

**MINUTES  
LAS VEGAS-CLARK COUNTY LIBRARY DISTRICT  
BOARD OF TRUSTEES' MEETING  
LAS VEGAS, NEVADA  
February 9, 2023  
(Approved on March 9, 2023)**

The Board of Trustees of the Las Vegas-Clark County Library District met in regular session at the Whitney Library, Las Vegas, Nevada, at 5:00 p.m., Thursday, February 9, 2023.

**Present:**

Board:	B. Wilson, Chair	N. Waugh
	E. Foyt	J. Melendrez
	K. Rogers	J. Jiron
	F. Ortiz	S. Ramaker
	K. Whiteley	K. Benavidez

Counsel: G. Welt

Absent:

Staff: Kelvin Watson, Executive Director  
Numerous Staff

Guests: Melvin Green  
Emanuele Arguelles

The meeting began at 5:05 p.m.

**Roll Call and Pledge of Allegiance (Item I.)** All members listed present above represent a quorum. Appendix A. Chair Wilson led attendees in the Pledge of Allegiance.

**Executive Session (Item II.)** **[Closed Executive session off record from 5:06pm to 6:07pm]**

Regular session resumed at 6:08pm

**Agenda (Item III.)** Vice Chair Waugh moved to approve the Agenda with moving the Chair's Report first. Trustee Benavideez second the motion.

There was no opposition and the motion carried.

**Chair's Report (Item IV.)** Chair Wilson reported that February is Black History Month. This year, Director Watson was selected by Cox Communications as one of four Black History Month honorees for 2023. Kelvin will be profiled on Cox's Channel 14 during their Main Street living program for the week of February 13th, through the 19th. He congratulated Director Watson for continuing to be a leader in the community.

Chair Wilson gave background on the next part of his report- The Library District's long-term planning includes projects such as the

pending construction of the new West Las Vegas Library, which will include finding ways to meet the needs of the growing community of a diverse populations, creating more hands on technology experiences and more of our libraries, and expanding our summer challenge and reading activity programs for children and adults. Most recently, we're focused on development of special diversity collections to include a collection of black writers and black history books. As part of the fiscal responsibility that Executive Director Watson and I are charged with, we've been examining ways to increase the Library District's revenue streams to meet the increasing demand for funding. These include grants, gifts, donations, book sale revenue, and any fundraising activity conducted by the Library District or the Foundation. At our November Board meeting, Trustee Turner Whiteley raised questions regarding the Foundation activities and the existing agreement between the Foundation and the District. After the November meeting, Trustee Turner Whiteley asked Trustee Benavidez to meet with her. After the December Board meeting, Foundation President Elaine Sanchez and Trustee Benavidez and Ortiz, who both serve as representatives on the Foundation Board met with Director Watson and myself. The goal was to discuss duties and responsibilities of both parties pertaining to the Library District Foundation and how we could both cooperate together for the benefit of the District. Several concerns were presented, and it was requested Director Watson and I review the agreement and also to hold joint meetings between the Foundation and the Library District Boards to clarify our mutual goal of enhancing the quality and range of services we can offer to local residents with the help of Foundation funding. Following the meeting, I met with Vice-Chair Waugh, Director Watson and Counsel Welt to discuss the issues presented by Trustee Benavidez and President Sanchez. We then asked Board Counsel Jerry Welt to summarize the duties and responsibilities of our respective organizations. Counsel Welt produced a report, which outlined a number of issues that needed clarification or action. One issue addressed by Counsel Welt was a change to -- where is that? One of the issues was a change in Nevada law that Counsel Welt had expressed concern with at the time that needed to be reviewed on the Bookstore being done in-house. While it was reviewed, it was a recommendation that we make sure we're meeting the fiduciary requirements of it. After discussion between myself and the Director, we decided to temporarily hold that to make sure we weren't violating any laws, expecting to just address it right away in a joint meeting. We mistakenly -- admittedly, the action was probably taken out of order and could have been handled better. We really did not think it was a big deal at the time since the Foundation had plenty of resources and this was just a temporary pause until we could form a committee to address these issues about further. I subsequently requested that we be added to the Foundation's January Board meeting to share the contents of this report with the Board; however, that agenda was full, and they were not able to accommodate at the January 17th meeting. After discussing the report with Vice-Chair and Counsel Welt, we were obligated to share it with the Board of Trustees in timely manner. At the January 19th Board of Trustees Meeting, Counsel Welt read the report prepared in consultation with outside counsel, Laurie Thompson.

The report served as a formal response to Trustee Turner Whiteley's original request. No action was taken and it was scheduled to be agendaized and discussed by the entire Board at a later date. The report concluded there were several items the Board of Trustees must address; however, Trustee Benavidez contacted me requesting to hold any Foundation discussion until February since she had previously been excused absence for the January meeting. And admittedly, at the time I forgot that you were not going to be here for January, so I did not think we would be waiting until February to get to this. One item the Board did address was appointing Trustee Turner Whiteley to serve on the Foundation, filling the remaining vacant spot. Due to an oversight at the time, the District failed to appoint a second Trustee to serve on the Foundation Board, as required, when a previous Board member's term ended in 2021. I'd like to clarify for the record, no official action has been taken by the Board to act on any of Board Counsel's recommendations. No action should be taken until a special committee, known going forward as a working group, meets with the Foundation and returns to this Board with a report and recommendation on next steps. As a show of good faith, I'm recommending that we remove the item to stop to withhold the Bookstore funds from the Foundation and disperse the funds to them and keep things moving as agreed in the Bookstore agreement as it stands pending the report of this committee/working group between the two things.

Trustee Benavidez asked if this was retroactive from the funds held in December and January? Chair Wilson responded yes and apologized. This was a legal recommendation that was shared and discussed between the Vice-Chair, myself, and Director Watson, and we honestly did not think there was any issue on a temporary pause on the funds while we put together this joint committee to work together. So for any miscommunication that happened there, I'll just take the blame for that and hopefully we can do a better job on this going forward. So, in accordance with Article VI of our bylaws and mutual agreement of both Boards to have joint meetings, I'm appointing this working group to partner with the Foundation to develop a cooperative plan moving forward. It's been shared with me that there is some tension from the Foundation toward me. In order to foster a cooperative working environment, I've asked Vice-Chair Waugh to step in and chair the working group. The committee members will include Vice-Chair Waugh, Trustees Turner Whiteley and Benavidez, as our appointed representatives at the Foundation. And also Trustee Rogers, as he is the Chair of the Finance and Audit Committee, and this will be dealing with finances between the two organizations. As Chair, I'm automatically an ex-officio member of all subcommittees; however, I will not participate in any subcommittee forming of recommendations or actions. I will serve in an ex-officio capacity only. So the working group can independently work with the Foundation to put that together. Resolving the matter is of the highest priority to the Library District. The working group should meet with representatives selected by the Foundation as soon as possible and provide a progress report back to the full Board of Trustees at our next regular meeting. I want to say thank you and I look forward to continuing our relationship with

the Foundation. I would be happy to take any questions at this time.

**Public Comment  
(Item V.)**

Elaine Sanchez, 9136 Golden Eagle Dr., President of the LVCCLD Foundation. She thanked Chair Wilson for his comments and for having a working group. She will notify the Board of the Foundation appointees.

Tim Wong, 9116 Eagle Hills Dr., Former Board of Trustees of the Library District from 1993 to 2010. Treasurer from 2003 to 2010 and was a part of the formation of the Library District Foundation. He state he was very disappointed to read some of the Minutes and see some of the results of some of the meetings that have been held over the last couple of months. He was happy that Chair Wilson took a proactive step to step away because he is a part of the problem. The formation of the Foundation was by the District. It was because there was significant issues with Friends of the Library, who had had the responsibility of raising funds for the District before, with no accountability, visibility or transparency. When the Foundation was formed financials, audits, accountability, and funds used to support District initiatives and special projects were in place.

**Approval of  
Proposed Minutes of  
the Regular Board  
of Trustees  
Meetings on  
January 19, 2023.  
(Item VI.)**

Vice Chair Waugh moved to approve the Minutes of the Regular Board of Trustees Meeting on January 19, 2023.

There was no opposition and the motion carried.

**Library Reports  
(Item VII.)**

**Executive Director's  
Report  
(Item VII.A.)**

No questions.

**Library Operations,  
Security Reports  
and Monthly  
Statistics  
(Item VII.A.1.a)**

No questions.

**Branding and  
Marketing Report  
and Electronic  
Resources Statistics  
(Item VII.A.2.a.)**

No questions.

**Community  
Engagement Report  
and Monthly  
Statistics  
(Item VII.A.2.b.)**

No questions.

**Development and  
Planning Report  
(Item VII.A.2.c.)**

Trustee Ortiz asked what was spent to attend the Governor's Ball because it was never reported. JoAnn Prevetti, Development Director responded that a \$5,000 table was purchased, which was the lowest table amount. Trustee Benavidez asked who attended the event. Mrs. Prevetti responded that herself, Executive Director Watson, Trustee Ortiz, Tony Gladney from MGM Resort, two executives (whose names she couldn't recall) from the Palms Resort, an executive from the Review Journal, Wanda Blair, and Joe Dagher from Ballard Spahr Law Firm were all in attendance. Laura De La Cruz from Boyd Gaming was invited to attend but could not attend. Trustee Benavidez asked why was a \$5,000 table purchased for this event. Mrs. Prevetti responded that the table was purchased to bring donors to engage with Library District Foundation programs and to get them more engaged with the Library District and fundraising. Trustee Benavidez then asked where did the \$5,000 come from and asked how was attending this event justified if it was not tax deductible. Floresto Cabias, Chief Financial Officer answered that the event was a community event and funded by the Library District. Mrs. Prevetti clarified that she does not solicit for the Library. She only solicits with organizations and foundations to support Library District foundation programs.

**Information  
Technology Report  
(Item VII.A.2.d.)**

No questions.

**Financial Services  
Report  
(Item VII.A.3.a.)**

No questions.

**General Services  
Report  
(Item VII.A.3.b.)**

John Vino, General Services Director, Melvin Green, and Emanuele Arguelles, Principals of KME Architects presented a video of the projected new West Las Vegas Library schematic design.

Vice Chair Waugh asked if it was too late to ask for a bunch of plants similar to the Downtown Reno Library indoor jungle. Mr. Vino responded No, and the library should be very visual for everyone as they move from area to area. Trustee Foyt thanked them for the presentation of what's to come. Trustee Ramaker thanked everyone for their hard work.

Trustee Ortiz thanked everyone for their hard work and requested to see two agenda items at the next meeting- 1) a budget item, approving it formally so there can be public discussion on spending around 31 million. 2) To approve the West Las Vegas QALICB to do the New Markets Tax Credit, so it doesn't have to come back to the board. Mr. Vino responded that they've started meeting with New Market Tax

Credits and it is in progress. Mr. Cabias mentioned that for this particular project and in New Markets Tax Credit program, a new QALICB is traditionally created. Trustee Ortiz asked for that to be done quickly because if another entity is asked, the City of Las Vegas takes a million dollars right off the top to fund the program. Mr. Cabias stated that they are actively working to create the new QALICB to represent the West Las Vegas Library project and discussing with New Markets attorneys. This will be accomplished by April because of all the moving parts. Trustee Ortiz stated the details aren't needed and just would like to have the Board approve the creation of a West Las Vegas QALICB to move forward. Counsel Welt answered that the motion will just be for the approval. Trustee Ortiz is in agreement.

**Human Resources  
Report  
(Item VII.A.3.c.)**

No questions.

Chair Wilson accepted the Library Reports.

**Unfinished Business  
(Item VIII.)**

None.

**New Business  
(Item IX.)**

**Consent Agenda  
(Item IX.A.)**

Vice Chair Waugh moved to approve the consent agenda. Trustee Whiteley second the motion.

There was no opposition and the motion carried.

**Discussion and  
possible Board  
action regarding  
contract award for  
the purchase of  
theater lighting  
equipment for  
various District  
locations.  
(Item IX.A.1.)**

No question.

**Regular Agenda  
(Item VIII.B.)**

**~~Discussion and  
possible Board  
action to cease  
transferring  
bookstore funds to~~**

Chair Wilson removed this item from the Agenda.

~~the Las Vegas Clark  
County Library  
District Foundation  
(Item IX.B.1.)~~

**Announcements  
(Item X.)**

Finance and Audit Committee meeting will be held on Thursday, February 23, 2023 at 3:30pm via Zoom.

The March Board meeting will be held on Thursday, March 9, 2023, at 5:00pm. Location: West Las Vegas Library, 951 W Lake Mead Blvd, Las Vegas, NV 89106.

The April Board meeting will be held on Thursday, April 20, 2023, at 5:00pm. Location: Clark County Library, 1401 E Flamingo Rd, Las Vegas, NV 89119.

The May Board meeting will be held on Thursday, May 18, 2023, at 5:00pm. Location: West Las Vegas Library, 951 W Lake Mead Blvd, Las Vegas, NV 89106.

Trustee Foyt mentioned that Trustee Raymaker suggested to have a meeting in Mesquite and asked if one of the meeting locations could change to Mesquite. Chair Wilson asked Director Watson and the Board members of their thoughts to accommodate a future meeting in Mesquite. Trustee Ortiz stated he isn't opposed to traveling to Mesquite but will need advance notice. Chair Wilson, Trustee Whiteley, and Trustee Benavidez agreed. Trustee Benavidez mention she may not be able to attend in person because of her work schedule. Chair Wilson asked the board to email him date and time suggestions to ensure the availability of everyone's schedule to have it added as an agenda item to be voted on.

Trustee Ortiz thanked Chair Wilson for his leadership in today's matter and mention that there will be events that JoAnn Prevetti, the Library District, and Library Foundation will be putting together and need the support of the Board.

**Public Comment  
(Item XI.)**

None.

**Adjournment  
(Item XII.)**

Chair Wilson adjourned the meeting at 6:47p.m.

Respectfully submitted,

Elizabeth Foyt, Secretary

