



Minutes

SPECIAL MEETING - STILLWATER PUBLIC LIBRARY TRUST BOARD
STILLWATER PUBLIC LIBRARY, SOUTH BUILDING, ROOM 138
1107 SOUTH DUCK, STILLWATER, OK. 74074

MARCH 24, 2025

2:00 P.M.

stillwaterok.gov/Library

Board members present: Cynthia Francisco, Holly Hartman, Sandeep Nabar,
Sherryl Nelson

Staff present: Stacy DeLano, Naomi Brown, Ashlyn Garis

1. CALL MEETING TO ORDER

2. CONSENT DOCKET

*Items listed on the consent docket are routine administrative matters that may be approved by a single vote with or without discussion. **The Trust Board will take action at this meeting (including a vote or series of votes) on these items collectively as part of the Consent Docket.***

- a. Approval of minutes: March 10, 2025, Special Meeting
Hartman/Nabar moved to approve the consent docket. The votes are as follows: Nabar, yes; Hartman, yes; Francisco, yes; Nelson, yes. Motion approved.

3. GENERAL ORDERS

The Trust Board will discuss and take action at this meeting (including a vote or series of votes) on each item listed under General Orders unless the agenda entry specifically states that no action will be taken.

- a. Discuss, consider, and possible action to move forward with retaining outside legal counsel for the purpose of independent legal advice to the Trust regarding the

Trust Agreement and legal compliance of Trust investments, and possible action to allocate Trust funds for legal services.

Nelson arrived at 2:01 p.m.

Francisco explained that DeLano sent an email with the questions created by the Board to the four firms discussed at the March 10 meeting. Of the four, DeLano and Francisco consulted with Jeri Holmes of NonProfit Solutions and Alex Bliss from Culture Connection Law. Both attorneys meet the criteria based on the questions from the Board about working on this case. Alex Bliss works more with creating 501C3s and HR concerns than trusts. Jeri Holmes was recommended by two different Oklahoma libraries that DeLano consulted. Jeri Holmes bills at \$375 per hour. She can work in 10-hour blocks to update the board on her progress and fees incurred. She is willing to meet on Zoom. She has experience working with public trusts and governmental entities. The board appreciated Holmes' experience with public trust instruments. They want to ensure that her strategy prioritizes the immediate needs and long-term issues of the trust. DeLano asked Ashlyn Garis if executive sessions are used to meet with the attorney at a Trust Board meeting. Garis will inquire and let the Board know.

Hartman/Nabar moved to retain Nonprofit Solutions for the purpose of independent legal advice to the Trust regarding the Trust Agreement and legal compliance of Trust investments. The votes are as follows: Nabar, yes; Hartman, yes; Francisco, yes; Nelson, yes. Motion approved.

- b. Update on Vanguard accounts including discussion and possible consideration of making changes to the account investments

The Vanguard accounts total \$827,064.31. The Board did not take action on the Vanguard accounts at this meeting.

4. REPORTS FROM OFFICERS & BOARDS

Announcements and remarks about matters of general interest may be made by the Board Members or Director at this time. Items of Trust business that may require discussion or action (including a vote or series of votes) are listed below.

- a. Miscellaneous items from the Library Director
Library staff have assisted at three events for those affected by the fires. Emily States, Adult Services Supervisor, created an exceptional fire resource and recovery page on the website. There is an additional delay in the fire suppression project. The crew may be back to work by the last week in March.

Miscellaneous items from the Trust Board

- i) Discussion about scheduling items for upcoming meetings
DeLano will send possible dates for a future special meeting to board members once she has communicated with Nonprofit Solutions.

5. QUESTIONS & INQUIRIES

6. ADJOURN

Nabar/Nelson moved to adjourn. The votes are as follows: Nabar, yes; Hartman, yes; Francisco, yes; Nelson, yes. Motion approved. The meeting adjourned at 2:47 p.m.

Prepared by: Naomi Brown, Recording Secretary

**Approved by: *Cynthia Francisco*
Chair, Stillwater Public Library Trust Board**