

ELK RAPIDS DISTRICT LIBRARY (ERDL) MONTHLY REPORT

DECEMBER 14, 2020

- **ERDL Operating Agreement** – Late October 2020, The Village requested a meeting to discuss the ERDL Operating Agreement. This agreement establishes the ERDL and identifies the participating municipalities. Milton Township and Elk Rapids Township requested the Village to submit in writing what they are requesting and why. To date, nothing has been received from the Village.
- **ERDL Lease Agreement** – The ERDL Building Committee has not heard back the Village regarding the draft lease agreement. Attempts to secure this lease is important to ensure the library's extended lease that spans all phases of fundraising, pre-construction costs and the enormous task of the construction project itself. It also defines the ERDL's rights, responsibilities, and expectations. It's my opinion this lease should have been in place before any funds were solicited for the expansion project to secure the donations as intended by the donors. According to some donors, they were told it was all in place. People need to be confident their donated funds are going towards the expansion with a long-term commitment of staying there after all the efforts of the ERDL. If we are unable to obtain a lease, another location should be considered, or other options investigated.
- **Legal Fees** – The ERDL recently received legal invoices in excess of \$10,000.00 for various board unauthorized topics. Barb Johnson and Karen Simpson contributed the majority of these expenses. Over \$4500.00 for FOIA charges which I consider self-inflicted, i.e. If the personal attacks to remove the Library Director didn't exist, along with following policy and procedures, there wouldn't be any reason for anyone to submit FOIA requests nor have legal review. Other legal fees were incurred for items not yet approved by the Board i.e. Foundation consideration and a Memorandum of Understanding with the Friends to take over the Capital Campaign. There are other legal fees in excess of \$2500.00 for addressing the barrage of complaints against Nannette Miller. All of these complaints were determined by the personnel committee to be unsubstantiated claims and/or "he said, she said" scenarios. Personnel Committee will follow up with letters to the 4 complaints received. These complaints should have been dealt with by the Personnel Committee, not the attorney, but we don't know what angle was presented to the attorney in requesting their involvement. A motion was made to no longer allow Barb Johnson sole authorization to contact the attorney, therefore, authorization from two board members is required. Chuck Schuler, Finance Committee member, volunteered to be the other authorized person. Additional request to document date, time and reason to contact the attorney is required. Unfortunately, the ERDL is obligated to pay these exorbitant fees and is a misuse of public funds.
- **Audit** – It was suggested that an audit of the Capital Campaign (CC) be conducted because of the inconsistent reporting of funds and lack of transparency. 18+ months of repeated requests for financial disclosure was continuously ignored and rebuffed. Letter of engagement from CPA firm estimates cost between \$4000. - \$7000. The ERDL has recently concluded their audit for fiscal year 2/28/20, therefore, Library funds should not cover this expense. It was agreed at the ERDL December board meeting that the CC should pay for this audit, noting it was the lack of cooperation in providing monthly financial reports and minutes of CC meetings that created the need for this audit (expense).

- **Support the Library Director** – The pattern of behavior has been attack, then deflect, over and over. The excessive FOIA expenses (over \$4500.00), are self-inflicted due to the continuous attacks aimed at Nannette Miller. It is my opinion that we will never behave like a normal functioning board if these baseless attacks do not stop. It is my hope if board members cannot support Nannette Miller, they will step off the ERDL board to allow the rest of us to focus on library business. I am also hopeful that Nannette Miller is allowed to do her job with a restored sense of dignity and feel the appreciation and respect from board members. This pattern of behavior should not be condoned by the ERDL board against anyone.
- **Moving the Capital Campaign (CC) to a Foundation**– In October, Karen Simpson requested a last minute addition to the agenda requesting us to consider moving the CC to a Foundation. This came to us without any prior notification to board members, nor any information in order to discuss it. Despite the motion failing due to the lack of information, attorney fees in excess of \$1600.00 were incurred, without board approval. In December, the board had to ask if a Foundation was still being considered. Simpson stated “no, it is no longer being considered”. This answer came with no explanation, no discussion as to why. At the November 2020 meeting, Karen Simpson asked The Friends if they would consider bringing the CC into the Friends. The Friends is the 501c3 organization, comprised of volunteers, tasked to run the used book cellar, conduct various fundraisers, and devote their time/energy showing support of the library, with all proceeds going to the library. The Friends board spokesman, Tony Wittbrodt, stated he would need to discuss with his board. Legal fees were incurred to draft a Memorandum of Understanding by Simpson, prior to any approval from the ERDL board or The Friends Board. Even if approval was granted, at best, this expense should be assumed by the CC, not the ERDL.
- **Change of Tactics Needed** – It is my observation that corrective action is needed for the following: A common phrase, and overused words of our Milton Township appointee is: “I spoke to the lawyer”, or “the lawyer told me”, is used as a shield to shut down conversation as if this is the higher authority and no questions should be asked. This tactic has the effect of keeping board members in the dark, resulting in restricting and controlling the flow of information. Additionally, the use of blind copy on emails is often used despite my comments to convey the damaging effects of this use (i.e. board members not receiving the same information, discourages any/all sharing of information that will enhance all public discussions and decisions, and reduces having full knowledge of topics before board meetings). It further hinders the possibility of a cohesive board by keeping everyone off balance due to information not evenly distributed to all board members. Another overused narrative is: Do not respond to anything because you will violate the OMA (Open Meetings Act). I conclude that we are intelligent enough to know what constitutes a violation of the OMA, and if this is in question, everyone should read what constitutes a violation of the OMA through a quick and easy online search.
- **Follow up email from Attorney’s received today, December 14, 2020.**
A 3 page email, along with 17 pages of Exhibits, was received today clarifying, and substantiating, the above legal fees/claims. The final comment was made to summarize; “Further, we ask that the current rules of contacting us (and any future amendments) be provided in writing. If an authorized person contacts us, that person must provide us with written documentation showing that the Library Board’s approved process has been followed. If the Library Board does not provide clear instructions, evidence of authority when contacting us, or refuses to pay our bills, we will likely have to withdraw from representing the Library”.