voice vote.

The meeting was adjourned by President Bodewes at 11:38 p.m.

Next Board Meeting

The next SWAN Board Meeting will be held on July 19, 2019 at SWAN Quail Ridge at 9:30 a.m.

Minutes Prepared by Dawne Tortorella  
Respectfully Submitted,

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Board Secretary