



**HPLD FOUNDATION  
REGULAR SESSION  
November 26, 2018  
HPLD Administration Building  
2650 29th St., Greeley, CO 80631  
6:00 p.m.**

**1.0 OPENING OF MEETING 6:22**

**1.1 ROLL CALL & PLEDGE OF ALLEGIANCE**

Guests; Karen Poncelow, Julia McSherry  
HPLD Board of Trustees; Chairman Rosalie Martinez (Region 2),  
Vice Chair John Damsma (Region 1),  
Secretary/Treasurer Bob Grand (At Large),  
Trustees Joyce Smock (Region 6) and Ken Poncelow (Region 3)  
Dr George Conger (Region 4), was excused.

**1.2 APPROVAL OF MINUTES**

A. January 2018  
B. July 2018  
C. September 2018

MOTION: Bob  
SECOND: Ken  
VOTE: Unanimously approved; 6:0

**1.2 APPROVAL OF AGENDA**

MOTION: Ken  
SECOND: Joyce  
VOTE: Unanimously approved; 6:0

**1.3 PUBLIC COMMENT**

No Public Comment

**2.0 CHAIRMAN'S REPORT**

**2.1 FOUNDATION BOARD CALENDAR 2019**

Chairman Martinez lead the discussion in which the Board collectively decided they would explore the option of having Foundation Board meetings follow District Board meetings in the future, if Board composition remained as a majority of District Trustees.



Direction was given to Staff to get a clean copy of the calendar to Board members and the Board would tentatively convene after the scheduled District Board meeting Feb 19, 2019 in Eaton, Colorado.

### **3.0 ITEMS FOR INFORMATION/ACTION**

#### **3.1 FINANCE REPORT (Information) – Natalie Wertz, HPLD Finance Manager**

##### **A. Links for Literacy Golf Tournament**

Finance Manager Wertz reported that the golf tournament created large revenue for the Foundation, more than anticipated.

##### **B. Market Loss on Investment**

Due to an unforeseen market loss, earnings on investments was about a thirty-thousand-dollar (\$30, 000) loss. Wertz reported the market is steadily recovering.

Secretary/ Treasurer Grand asked Finance Manager Wertz to explain how this loss would impact budgeted salaries for the Foundation.

##### **C. Foundation Salaries in Presented Budget**

Wertz explained that the Foundation had budgeted twenty thousand dollars (\$20,000) to reimburse the Foundation to pay part of their own salaries in 2018. Due mainly to the Riverside Playground project going overbudget by twenty-two thousand dollars (\$22,000) the Foundation is at a significant loss and currently did not generate enough revenue to cover the reimbursement.

Secretary/Treasurer Grand urged the Foundation Board to be aware of the loss (not necessarily change operational practices). HPLD District Chairman Poncelow lead a discussion on the possibility of Foundation salaries to be paid entirely by District in 2018, since Foundation services are to extend to both Member and Branch libraries.

HPLD Board Vice-Chair Heberlee and Secretary/Treasurer Grand discussed the impact on the District budget if it were to absorb the loss.

Foundation Vice-Chairman Damsma clarified that it's not the mission of the Foundation and what the Foundation aims to accomplish that is under discussion, but rather how employee salaries will be funded in 2019. Damsma voiced his opinion that as long as the Foundation raises adequate funds for programming and creates positive public relations/press for the District, the District needs to contribute to the salaries of the employees.



HPLD Executive Director Hortt pointed out that if the Foundation is required to pay for its own administrative costs, in the coming year, the operational funding would cease to exist; funds would dry up.

Therefore, the Board directed Staff to have the salaries for the Foundation be covered (in full) by the District budget for 2019.

Finance Manager Wertz advised the Board that vote on the matter was not necessary, they only needed to approve the Foundations 2019 budget, without the salary consideration.

### **3.2 2019 FOUNDATION BUDGET (Action) – Abby Yeagle, HPLD Foundation Director**

Per the previous conversation, Director Yeagle amended the Foundation budget to not include salaries for 2019.

Yeagle highlighted an increase in grant revenue and event planning, discussed the VISTA position via United Way, Foundation salary reimbursement would now be removed, and the Erie Parking Lot donation payout; anticipated in May of 2019.

Vice-Chairman Damsma asked Yeagle about special considerations in the budget for the Writer in Residence program. Discussion was held, and Finance Manager Wertz further explained that special events are covered in the insurance policy, and one-day alcohol licenses need to be explored with the municipalities in which the events will occur.

MOTION: Secretary/ Treasurer Grand moved to accept the 2019 Foundation Budget as amended; (removal of Foundation salary reimbursement for 2019).

SECOND: Vice-chair Damsma

VOTE Unanimously approved; 6:0

### **3.3 BYLAW COMMITTEE SUGGESTIONS (Action) – Abby Yeagle, HPLD Foundation Director**

Suggestions were brought forward to the Board by the Bylaw and Policy Committee. Suggested changes to the Bylaws included;

*(Page 1)*

*The Board of Directors shall consist of not less than seven (7) or more than nine (9) members. Five (5) or more members, however many comprise a majority, of the corporation's Board of Directors shall be current members of the HPLD Board of Trustees and the remaining members shall be elected or appointed from the community at large.*



*The Board of Directors shall consist of not less than seven (7) nor more than nine (9) members. Five (5) or more members will comprise a majority of the corporation's Board of Directors. Five shall be current members of the HPLD Board of Trustees and the remaining directors shall be elected or appointed from the community at large.*

*(Page 2) Section 6; Voting Procedures*

*Sixty Percent (60%) of the Board of Directors, one of whom must be an officer, shall constitute a quorum for the transaction of business at any scheduled meeting of the Board of Directors.*

*Fifty-five Percent (55%) of the Board of Directors, one of whom must be an officer, shall constitute a quorum for the transaction of business at any scheduled meeting of the Board of Directors.*

*(Page 3) Section 1; Number*

*The Officers of the Corporation shall be a Chairman, a Vice-Chairman, a Secretary, a Treasurer and such other officers as the board deems necessary. (Clarify or change) (See Section 7 Treasurer, Secretary, etc.)*

The Officers of the Corporation shall be a Chairman, a Vice-Chairman, ~~a Secretary, a Treasurer~~ a **Secretary / Treasurer** and such other officers as the board deems necessary

HPLD Vice-Chair Heberlee asked if these changes affected non-profit status, to which Director Yeagle responded in the negative.

MOTION: Secretary/ Treasurer Grand moved to accept the changes as presented

SECOND: Trustee Heberlee

VOTE Unanimously approved; 6:0

### 3.4 **PUBLIC SIGNING** (Information) – Abby Yeagle, HPLD Foundation Director

HPLD Board Chairman Poncelow asked Staff for clarification on the meaning of 'personally significant contribution' outlined in Roles & Responsibilities; expressed need for clarification of whether time and mileage is considered and how to properly account for such. Staff was directed to report back at next meeting.

The following documents were distributed and signed by Foundation Board Members;

- A. Conflict of Interest Policy



B. Roles & Responsibilities

**4.0 BOARD COMMENTS**

Vice-Chair Damsma favors the focus of Foundation advertising the District without being incomed by expenses. He went on to say for the Writer-In-Residence, measure of success is more than just financial, but also need to consider impact of developing community. Would like Board to consider, "Where do we need Foundation?"

Trustee Smock echoed Vice-Chairman Damsma's sentiments.

HPLD Board Chairman Poncelow praised Director Yeagle's efforts with the Foundation. Asked to have Foundation report to the Board monthly and give an update on all past Writer-In-Residence. He concluded by commenting that we are not doing enough to celebrate their time with us, their publications or their subsequent success.

HPLD Board Vice Chair Heberlee asked the Foundation Director to provide a list of past Writers-In-Residence, and closed by commenting that the program "feels good" and would like to see it extended to a 9-month program.

Secretary/ Treasurer Grand simply stated that HPLD one of the best kept secrets of Weld County and expressed a need for better marketing all-around.

Outgoing Foundation Chair Martinez expressed how much she has enjoyed her time on the Board and expressed her feelings about the importance of eating with family and friends (which is why programs that bring authors like Julia McSherry to greater visibility in the area are so important).

Trustees Damsma and Poncelow gave direction to the Foundation Staff that they would like to see potential dates for a Writer-In-Residence Gala, as early as the next meeting.

**5.0 ADJOURNMENT 7:16 pm**

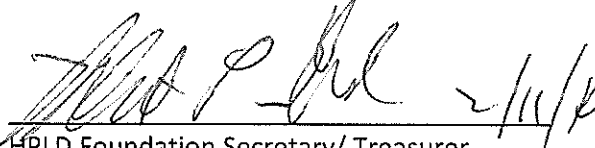
There being no future business before the Board

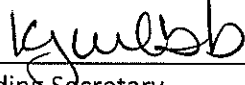
MOTION: Secretary Treasurer Grand moved to adjourn

SECOND: HPLD Board Chair Poncelow

VOTE: Unanimously approved; 6:0

Approved this 11<sup>th</sup> Day of February 2019

  
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HPLD Foundation Secretary/ Treasurer  
Bob Grand

  
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Recording Secretary  
Kathy Webb