

Goshen Public Library and Historical Society Board of Trustees
Special Meeting of March 29, 2023

I. Call to order

The Special Meeting of the Board of Trustees of the Goshen Public Library and Historical Society was called to order by President Meghan Boroden at 6:57pm on March 29th, 2023.

Attendance

Board Members present: Bill Troy, Bob Quinn, Meghan Boroden, Heather LaBruna, Jim Tarvin. Also in attendance, Catherine Lemmer, Director, Mary Hoens, Clerk of the Board, and Erica Gati, Human Resources.

Absent: Emily Collado and Catherine Gardner.

II. Pledge of Allegiance

III. Review and Approve Agenda (Action Item)

RESOLVED that board approve the agenda as amended. Motion, Bill Troy. Second, Bob Quinn. Approved (5-0-0).

IV. New Business

1. Project ID: 15622

RESOLVED, that actions taken on behalf of the Goshen Public Library & Historical Society by its duly elected Trustees and Officers, and staff, with respect to the State and Municipal Facilities Program (SAM), Construction of a Library Facility, Project ID: 15622 (“SAM Project 15622”), including without limitation, submission of a grant application, execution and submission of a Project Information Sheet, Grantee Certification, Completed Project Certification, Grantee Use Certification, Project Certificate, production and submission of financial and other information, retention of professional consultants and experts, and any and all other actions taken with respect to the SAM Project 15622 are hereby authorized, approved, and ratified.

FURTHER RESOLVED, that the Grant Disbursement Agreement, including all exhibits and attachments, by and between Dormitory Authority of the State of New York and the Goshen Public Library & Historical Society (the “Library”), dated as of March 20, 2023 (the “Grant Disbursement Agreement”) is hereby approved and ratified, and that the appropriate officers of the Library are authorized and directed to execute the Grant Disbursement Agreement by and on behalf of the Library, with such changes and amendments as deemed necessary.

FURTHER, RESOLVED, that the Officers of the Goshen Public Library & Historical Society (the “Library”) are hereby authorized, empowered and directed, for and on behalf of the Library, to take any and all actions, to enter into agreements and amendments to agreements, to perform all such acts and things, to execute, file, deliver or record in the name and on behalf of the Corporation, all such certificates, instruments, agreements or other documents, and to make all such payments as they, in their judgment, or in the judgment of any one or more of them, may deem necessary, appropriate or advisable in order to carry out the purpose and intent of, or consummate the transactions contemplated by, the foregoing resolutions, the authorization therefor to be conclusively evidenced by the taking of such action or the execution and delivery of such certificates, instruments, agreements or documents.

FURTHER RESOLVED, that any and all transactions by the Trustees and Officers of the Goshen Public Library & Historical Society, in its name and for its account with respect to SAM Project 15622 taken prior to the adoption of these resolutions are hereby, ratified and approved for all purposes.

Motion, Bill Troy. Second, Bob Quinn. Approved (5-0-0).

2. Project ID: 13151

RESOLVED, that actions taken on behalf of the Goshen Public Library & Historical Society by its duly elected Trustees and Officers, and staff, with respect to the State and Municipal Facilities Program (SAM), Construction of a Library Facility, Project ID: 13151 (“SAM Project 13151”), including without limitation, submission of a grant application, execution and submission of a Project Information Sheet, Grantee Certification, Completed Project Certification, Grantee Use Certification, Project Certificate, production and submission of financial and other information, retention of professional consultants and experts, and any and all other actions taken with respect to the SAM Project 13151 are hereby authorized, approved, and ratified.

FURTHER RESOLVED, that the Grant Disbursement Agreement, including all exhibits and attachments, by and between Dormitory Authority of the State of New York and the Goshen Public Library & Historical Society (the “Library”), dated as of March 20, 2023 (the “Grant Disbursement Agreement”) is hereby approved and ratified, and that the appropriate officers of the Library are authorized and directed to execute the Grant Disbursement Agreement by and on behalf of the Library, with such changes and amendments as deemed necessary.

FURTHER, RESOLVED, that the Officers of the Goshen Public Library & Historical Society (the “Library”) are hereby authorized, empowered and directed, for and on behalf of the Library, to take any and all actions, to enter into agreements and amendments to agreements, to perform all such acts and things, to execute, file, deliver or record in the name and on behalf of the Corporation, all such certificates, instruments, agreements or other documents, and to make all such payments as they, in their judgment, or in the judgment of any one or more of them, may deem necessary, appropriate or advisable in

order to carry out the purpose and intent of, or consummate the transactions contemplated by, the foregoing resolutions, the authorization therefor to be conclusively evidenced by the taking of such action or the execution and delivery of such certificates, instruments, agreements or documents.

FURTHER RESOLVED, that any and all transactions by the Trustees and Officers of the Goshen Public Library & Historical Society, in its name and for its account with respect to SAM Project 13151 taken prior to the adoption of these resolutions are hereby, ratified and approved for all purposes.

Motion, Bill Troy. Second, Bob Quinn. Approved (5-0-0).

V. Executive Session: (for the purposes of discussing the employment history of particular individuals).

RESOLVED that the Board enter the Executive Session at 7:03pm. Motion, Jim Tarvin. Second, Heather LaBruna. Approved (5-0-0).

RESOLVED that the Board exit the Executive Session at 7:55pm. Motion, Bill Troy. Second, Bob Quinn. (Approved 5-0-0). No action was taken.

V. Adjournment (Action Item)

RESOLVED that the meeting be adjourned at 7:55pm. Motion, Bill Troy. Second, Bob Quinn. (Approved 5-0-0).

Next Regular Meeting: April 10, 2023 @ 7:00 PM

Respectfully submitted:

Mary C. Hoens

Clerk of the Board