

NorthNet Library System

REVISED

Executive Committee Meeting

August 21, 2015 - 10:00 a.m. to 12:00 noon

Marin County Free Library

Technical Services

Marin Commons

1600 Los Gamos Drive, Suite 180

San Rafael, CA 94903

- | | | |
|--------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------|
| | 1. Welcome and Roll Call | Lightbody, Chair |
| | 2. Public Invited to address the Committee | Lightbody |
| ACTION | 3. Approval of the Agenda | Lightbody |
| | 4. Consent Calendar | Brinkley |
| ACTION | A. Minutes of Executive Committee meeting, May 19, 2015 | Attachment 1 |
| | 5. OLD BUSINESS: | |
| ACTION | A. Claim Form for Staff Development - \$1,000 for each member
Approve Payments | |
| ACTION | B. Approve CLSA Allocation of C&D/e-books/Broadband FY 15/16 | Attachment 2 |
| ACTION | C. Approve NorthNet Libraries Dues and Fees 2015-2016 | Attachment 3 |
| | D. Orienting new directors | |
| | E. Documenting the value of NorthNet for decision-makers
Strategic Planning Process should help identify what member
libraries need/what NLS can help them do and how to prioritize | |
| | F. Financial Report and presentation of it. Is it working for us now? | |
| | G. System budget - Planning for 2016-2017 | |
| | H. Equipment reserve used to help connect to CENIC | |

- I. Grants and projects - any NorthNet wide?
- 6. NEW BUSINESS:
 - A. Strategic Planning Hildreth/Lightbody
Attachment 4
Discussion of goals for NLS and Budget for SP
 - B. Periodical Contract - NLS member survey Dale
 - C. Analytics on Demand - Demo with Gale/Califa Vendor Fair, 9/3 Dale
 - D. By-Laws - Discussion re: term of service Attachment 5
 - E. Califa resources for all NLS members – Benefits All
 - F. CLA Leg Committee & Advocacy Objectives for CA public libraries George
Attachment 6
- 7. Adjournment

Please plan to stay after the close of meeting for a tour of the Marin County Library Technical Services facility and hosted lunch by Marin County Library.

Brown Act: The legislative body of a local agency may use teleconferencing in connection with any meeting or proceeding authorized by law. Cal. Gov't Code § 54953(b)(1). A "teleconference" is "a meeting of a legislative body, the members of which are in different locations, connected by electronic means, through either audio or video, or both." Cal. Gov't Code § 54953(b)(4). A local agency may provide the public with additional teleconference locations. Cal. Gov't Code § 54953(b)(4).

The teleconferenced meeting must meet the following requirements:

- (1) it must comply with all of the Act's requirements applicable to other meetings;
- (2) all votes must be taken by roll call;
- (3) agendas must be posted at all teleconference locations and the meeting must be conducted in a manner that protects the statutory and constitutional rights of the parties or public appearing before the body;
- (4) each teleconference location must be identified in the notice and agenda and each location must be accessible to the public;
- (5) during the teleconferenced meeting, at least a quorum of the members of the legislative body must participate from locations within the boundaries of the body's jurisdiction; and
- (6) the agenda must provide the public with an opportunity to address the legislative body at each teleconference location. Cal. Gov't Code § 54953(b).

Meeting Locations

270 Laramie Street, Markleeville CA 96120
1600 Los Gamos Drive, Suite 180, San Rafael CA 94903

Conference Call Information

Audio Conference Details:
Participant Code: 759890

Conference Number:
US: 1-888-205-5513

To join the meeting: <http://infopeople.adobeconnect.com/august2015/>

If you have never attended an Adobe Connect meeting before:

Test your connection: http://infopeople.adobeconnect.com/common/help/en/support/meeting_test.htm

Get a quick overview: <http://www.adobe.com/products/adobeconnect.html>



NorthNet
Library System
Connecting Northern California Libraries

2471 Flores Street, San Mateo, CA 94403
650-349-5538 Fax: 650-349-5089

www.northnetlibs.org

Draft Minutes

Executive Committee Meeting

Adobe Connect/Conference Call Meeting

Tuesday, May 19, 2015

1. **Welcome and Roll Call:** Chair Mel Lightbody called the meeting to order at 11:40 AM. Also present were Vice Chair Lisa Dale, Past Chair Michael Perry, Executive Committee members Victor Zazueta, Rita Lovell, and Diane Smikahl and NLS member Jennifer Baker (St Helena Public Library) and Donna Truong and Jane Light of the Peninsula Library System.
2. **Public Invited to address the Committee:** None were present
3. **Approval of the Agenda:** Perry moved, Dale seconded; unanimously approved by roll call vote.
4. **Consent Calendar:** Minutes of April 3, 2015 Meeting: Lovell moved, Dale seconded; unanimously approved by roll call vote.
5. **Planning for June 5 Administrative Council Meeting**
 - a. **Review and Approve Draft Agenda:** Perry moved, Smikahl seconded approval; unanimously approved by roll call vote.
 - b. **Review of FY15/16 PLP Contract & Recommendation to Admin Council:** Dale moved, Lovell seconded to recommend to Administrative Council that the full contract document, including the language about renewal for FY16/17 and hiring a contract coordinator, be approved. unanimously approved by roll call vote.
 - c. **FY15/16 NLS Membership Dues and Fees:** Annual Membership dues formula is unchanged from prior year; fees are charged if members participate in one or more System-administered contracts (delivery, databases, Overdrive) including a 10% contract administration fee as well as participation costs. Perry moved, Smikahl seconded recommending approval of the membership dues and the member fees (these are estimates based on current

information from members) to the Administrative Council; unanimously approved by roll call vote.

- d. **FY15/16 NLS Budget:** The Committee reviewed the proposed budget and requested that the estimated amount of reimbursable costs for delivery contracts be added. Dale moved, Smikahl seconded that the Executive Committee recommend approval of the proposed budget, as amended, by the Administrative Council; unanimously approved by roll call vote.
 - e. **FY15/16 CLSA Plan of Service:** The Committee reviewed the Plan of Service. Lovell moved, Smikahl seconded that the Executive Committee recommend approval of the CLSA Plan of Service by the Administrative Council; unanimously approved by roll call vote.
 - f. **Nominating Committee Report:** The ad hoc Nominating Committee made its report verbally at the April 3 Executive Committee meeting.
 - g. **Member reports at Annual Meeting:** Lightbody will send an email to directors asking them to be prepared to verbally report on the results of the staff development grant each public library member received in FY14/15.
6. **FY13/14 NLS Audit:** Perry moved, Lovell seconded approval of the audit report; unanimously approved by roll call vote.
 7. **Use of Equipment Replacement Reserve (\$180,099) as match for members' CENIC broadband participation** will be agendaized for discussion at August Executive Committee meeting.
 8. **Adjournment:** Lightbody adjourned the meeting at 12:37 PM.

CLSA Allocation of C&D/e-books/Broadband FY 15/16				
		%50 of CLSA	50% base on population	TOTAL CLSA
Library	Population	165,743.00	165,743.00	Allocation
Alpine	1,121	4,043	39	4,082
Bel-Tib	11,321	4,043	392	4,435
Benicia	27,689	4,043	959	5,002
Butte	224,323	4,043	7,772	11,815
Colusa	21,715	4,043	752	4,795
Del Norte	28,031	4,043	971	5,014
Dixon	28,130	4,043	975	5,018
El Dorado	184,917	4,043	6,406	10,449
Folsom	74,909	4,043	2,595	6,638
Humboldt	134,398	4,043	4,656	8,699
Lake Cty	64,918	4,043	2,249	6,292
Larkspur	12,347	4,043	428	4,471
Lassen	15,509	4,043	537	4,580
Lincoln	45,837	4,043	1,588	5,631
Marin	141,681	4,043	4,908	8,951
Mendocino	88,863	4,043	3,079	7,122
Mill Valley	14,439	4,043	500	4,543
Modoc	9,399	4,043	326	4,369
Mono	14,695	4,043	509	4,552
Napa County	134,297	4,043	4,653	8,696
Nevada	98,193	4,043	3,402	7,445
Orland	15,168	4,043	525	4,568
Placer	195,235	4,043	6,764	10,807
Plumas	22,665	4,043	785	4,828
Roseville	128,382	4,043	4,448	8,491
Sacramento	1,396,003	4,043	48,364	52,407
St. Helena	6,065	4,043	210	4,253
San Anselmo	12,674	4,043	439	4,482
San Rafael	59,214	4,043	2,051	6,094
Sausalito	7,300	4,043	253	4,296
Shasta	178,673	4,043	6,190	10,233
Siskiyou	45,119	4,043	1,563	5,606
Solano	373,733	4,043	12,948	16,991
Sonoma	496,253	4,043	17,193	21,236
Sutter	95,948	4,043	3,324	7,367
Tehama	64,323	4,043	2,228	6,271
Trinity	13,571	4,043	470	4,513
Willows	13,560	4,043	470	4,513
Woodland	57,525	4,043	1,993	6,036
Yolo	151,868	4,043	5,261	9,304
Yuba	74,076	4,043	2,566	6,609
Total	4,784,087	165,743	165,741	331,484

NorthNet Libraries Dues and Fees 2015/2016											
Library	Population	Budget	Base Dues	Delivery Admin	OverDrive Admin	Database Admin	Total Member Dues	Delivery	OverDrive	Database	TOTAL Dues & Fees
Alpine	1,121	\$ 234,211	\$ 500	\$ -	\$ 24	\$ 11	\$ 535		\$ 237	\$ 111	\$ 883
Bel-Tib	11,321	\$ 1,778,384	\$ 1,000	\$ -	\$ -	\$ -	\$ 1,000				\$ 1,000
Benicia	27,689	\$ 1,935,722	\$ 1,000	\$ 1,327	\$ 115	\$ -	\$ 2,442	\$ 13,271	\$ 1,145		\$ 16,858
Butte	224,323	\$ 2,923,884	\$ 2,000	\$ -	\$ -	\$ -	\$ 2,000				\$ 2,000
Colusa	21,715	\$ 828,810	\$ 500	\$ 453	\$ 44	\$ 42	\$ 1,038	\$ 4,528	\$ 438	\$ 415	\$ 6,419
Del Norte	28,031	\$240,142	\$ 500	\$ -	\$ 66	\$ -	\$ 566		\$ 655		\$ 1,221
Dixon	28,130	\$942,128	\$ 500	\$ 639	\$ 54	\$ -	\$ 1,193	\$ 6,390	\$ 543		\$ 8,126
Dominican			\$ 500	\$ -	\$ -	\$ -	\$ 500				\$ 500
El Dorado	184,917	\$3,346,138	\$ 3,000	\$ 226	\$ 454	\$ -	\$ 3,680	\$ 2,264	\$ 4,539		\$ 10,483
Folsom	74,909	\$1,309,156	\$ 1,000	\$ 906	\$ 208	\$ -	\$ 2,114	\$ 9,056	\$ 2,082		\$ 13,252
Humboldt	134,398	\$3,239,223	\$ 3,000	\$ -	\$ 370	\$ -	\$ 3,370		\$ 3,702		\$ 7,072
Lake Cty	64,918	\$1,033,986	\$ 1,000	\$ 2,791	\$ -	\$ -	\$ 3,791	\$ 27,913			\$ 31,704
Larkspur	12,347	\$728,589	\$ 500	\$ -	\$ -	\$ -	\$ 500				\$ 500
Lassen	15,509	\$125,079	\$ 500	\$ -	\$ 43	\$ -	\$ 543		\$ 431		\$ 974
Lincoln	45,837	\$496,713	\$ 500	\$ 226	\$ 132	\$ 71	\$ 929	\$ 2,264	\$ 1,318	\$ 712	\$ 5,223
Marin	141,681	\$12,353,820	\$ 4,000	\$ -	\$ -	\$ -	\$ 4,000				\$ 4,000
Mendocino	88,863	\$1,347,419	\$ 1,000	\$ 4,350	\$ -	\$ -	\$ 5,350	\$ 43,501			\$ 48,851
Mill Valley	14,439	\$2,030,753	\$ 2,000	\$ -	\$ -	\$ -	\$ 2,000				\$ 2,000
Modoc	9,399	\$288,413	\$ 500	\$ -	\$ 36	\$ -	\$ 536		\$ 364		\$ 900
Mono	14,695	\$1,108,188	\$ 1,000	\$ -	\$ 70	\$ 50	\$ 1,120		\$ 701	\$ 496	\$ 2,317
Napa County	134,297	\$6,571,368	\$ 4,000	\$ 3,613	\$ 262	\$ -	\$ 7,875	\$ 36,130	\$ 2,616		\$ 46,621
Napa College			\$ 500	\$ 397	\$ -	\$ -	\$ 897	\$ 3,968			\$ 4,865
Nevada	98,193	\$2,255,903	\$ 2,000	\$ -	\$ 343	\$ 162	\$ 2,506		\$ 3,431	\$ 1,624	\$ 7,561
Orland	15,168	\$267,816	\$ 500	\$ -	\$ 41	\$ -	\$ 541		\$ 408		\$ 949
Placer	195,235	\$5,767,909	\$ 4,000	\$ 226	\$ 640	\$ -	\$ 4,866	\$ 2,264	\$ 6,399		\$ 13,529
Plumas	22,665	\$625,645	\$ 500	\$ -	\$ 57	\$ 99	\$ 656		\$ 568	\$ 992	\$ 2,216
Roseville	128,382	\$3,104,308	\$ 3,000	\$ 226	\$ 369	\$ 213	\$ 3,809	\$ 2,264	\$ 3,693	\$ 2,134	\$ 11,900
Sacramento	1,396,003	\$31,397,782	\$ 5,000	\$ 1,132	\$ -	\$ -	\$ 6,132	\$ 11,320	\$ -		\$ 17,452
Sacramento Law			\$ 500				\$ 500				\$ 500
St. Helena	6,065	\$1,184,025	\$ 1,000	\$ 971	\$ 58	\$ -	\$ 2,029	\$ 9,705	\$ 582		\$ 12,316
San Anselmo	12,674	\$694,096	\$ 500	\$ -	\$ -	\$ -	\$ 500				\$ 500
San Rafael	59,214	\$3,150,897	\$ 3,000	\$ -	\$ -	\$ -	\$ 3,000				\$ 3,000
			\$ -	\$ -	\$ -	\$ -	\$ -				\$ -
Sausalito	7,300	\$747,651	\$ 500	\$ -	\$ -	\$ -	\$ 500				\$ 500
Shasta	178,673	\$1,884,785	\$ 2,000	\$ -	\$ -	\$ -	\$ 2,000				\$ 2,000
Siskiyou	45,119	\$284,701	\$ 500	\$ -	\$ 162	\$ 251	\$ 913		\$ 1,624	\$ 2,509	\$ 5,046
Solano College			\$ 500	\$ 187	\$ -	\$ -	\$ 687	\$ 1,872			\$ 2,559
Solano	373,733	\$14,506,913	\$ 5,000	\$ 3,433	\$ 789	\$ -	\$ 9,223	\$ 34,333	\$ 7,894		\$ 51,450
Sonoma	496,253	\$15,766,898	\$ 5,000	\$ 2,898	\$ -	\$ -	\$ 7,898	\$ 28,975			\$ 36,873
Sutter	95,948	\$1,286,332	\$ 1,000	\$ 906	\$ 209	\$ 162	\$ 2,277	\$ 9,056	\$ 2,090	\$ 1,624	\$ 15,047
Tehama	64,323	\$524,529	\$ 500	\$ -	\$ 123	\$ -	\$ 623		\$ 1,231		\$ 1,854
Trinity	13,571	\$294,965	\$ 500	\$ -	\$ 55	\$ -	\$ 555		\$ 546		\$ 1,101
Willows	13,560	\$226,231	\$ 500	\$ -	\$ 66	\$ -	\$ 566		\$ 658		\$ 1,224
Woodland	57,525	\$1,106,871	\$ 1,000	\$ 906	\$ 161	\$ -	\$ 2,066	\$ 9,056	\$ 1,605		\$ 12,727
Yolo	151,868	\$5,419,317	\$ 4,000	\$ 453	\$ -	\$ -	\$ 4,453	\$ 4,528			\$ 8,981
Yuba	74,076	\$501,267	\$ 500		\$ 185	\$ -	\$ 685		\$ 1,850		\$ 2,535
Total	4,784,087	133,860,967	\$ 70,500	\$ 26,266	\$ 5,135	\$ 1,062	\$ 102,963	\$ 262,658	\$ 51,350	\$ 10,617	\$ 427,588
Source: California Library Statistics											
2011-2012 budget (State Library website)											
'& Certification of Population Figures for FY 15/16											
Base Dues											
Under 100,000 Pop. And Under \$1,000,000 Budget \$500											
Under 300,000 Pop. And Under \$2,000,000 Budget \$1,000											
Under 300,000 Pop. And Under \$3,000,000 Budget \$2,000											
Under 200,000 Pop. And Over \$3,000,000 Budget \$3,000											
Under 300,000 Pop. And Over \$5,000,000 Budget \$4,000											
Over 300,000 Pop. or \$5,000,000 Budget \$5,000											
Fees											
10% admin fee											
Delivery, Database and OverDrive											



NLS | NorthNet Library System Cooperative System Service and Priority Review

August 15, 2015

Susan Hildreth, Executive Director
NorthNet Library System
2471 Flores Street, San Mateo, CA 94403

**Re: NorthNet Library System Service and Priority Review
Proposal for Professional Services**

Thank you for this opportunity to submit a proposal for working with NLS to discover how the cooperative can create greater value for member libraries and ultimately the communities they serve. We have identified two options for facilitating NLS through an engaging process that will result in service initiatives for consideration and action by NLS and its members. A third option includes administration of a survey of member library staff (attendees and staff not present in sessions) to broaden participation in the discussions.

Scope of Work

The consultant team will prepare for, facilitate, and document sessions with representatives from member libraries. We offer two options, the first with each session including both the discovery of needs and prioritization of potential initiatives, as well as the development of potential criteria for decision-making on which initiatives the cooperative might pursue. The second option breaks service needs brainstorming and initiatives prioritization into two separate series of sessions.

The documentation from the sessions will include: consultant analysis of opportunities; potential next steps for each of the more highly prioritized initiatives; and the actual discussion content of the session in an appendix. This report will be at least as in-depth as the documentation prepared for SCLC and shared with you as an example of the process we designed.

We will work with NLS to develop an approach to in person participation in the sessions, which could be limited to leadership roles, or may be inclusive of more staff roles. Where more than one individual from a library participates, we encourage them to attend the same session. We encourage NLS staff to speak directly with member libraries to communicate the value and importance of having the right people in the room to do this collaborative work. We also offer a survey for wider distribution to staff at member libraries that covers the topics and provides opportunity for more input through diverse perspectives.

Option 1 | Three (3) sessions geographically distributed throughout the NLS region, with each session accommodating up to 30 participants. Each session will address both needs and initiatives prioritization. This option would definitely benefit from a follow up survey for sessions over sequential days or within a fairly short period of time to maintain momentum.

Sessions will be from 9 a.m. to 4 p.m., and include a working lunch (provided by NLS). A draft report will be submitted for review within 2 weeks after close of a follow up survey; if no survey is conducted the draft will be submitted within 2 weeks after the last session.



Option 2 | Two series of three (3) sessions for a total of six (6) sessions distributed throughout the NLS region, each session with up to 30 participants. The first series will focus on needs and the second on initiatives prioritization. This option would definitely benefit from a follow up survey for distribution by leadership to selected staff at member libraries. Any attendees in the second series not present for the first will be asked to review the report to become familiar with the content.

Sessions will be from 9 a.m. to 4 p.m., and include a working lunch (provided by NLS). It would be best to consider holding each series of sessions over sequential days or within a fairly short period of time to maintain momentum. If you elect to include a survey to engage more member library staff, we will need at least three weeks and ideally four between the 1st and 2nd series of sessions.

For the first session series, a draft report will be submitted for review within 2 weeks after close of a follow up survey; if no survey is conducted the draft will be submitted within 2 weeks after the last session. The final report will be submitted for review within 2 weeks after the last session.

Session Outlines

Pre-session activities

Prior to each session, we will ask attendees to read an article to encourage creative thinking, and potentially read a whitepaper or watch a webinar on the topic of leveraging technologies in libraries to free resources for higher value work by staff. A brief agenda will be distributed to attendees prior to the sessions along with our requests for their pre-work.

In Option 1, all agenda items will be addressed in each session.

In Option 2, the first series of sessions will include agenda items 1 through 5, covered in greater depth. The second series will focus on agenda items 5 through 8, covered in greater depth than in Option 1.

Preliminary Agenda

1. Introduction (context and purpose, goals and expectations, who's in the room)
2. Value of cooperative membership
3. Opportunities to increase value
4. Patterns and themes; potential initiatives
5. Criteria for decision making
6. Initiatives exploration and definition
7. Initiatives prioritization
8. Conclusion and next steps

Schedule Opportunities

We have blocked the following dates and can hold them through August 21, 2015. Please note that PLP and NLS staff will need to coordinate sessions for the two cooperatives. If we are looking at dates beyond January 11, the schedule is much less constrained.

- October 5, 6, 7, and 8
- October 22, and 23
- October 27
- November 2 and 3
- December 30 through January 11



Fees

Option 1	\$ 13,000.00
Option 2	\$ 25,000.00
Survey Services Option (per each survey administered if more than one)	\$ 500.00
Reimbursable Expenses Allocation	\$ 3,000.00

Reimbursable expenses will be invoiced at cost and include transportation, lodging, consultant meals, and facilitation supplies for the sessions. Consultants will provide any other required materials.

NLS or host library responsibilities include provision of two (2) easels and flip charts (ideally self-adhesive) at each session location. Additionally, we hope that NLS will facilitate registration, distribute documentation, and provide table tents for attendees.

Please contact us with any questions or comments. We look forward to partnering with you to create something amazing.

Sincerely,



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BYLAWS OF THE NORTHNET LIBRARY SYSTEM

Article I. Name

The Joint Powers Agreement of the NorthNet Library System dated May 8, 2009 (“Agreement”), establishes a Joint Powers Authority to be known as the NorthNet Library System (NLS).

Article II. Objectives

NLS is a Regional Library Network as defined in Education Code Section 18810(s). The objectives of NLS shall be to implement and accomplish the purposes described in the Plan of Service agreed upon by the member organizations consistent with the provisions of the California Government Code, Sections 6500-6578 (Joint Exercise of Power), formed under the terms of the California Library Services Act (California Education Code, Section 18700 *et seq.*) and continuing under successor acts, and to otherwise accomplish the purpose and goals of the Agreement.

Article III. Membership

Section 1. Qualifications

A member of NorthNet Library System is any cooperative library system that has the power to provide library services and is organized as a joint powers authority or a joint resolution agency (hereinafter, “System”). A System may join NLS upon the application of its governing body and upon the consent of the NLS Administrative Council, provided that such agency has agreed to abide by all the terms of the Joint Powers Agreement and these Bylaws; and upon doing so shall be a member of NLS (“Member”). The individual libraries that comprise the cooperative library systems in NLS shall hereafter be referred to as “constituent libraries.” While these constituent libraries shall have voting authority as described in these Bylaws, they shall not individually be considered Members of NLS.

Section 2. Fees, Dues and Assessments

- a. The NLS fiscal year is defined as July 1 to June 30, and membership fees payable to NLS by the constituent libraries of Members shall be in such amount as determined annually by action of the Administrative Council. In addition, the Council may adopt additional fees for specific services to Members or constituent libraries.
- b. Constituent libraries are billed at the beginning of the fiscal year for the entire year. If after 90 days no payment has been received, the constituent library will be sent a letter informing the library that it needs to pay or submit a formal request for a waiver or reduction to be considered by the Executive Committee. Within 90 days of receiving the letter, the Executive Committee will notify the library if a reduction or waiver has been approved. If no payment or waiver request has been submitted by January 1, services to the constituent library will be terminated.
- c. The waiver or reduction of membership fees may be requested by a constituent library when it has experienced a significant reduction in operating funds through the reduction of budget allocation from the local funding authority, the automatic termination of a local special tax or benefit assessment, or catastrophic loss such as flood, earthquake damage or fire.

Section 3. Withdrawal

A Member may withdraw by submitting a written notice of termination to the Chair of NLS,

provided that such notice is received between July 1 and September 1 of any year. In the event that a timely notice of termination is received, the termination shall take place effective July 1 of the succeeding year. Constituent libraries wishing to withdraw from any NLS Member System shall do so in accordance with the Bylaws of that individual System.

Article IV. Governance Structure

Section 1. Administrative Council Composition

Pursuant to Education Code Section 18747 (a), the Administrative Council, hereinafter called "Council," shall be comprised of the head librarian or duly authorized alternate of each constituent library.

Section 2. Administrative Council Duties

Pursuant to Section 18747(a) and CSLA Regs. Sec. 20135, it shall be the responsibility of the Council to: oversee and administer the business of NLS; formulate policy and goals; adopt an annual plan of service; adopt an annual budget, and elect a Chair-Elect who shall be Vice-Chair and members of the Executive Committee. Any officer may resign or may be removed with or without cause by the Council at any time. The Council shall also perform additional duties imposed by law or defined in these Bylaws.

Section 3. Council Officers

a. Chair

The Chair-Elect shall assume the office of Chair on July 1 of the year following the Chair-Elect's service as Vice-Chair. The Chair shall hold office for one year or until he or she shall resign, be removed, or otherwise disqualified to serve, or until his or her successor shall be qualified. It shall be the duty of the Chair to preside at meetings of the Council; to prepare the agendas for meetings of the Council in consultation with the System Administrator; to execute contracts and other instruments on behalf of NLS as authorized by the Council or Executive Committee; to appoint committees as authorized by the Council; and to represent NLS as occasion demands. If the office of Chair becomes vacant by death, resignation, or removal, the Chair-Elect shall serve for the unexpired term.

b. Chair-Elect

At the annual meeting, the Council shall elect from among its members a Chair-Elect who shall serve as Vice-Chair. The Vice-Chair shall take office July 1. He or she shall hold office as Vice-Chair for one year or until he or she shall resign, be removed, be otherwise disqualified to serve, or until a successor shall be elected and qualified. He or she shall succeed to the office of Chair on July 1 of the following year. The Vice-Chair shall, in the absence or disability of the Chair, perform all the duties of the Chair and when so acting shall have the powers of, and be subject to the restrictions upon the Chair. If the office of Chair-Elect becomes vacant by death, resignation, or removal, the Executive Committee shall appoint a Chair-Elect who shall serve until the next regular meeting, when the appointment shall be confirmed by the Council. If the appointee is not confirmed, a Chair-Elect shall then be elected by the Council.

Section 4. System Administration

The Council shall provide for System Administration either by contracting with an agency or company or by employing personnel to conduct the business of NLS and serve as the System

Administrator. The System Administrator shall be responsible for administration of all NLS services and activities that have not been assigned to Members or constituent libraries.

- a. The System Administrator shall be responsible for the preparation of documents, grant applications and reports, preparing financial reports, maintaining financial records and conducting financial transactions and shall confer with legal counsel and the California State Library and shall conduct any other business as required.
- b. It shall also be the duty of the System Administrator to prepare and distribute notices and/or agendas in advance of meeting dates; to take and to transcribe the minutes of the Council and Executive Committee meetings; to certify official documents of the Council; and to maintain such official records as are required.
- c. The System Administrator shall maintain an office that will be the principal office for the transaction of the NLS business.
- d. If neither a contract is in force nor personnel are employed, the Chair or designee shall assume the duties usually assigned to the System Administrator.

Section 5. Standing Committees

5.1 Meetings of all standing committees shall be conducted in accordance with Article V, Sections 1-4 of these Bylaws.

5.2 Executive Committee

- a. The Council shall elect an Executive Committee annually, which shall consist of six Directors who shall be as representative as possible of the sizes and types of libraries that belong to NLS and of the geographic area comprising the NLS service area. The Chair, Vice-Chair and immediate past Chair shall serve in addition to the six Directors as members of the Executive Committee. The Chair shall preside at its meetings. The Vice-Chair shall preside in absence of the Chair. Five members of the Executive Committee shall constitute a quorum for the transaction of business.
- b. The Executive Committee shall supervise and direct the System Administrator and shall appoint interim NLS officers and members of the Executive Committee to fill vacant positions until the Council has the opportunity to meet to elect new ones.
- c. The Executive Committee shall be responsible for overseeing the day-to-day operations of NLS including but not limited to administering the budget, approving contracts, and recommending an annual budget and plan of service to the Council. The Executive Committee shall between Committee meetings act through the Chair, and in his/her absence, the Vice-Chair. The Executive Committee shall meet at least quarterly and all meetings shall be subject to the Brown Act. The Executive Committee shall have all necessary powers and authorities to take such actions as are necessary for NLS excepting only adoption of the annual budget, adoption of the annual plan of service, setting membership fees and charges, electing a Chair-Elect and Executive Committee, and adopting or revising these By-Laws and revising the Agreement, all of which are reserved to the Council.
- d. The Executive Committee shall have authority to adopt interpretations of these Bylaws and of the Agreement, which upon reasonable notice to members shall be binding except as disallowed by a vote of the Council.
- e. Executive Committee members shall serve a two-year term and may serve no more than two consecutive terms. Terms shall be staggered such that the terms of three members will conclude in even numbered years and those of three members in odd numbered years. Terms shall begin on July 1 and end on June 30.

5.3 Finance Committee

The Finance Committee includes the Chair, the Chair-Elect, and three members of the Executive Committee appointed by the Chair. The Finance Committee meets as needed to review and discuss matters related to NLS financial affairs including but not limited to budgets, grant requests, disbursements and transfers from restricted funds (reserves) and the management of financial assets. The Finance Committee reports to and makes recommendations to the Executive Committee. Three members shall constitute a quorum.

Section 6. Ad Hoc Committees

The Chair may appoint Ad Hoc committees as needed. Each Ad Hoc Committee will have a specific charge and projected sunset date. Members may include staff of constituent libraries that are not members of Council.

a. Ad Hoc Nominating Committee

The Chair shall annually appoint an Ad Hoc Nominating Committee consisting of at least two sitting Executive Committee members and at least one Council member that is not serving on the Executive Committee. The Ad Hoc Nominating Committee will be charged with nominating candidates for the following year to fill positions on the Executive Committee and to nominate one or more candidates to serve as Chair-Elect of NLS. A slate of candidates shall be submitted to the membership along with the agenda for the Council's Annual Meeting. The Committee will sunset after the Council's Annual Meeting.

Section 7. Communities of Interest

a. Communities of Interest may be established by the Executive Committee as needed. Their purposes are

- To encourage networking and information exchange among library staff;
- To serve as a forum for discussion and ideas related to their particular needs;
- To provide leadership development opportunities to member library staff.

b. Communities of Interest will be responsible for

- Electing their own chairs;
- Scheduling and running their own meetings;
- Choosing their information exchange topics and tools.

c. The System Administrator will assist the Communities of Interest as appropriate.

Article V. Meetings

Section 1. Generalities

The Council shall hold regular meetings at least annually, in order to evaluate the progress and goals of NLS, to adopt an annual budget and plan of service and to conduct elections for Chair-Elect and Executive Committee. The meeting at which elections are conducted shall be designated as the Annual Meeting.

Meetings of the Council, Executive Committee and Finance Committee may occur via electronic means such as telephone conference call, videoconference, or online meeting, provided, however, that all meetings, whether in person or electronic, shall be held in compliance with the Ralph M. Brown Act. Members of the public may attend any electronic meeting by requesting participation instructions from the System Administrator.

Section 2. Changes in Time and Place and Cancellation of Meetings

A meeting may be changed as to time or location or canceled upon approval of Chair of the Council at least 24 hours prior to the regular time of meeting, provided that written notice of such change of time or location is given to all Council members at least 24 hours prior to meeting time.

Section 3. Special Meetings

Special meetings may be called by the Chair of the Council. Notification of such special meetings shall be made to each Council member at least 24 hours before the time of such meeting. The call and notice shall specify the time and place of the special meeting and the business to be transacted. Special meetings shall also be announced to the public under the terms of the Brown Act.

Section 4. Adjournment

The Council may adjourn any regular, adjourned regular, special, or adjourned special meeting to a time and place specified in the order of adjournment. Less than a quorum may so adjourn from time to time. If all members are absent from any regular or adjourned regular meeting, the System Administrator or Chair may declare the meeting adjourned to a stated time and place. Written notification of such adjournment shall be made in accordance with law.

Section 5. Rules of Order

The rules contained in Roberts Rules of Order, latest revised edition, shall govern all meetings of the Council, except in instances of conflict between said Rules of Order and these Bylaws or the Agreement or provisions of law, in which case Rules of Order shall to that extent not control.

Section 6. Minutes

- a. A complete set of minutes as approved by the Council shall remain on file at the principal office of NLS, and shall be open to inspection by any person at all reasonable times during office hours.
- b. The approved minutes of every Council meeting and Executive Committee meeting shall be made available by posting on the NLS website for a period of at least three years.

Section 7. Voting

The Council shall be composed of the head librarian or duly authorized alternate of each constituent library which is that of any Member. Each constituent library shall have one vote to be cast by its representative, except as specified herein.

Only public library Council members shall vote on the disposition of funds restricted to public library purposes under the California Library Services Act (CLSA) or other laws or agreements. All Council members shall vote on issues that do not relate to CLSA. Decisions shall be made by a majority vote of the members present at Council meetings, except as provided herein.

25% of the total number of Council members shall constitute a quorum for the transaction of business.

Votes shall be taken by voice subject to the requirements of the Brown Act, except that a vote shall be repeated by tally at the request of the Chair or any Council member.

Article VI. Resolutions

An official copy of every resolution passed by the Council shall be attested by the System

Administrator and shall remain on file at the principal office of NLS and shall be open to inspection by any person at all reasonable times during office hours. All resolutions shall bear the date of passage and shall be numbered consecutively. Copies of any resolution shall be provided to any Council member upon request.

Article VII. Execution of Documents

The Executive Committee may authorize any officer or officers, agent or agents, to enter into any contract or execute any instrument in the name of and on behalf of NLS, and such authority may be general or confined to specific instruments; and unless so authorized by the Administrative Council, no officer, agent, or other person shall have any power or authority to bind NLS by any contract or engagement or to pledge its credit or to render it liable for any purpose or to any amount.

Article VIII. Adoption of Bylaws

New Bylaws may be adopted or these Bylaws may be amended or repealed by majority vote at any meeting of the Council at which a simple majority of Council members eligible to vote is represented. These Bylaws, and any Bylaws which may be adopted, shall be distributed within seven working days of their adoption to each Council member and to the System Administrator, and to such other persons, firms or agencies as may request them. The System shall keep in its principal office the original or a copy of these Bylaws as amended or otherwise altered to date, certified by the System Administrator, which shall be open to inspection by any person at all reasonable times during office hours.

Article IX. Termination of Agreement

The Agreement shall remain in effect until rescinded by all of the remaining parties, or until the withdrawal of all except one party; the occurrence of either event shall result in dissolution of NLS. In the event of acts constituting dissolution, the members of the Council remaining at that date shall continue as the governing board of the agency for the purpose of settling its affairs (“winding down”), and during the course of such winding down, shall exercise all powers granted by these Bylaws, as may be necessary or convenient in the accomplishment of its duties. When all agency affairs have been finally settled, the Council shall by resolution so declare, at which point the Agreement shall be of no further force or effect. In such winding down all assets of NLS will be converted to cash, or to forms of property converted for division and distribution, and following the payment of all just claims against the System, shall be distributed as follows:

- a. To the Federal and State governments if any applicable law requires the distribution of assets to these governments.
- b. Any remaining balance will be used to pay each member which has ever belonged to the System the amount of the dues and contributions of its constituent libraries, and if the balance is not sufficient, such payments shall be made on a pro rata basis.
- c. Any balance yet remaining shall be distributed among the parties which have belonged to the System on a pro rata basis of one point to each member for each full year of membership.

Adopted by NorthNet Council 03/07/13

June 2, 2015

Report from the Field...

An ad hoc committee was formed during the May 8, 2015 Legislative Committee Meeting.

Members are: Mark Estes, Mary George, Misty Jones, Sarah Jones, Jan Sanders, and Patty Wong.

The charge of this ad hoc committee is to envision what California libraries will look like in 10 years and establish a strategic legislative path to get there. At the core will be planned and progressive political advocacy. The ad hoc committee will focus on strategy and process as recommendations to the larger CLA Legislative Committee for integration in meeting priorities and planning.

Goal one for the ad hoc committee is to identify California public library service needs over the next 10 years and to position those needs politically. Political action will always come back to advancing the envisioned goals until each of those goals are met.

Political discussion and action on the Legislative Committee should take place that builds on collective strategies rather than a reactive posture. Leadership on the Legislative Committee will need to provide a meeting forum that will allow for discussion of the 10 year vision and collective goals; always ensuring that the goals are repeated and advanced year over year.

The following is a list of advocacy needs/ideas identified by the ad hoc committee and recently vetted with the Leg Committee:

Public library needs/must-do's:

- Strong advocacy network that includes not simply librarians, but library users and other friends.
- Capitalize and build on the fact that many state legislators come from local city councils. Build a foundation locally now that can later extend to Sacramento.
- All library directors should understand the importance of being politically active. It's a job expectation. Further, library directors should be inviting local electeds to their library to see what we do and to plant the seed for all that we could do with more funding.
- Strong ties to the AB86 network. All libraries should be part of the conversation and plan, and be seen as integral on the adult education continuum.
- Innovative grants that are less onerous than LSTA grants. Create a space where we're not so dependent on Federal dollars. Invest in libraries as Innovation Hubs with grants that are tailored to local needs.
- Strong partnership with the State Library so we participate in the same discussions and explore new ideas together.
- Be a leader in Early Literacy -- drive and piggyback on legislation. This is an area where the library can play a key role (e.g. Family Place; storytimes in different languages; parenting classes; etc.) and be a key partner (e.g. Health clinics; Day Care centers, etc.). Include emphasis on on-line resources.
- Statewide shared drive for the entire library community to post documents and best practices -- "I was approached," or "I initiated," or a database of LSTA projects, or cool ideas! Explore using the CLA website for this.
- Metrics. Everything we do needs to tie back to metrics. Not enough to say libraries transform lives. How do they do this? What are the numbers?

- PLF -- can we reinstate? If so, can it be tightened up such that dollars have to be used for library purposes only with corresponding metrics.
- Bond Initiative -- continue to drive this.
- Future ERAF discussions and potential advocacy around restoring funding locally.