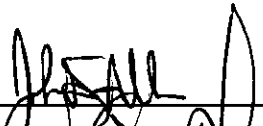
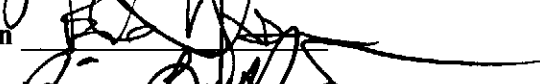



John Allen 
Bob Thompson 
Bill Lockard 

Old Library Management Committee & Old Library Trust Meeting
September 30, 2015

Present: John Allen, Chairman; Bob Thompson and Bill Lockard, Selectmen
Town Office Administrator Julie Atwell, Town Administrative Assistant Julie Hoyt, Margie Furlong, Susan May, Mary Howe, Joan Aubrey, Alicia Hawkes, Ellie Spears, Cal Minton, Marilyn Rodes and Peter Malia

Bob Thompson called the meeting to order at 4:03 p.m., (John Allen joined the meeting late).

Bob Thompson opened the meeting by stating that there needs to be some clarification of the roles and responsibilities between the Old Library Trust (OLT) and the Old Library Management Committee (OLMC). An agenda was handed out with several attachments: OLT Articles of Agreement, Old Library Guidelines and Fee Schedule, a June 2014 e-mail written by Joan Aubrey, and a February 16, 2011 Memo written by Warren Schomaker. The agenda and those documents shall be attached to and made part of these minutes.

1. Function of the Old Library Trust

a. Roles and Responsibilities

Peter Malia dealt with these organizations last year when the Town negotiated a Land Use Agreement with the Protestant Chapel Association. Attorney Malia is of the opinion that, based on the Articles of Agreement for the OLT, the role of the OLT is primarily to raise funds. Joan Aubrey also expressed the same thing, that the OLT was set up so that tax free donations could be made and the money raised could be spent on small items to improve the Old Library, since at this time the town did not have any money budgeted for the Old Library other than for utility expenses. See Joan's June 2014 e-mail, which Attorney Malia felt accurately summarized the relationship between the organizations and the Town.

b. How they interact with the OLMC

Many members of the OLT are the same as the members of the OLMC but Peter did not think that would be an issue. The OLMC should work together with the OLT to identify needs and discuss funding. Joan Aubrey pointed out that the OLT does not get a significant amount of donations so the OLT would only be able to purchase things such as chairs or flowers or other smaller priced items. Larger more expensive things that are needed for the Old Library will have to be acquired through warrant articles.

c. How they interact with the Selectmen

The OLT does not necessarily have any direct involvement with the Board of Selectmen. The OLT works with the Old Library Management Committee who then in turn work with the Selectmen.

2. **Function of the Old Library Management Committee**

a. Roles and Responsibilities

The OLMC was initially set up as a selectmen appointed committee to help manage the building and its use. The OLMC stopped meeting because all of the member's terms ended at the same time. The OLMC was reformed when the town and the church updated their land use agreement in 2014. One responsibility of the OLMC, as of tonight, will be to create a budget that will be presented to the selectmen at our annual budget hearing. This will establish line items in the operating budget for expenses (other than utilities which the town has always paid.) The invoices will come to the town office and will be approved by one of the two co-chairs. The OLMC will continue to oversee the rental of the property, and rental applications will still come through the town office. Donations will be given to the OLT and rental fees will come to the town office. Any money that will be needed outside the budgeted amount will have to come from either the OLT or from warrant articles. The selectmen would also like to have the OLMC add future expenses to the town capital improvement plan, so that future expenses can be planned for.

b. How they interact with the OLT

The OLMC should work together with the OLT to identify needs and discuss funding, in particular for some of the smaller improvements for the Old Library.

c. How they interact with the Selectmen

The OLMC will periodically come to the Selectmen's meetings to give updates on the property and its uses. For any larger preservation, the OLMC will have a liaison available from the Board of Selectmen to help over the course of the project. Susan May said that the bathroom renovation should have also included other repairs, such as the entry ramp, which did not get done so the project did not meet her expectations, however none of these expectations were written down or formally agreed upon. Everyone decided that future projects should have a contract. Bob Thompson said that the next time they enter into a larger project the liaison could get involved and be an advocate for the OLMC.

Having a line item in the operating budget for maintenance expenses will allow the OLMC to provide for the upkeep necessary for operating the building. The OLMC will

now be able to work within the town budget, the OLT can focus on raising funds, and the Old Library will function as other town owned buildings.

There being no further business, the meeting was adjourned at 4:45 p.m.

Respectfully submitted by:

Julie Atwell

Pjm.municiples.jackson.oldlibrary.OLT Meeting minutes 9-30-15

ARTICLES OF AGREEMENT
OF
OLD LIBRARY TRUST

THE UNDERSIGNED, BEING PERSONS OF LAWFUL AGE, ASSOCIATE UNDER THE PROVISIONS OF THE NEW HAMPSHIRE REVISED STATUES ANNOTATED, CHAPTER 292, BY THE FOLLOWING:

ARTICLE I

Name

The name of the corporation shall be Old Library Trust (hereinafter the "Corporation").

ARTICLE II

Purpose

The objects for which this Corporation are established are:

1. To educate, promote and encourage public interest in use of and support of the Jackson Old Library building, currently located at 125 Main Street in Jackson, New Hampshire, dedicated in 1901 as the Jackson Public Library and designed by Architect William Ralph Emerson.
2. To raise funds by contributions, donations, membership subscription, grants, events, bequests and direct appeal for funds for the preservation, conservation and improvement of the Old Library building.
3. To collect and disseminate information regarding activities and events provided at the Old Library.
4. To promote actions required for the preservation, conservation and improvement of the Old Library.
5. To provide such services, advice and assistance to the Town of Jackson Board of Selectmen or any committee appointed by the Board of Selectmen for the purpose of managing the Old Library, as they may request.
6. To have and exercise all the rights, powers, and privileges appertaining to voluntary associations under the laws of the State of New Hampshire, which have no capital stock, and which objectively is not a division of profits.

The Corporation shall have the power to do all acts and things reasonably incident or desirable to further such purposes, including the power to receive by purchase, gift, grant, devise, bequest or in any other lawful manner any real or personal property and to hold, use, improve, operate, manage, lease, convey, convert and invest or otherwise dispose of by gift, sale, lease or otherwise any real or personal property, and to participate as joint venture or partner with others in connection with any act or thing in which the Corporation is empowered to engage.

ARTICLE VII

Limitation of Liability

No director or officer of the Corporation shall be liable to the Corporation for monetary damages for breach of fiduciary duty as a director or an officer except with respect to:

1. Any breach of the director's or officer's duty of loyalty to the Corporation or its members;
2. Acts or omissions which are not in good faith or which involve intentional misconduct or a knowing violation of law;
3. Any transaction from which the director, officer, or both, derived an improper personal benefit.

If under New Hampshire law, a voluntary corporation may exempt directors and officers from additional liability than that set forth above, the directors and officers of the corporation shall be so exempt.

ARTICLE VIII

Prohibited Activities

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

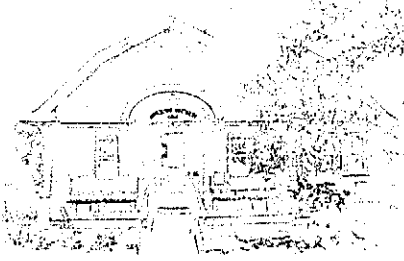
No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf (or in opposition to) any candidate for public office.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IX

Board of Directors

The affairs of the Corporation shall be managed by the Board of Directors, the initial member of which shall consist of five (5) incorporators and such other persons as may be chosen by them all in accordance with the Corporation's By-Laws and in a manner not inconsistent with these Articles of Agreement, the Code and with the provisions of RSA 292, as amended.



GUIDELINES AND FEE SCHEDULE FOR USE OF JACKSON OLD LIBRARY

GUIDELINES

1. The Jackson Old Library is available for public use for social, cultural or educational events sponsored by Jackson residents and/or community groups. Commercial or for-profit events or uses may be allowed on a case-by-case basis. Approval for use of the Old Library shall be granted at the discretion of the Old Library Management Committee.
2. A completed *Application for Use of Jackson Old Library* shall be submitted 10 business days in advance of all events to the Jackson Town Administrator or to the Jackson Old Library Management Committee. The *Application for Use of Jackson Old Library* form is available at the Town of Jackson's website <http://www.jackson-nh.org> or from the Town Offices.
3. Meeting space may be reserved on a continuing basis, ie: weekly, monthly, up to 4 months in advance.
4. Building occupancy is limited to 50.
5. Facilities must be left in a clean and orderly condition. Cleaning fees of \$50 per event will be assessed in cases where the building is left unclean.
6. The building has folding chairs (50) and tables of various sizes. These items must remain in the building.
7. NO alcoholic beverages may be brought in or consumed in the building or on the grounds. Smoking is NOT allowed in the building or on the grounds. Animals or pets are not allowed in the building, unless they are qualified service animals.
8. Any food or beverages that are brought in must be removed along with all trash. The Old Library does not provide any utensils or tableware (cups, plates, paper goods, etc.).
9. Events will be confined to the interior of the building, as there is little outside space and that land belongs to the Protestant Chapel Association.
10. Events that use the front porch are required to keep the porch clean and the benches available for seating (exceptions will be made on a case by case basis).
11. Due to limited parking, events at the Jackson Community Church shall have precedent over events at the Old Library.
12. Commercial or for-profit events may also require the prior approval of the Protestant Chapel Association and proof of insurance based on activity or event.

FEE SCHEDULE

Civic/Non-Profit/Community Events: Free of Charge (Donations to the Old Library Trust greatly appreciated)

Commercial/For Profit Events: \$50 fee for up to 4 hours per day; \$100 fee for events over 4 hours per day.
Fees are payable to the "**Town of Jackson**"

Form date 03/2015

As we discussed at the Selectmen Meeting on June 5, 2014, below is some history describing the Old Library Trust and its role regarding the Old Library. I believe some of the confusion is due to the role of the Old Library Management Committee, which pre-dates and is separate from the Old Library Trust.

At the Board of Selectmen's meeting on 02-17-2011, Warren Schomaker submitted a report on future use of the Old Library and recommended that the Selectmen establish a committee to, in part, help set up policy guidelines for use of the building. At that point, it had already been decided that the building would be used as a meeting space for Jackson residents. This was to be a Selectmen-appointed town committee. Here is a link to minutes from that meeting:

http://www.jacksonvillage.net/Public_Documents/JacksonNH_OldLibrary/BOS%20Minutes%202-17-2011

The Old Library Management Committee was hence formed in early 2011. I was a member (I say was because my term ended April 1, 2014). The Committee established guidelines for use, developed an application form, created a webpage on the Jacksonvillage.net website, did interior painting, performed major cleaning, sponsored events and facilitated the use of the building. All activities went through the Town Offices and the Committee made periodic reports to the Selectmen. For instance, all applications to use the building are submitted through the Town offices. The Town pays insurance, utilities, etc. for the building. Town funds were appropriated in 2012 (\$5000), 2013 (\$10,000) and 2014 (\$60,000) for the building.

However, there was no convenient way to acquire miscellaneous items for the building, such as cleaning supplies, paint, chairs, tables, etc. The Old Library Management Committee had no budget nor were Towns funds appropriate for such items. So a new, separate not-for-profit organization was created. The Old Library Trust received tax-exempt status in August 2013. The Old Library Trust was NOT set up to rent, lease or own the building. It was assumed the building would remain a Town owned facility. The Articles of Agreement and Bylaws for the Old Library Trust can be found at:

http://www.jacksonvillage.net/Public_Documents/JacksonNH_OldLibrary/index

x

The membership of Selectmen-appointed Old Library Management Committee has varied over time. The terms for all members of the Committee expired on April 1, 2014. At this point, I believe there are no members on the Old Library Management Committee. However, this was a dedicated group

and it is basically the same group that established the Old Library Trust, so it can get confusing as to our roles. At a recent Selectmen's meeting, it was suggested a Selectmen act as a contact person for issues on the building (and in particular the restroom project), instead of having a separate Selectmen-appointed committee. Again, the Old Library Trust was NOT set up to rent, lease or own the building.

I hope this explains the various relationships and how the Town has continue to be the party operating/managing the building, not the Old Library Trust.

Please feel free to call me or Susan if you have any questions.

Joan Aubrey 383-4127
Susan May

Aubrey
jraubrey@yahoo.com

2/17/11
meeting
minutes

February 16, 2011

TO: The Board of Selectmen
FROM: Warren Schomaker
RE: The Old Library Building

This is in response to your open invitation for comment on the recommendations submitted by the Committee for the potential uses of the building.

While numerous ideas have been suggested on how, and by which organizations, the building would be used, the one mentioned most often is for small meetings – sewing club, bridge groups, etc. While it may turn out this way, it does seem, however, some of these organizations will find the new library, with its facilities, to be a better venue. The next idea most mentioned is for the display of exhibits of interest to both citizens and visitors with the result being a mix of uses. Two local organizations, the River Arts Gallery and the Historical Society, have exhibits in mind. Good exhibits will be very popular at this high visibility location.

I believe that there should be a cost sharing with the Town being responsible for the maintenance of the building and for private contributions to provide the funds needed to maintain the interior space. Tax exempt donations would be made through the Friends of the Library and/or the Historical Society. Other money would come from reimbursement by users.

These funds would be placed in a sub-account of the Town's Money Market Account, and accounted for in the same manner as the Library Construction, Escrow, Conservation, and Highway Reconstruction sub-accounts are now handled. This provides a smooth procedure with proper checks and balances without burdening the General Fund accounting process.

Attached is a more detailed outline for the Plan being proposed.

OLD JACKSON PUBLIC LIBRARY

A Plan of Action to implement the Committee's recommendations

Code Provisions

Andy Chalmers, the Building Inspector, has advised that the building may be occupied as "as is" except for minor corrections such as easier access to the electric panel and proper positioning of the heating unit. In addition, that while he can live with the present second egress situation, he would require that there be an undertaking for a conventional egress to be installed within a reasonable time frame.

Step One

The Selectmen would appoint a Management Committee comprised of four residents as follows:

- One designated by either the Church or the Chapel Association
- One designated by the Friends of the Library
- One designated by the Jackson Historical Society
- One selected from the public at large

Step Two

The Management Committee's responsibilities would be as follows:

Set policy guidelines for the use to be restricted to Jackson citizens and Jackson non-profit organizations with only non-commercial activity permitted. Users would be required to provide evidence of insurance as needed.

Establish an operating budget to include utility costs, grounds maintenance, and routine building repairs.

Conduct regular inspections, interior and exterior, to insure that the building is in first class condition at all times.

Recommend to the Selectmen that a permanent trust fund be established to insure that funds would be available for major repairs and renovations into the future.

The Selectmen feel the Committee needs to have three or five members, not four. Selectman Dougherty thanked Warren for the work done on this; this is a wonderful idea. It would be easy to forget about the building. Warren wants to give the Board an idea about the type of exhibit they'd like to put on display. The Historical Society has a number of guest registers; one from the Glen Ellis House has some fine examples of the way people signed in – a gentleman signed in with his valet, his mother-in-law and the whole troupe. Another Register is from the Wentworth. There was a Professor at Skidmore who was doing a biography of the first President of Skidmore and has found this lady and her mother used to come over to Jackson and stay at the Wentworth. There has also been a rumor over a hundred years that a certain woman had an affair going on with this chap; and in the register there's the mother in one room and Miss Scribner and this fellow in the same room; we blew their cover a hundred years later; there are all sorts of interesting things like that. Oscar Wilde and General Grant stayed at the Glen Ellis House, which used to stand opposite the Thompson House. The Historical Society would like to set these up on disks and will have a docent there whenever the building is open. This building has high visibility. There are also copies of the White Mountain Echo which is a newspaper that was written in 1909 and published for visitors; it's all tourist information about each town. The River Arts ladies want to be able to show their works, they are thirteen local Jackson artists; so there's an opportunity for a Jackson group to have that kind of exposure. Their work would be mostly on the walls, so there would be plenty of space for small meetings. Four or five other organizations could have exhibits

there. Warren noted all that's needed is for him to sit with Office Administrator Falcey for the accounting portion. He'd like the Selectmen to give him the go ahead to establish the Management Committee; there would be no issue expanding that Committee to five members. Linda Little is recommended as a member of the Committee, as is Paul Palubniak and possibly Betsy Kent; we want someone who's had a long term interest in this building. This is a working Committee. Selectman Dougherty, seconded by Selectman Davis, made a motion to accept Warren's recommendations for the basis for management and use of the Shapleigh building. The motion passed unanimously. It was noted it's not so important for there to be an odd number on the Committee if it works okay.

4. Form MS-6: 2011 Budget of the Town Selectman Dougherty, seconded by Selectman Davis, made a motion to approve Form MS-6: 2011 Budget of the Town. The motion passed unanimously.

5. Bartlett Jackson Transfer Station – Scrap Metal Purchase Agreement This is an Agreement with Roger Labee for the purchase of scrap metal. He is offering \$1250 and Bartlett has already signed the Agreement. This is the same amount as last year. According to Transfer Station Manager Edgerly this is a fair offer. Selectman Davis, seconded by Selectman Dougherty, made a motion to approve the Scrap Metal Purchase Agreement. The motion passed unanimously.

6. North Country Council, Inc. – Northern Pass Project Survey The folks at the North Country Council (Inc) are serious about getting this back in the State's plan. They are asking the Selectmen to go through these items that they have listed and give their opinion as to whether it's important, not important, has an impact or no impact. Selectman Dougherty asked if the Selectmen are informed about these high capacity transmission lines (HCTs); the United States is way behind with this technology. Most countries are moving their grids to these and the United States will have to do it at some point; it may be difficult to accept where these lines go through. He doesn't know the specifics of this project. Chairman Mason noted one of the reasons the people in New Hampshire are not particularly accepting is that there's no New Hampshire power company involved; New Hampshire isn't getting any power out of this project. This is going through Coos County and they don't get anything out of it. Any power we generate via wood/solar etc. would be used locally, that won't change. These HCTs are for moving large quantities of energy from large sources going to large users. The Board members noted this is a great idea but will have a lot of NIMBY reactions. People are going to have to bite the bullet and accept it.

There are many questions on the survey; some of those discussed are as follows: The Council wants to know what the potential ten-year impact on job creation would be and Selectman Davis noted there are no jobs up there, Chairman Mason doesn't see how this is going to create jobs if the line is going through the area. Selectman Dougherty noted the folks who will be building it are highly paid and they spend their money in the area where they are working. Selectman Davis doesn't see those as being jobs that will impact the North Country for long; Chairman Mason noted if one looks at the federal

9/26/14
meeting
minutes

Expendable Trust fund to pay the invoice for reflective signs dated 6/19/14. The motion passed unanimously.

- i. HEB – Melloon Road Landfill Report – FYI There were no concentrations exceeded during the testing. This monitoring was supposed to continue for only five years but recently changed to continue for several more years (ten to twenty).

7. Old Business

- a. Old Library – Land Use Agreement Based on input from Counselor Malia, the Old Library Management Committee will be reinstated to allow the town to then have operating authority and enter into an agreement with the PCA. Originally the Committee was to include one member from the church or chapel association, one member from the Friends of the Library; one member from the Jackson Historical Society and one member-at-large from Jackson; Susan May doesn't think it's necessary to have members from the Library or Historical Society involved and the church never filled the seat when their representative resigned.

Selectman Allen, seconded by Chairman Thompson, made a motion for the Board of Selectmen to reform the Old Library Management Committee. The motion passed unanimously.

Selectman Allen, seconded by Chairman Thompson, made a motion to reappoint the five individuals who were serving on the Old Library Management Committee in March, 2014 to the reformed Committee. The motion passed unanimously. Susan is concerned that there is no term limit established; she'd like those staggered so the Committee doesn't fall apart with everyone's term ending the same year. Chairman Thompson noted the purpose of tonight's motions is to get the Committee reestablished with members willing to serve so the town can enter into an Agreement with the PCA. A notice will go out in the Enews and town column that the Committee is seeking two more members giving those interested a couple of weeks to submit their names.

- b. Jackson Historical Society – they are deferring the “sign project” at this time – FYI
- c. Pay Structure – Elected Officials Elected officials are currently paid in such a way that they receive a W-2 for wages actually earned in the first quarter of the next year. After asking other towns how they pay their officials, the Board is making an operational decision to pay elected officials on a quarterly basis beginning with the June 27, 2014 payroll.
- d. Gazebo Rental – Revisit Insurance TULIP insurance has turned out to be more expensive than the town was led to believe; Town Office

**OLMC & OLT Meeting Agenda
September 30, 2015**

1. **Function of the Old Library Trust –**
 - Roles and Responsibilities
 - How they interact with the OLMC
 - How they interact with the Selectmen

2. **Function of the Old Library Management Committee –**
 - Roles and Responsibilities
 - How they interact with the OLT
 - How they interact with the Selectmen