

NORTH BAY COOPERATIVE LIBRARY SYSTEM

Board of Directors Meeting Minutes June 7, 2019

1. **Call to Order:**

Meeting called to order at 10:01 a.m. by Chair, Suzanne Olawski

2. **Roll Call:**

David Dodd (Benicia), Catherine Wesenfeld (Dixon Public Library), Christopher Veach (Lake County), Sara Jones (Marin County), Danis Kreimeier (Napa County Library), Linda Kenton (San Anselmo), Henry Bankhead (San Rafael Public Library), Abbott Chambers (Sausalito), Suzanne Olawski (Solano County Library), Ann Hammond (Sonoma County Library), Chris Kreiden (St. Helena Public Library)

Carol Frost, Pacific Library Partnership; Andrew Yon, Pacific Library Partnership; and Jacquie Brinkley, NorthNet Library System/Pacific Library Partnership

3. **Public Comment:**

No public in attendance

4. **Approval of Agenda:**

Motion to Approve: Kreimeier moved; Bankhead seconded. Motion carried.

5. **Approval of Minutes of April 23, 2019:**

Motion to Approve: Jones moved; Bankhead seconded. Motion carried.

6. **Approval of CalPERS FY 19/20 Pre-Payment Option for Annual Payment:**

Olawski presented memo regarding CalPERS annual payment with recommendation to approve pre-payment lump sum option of \$72,635 using NBCLS funds balance to take advantage of discount offered. Kreimeier also recommended this option be taken.

Motion to approve pre-payment option for CalPERS 2019/20 Annual Payment: Kreimeier moved; Bankhead seconded. Motion carried.

7. **Approval of Payment for FY19/20 Retiree Health Benefits and Resolution #538**

Olawski presented the Health Benefits & Resolution #538 for 2020. One retiree continues to receive health benefits paid in full by NBCLS per agreement.

Motion to approve payment for 2020 Health Benefits and Resolution #538: Dodd moved; Bankhead seconded.

Kreimeier requested more information as to what health care plan NBCLS is purchasing for this retiree. Discussion ensued regarding past minutes and research conducted in 2014 that indicates no contracts or MOUs have been identified to confirm an obligation of on-going payment of health benefits for this retiree. Emails and research documents available indicate past practice and a reference to a Union agreement to support on-going payment for health benefits. Frost confirmed that retiree health plan is not Medicare which would be a lower cost

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option. Frost also confirmed that from past minutes and documentation available, on-going payment of health benefits was part of this retiree's contract and retiree would have right to sue NBCLS should they discontinue payment of this benefit. Discussion continued regarding capping amount paid for this retiree to amount of Medicare Part B (Supplemental) and allowing retiree option to use funds for plan they select.

Wesenfeld reported that Dixon Library has file boxes of NBCLS materials and she would look through all to determine if any documentation exists related to retiree health agreements and/or CalPERS.

Hammond also agreed to research NBCLS files that may still be housed at Sonoma County Library.

Dodd withdrew motion to approve payment for 2020 Health Benefits and Resolution #538.

Olawski suggested that, moving forward to FY 20/21 and beyond, NBCLS pay only amount of Medicare Part B. Also, that all NBCLS members should research records of past NBCLS meetings or events and send any documentation referencing agreements regarding CalPERS or retiree health coverage to her.

Bankhead recommended approval of Resolution #538 for 2020 payment of health benefits. Olawski recommended a Special Meeting be held in the Fall to review all documentation that can be acquired by that time and determine what action NBCLS will take on future payment of retiree health benefits moving forward.

Members noted that the current Resolution reads "calendar year" but NBCLS budget is approved on fiscal year status. Advised the Resolution to be revised and include exact effective dates and approve payment of health benefits through June 30, 2020.

Motion to approve current health benefit payment through June 30, 2020 and send notification to retiree to inform them that a Special Meeting will be held in Fall 2019 to review future payments. Retiree to be notified upon decision of the NBCLS Board regarding future health benefit amount paid by NBCLS: Dodd moved to approve; Bankhead seconded. Motion Carried.

Members took a break from 11:10 to 11:20. Meeting resumed at 11:25 a.m.

Frost reported that the SEIU agreement referred to in the records of emails from retiree expired in 2010 and no updates or amendments are on record to indicate extension of health benefits into the future.

Frost recommended that the Board set aside \$2,000 for legal fees to have the attorney review all documentation available regarding NBCLS retiree health benefit obligation. In absence of

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documentation that can be retrieved by NBCLSL members, an attorney's review and analysis would be advised.

Olawski will send out a notice to all NBCLS members to request search for NBCLS records related to CalPERS and retiree health benefit agreements. Members to scan and email any documentation to Olawski. Brinkley to assist with compiling and disbursing all documentation to membership.

8. Adoption of NBCLS FY2019/20 Budget

Olawski presented NBCLS FY 2019/20 Budget for approval. Olawski recommended that \$2,000 be set aside for legal review of retiree health benefits.

With this amendment, Motion to approve NBCLS FY 2019/20 Budget: Bankhead moved; Kreimeier seconded. Motion carried.

9. Election of FY19/20 Chair and Vice Chair

Olawski requested nomination of incoming Chair. Dodd nominated Christopher Veach.

Motion to elect Veach as NBCLS Chair for FY 2019/20: Dodd moved; Kreimeier seconded. Motion carried.

10. Discussion of CalPERS Cost Sharing Options for Current and Former NBCLS Members

Olawski updated members on CalPERS standing for NBCLS. Notice was sent to current and former members to inform them of their CalPERS obligation as NBCLS members and to invite them to this meeting. This notice included a request to provide documentation of when/if member withdrew from NBCLS, as required in bylaws. Olawski noted that cost sharing model provided in agenda packet reflected only the current and active NBCLS members and asked how cost sharing models might be drafted to show past members or affiliate members. Discussion ensued regarding other considerations in creating a cost sharing model for NBCLS. Members asked what is the ability to enforce non-payment from past members? Discussion ensued regarding one option of asking former members for a one-time lump sum payment and then removing them from the list. Members suggested all current NBCLS members meet with their county counsels to obtain their advice. Recommendation to include all benefits members received when they were active in NBCLS, including Transaction Based Reimbursement (TBR) funds, second-level reference services, cataloging services, etc. Members suggested obtaining a letter of support from the State Librarian.

Member suggested that letter to former members include notice that if CalPERS were to be required to make decision on what is owed, would be based on service population of that member.

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Yon clarified that CalPERS can provide payoff amount for NBCLS as an entity, but not for individual members. A cost-sharing model would be developed for that calculation.

Members requested other cost sharing models be developed for their review at Fall meeting. Criteria for other models should include:

- Using FY 2017/18 library statistics obtained from State Library data (population)
- Use Operating Budget of FY 2017/18 (no capital budget included)
- One model would reflect total of all active member budgets and divide by # of members – use this % as base for calculating individual amounts
- Another model should reflect years of participation in NBCLS (based on documentation available)

For meeting in September (date to be determined), members will review:

- 3 additional cost sharing models (reflecting criteria from above);
- Dollar amount of what former members would owe (based on years of membership)
- Draft memo to former members detailing benefits received and amount owed

Frost suggested that an Active Member-only cost sharing model also be presented for review.

NBCLS has authorized NLS staff to contact the legal firm of BB&K and attorney Isabel Safie to request services of reviewing NBCLS records regarding retiree health benefits. A contract will be drafted by PLP for these services, not to exceed \$2,000.

Members clarified that no “payout” option would be offered to former NBCLS members.

Meeting Adjourned at 12:20 p.m.