

**Waukegan Public Library Governance Committee Meeting  
MINUTES**

Wednesday, February 17, 2015  
5:30 p.m. Board Room  
128 N. County Street  
Waukegan, IL 60085

**Call to Order**

Chair called meeting to order at 5:30 pm.

**Roll Call to Constitute a Quorum**

Trustees present were Mr. Pete Zaragoza, Ms. Claudia Freeman and Ms. Jackie Herrera Giron.

Quorum present.

Also present was Mr. Lee, Executive Director, and Ms. Linda Gfesser, Recording Secretary.

**Agenda**

Motion to Approve Agenda of WPL Governance Committee February 17, 2015 Meeting made by Ms. Freeman, seconded by Mr. Zaragoza, and passed by the Committee.

**Discussion and Action Agenda**

1. Trustee Correspondence

Topic of conversation centered around a trustee email that was sent to Mr. Lee about 1 year ago on November 13, 2014, inquiring about a recommendation that was made by the at-the-time Board President for an open staff position. At the time of the email, the position was filled and notification was sent to the Board member.

The Chair brought this up because he said he felt there might be a possibility that this issue might be an issue of coercion, etc. The Chair was to contact Dr. Harris as a follow up after the December 4, 2014, Governance meeting to let her know that they wanted to discuss the memo with her.

The Chair never contacted Dr. Harris to discuss this issue. Committee stated that this is something the Board needs to be careful of and remedy.

The Board needs to construct an avenue for grievances. This is a possible systemic problem. The Board wants everything to be above the table. The Chair made a note to the Committee that he sent his son a job posting for a library position but will not follow-up on it. The follow-up act is the gray area. Board can look at this situation as a learning lesson going forward.

The Trustee email can be interpreted in many ways. When an email is not clear, it can send the wrong message. Policies of the library should be abided by the Trustees. This issue is more than an ethical issue. Suggested that the policy manual be examined to see what the duties, responsibilities and ethical guidelines are of the Board.

Committee stated that the Trustee should have been notified of this issue.

Board members should inform the Board when they feel they may have a conflict. Ms. Herrera Giron mentioned that previously she brought up to the Board her dual situation and knew it was her duty to disclose this to the Board.

When Mr. Lee received the email; he did not have anyone to talk to. He did not have an avenue for dialog. Staff grievance policy/avenues discussed. The more above-board we are regarding conflict of interest the better; consider this as a warning. It is ok to recommend but not ok to question the decision.

Dr. Harris was upset at the meeting because the minutes came before her without her knowing even though notice was given out with the documents prior to the meeting.

Chair stated that for the record he tried to make the meeting generic, did not use any names. Dr. Harris has stated that she has sought legal counsel.

The reason for this Governance meeting was to give Dr. Harris a venue for her to ask questions and discuss the issue. She has demonstrated that she is not interested in discussing.

Committee stated that it has been an impediment to not have the meetings flow. Need to research standards that state how Trustees should behave.

Legal counsel will be attending the next Board meeting.

Mr. Lee reiterated that the past 2 ½ years the Board meetings have been disruptive and difficult to attend. He mentioned that the Board almost lost 3 ½ Trustees at the last meeting due to an individual Trustee's behavior. Mayor is aware of disruptive meetings.

The Trustee that was notified of the problem has the duty or obligation to present it to the Board. Board legal council to be asked about consequence of non-compliance.

Noted that the Trustees are all volunteers. Noted that the library has done great things.

Ms. Freeman expressed that after the first Board meeting she attended, she felt that she did not want to be a part of the Board anymore. Pete expressed that he is concerned with tomorrow's meeting.

There were not any situations where a new candidate was voted on. The Governance Committee had the task of choosing the candidate to present to the Mayor. This is different than what has happened in the past. Question of how we send names to the Mayor. This Mayor requested to be presented with only one name.

Chair stated that decision on what to do with Dr. Harris is not up to the Governance Committee alone but has to be what's best for the library and the community.

Ms. Herrera Giron has spoken to the Mayor regarding the disruptive meetings. Any Board member who is not allowing other Board members to speak; that person should not be on the Board. Mr. Zaragoza stated that this is an issue of bullying.

Standards excerpt of Illinois library law read. Decision made for the Governance Committee to take it to the Mayor. Suggested to incorporate Standard into the library bylaws. To use in trustee orientation; can include trustee conduct, communication skills, formal orientation, ongoing training.

Research a speaker for Board orientation on what it means to be a Board member.  
Do Board self evaluation to get ideas on what needs to be focused on and addressed.

Ms. Freeman expressed that she is very confused at our meetings; she has never experienced anything like this at other Board meetings.

Committee stated that the library is at its peak, why are we doing this to the Board and library?

2. Formalize any Committee recommendations to WPL Board based on above discussion  
Committee recommends that Mr. Lee draft letter to the Mayor regarding issue of Dr. Harris.  
Ms. Herrera Giron to review letter prior to delivery to the Mayor.

Committee recommends that if any staff member or Board member feels that something is not transparent or being disclosed, then that person is to discuss the issue with any Board member they wish; and that Board member has the obligation to bring it to the full Board's attention or to the attention of the Board president.

**Public Comments**

No public in attendance.

**Adjourn**

Meeting adjourned at 6:47pm.