

**Minutes of the Steering Committee meeting
for the Josephine Library Team
Tuesday, September 11, 2007**

Meeting Location and Time

The Steering Committee for the Josephine Library Team was held in Room 157 of the Josephine County courthouse. Vice Chair Linda Naydol called the meeting to order at 7:00 pm.

Present

Steering Committee members present were Charles Brown, Judy Christensen, Virginia Collins, Dennis Doyle, Michele Gester, Bonnie Johnson, Dale Matthews Linda Naydol, Nancy Smith, Teresa Stover, Dave Toler, Jon Wacker, and Doug Walker. About 16 guests were also present. Steering Committee members not present were Jackie Balandier, Barbara Ketley, Cathye Mason, and Cessa Vichi.

1. Approval of Minutes

Motion: Charles Brown moved, Dave Toler seconded, and the motion carried that the minutes of the 9-4-07 meeting be accepted as written.

Agenda

Vice Chair Linda Naydol presented the following as the meeting's agenda.

1. Changes to the Steering Committee
2. Organization/Communications Chart
3. Committee Reports (Legal, Budget, Fundraising, Publicity)
4. BOC Grant Update
5. Project Plan Report
6. Public Meeting
7. First Friday and Art Walk
8. Info Table at Caveman Vintage Car Club
9. Website with RogueLink

Changes to the Steering Committee

Vice Chair Linda Naydol announced the resignations of Patricia Snyder and Sharon Dilda from the Steering Committee and recognized them both for the work they had done. Ms. Naydol also announced the addition of Barbara Johnson and Michele Gester to the Steering Committee, which had been approved at the September 4 Steering Committee meeting.

Old Business

Dale Matthews requested and was granted five minutes to speak. He stated that there was continuing negative calls to the media about his involvement in the library effort. He also reiterated the standing offer of iTV's availability to serve as an interim foundation.

Motion: Dale Matthews moved and Jon Wacker seconded that all on the Steering Committee agree to be friendly and cooperative. All present abstained from the vote.

2. Organization/Communication Chart. Jon Wacker distributed a draft of the "Proposed Organization Chart for the Proposed Josephine Library Team (JOLT)." After discussion, the intent of this chart was clarified that it should be for the Steering Committee, and not the board of directors, as once the board is in place, the job of the Steering Committee will be finished.

Action Item: Teresa Stover will send Jon Wacker the list of current committee chairs.

Action Item: Jon Wacker will revise the chart to reflect the organization structure and communication channels of the present Steering Committee.

3. Committee Reports.

Legal Committee Report. Attorney Bill Mansfield distributed a draft of the Articles of Incorporation, which indicated that the Josephine Library Team be a membership organization, and that the incorporators be the four Steering Committee officers.

The Legal Committee also distributed a list proposing that the following be handled through resolutions rather than bylaws: fiscal year, mission statement, purpose, fidelity bonding, time for annual meeting, selection of committees, and dues and qualifications of members.

The distinction was made between membership governance and patron members of the library. With membership governance, an annual membership meeting is called, at which time the membership votes for directors and any changes to the bylaws. Mr. Mansfield stated that it's easier to change from nonmember to member governance than the other way around.

Mr. Mansfield stated that whether it's a member or nonmember organization, the incorporators choose the first board of directors. It was suggested that the official board of directors should decide whether it should be a nonmember or member organization.

Mr. Mansfield stated that incorporators have no liability, just as there is no liability for serving on a board of directors except for cases of gross negligence or intentional misconduct.

Motion: Virginia Collins moved, and Judy Christensen and Doug Walker seconded, that the Articles of Incorporation be modified to change the designation from a membership to a nonmembership organization, with the understanding that the issue will be revisited after the board of directors is in place. Two members opposed the motion, and one abstained. The motion carried.

Motion: Doug Walker moved and Teresa Stover seconded that the Articles of Incorporation be accepted as amended. One member opposed the motion. The motion carried.

Action Item: Dennis Doyle volunteered, in Bill Mansfield's absence, to change the Articles of Incorporation, have the incorporators sign the form, and submit it to the state of Oregon. The processing fee is \$50, plus \$5 for an optional confirmation copy. Mr. Doyle proposed that they pay the extra \$10-20 to expedite the application.

Action Item: The Legal Committee will draft bylaws for the organization. Steering Committee members are encouraged to send their ideas to the Legal Committee.

Mr. Mansfield reported that he had researched the "JOLT" name and learned that because there is no confusion between the library effort and "Jolt Cola," there should be no problem with copyright infringement. However, we should avoid using lightning bolts in the logo.

Budget Committee Report. Budget Committee Chair Dennis Doyle reported that he had requested the library income and expenses report from the County. Judy Christensen stated that she could provide a current budget report to Dennis. Budget Committee members include Bonnie Johnson, Virginia Collins, and Judy Christensen.

Action Item: The Budget Committee will meet and review library budget information.

Fundraising Committee Report. Virginia Collins stated that the Fundraising Committee had elected Kevin Widdison as chair and that the Fundraising Committee recommends that we establish an interim organization for the collection of contributions. The Library Foundation would be the first asked to serve as this interim organization, then the RCC Foundation.

It was clarified that we can start raising and using funds as soon as the Articles of Incorporation are submitted. Obtaining the 501(c)(3) status provides for tax deductibility of donations, but not everyone needs that. If an interim foundation is used, funds deposited with that organization cannot be used until we gain our nonprofit 501(c)(3) status, because a nonprofit can transfer funds only to another approved nonprofit. Ms. Collins also reported that the Fundraising Committee is proposing a kickoff fundraising event with music and silent auction this fall.

Motion: Virginia Collins moved, Charles Brown seconded, and the motion carried that we use an interim organization for the purposes of fundraising while awaiting corporate status from the state of Oregon and nonprofit status from the IRS.

Action: The Fundraising Committee will present to service organizations, contact the Oregon Library Association to learn more about library-related grants, and will continue planning the kickoff event. The committee will meet again in two weeks.

Publicity Committee Report. Chair of the Publicity Committee Teresa Stover recognized the efforts of Publicity Committee members Robin Elliott, Liz Medley, and Cheryl Edstrom in developing ideas for organization logos. Cheryl Edstrom then presented 11 logo ideas.

Action: The Publicity Committee will continue the work on logos and choose the three best ideas for decision by the Steering Committee at the September 18 meeting.

4. Board of County Commissioners (BOCC) Grant Update

Commissioner Dave Toler reported that he will present the proposal to the BOCC to establish a \$300,000 grant for a nonprofit organization to reopen and operate our library in Josephine County. If this proposal passes, criteria for the grant will be established, which are likely to include the ability to raise \$300,000 for the match, 501(c)(3) designation, an experienced board of directors, and a fiscal plan for library sustainability for three to five years and beyond. This would be a one-time \$300,000 grant to serve as seed money for the effort.

Action: Mr. Toler is expecting the matter to be included on the BOCC agenda for a vote the week of September 16.

5. Project Plan Report

Teresa Stover presented a rough draft of a project plan for the effort to reopen the library.

Action: Michele Gester, Judy Christensen, and Virginia Collins volunteered to work with Ms. Stover to refine and maintain the project plan.

6. Public Meetings

The Steering Committee discussed the agenda of a general public meeting. The committee could present accomplishments, including the Articles of Incorporation, the fundraising patron structure, and the kickoff event. Input could be solicited and more volunteers involved.

Motion: Virginia Collins moved, Charles Brown seconded, and the motion carried that a public meeting about the library be held in Grants Pass as well as Cave Junction.

Motion: Charles Brown moved and Dale Matthews seconded that the Steering Committee commit to a public meeting by the middle of October. The motion was discussed and tabled pending further investigation.

Action: Linda Naylor will investigate options for a public meeting in Cave Junction. Teresa Stover will take the issue to the Publicity Committee to learn how much time would be needed to publicize the meeting and also prepare updated Frequently Asked Questions, a brochure or flier, and pledge forms for the meeting.

7. First Friday and Art Walk

Teresa Stover presented the Frequently Asked Questions (FAQ) sheet, stating that it was compiled from Q&As submitted by various Steering Committee members and other volunteers, and then approved by Cathye Mason. Ms. Stover stated that the FAQs will be updated as the work of the Steering Committee progresses, and asked anyone with suggestions to contact her.

Ms. Stover recognized the efforts of Jen Roberts, coordinator of the Information Tables effort, as well as the many volunteers including Trish Chancellor, Pete Miller, Nancy Smith, Nerissa Armstrong, Cathye Mason, and others who staffed Josephine Library Team information tables at First Friday Art Night on September 7 and Growers Market on September 8.

Jen Roberts reported on the effort, stating that staffing the tables is an exhilarating experience. In two days they collected 90 names of people wanting to volunteer or receive information.

Ms. Roberts asked that anyone wanting to staff tables should see her after the meeting. Tables are planned for the second Friday Art Walk in Cave Junction on Sep 14, and Growers Market and Take a Walk on the Rogue on Sep 15. Wilbur Wilson volunteered his card table. Ms. Roberts also reported a new city policy that requires a permit for our info table on First Friday.

Action: Cathye Mason has committed to following up with the city about the \$10 permit.

The committee discussed the need for budget for the work of the steering committee and other committees, for items such as filing fees, permits, copying of the FAQs, and so on.

Action: The Steering Committee budget issued was postponed for the Sep 18 meeting.

8. Information Table at Caveman Vintage Car Club Event

Jen Roberts, Information Table Coordinator, reported on the opportunity for an information table at the Caveman Vintage Car Club event at the Fairgrounds on September 16. The table would cost \$10. The consensus was that we should not staff an information table at this event.

9. Web Site

Teresa Stover announced that RogueLink, a local Internet service provider, had offered to provide space and donate the domain name for a Web site for the library effort. Ms. Stover suggested www.josephinelibrary.org. There was discussion as to whether the Web address should instead be www.josephinelibraryteam.org. The name of Josephine Library Team was also discussed, in terms of the acronym "JoLT" as well as whether the name was good enough to serve the library effort over the coming years, particularly in the context of fundraising.

Motion: Teresa Stover moved and Michele Gester seconded that the official Web address of the Josephine Library Team be www.josephinelibrary.org. The motion was tabled until the September 18 meeting.

Action: Teresa Stover will take the organization name issue back to the Publicity Committee and bring their advice to the September 18 Steering Committee meeting.

Linda Naydol announced that the next meeting will be held at 7 pm on September 18, 2007, in Room 157 of the Josephine County Courthouse. Ms. Naydol adjourned the meeting at 8:40 pm.

Respectfully submitted,
Teresa Stover, Secretary
Josephine County Team Steering Committee