

MINUTES  
North Texas Regional Library System  
Board of Directors Meeting  
October 25, 2007

The North Texas Regional Library System Board of Directors held a meeting on October 25, 2007 at the Brookside Center, 1244 Brookside Dr, Hurst, Texas, 76053.

Board Members Present: Barbara Chayer, Chair, Region 7  
Bill Whiteside, Region 5  
Randolph Shaeffer, Secretary, Region 4  
Carl E. Campbell, Jr., Treasurer, Region 6  
Ray Stephens, Vice Chair, Region 3  
Patricia Jefferson, Region 2  
Cecil Carter, At Large  
Meg Barrow, Parliamentarian, At Large  
Dana Wood, Region 1  
Adam Wright, Executive Director, *ex-officio member*

Board Members Absent: None  
NTRLS Staff Present: Lynn Gritta  
Guests Present: None

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**ASSIGNMENTS/ACTIONS ACCEPTED:**

Adam Wright will find out who binds the contract in each member library's city for the NTRLS attorney.  
Adam Wright will ask Tutor.com if NTRLS can delay signing a new contract until after December 6.

**MOTIONS:**

Approval of Consent Agenda item 1, 9-18-07 minutes. Chayer made motion. All approved. Passed.

Approval of Consent Agenda item 2, PEO Contract. Carter made motion to accept. Whiteside and Shaeffer seconded. Passed.

Approval of Consent agenda item 3, Tutor.com Contract. Stephens moved to table discussion. Campbell seconded. Passed.

Approval of Sandra Reed to be appointed to Services Planning Committee. Stephens moved to approve. Whiteside seconded. Passed.

## **A. CALL TO ORDER**

Chair Barbara Chayer called the meeting to order at 12:35 p.m.

## **B. CONSENT AGENDA**

### **1. APPROVAL OF SEPTEMBER 18, 2007 MEETING MINUTES**

Barbara Chayer moved to approve the minutes with correction noted. There were no objections. The motion passed.

### **2. CONSIDERATION OF CONTRACT FOR PEO SERVICES**

Adam Wright briefed the Board on the various pros and cons of each PEO with his recommendation of ADP. They had more flexibility with a cafeteria plan and the annual premium would be reduced from what we are currently paying Odyssey OneSource. ADP also offers a perpetual contract. Cecil Carter moved to accept Adam's recommendation to hire ADP. Bill Whiteside and Randy Shaeffer both seconded. The motion passed.

### **3. CONSIDERATION OF TUTOR.COM CONTRACT**

Adam Wright reported his findings regarding the Tutor.com contract and invoicing options. Tutor.com will apply a five percent discount if they can issue one invoice to NTRLS for all the participating libraries. The libraries would then pay NTRLS who would in turn pay Tutor.com. They are offering quarterly invoicing and payment arrangements. The libraries would sign a contract with NTRLS promising to pay. Attorney Nick Pappas is currently working on this agreement. Mr. Pappas did recommend that NTRLS does not sign a contract with Tutor.com until there are a minimum of ten libraries who have signed agreements. There was much discussion about the liability issues that NTRLS would take on by agreeing to be the sole party invoiced. Adam mentioned that the libraries using this service for three years love it and want to continue. He also stated that we could use the same protocol and contract for the Shared Catalog program.

Ray Stephens moved to table the discussion until the December 6 board meeting where they could go over the contract from the attorney. Carl Campbell seconded. The motion passed.

However, the board did agree that Adam could send the contracts to the participating libraries for their signature without the board viewing the contracts.

## **C. BOARD REPORTS**

There were no Board reports.

## **D. MONTHLY FINANCIAL REPORTS**

Adam remarked that monthly draw downs are going smoothly at the first of every month. Frost Bank is requiring new signature cards to be signed by the board. The agreement stated:

*"RESOLVED, that the Financial Institution named above at any one or more of its offices or branches, be and it hereby is designated as a depository for the funds of this Corporation, which may be withdrawn on checks, drafts, advices of debit, notes or other orders of the payment of monies bearing the appropriate number of signatures: Any 1 of the following named officers or employees of this Corporation ("Agents"), whose actual signatures are shown below:"*

All board members signed the agreement along with Adam Wright and Carolyn Davidson.

## **E. COMMITTEE REPORTS**

Ray Stephens moved to appoint Sandra Reed to the Services Planning Committee. Bill Whiteside seconded. The motion passed.

## **F. PUBLIC PARTICIPATION**

There was no public participation.

## **G. ANNOUNCEMENTS**

There were no announcements.

## **H. ADJOURNMENT**

The next board meeting was set for December 6, 2007 at 10:00 am.  
Barbara Chayer adjourned the meeting at 1:12 pm.

Approved by \_\_\_\_\_

Date \_\_\_\_\_