

**St. Charles City-County Library District  
Board of Trustees Quarterly Work Session Minutes  
April 14, 2015**

The St. Charles City-County Library District Board of Trustees met for a Work Session at 6:00 p.m. on Tuesday, 14 April 2015, at the General Administration Offices located at 77 Boone Hills Drive in St. Peters, Missouri.

Board Members present:

- Justin Collier
- Jerry Cook
- Myra Crook
- Lisa DeClue
- Georganne MacNab
- Mary Reese
- John Thaelke

Board members absent:

- Joann Leykam
- Gail Zumwalt

Library Staff present:

- Jim Brown, Director
- Margaret Conroy, Assistant Director

President Jerry Cook called the meeting to order at 6:03 p.m. Six members of the Board listed above as present responded to roll call. John Thaelke arrived at 6:30 p.m.

The Work Session agenda was to discuss:

- 1) proposed changes to the Board of Trustees By-Laws
- 2) future of e-commerce
- 3) long-range planning and budget

**Proposed Changes to the Board of Trustees By-Laws:**

Georganne MacNab presented a revision of District Policy A048-By-Laws of Board of Trustees to the group.

Discussion was held regarding the following proposed revisions to the By-Laws:

- Section 5.5, Quorum: Proposed changes to this section would allow Trustees to attend meetings electronically as fully participating members, provided that such arrangements were made prior to the meeting. The Trustee(s) attending electronically would be counted as part of the quorum and would have voting rights. The Trustees discussed whether the quorum should be defined as the majority of the entire Board (5 of 9) or as a majority of currently appointed Board members.
- Section 7.1, Committees: The Personnel Committee would be eliminated as a standing committee. The Finance & Audit Committee would remain as a permanent standing committee. Committees may consist of up to four (4) members of the Board and shall be appointed annually or as needed by the President. The President is an "ex officio" member of all such committees (except the nominating committee should one exist) who has the right, but not the obligation, to participate in the proceedings of the committees and is not counted in the quorum.
- Section 3.6 Term Limits: Jim Brown pointed out that Missouri state statute does not include term limits and only dictates appointment terms of three years for City-County Library Districts. The District's current By-Laws state that "No Trustee shall serve more than three (3) full term appointments or combination of full term appointments and partial term appointments totaling more than ten and one-half (10 ½) consecutive years."

Because the state statues are silent concerning term limits for County or City-County libraries, this provision would probably not be enforceable. Some discussion was held about adding the phrase “term limits are strongly recommended” in Section 3.6. Also, changing the wording to say something along the lines of “It is strongly recommended that Trustees are appointed for no more than three (3) full term appointments plus any interim appointments” would keep rotation of the Trustee’s on schedule.

All changes to the By-laws will be sent to the District’s legal counsel for review. After legal review, the final document will be presented at the 12 May 2015 Board meeting for final review and discussion. The Trustees will vote on the By-laws at the 9 June 2015 Board meeting.

**Future of e-commerce:**

There have been repeated requests from our customers to take debit/credit cards for payment of fines and fees. We are considering an e-commerce module which would allow payments online and at the library (at the checkout desk and the self-checkout stations). There are many issues involved with PCI compliance (the rules which govern e-commerce) that need to be investigated. Jim Brown wanted Trustees to be aware that the District is actively pursuing e-commerce and a set of recommendations will be presented to the Trustees later in the summer. The District would like to deploy credit/debit payments for customer use sometime if FY 16. There will be some costs involved, but in order to meet our customer’s expectations the District needs to be able to accommodate these types of transactions. There may be some additional revenue generation as people are able to pay electronically.

Due to the length of the meeting, the third item on the agenda, long-range planning and budget, was not addressed.

The meeting was adjourned at 7:04 p.m.

Respectfully submitted,

Robin L. Lunatto  
Recording Secretary

Approved:

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Secretary Board of Trustees                      5/12/15  
Date