

MOHAWK VALLEY LIBRARY SYSTEM

BOARD OF TRUSTEES

November 18, 2010
MVLS Service Center

MINUTES

PRESENT: Margaret Carballeira, Lisa Cardilli, Betty Cleary, Patty Franco, Barbara Germain, Ellen McHale, René Roser, Jean Wildgrube, and Carol Clingan, Director.

EXCUSED: Sarah Beekman, Cheryl Cufari, Marion Grimes, Colleen Izzo.

GUESTS: Kathy Insero, Lee Ricci, and Sue Rokos.

BUDGET HEARING

Betty Cleary called the Hearing on the 2010 Proposed Budget to order at 9:30 AM.

Carol Clingan presented the 2011 Proposed Budget. (attached) It was reviewed and recommended by the Audit and Finance Committee. She reported state aid revenue amounts are estimated and based on 2010 anticipated amounts. Supplemental System Aid has been eliminated as it is an annual appropriation needing State action to continue. Institution and Corrections budget is to be determined but has no impact on MVLS budget since these are pass through funds. A major decrease in Interest and Earnings is due to the slow receipt of state aid and drop in interest rates. The Dividend line is decreased due to the change in insurance carriers, but there is savings on the actual policy costs. Miscellaneous Income includes the amount CDLC pays for sorting space at MVLS. Categorical Income is estimated using 2009 actual amounts less the 4% cut.

There is no salary increase for staff. The Benefits line is increased due to higher healthcare and retirement costs. One PC will be replaced in 2011. Outreach Mini Grants and Continuing Ed Grants are not being funded. Those funds will enable the purchase of large print books. MVLS will contribute \$3,000 for NetLibrary, the remaining amount will be member library share. The Postage and Freight line is over budget in 2010. Member libraries and/or patrons will be asked to cover the cost of postage for returning items borrowed outside of the region, estimated at less than \$3. Subsidies for libraries to attend the annual dinner are being reviewed. The new copier contract is less costly. The elimination of Wednesday delivery for the winter will be a cost saving. Insurance costs are lower due to changing to new carriers for several policies.

There were no questions.

The budget hearing was adjourned at 9:40 AM.

BUSINESS MEETING

President Betty Cleary called the meeting to order at 9:45 A.M. Introductions were made and the new Director of The Community Library-Cobleskill, Lee Ricci, was welcomed.

Barbara Germain moved, Lisa Cardilli seconded the motion to approve minutes from October 21, 2010 as presented. All approved.

The **Director's Report** for October was distributed prior to the meeting. Carol Clingan also reported the following:

- The State Legislature is expected to return to Albany and address Article 7 language regarding Supplemental State Aid distribution. The money is in the budget.
- Carol and Sue Rokos attended the NYLA Legislative Committee meeting on Wednesday. Property tax caps expected at the next legislative session will likely adversely affect libraries receiving funding through municipalities (both municipal libraries and association libraries with contracts).
- CDPHP health insurance increased approximately 10%. Staff met and agreed to a higher copay of \$20 to save MVLS on costs.
- Member libraries submitted all forms for the Public Library Construction grants. Some systems are returning money because of budgetary issues. Schenectady may receive additional funds because their project was not totally funded with allotted funds for MVLS.
- 2011 NYSCA funds will be \$6,330, received in November.
- MVLS is partnering with UHLS for a Family Literacy Grant focusing on boys reading graphic novels and comics to boost literacy.
- Library Trustees Association (formerly NYSALB) Board President Mary Ellen O'Connor would like to visit the MVLS Board and explain their mission. The Trustee Association would like a representative from MVLS to be on their board. The representative needs to be a trustee of a member library.

During **Privilege of the Floor** Betty Cleary shared news articles about member libraries. Patty Franco reported Gloversville Public Library held a very successful community meeting with Carol Clingan presiding. Carol noted the library had done a tremendous job finding representatives of the community and incorporating their needs in the library's long range plan. The library met all of its goals in three years. The Fort Hunter Free Library is moving forward into their new location in the Town of Florida. The Amsterdam Free Library has a new Public Computing Center through federal stimulus funding.

Directors' Council: no report.

TREASURER'S REPORT: Margaret Carballeira presented the Statement of Financial Position and Payment Schedules for October 2010. She reported:

- No new revenue has been received.
- Expenditures are routine. Nothing dramatic.
- Delivery fee should see a savings as there is one day less delivery.
- CDARS are not used for transfer of funds for payroll or operating expenses. The transfers are from the money market account.

Statements of Financial Position

MOTION: To accept and file for audit the Statements of Financial Position for October 2010. Committee. Passed.

Payment Schedules

MOTION: To approve Payment Schedule #10 in the amount of \$83,378.54. Franco/Wildgrube. Passed.

COMMITTEE REPORTS

AUDIT & FINANCE

Margaret reported the Committee met prior to the Business meeting to review the 2011 Proposed Budget.

MOTION: To accept the 2011 Budget as presented.
Cardilli/Germain. Passed.

AWARDS

Barbara Germain reported the draft revision for nomination qualifications will be presented at the January meeting.

BUILDING & EQUIPMENT

René Roser reported the furnace is working but there is a small leak on the return valve that needs to be watched. It will be repaired if it worsens. All the outside security lighting has been addressed.

LIBRARY SERVICES: no report.

PERSONNEL

Carol Clingan distributed the Memorandum of Understanding agreed to by the CSEA bargaining unit and MVLS. It will be signed and then incorporated into the current contract document. CSEA handles the printing. The contract has been extended for three years but includes a clause permitting either the union or the system to reopen negotiations in 2012 to discuss salary and health insurance. There is no salary increase for 2010 or 2011. Language has been changed to permit domestic partner coverage if offered by the insurance plan. The employee will pay the full cost for the domestic partner with either insurance plan chosen. Employees hired after November 10, 2010 will pay higher contributions for their healthcare cost, 20% individual, 25% employee + spouse, 40% family. MVLS will close December 22, 2010. 2011 and 2012 summer hours are changed to 8:30 am to 4:30 pm Monday through Thursday; MVLS closes at 1 pm on Friday. If staff is using accrued time for a summer Friday, then they must charge 7 hours.

MOTION: To accept the Memorandum of Agreement with CSEA.
McHale/Carballeira. Passed.

JOINT AUTOMATION COUNCIL

Carol Clingan reported the Council met November 9, 2010. All group ordered pcs have been shipped to libraries. The new group order is due from libraries next week to allow time for pricing and billing. The new mail server has been installed. A Public Library Construction grant to replace air conditioning in the server room has been submitted by SALS; additional money may be available for server replacement.

OLD BUSINESS

Carol presented the revised Joint Automation Agreement (attached) and noted the changes.

- Membership remains the same – Three members from each System. Changed language to read one representative shall be from each Central library
- Eliminated term limits
- Disinterested party changed to Unaffiliated party
- Eliminated Planning Committee
- Added Operations Committee to deal with day-to-day operations
- Changed annual audit to Audit or Review and to include a Certificate of Bank accounts.
- Omitted references to Erate

The agreement needs approval by both MVLS and SALS; the SALS board will act on the agreement at their next meeting in January.

MOTION: To accept the revised Joint Automation Agreement.
Germain/Wildgrube. Passed.

Barbara Germain thanked the Committee.

NEW BUSINESS

JOINT AUTOMATION COUNCIL APPOINTMENT

MOTION: To appoint Andy Kulmatiski to the Joint Automation Council.
Wildgrube/Germain. Passed.

FAMILY LITERACY GRANT

Sue Rokos presented the application for *Comics Connect*, a Family Literacy Grant, being partnered with the Upper Hudson Library System. The grant is focused on boys in grade 3-6 with lower reading levels to boost literacy and reading skills. Girls and families are also included. The two systems will partner with public libraries and school libraries to train and raise awareness for graphic novels and comics. The application is asking for funding of \$45,000 to be divided evenly. If ten libraries; each will receive \$500 for materials and \$800 for programming. Year one will bring collections into libraries and training. Year two will focus on programming at libraries for families and children.

MOTION: To certify the Family Literacy Grant entitled Comics Connect.
McHale/Cardilli. Passed.

René Roser commended Carol and staff for a fiscal job well done.

ADJOURNMENT:

There being no further business, the meeting was adjourned 10:18 A.M.

TIME AND PLACE OF NEXT MEETING

Date: Thursday January 20, 2011

Time: 9:30 A.M.

Place: MVLS Service Center

Respectfully submitted,

Patty Franco, Secretary

2011
Mohawk Valley Library System
Proposed Budget

	2009 Actual	Jan - Oct 2010	2010 Budget	2011 Proposed Budget
MVLS - Discretionary and Grant Income				
3840 · Basic State Aid	684,766.00	689,176.00	684,766.00	\$684,766.00
3840J · Outreach Grant Previous Yr	0.00	69,268.00	0.00	\$0.00
3840J · Outreach Grant	0.00	0.00	72,608.00	\$69,268.00
3840B4 · Local Services Support Aid Previous Yr	64,938.00	3,363.00	0.00	\$0.00
3840B4 · Local Services Support Aid	56,045.00	0.00	62,273.00	\$62,273.00
3840SC · Construction Grant -Roof	52,863.00	10,483.00	0.00	\$0.00
2401 · Interest and Earnings Investment	11,726.69	1,657.40	13,000.00	\$4,000.00
3860 · JA Reimbursement	500.00	500.00	500.00	\$600.00
4950GG · Gates Online Hardware Grt. Phase II	48,977.00	242.00	0.00	\$0.00
3840F · Netlibrary	17,400.01	17,399.99	17,400.00	\$19,400.00
3840F · Dividend Income	1,002.47	1,396.09	1,500.00	\$100.00
3840SA · Supplemental System Aid Previous yr	111,962.00	65,658.00	0.00	\$0.00
3840SA · Supplemental System Aid	0.00	0.00	0.00	\$0.00
2705 · Miscellaneous Income	1,104.54	0.00	0.00	\$600.00
Total Discretionary Income	1,051,284.71	859,143.48	852,047.00	\$841,007.00
MVLS - Categorical Income				
3841CB · Central Book Aid	63,087.00	0.00	64,610.00	\$59,172.00
3841CBC · Central Book Aid Carryover	8,896.21	0.00	7,987.47	\$0.00
3841CL · Central Library Development Grant	94,881.00	0.00	94,881.00	\$86,896.00
3841LL · Local Library Services Aid Previous Yr	7,209.00	3,989.00	0.00	\$0.00
3841LL · Local Library Services Aid	66,473.00	0.00	73,859.00	\$67,643.00
3841IG · Institutions Aid Previous Yr	4,149.00	3,650.00	0.00	\$0.00
3841IG · Institutions Aid	0.00	0.00	3,992.00	To be determined
3841CO · Corrections Previous Yr	0.00	5,790.00	0.00	\$0.00
3841CO · Corrections	0.00	0.00	5,772.00	To be determined
Total Categorical Income	244,695.21	13,429.00	251,101.47	\$213,711.00
TOTAL INCOME	1,295,979.92	872,572.48	1,103,148.47	\$1,054,718.00
Expenses				
A-141 · Salaries & Benefits				
141 · Salaries	464,804.45	404,610.03	501,757.00	\$496,176.00
142 · Benefits	169,605.34	132,238.62	169,206.00	\$185,382.00
Total A-141 · Salaries & Benefits	634,409.79	536,848.65	670,963.00	\$681,558.00
A-203 · Capital Expenditures				
203 · Equipment	8,843.16	624.59	0.00	\$750.00
Total A-203 · Capital Expenditures	8,843.16	624.59	0.00	\$750.00

2011
Mohawk Valley Library System
Proposed Budget

	2009 Actual	Jan - Oct 2010	2010 Budget	2011 Proposed Budget
A-410 · Library Materials				
410 · Books	3,382.00	1,084.66	2,000.00	\$3,000.00
412 · Recordings	6,032.91	129.04	0.00	\$0.00
413 · Serials	845.41	375.98	1,000.00	\$1,000.00
431A · Funds for Electronic use	1,019.98	1,557.05	1,200.00	\$1,200.00
431NET · NetLibrary MVLS cost \$3000	22,400.00	22,400.00	22,400.00	\$22,400.00
Total A-410 · Library Materials	33,680.30	25,546.73	26,600.00	\$27,600.00
A-410 · Library Materials (CBA)				
410CBA · CBA Books	49,286.53	38,790.95	64,610.00	\$59,172.00
410CBAC · Central Book Aid Carryover	8,896.21	7,987.47	7,987.47	To be determined
Total A-410 · Library Materials	58,182.74	46,778.42	72,597.47	\$59,172.00
A-430 · Miscellaneous				
430 · Office and Library Supplies	7,683.80	316.29	750.00	\$750.00
431 · Telephone	2,852.00	2,574.62	3,200.00	\$3,200.00
433 · Postage & Freight	1,110.49	913.40	750.00	\$750.00
434 · Publicity & Printing	0.00	0.00	400.00	\$400.00
435 · Travel	5,956.51	6,083.30	7,000.00	\$5,000.00
437 · Professional Fees - Other	14,331.23	5,340.66	10,500.00	\$6,500.00
438 · Membership Dues	2,383.00	2,343.00	3,000.00	\$2,700.00
439 · Rental, Maint & Rep Off Equip	6,743.69	6,086.36	6,800.00	\$5,000.00
Total A-430 · Miscellaneous	41,060.72	23,857.63	32,400.00	\$24,300.00
A-436 · Contracts				
436A · Contractual - Automation	69,128.00	0.00	69,129.00	\$63,311.00
436D · Contractual - Delivery Fee	96,734.27	91,319.30	94,000.00	\$88,000.00
Total 436 · Contractual	165,862.27	91,319.30	163,129.00	\$151,311.00
A-450 · Building Operation				
450 · Fuel & Utilities	11,691.33	7,768.63	13,000.00	\$11,000.00
451 · Custodial Supplies	460.87	175.65	400.00	\$400.00
452 · Repairs to Building & Equip	24,329.42	4,395.49	2,000.00	\$2,000.00
454 · Insurance	9,172.74	6,430.12	9,400.00	\$7,000.00
469 · Building Service Contracts	5,546.36	3,972.80	8,000.00	\$6,000.00
Total A-450 · Building Operation	51,200.72	22,742.69	32,800.00	\$26,400.00
A-471 · Automotive				
471 · Operation Of Other Vehicles	478.87	387.59	750.00	\$600.00
473 · Maintenance of Other Vehicles	538.08	49.00	750.00	\$700.00
Total A-471 · Automotive	1,016.95	436.59	1,500.00	\$1,300.00

2011
Mohawk Valley Library System
Proposed Budget

	2009 Actual	Jan - Oct 2010	2010 Budget	2011 Proposed Budget
A-490 - Cash Grants to Member Libraries				
490A - LLSA Local Library Services Aid Previous Year	7,208.90	3,990.70	0.00	\$0.00
490A - LLSA Local Library Services Aid	66,471.30	0.00	73,859.00	\$67,643.00
490G - Gates Online Hardware Grant Phase II	38,610.00	4,290.00	0.00	\$0.00
490B - CLD Central Library Development Aid	94,881.00	0.00	94,881.00	\$86,896.00
490TA - Trustee Award	200.00	200.00	200.00	\$200.00
490LA - Library Award	500.00	500.00	500.00	\$500.00
490OU - Cash Grant-Outreach Mini-grants	2,000.00	370.00	2,000.00	\$0.00
490CE Continuing Ed Grant	625.00	465.00	1,900.00	\$0.00
490MIS Miscellaneous Cash Grant	350.00	0.00	0.00	\$0.00
Total A-490 - Grants to Member Libraries	210,848.20	9,815.70	173,340.00	\$155,239.00
A-491 - Categorical Expenses				
491I - Institutions Aid Previous Year	4,149.00	0.00	0.00	\$0.00
491I - Institutions Aid	3,826.90	0.00	3,992.00	To be determined
491C - Corrections	6,069.99	0.00	5,772.00	To be determined
Total A-491 - Categorical Expenses	14,045.89	0.00	9,764.00	\$0.00
TOTAL EXPENSES	1,219,148.74	757,770.30	1,183,093.47	\$1,127,630.00
NET INCOME/DEFICIT		114,802.18	-79,945.00	-\$72,912.00
NOTES:				
1. All state aid revenues, discretionary and categorical are budgeted at Fall 2010 levels.				
2. No supplemental system aid is included, this is an annual appropriation requiring State action to continue.				
3. No salary increases; benefits include amortized NYS Retirement payment.				
5. Repairs are budgeted for emergency only.				
6. Automation funds are determined by state aid. These funds are included in Basic State Aid				
7. Items marked 'To be determined' are pass-through state funds and have no budget impact.				

AGREEMENT

The Mohawk Valley Library System (MVLS) 858 Duaneburg Road, Schenectady, New York and Southern Adirondack Library System (SALS), 22 Whitney Place, Saratoga Springs, New York enter into this agreement:

- To create an equal partnership in the operation of a joint automation project.
- To assure equity of access to all aspects of the computer project by members of both Systems, as well as equity of ownership and direction for the project.
- To direct joint automation resources to project purposes.

VISION: We will achieve excellence in library and informational services in the communities of the eight counties through the use of technology.

MISSION: MVLS and SALS will collaboratively support and provide access to an integrated automated library system through a joint automation project. We will respond to and assist member libraries with technical support, training and resources by utilizing current and emerging technologies.

HISTORY: Since 1983, MVLS and SALS have cooperatively provided integrated automation services (See Appendix 1).

SECTION I: GOVERNANCE

The MVLS/SALS Joint Automation Project is governed by the Joint Automation Council as delineated below:

- A. **Purpose:** To initiate policies and decisions regarding library automation services to the member libraries, recommend policy and advise the two System Boards on issues related to the provision of library automation services including funding.
- B. **Authority:** The MVLS and SALS Boards of Trustees exercise oversight over the Joint Automation Project and must approve the annual budget, including fee structure, and major policy changes, such as adding or eliminating services. The Joint Automation Council has authority to approve expenditures of funds within the approved budget and to make decisions facilitating the efficient operation of the automation project. Any unbudgeted expenditure of funds related to operation, upgrade, and maintenance must be recommended to the two System Boards. The Joint Automation Council should make referrals to both Boards on specific issues as it deems necessary.
- C. **Membership:** Membership should reflect the diversity of the member libraries in the two service areas.
 1. There shall be eleven members who serve without compensation from the Joint Automation Council.

2. Membership shall be by appointment by the two System Boards of Trustees, except for the unaffiliated party who is appointed by the Joint Automation Council.
3. A member of the Joint Automation Council may be removed from office by formal action of the appointing body.
4. Membership shall consist of:
 - a. Three representatives who are member library staff shall be appointed by the Board of Trustees of MVLS, with recommendations from the MVLS Director's Council. One representative shall be from the central library.
 - b. Three representatives who are member library staff shall be appointed by the Board of Trustees of SALS, with recommendations from the SALS Director's Council. One representative shall be from the central library.
 - c. The President or a designated member from the MVLS Board of Trustees.
 - d. The President or a designated member from the SALS Board of Trustees.
 - e. System Director of MVLS.
 - f. System Director of SALS.
 - g. Unaffiliated party appointed by the Joint Automation Council.
5. The Joint Automation Project Manager shall be a non-voting ex-officio member of the Joint Automation Council.
6. Tenure of office of member library staff representatives and unaffiliated party: The term of office shall be three years. All terms shall commence January 1.

D. Officers:

1. The Joint Automation Council shall elect, at the first meeting of the calendar year, a Chairperson and Vice-Chairperson, one from each System, with the term of office to begin January 1. The two offices shall rotate annually between MVLS and SALS.
2. A recorder shall be appointed by the Chair to record minutes of meetings.

E. Joint Automation Council Meetings:

1. The JA Council will meet bimonthly on a schedule determined at the first meeting of the year, with additional meetings as needed. Meetings shall be open to the public.
2. Quorum will consist of seven members. A motion shall carry with seven or more members present voting in favor.
3. The Automation Project Manager will set the agenda with the assistance of the two System Directors and the Chair. The agenda will be distributed at least ten days before a scheduled meeting to all Joint Automation Council members.
4. Agendas, Joint Automation Council minutes and financial reports shall be maintained at the System headquarters of MVLS and SALS.
5. Except as otherwise provided, Robert's Rules of Order (latest edition) shall govern the proceedings.

6. Special meetings shall be held at the call of the Chair or of any three Joint Automation Council members with notice of at least three (3) days given to all members.
7. A draft budget will be presented at the September meeting, to be sent to the two System Boards by October 1.
8. Fees for the following year will be set by February 28.

F. Committee Composition:

1. A Joint Automation Council member shall chair each committee with appointees reflecting the membership of the two systems. The Joint Automation Council Chair appoints committee chairs and members. Committee membership is not restricted to Joint Automation Council members. Lay membership is encouraged.
2. The two System Directors and the Presidents, or their designated representatives of the respective boards, shall serve as ex-officio voting members on all committees. They may also serve as committee chairs.

G. Standing Committees:

1. Policy Committee: This committee recommends policy and practice to the Council regarding standards and conventions for the Library Automation Project.
2. Finance Committee: This committee provides continuing financial oversight of the Joint Automation Project, reviews the initial budget proposal and recommends an annual budget and fee structures for the operation of the project. The committee considers the MVLS recommendation of an auditor and forwards a recommendation to the Joint Automation Council.
3. Operations Committee: This committee addresses issues concerning data, standards and procedures relating to the automation system.
4. Executive Committee: This committee shall consist of the Chair and the Vice-Chair of the Joint Automation Council, the two System Directors, and the Presidents of the MVLS and SALS Boards of Trustees, or their designees. The Executive Committee will also act as a Personnel Committee when called by the two System Directors. A majority vote of four shall be binding.

H. Ad Hoc Committees: Ad Hoc Committees may be appointed by the Chair with the approval of the Joint Automation Council.

SECTION II: OPERATIONAL RESPONSIBILITY

A. The MVLS System Director will:

1. Oversee the financial status of the Joint Automation Project.
2. Keep the MVLS Board fully informed at all times regarding the status of the Joint Automation Project, its operation and finances.
3. Provide supporting financial documentation and information to the Finance Committee and Automation Project Manager, and provide financial information and reports to the Joint Automation Council at the regular meetings.

B. The SALS System Director will:

1. Oversee automation housing and equipment.
2. Keep the SALS Board fully informed at all times regarding the status of the Joint Automation Project, its operation and finances.
3. Prepare performance appraisal of Automation Project Manager with appropriate input.

C. The MVLS and SALS System Directors jointly will:

1. Provide direction to the Automation Project Manager in establishing short-term priorities for the application of resources.
2. Appoint the Automation Project Manager.
3. Provide direct expense reimbursement information for inclusion in the initial budget proposal.

D. The Automation Project Manager will:

1. Manage and direct the operation of the Joint Automation Project.
2. Prepare the initial budget proposal for review by the Finance Committee.
3. Identify and recommend appropriate budget amendments when necessary.
4. Recommend and implement contracts on behalf of the Joint Automation Project.
5. Report the status of the Joint Automation Project, its progress and concerns, to the Joint Automation Council at its regular meetings.
6. Appoint and supervise the Joint Automation Project staff.
7. Prepare performance appraisals of the Joint Automation Project staff.

E. The MVLS and SALS System Directors and the Automation Project Manager will:

1. Provide leadership for long term planning and development of automation services to member libraries of both systems.
2. Prepare grant applications, technology plans and all other such documents as required by outside agencies.
3. Identify needs and initiate proposals for written policy to the Policy Committee.
4. Communicate with the MVLS and SALS library community on automation issues and services.

SECTION III: OWNERSHIP

Hardware, bibliographic and patron databases and software licenses shall be jointly owned by both Systems. The licenses and bills of sale shall be in the names of both MVLS and SALS.

SECTION IV: COMPUTER SYSTEM PERSONNEL

Computer system personnel shall be hired to work solely for the Joint Automation Project.

Computer system personnel shall be on the SALS payroll and shall be subject to SALS Personnel Policies and Procedures, including cost of living raises and benefits. Their salaries and benefits, including unemployment and retirement benefits, shall be charged to the Joint Automation Project and SALS will be reimbursed from that account.

SECTION V: FINANCIAL RESPONSIBILITY

- A.** An annual audit or review will be conducted, funded through the Joint Automation Council budget. Copies of the auditor's report will be furnished to both Systems and to the Joint Automation Council.

B. MVLS will be responsible for:

1. Billing and collecting monthly service fees from member libraries (Details of billing to be provided by Joint Automation Project).
2. Paying SALS for the Joint Automation Project payroll monthly in advance.
3. Reimbursing SALS within thirty (30) days for other appropriate budgeted costs.
4. Maintaining separate bank account(s) and declaring the designated signator(s).
5. Making vendor payments (including monthly summaries reported to Joint Automation Council at regular meetings).
6. Maintaining ledger accounts and preparing monthly financial reports (including supporting details) in accordance with generally accepted accounting practices and law.
7. Working with the Joint Automation employees to file grant applications.
8. Recommending an auditor to the Finance Committee of the Joint Automation Council, and facilitating the annual audit or review.

C. SALS will be responsible for:

1. Administering payroll and benefits for Joint Automation Project employees.
2. Sending reimbursement information for appropriate budgeted costs to MVLS for payment.
3. Working with Automation Project Manager to assist and place purchase orders.
4. Working with the Joint Automation employees to file grant applications.

D. The Automation Project Manager will be responsible for:

1. Originating and signing purchase orders.
2. Signing invoices.
3. Transmitting documentation for items received promptly to MVLS to expedite payment of invoices.
4. Assisting with pertinent grant applications.

SECTION VI: RESOLUTION OF DISPUTES

In the event of a dispute, efforts will be made to reach a fair and timely resolution at the earliest possible stage by the two System Directors.

- A. If a dispute cannot be resolved by the two System Directors, action should be requested of the Joint Automation Council. The Joint Automation Council shall issue a written response to the dispute within thirty days of receipt of the request. Should the Joint Automation Council feel that resolution of the particular dispute is beyond the scope of the Joint Automation Council, it should be referred immediately to the two System Boards.
- B. Should the Council's written response to the dispute be unacceptable to one or both parties, or should the Council refer the issue to the two Boards, an Ad-Hoc committee of the MVLS and SALS Boards shall attempt to reach an acceptable resolution. Failing cooperative action, a committee to consist of the respective Board Presidents, System Directors, and a representative Library Director from each system shall meet with mediators from a community dispute resolution center to resolve the dispute.

SECTION VII: CONDITIONS OF OPERATION

- A. **Limitation of Liability:** MVLS here releases and forfeits any claim that it may have against SALS, on account of any interruptions of service to MVLS as a result of acts of God, disruption of utility service, weather and other conditions pertaining to the housing, maintaining and storing of said computer equipment.
- B. **Length of Agreement:** This Agreement shall remain in force until terminated by one or both organizations as described below. A review of the content of this agreement will be conducted at least biannually by an ad-hoc committee of the two Systems.
- C. **Termination of Agreement:** This agreement may be terminated, effective December 31, upon 1) mutual agreement of the parties, or 2) either MVLS or SALS may withdraw by giving written notice to the other organization at least two calendar years (January 1 to December 31) in advance of the intended date of withdrawal from this agreement. Both Systems will share equally the remaining expenses or penalties relating to the termination and the expenses pertaining to the operation and maintenance of equipment and/or telecommunications. Both Systems will also share equally in any cash balance, including proceeds from sale of the central site computer system. Upon notice of termination a duplicate copy of the bibliographic and patron database shall be made available to both parties. An ad-hoc committee from the two systems shall manage the termination. Failing a mutually satisfactory financial settlement, the dispute shall be submitted to the mediation procedure.