

TRUSTEES OF FORBES LIBRARY
Special Meeting of March 23, 2016

Present: Mr. Carrier, Ms. Downing, Ms. Hess, Ms. Moulding, Ms. Reall, Mr. Twarog, Ms. Wight, Attorney Sandra Lucentini.

The meeting was called to order at 10:00 AM in the Coolidge Room.

Legal Matter (Executive Session)

At 10:01 AM, Ms. Hess moved that the Trustees go into executive session to discuss strategy with respect to litigation since discussion in open meeting may have a detrimental effect on the litigating position of the Trustees. Mr. Twarog seconded the motion, which was passed unanimously, with Mr. Carrier, Ms. Hess, Ms. Reall, Mr. Twarog, and Ms. Wight all voting in favor. The Trustees invited Ms. Downing, Ms. Moulding, and Attorney Sandra Lucentini to remain as guests at the executive session. Mr. Carrier, Ms. Downing, Ms. Hess, Ms. Moulding, Ms. Reall, Mr. Twarog, Ms. Wight and Attorney Lucentini were present during the executive session. No votes were taken during the executive session.

Mr. Carrier and Ms. Reall gave a brief review of the FY17 budget meeting with Mayor Narkewicz that was held on March 22, 2016. Mr. Carrier and Ms. Reall raised the concern with the Mayor that the Trustees were in disagreement with the City Solicitor's opinion about the status of the library as owned by the city. Both parties stated that it is in everyone's best interest to seek an official opinion about the status of the library to provide clarity for now and the future. The "library fund" was discussed at the budgetary meeting and the Mayor and Finance Director Susan Wright showed additional documentation about the history of the "library fund" that appears to provide more information about its origins as leftover funds from the Clarke Library renovation. Ms. Hess raised the question as to whether this is the right time to pursue an opinion about the ownership of the library. Attorney Lucentini stated that a declarative judgement, which would be pursued in probate court, requires an active controversy. The City Solicitor's opinion itself may or may not be enough to be considered an active controversy. Mr. Carrier stated that the maintenance of the building being taken over by the city is a controversial issue for the trustees. Attorney Lucentini thought this might be enough but it will be up to the court to decide. The trustees discussed other concerns surrounding this issue including prevailing wages, fundraising, a Friends group, the ability to sell and lease property, and the open meeting laws.

At 11:00 AM, Mr. Twarog moved that the executive session be ended and the regular meeting reconvened. Ms. Hess seconded the motion, which was passed unanimously, with Mr. Carrier, Ms. Hess, Mr. Twarog, Ms. Reall and Ms. Wight all voting in favor.

Mr. Twarog made a motion to send a letter to the mayor signed by all the Trustees of their intentions to seek a legal option. Ms. Hess seconded the motion, which was passed unanimously.

Ms. Hess made a motion authorizing Ms. Moulding to engage Reall, Lucentini, Lucentini LLP to seek court clarification of the governance role of the board of Trustees. Mr. Twarog seconded the motion, which was passed unanimously.

It was agreed that all press inquiries should be directed to Attorney Lucentini. Ms. Reall will share a copy of the letter with the Friends of Forbes board and Ms. Moulding will share a copy of the letter with the Forbes Library Employee Association (FLEA) President.

At 11:22 AM, Mr. Twarog moved that the meeting be adjourned. Ms. Wight seconded the motion, which was passed unanimously. The meeting was adjourned at 11:22 AM.