

**MINUTES
LAS VEGAS-CLARK COUNTY LIBRARY DISTRICT
BOARD OF TRUSTEES' MEETING
LAS VEGAS, NEVADA
July 13, 2023
(Approved on September 14, 2023)**

The Board of Trustees of the Las Vegas-Clark County Library District met in regular session at the Rainbow Library, Las Vegas, Nevada, at 5:00 p.m., Thursday, July 13, 2023.

Present: Board: N. Waugh, Chair K. Whiteley
E. Foyt J. Melendrez
K. Rogers J. Jiron
K. Benavidez E. Sanchez

Counsel: G. Welt

Absent: F. Ortiz- Excused

Staff: Kelvin Watson, Executive Director
Numerous Staff

Guests: Barry Burns, Kutak Rock
Troy Villafara, Crescent Growth Capital
Dennis Martinez, Crescent Growth Capital
Emanuele Arguelles, KME Architects
Melvin Green, KME Architects

[Closed Executive session off record from 5:00 p.m. to 5:38 p.m.]

Regular session called to order at 5:38 p.m.

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

Public Comment (Item II.) None.

Agenda (Item III.) Trustee Rogers made a motion to accept the proposed agenda. Trustee Whiteley second the motion.

There was no opposition and the motion carried.

Approval of Proposed Minutes of the Regular Board of Trustees Meeting on May 18, 2023, Nominating Committee Meeting Chair Waugh had one correction to remove Chair Wilson's name in the adjournment section of the June 1, 2023 Nominating Committee Meeting.

Trustee Sanchez moved to approve the Minutes of the Regular Board of Trustees Meeting on May 18, 2023, Nominating Committee Meeting on June 1, 2024 (with correction), and Regular Board of Trustees Meeting on June 1, 2023. Trustee Whiteley second the motion.

**on June 1, 2023, and
Regular Board of
Trustees Meeting on
June 1, 2023.
(Item IV.)
Chair's Report
(Item V.)**

There was no opposition and the motion carried.

Chair Waugh reported that he messaged all Board members with the evaluation for Director Watson. He asked that the forms be returned to him by August 15, 2023 to conduct the evaluation at the September meeting.

**Library Reports
(Item VI.)**

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

Kelvin Watson, Executive Director thanked all of the Trustees that attended the American Library Association on behalf of the Library District. He also thanked the Library staff for their continued hard work that is provided to the community and receiving the 2023 Library of the Future award. Something special will be planned for the staff in the near future as a thank you token.

Director Watson also mention the new branding campaign, Free to Be that eye-catching at every branch with banners. He thank the Branding and Marketing team, General Services team, and all other staff involved.

Trustee Sanchez asked which Trustees attended the ALA Conference. Director Watson responded that Trustee Foyt, Trustee Rogers, Trustee Melendrez, Trustee Jiron, and Trustee Ortiz attended the conference.

Chair Rogers, Trustee Jiron, Trustee Foyt, and Trustee Melendrez thanked Eboni Nance, Executive Assistant for the traveling arrangements and arranging registration for those that attended the conference. They also thanked and congratulated Director Watson for receiving the Medal of Excellence award.

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

Chair Waugh was excited to read and asked about information on field registrars for the election that was in the Library Operations Report. Leo Segura, Library Operations Director responded that the Library District currently has field registrars and staff have been sent to be retrained and signed up to be ready to perform the duties needed if anyone comes to the library to register to vote.

Trustee Sanchez asked how is it announced for people if they want to register to vote at the library. Mr. Segura responded that it is usually posted on the district's website and through Library Operations.

Chair Waugh asked if there was a reason that Spring Valley visitors numbers were higher than others for the tutoring program. Mr. Segura was not able to give a certain answer but explained that Spring Valley has always engaged and worked well with the Andson tutors there. Also, the number of schools within the community have a need for the program.

Chair Waugh thanked Regional Managers, Kevin Maas and Roslyn Dean for helping him to schedule visits at all 25 branches. He will have 2 more to visit to be completed of this task.

Trustee Whiteley commended the Library Operations, IT, and Branding and Marketing staff for expanding and exposing technology to customers. She expressed excitement for the All Hands on Technology Program and Digital Memory Preservation Lab. She mentioned her 75 year old mom being able to visit and had staff assist her with no problems.

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

No questions.

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

Trustee Melendrez thank Matthew McNally, Community Engagement Director and Community Engagement team for collaborating with HUD and the Nevada Minority Health and Equity Coalition with hosting a resource fair.

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

No questions.

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

No questions.

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

No questions.

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

No questions.

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

No questions.

Chair Waugh accepted the Library Reports.

**Unfinished Business
(Item VII.)**

None.

**New Business
(Item VIII.)**

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

Trustee Sanchez moved to approve the consent agenda. Trustee Rogers second the motion.

There was no opposition and the motion carried.

**Discussion and possible Board action to declare fines and fees of approximately \$1,287,299.24 that are five years old, dating from the year 2018, as uncollectible, and purge from District records.
(Item VIII.A.1.)**

No questions.

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

**Discussion and possible Board action regarding the engagement of Kutak Rock LLP in connection with the new markets tax credit financing for the construction of the West Las Vegas Library Project.
(Item VIII.B.1.)**

Floresto Cabias, Chief Financial Officer introduced Barry Burns of Kutak Rock Troy Villafara, and Dennis Martinez of Crescent Growth Capital. Mr. Cabias reported that at the April 2023 Board Meeting he presented the two firms and gave an overview of the New Markets Tax Credit Program to the Board of Trustees. At that time, the Trustees authorized staff to take actions necessary to facilitate the New Markets process. At that time also the Executive Director signed off on the conflict waiver, which allowed Kutak Rock to begin representing the Library District and the next step would have been for the Foundation of the Library to engage Kutak Rock directly to represent the Foundation, the Library District and its other affiliates. The Foundation at its most recent meeting tabled the motion to engage Kutak Rock for a number of reasons. The one relevant here is with respect to legal fees. Under the New Markets Program, legal fees are deducted from the proceeds of the transaction. Once the entire New Markets transaction is complete, the millions of dollars that are drawn down provide a fee, so they're directly deducted by the attorneys, other consultants, and there's no out-of-pocket cost to the Library District or any of its affiliates. However, there is the possibility that should the New Markets transaction not close that the Foundation as the entity engaging Kutak Rock would be responsible for up to \$110,000 in potential legal fees. It is unlikely to happen since all parties involved are highly motivated to ensure that the transaction closes. The Foundation had a question as to who will be responsible for the fees should the transaction not close and this is the reason staff is recommending that the Library District engage Kutak Rock to alleviate the concerns of the Foundation to continue moving forward in the New Markets process.

Trustee Sanchez asked if there was a possibility of creating a new Foundation, would it be able to be done in a timely manner. Mr. Cabias answered if it was necessary, it could be done in a timely manner. He spoke

with General Counsel Welt, and should the Foundation choose to not participate in the New Markets transaction would be the only reason the District would consider engaging another Foundation or leverage lender to move forward. In lieu of the Foundation, if they choose not to participate, the District would require what's called a leverage lender, which the Foundation has always served as in the prior to New Markets deals. But any nonprofit corporation can be partnered with the Library District to serve as a leveraged lender and continue the New Markets process. And there would be enough time, as of right now to go in that direction, if needed.

Trustee Whiteley asked if there are any pitfalls from taking a new approach. Mr. Cabias responded, assuming that the Board approves staff to engage Kutak Rock directly, the next step for the Foundation would be to sign Kutak Rock's conflict waiver, which is necessary for Kutak Rock to represent the Foundation. If the Foundation chooses not to sign the conflict waiver, then Kutak Rock could not represent the Foundation. This would be at no out-of-pocket cost to the Foundation. The other options would be for the Foundation potentially to engage their own counsel and that would be an out-of-pocket cost to the Foundation. Another alternative would be to not engage Counsel at all so the Foundation would not be represented in the New Markets transaction. The final option would be for the Foundation to not participate in the New Markets Program. The District has already signed the waiver but a new waiver would have to be signed clarifying for Kutak Rock the relationship/ their representation of the different organizations; the Library District, the Foundation, and soon to come, nonprofit corporation, to be called West Las Vegas QALICB. Mr. Cabias stated that the District engaging Kutak Rock directly addresses the concern about fees out-of-pocket for the Foundation. Kutak Rock still would represent the Foundation, assuming they sign the conflict waiver. That's the only change from the prior deals and it's not unusual. Traditionally, Kutak Rock or special counsel and the facilitator, which is Crescent Growth Capital, can directly engage the sponsor. That's actually the traditional protocol. In the past the Foundation engaged those two firms and the rest of the process is consistent and will keep on track to successfully close this deal for the West Las Vegas New Markets Program. Counsel Welt stated that in addition, a commitment would be needed from the Foundation that they will execute other documents forthcoming.

Trustee Sanchez asked how is the District going to move forward and to speak with the Foundation. Chair Waugh responded that there is a plan in place for Trustees Rogers (Vice Chair) to speak with the Chair of the Foundation Board. Trustee Sanchez then asked when are the signatures needed by. Mr. Burns answered that in order for Crescent Growth Capital to be able to market the deal and find those other parties to be involved with the closing process, the investor and the community development entities, he would not be able to review their documents that would govern their participation until the engagement letter is signed.

Trustee Rogers made a motion to authorize the Executive Director to execute an agreement with Kutak Rock LLP to serve as special tax credit counsel in connection with the new markets tax credit financing for

construction of the West Las Vegas Library Project and to sign a revised Waiver of Potential Conflict of Interest, subject to final review of the engagement letter by Counsel. Trustee Melendrez second the motion. Trustee Sanchez would like to add in the motion that the Board of Trustees will speak with the Foundation Board. Trustee Rogers and Trustee Melendrez accepted the amendment to the motion.

There was no opposition and the motion carried.

Discussion and possible Board action regarding the approval for staff to make ongoing purchases of computer hardware and software, telecommunications hardware, and other related infrastructure improvements over \$75,000 for Fiscal Year 2023-2024. (Item VIII.B.2.)

Al Prendergast, Chief Information Officer reported that the District established a Technology Replacement and Upgrade Program in the Capital Projects Fund for the replacement of the District's aging technology assets and for new technology initiatives. This year's budget includes funding for the replacement of several end-of-life IT Department systems and new technologies and solutions for the branches. Some of these funds may be reallocated for newly identified priorities or to respond to unforeseen circumstances. The funding for these projects is budgeted in Technology Replacement and Upgrade Program of the Capital Projects Fund as approved by the Board of Trustees in the Fiscal Year 2023-2024 Adopted Budget. Any budgeted funds that are not expended during the fiscal year will remain in the Technology Replacement and Upgrade Program for use in future years. And the budget expenditures are limited to the budgeted funds. The purpose of this agenda item is to pre-approve all Fiscal Year 2024 technology purchases over \$75,000 and provide insight into our plans for the new fiscal year. Rather than separately submitting each purchase request for over \$75,000 to the Board for approval, the IT department is respectfully requesting that the Board of Trustees give staff the authorization to approve technology related purchases exceeding \$75,000. NRS 332.115 exempts most of the items listed in the table from the formal bidding process because they're either explicitly exempt or sole sourced, and some of the items are previously competitively bid. However, as practiced by staff and as required by the District's purchasing policy, multiple informal bids may be solicited when possible, and each purchase will be reviewed and evaluated by the Information Technology staff for best possible pricing and alternatives will be explored prior to purchasing. The items listed in the table represent all of the planned expenditures from the Technology Replacement and Upgrade Program of the Capital Projects Fund. The funding for these projects is budgeted at \$2,587,000 for this fiscal year. IT Department staff will continue to provide expenditure updates to the Board of Trustees through the Executive Director's Monthly Board Report.

Trustee Jiron Made a motion for staff to make ongoing purchases of computer hardware and software, telecommunications hardware and other related infrastructure improvements over \$75,000 for Fiscal Year 2023-2024. Trustee Whiteley second the motion.

There was no opposition and the motion carried.

Discussion and possible Board action regarding contract award for property and casualty insurance and public officials and employment practices liability insurance for the policy year commencing on July 15, 2023. (Item VIII.B.3.)

John Vino, General Services Director reported that the Risk Management Committee met and approved this motion to be brought forward to the full Board. The District's property and casualty insurance and public officials and employment practices liability insurance policies renew on July 15th. USI Insurance Services, Broker of Record, conducted a thorough review of the District's current policies and coverages and prepared a proposed insurance package and recommendation for contract award. The Board of Trustees' Risk Management Committee is scheduled to meet with the Broker of Record prior to the Board meeting for presentation of the Broker's proposal and to discuss staff's review and recommendation for contract award. The Risk Management Committee will bring forward a recommendation for contract award to the Board of Trustees at the July 13th meeting.

Trustee Jiron made a motion to award a contract for property and casualty insurance and public officials and employment practices liability insurance to be awarded to USI Insurance to Travelers, Chubb/Federal, Benchmark, Tokio Marine Specialty, Great American, Indian Harbor, and Atlantic Specialty at an annual premium, not to exceed \$418,577.21, for the policy year commencing on July 15, 2023, subject to final review by Counsel. Trustee Whiteley second the motion.

There was no opposition and the motion carried.

Discussion and possible Board action regarding contract award for renovations and flooring replacement for the Spring Valley Library. (Item VIII.B.4.)

Mr. Vino reported that Spring Valley is overdue for a complete branch refresh. The District has worked with LGA Architects over the last year to come up with plans for the branch. Funds are allocated in Capital Projects Funds for renovations to the Spring Valley Library, including new flooring throughout, a computer center, new teen zone, and study rooms. An invitation to bid was advertised in the Review Journal, it was posted on the District's website, it was emailed to minority Chambers of Commerce as well as listed in the NGEM system, the Nevada Government eMarketplace. The bid opening was held on May 31st, a total of five bids were received. The bid results are as follows: Wallin Construction, which was nonresponsive; Savi Construction at \$447,767; American Southwest bid 538,334; Monumental Construction, 546; and KOR Building Group, 772,000. The lowest responsible and responsive bidder was Savi Construction. Savi is a minority-owned business. Three of the four were actually either women-owned or minority-owned businesses that bid. We are requesting a motion to authorize staff to award a contract for renovations and flooring replacement for Spring Valley Library in accordance with Bid No. 23-09 to Savi Construction, for the amount of \$447,767; and to authorize staff to award the contract to the next lowest responsive and responsible bidder if Savi Construction, fails to comply with the contract documents and construction specifications or fails to execute the contract.

Trustee Whiteley asked if the District has used them before. Mr. Vino responded that Savi was not used before but have worked with their subcontractor.

Trustee Whiteley made a motion to authorize staff to award a contract for renovations and flooring replacement for Spring Valley Library in accordance with Bid No. 23-09 to Savi Construction, for the amount of \$447,767; and to authorize staff to award the contract to the next lowest responsive and responsible bidder if Savi Construction, fails to comply with the contract documents and construction specifications or fails to execute the contract. Trustee Sanchez second the motion.

There was no opposition and the motion carried.

Discussion and possible Board action regarding approval of design development for the new West Las Vegas Library. (Item VIII.B.5.)

Mr. Vino introduced Emanuele Arguelles and Melvin Green of KME Architects. Mr. Arguelles presented boards of physical materials for the interiors of the building. They're representative of the main materials that are going to be spread throughout the building to feel the textures. One board that has a couple of images and there's some images within the package as well too that can help identify where those materials are going to be placed. Mr. Vino also stated that a big part of the design development is the budget, and to get budget estimates, at FDD, The District is at 80 percent, ready to move to construction documents and actually start permitting. The District is coming in closer to \$40 million. Mr. Vino stated that his biggest issue is comparing the last built library, East Las Vegas to the new project remembering that material from two years ago. Groundbreaking is planned for October and waiting for permitting that could be four months.

[Refer to pages 230 through 587 of the General Services Report.]

Chair Waugh asked if there was a reason there isn't an amount in the motion. Mr. Vino responded that a dollar amount is not up for approval, it's a procedural approval to move forward to construction documents.

Trustee Jiron made a motion to approve design development for the new West Las Vegas Library and to authorize staff to have KME complete construction documents and submit for plan check review. Trustee Rogers second the motion.

There was no opposition and the motion carried.

**Announcements
(Item IX.)**

No August Board of Trustees meeting. Enjoy your Summer!

The Finance and Audit Committee meeting will be held on Thursday, September 7, 2023 at 3:30 pm via zoom.

The September Board meeting will be held on Thursday, September 14, 2023, at 5:00pm. Location: Windmill Library, 7060 W Windmill Lane, Las Vegas, NV 89113.

The October Board meeting will be held on Thursday, October 12, 2023, at 5:00pm. Location: Sahara West Library, 9600 W Sahara Ave, Las Vegas, NV 89117.

Trustee Melendrez thanked Director Watson, Eboni Nance, all directors, and library staff for helping him serve his time on the Board of Trustees.

**Public Comment
(Item X.)**

None.

Adjournment (Item XII.)

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

Respectfully submitted,

Jennifer Jiron, Secretary

2023 ATTENDANCE

| | | 2023 | | | | | | | | | | | | | | | | | | | | | | |
|------------------------------|-----------|------------------------------|------------------------------|---|---------------------------|---------------------------|--------------------------------------|----------------------------|-------------------------|----------------------------|--------------------------|---------------------------|---|-----------------------------------|---------------------------|--------|--|--------------------------------|------------------------------|--------------------------------|--|------------------------------|-------------------------------|--|
| | | January 19 Regular Board Mtg | February 9 Regular Board Mtg | February 23 Finance and Audit Comm. Mtg | March 9 Regular Board Mtg | April 4 Special Board Mtg | April 12 Finance and Audit Comm. Mtg | April 20 Regular Board Mtg | May18 Regular Board Mtg | June Nominations Comm. Mtg | June 1 Regular Board Mtg | June 28 Special Board Mtg | July - Finance and Audit Comm. Mtg | July 13 Risk Management Comm. Mtg | July 13 Regular Board Mtg | AUGUST | September 7 Finance and Audit Comm Mtg | September 14 Regular Board Mtg | October 12 Regular Board Mtg | November 1 Executive Comm. Mtg | November 6 Finance and Audit Comm. Mtg | November 9 Regular Board Mtg | December 14 Regular Board Mtg | |
| Benavidez | Kelly | A-E | P | P | P | P | P | A | P | | P | P | | P | P | | | | | | | | | |
| Foyt | Elizabeth | P | P | | P | P | | P | P | P | P | A-E | | P | P | | | | | | | | | |
| Meléndrez (Term ended 9/4) | José | P | P | | P | P | | A | P | P | P | P | | P | P | | | | | | | | | |
| Ortiz | Felipe | P | P | | P | P | | P | P | P | P | P | | | A-E | | | | | | | | | |
| Wilson (Term Ended 5-15-23) | Brian | P | P | P | P | P | | P | P | | | | | | | | | | | | | | | |
| Rogers | Keith | P | P | P | P | P | P | P | P | | A-E | A-E | | | P | | | | | | | | | |
| Waugh | Nathaniel | P | P | P | P | P | P | P | P | P | P | P | | P | P | | | | | | | | | |
| Jiron | Jennifer | P | P | | P | P | P | P | P | P | P | P | | P | P | | | | | | | | | |
| Turner Whiteley | Kate | P | P | | P | A | | P | P | P | P | A-E | | | P | | | | | | | | | |
| Sanchez (Term Began 5-15-23) | Elaine | | | | | | | | P | | P | P | | P | P | | | | | | | | | |

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|-----|---|
| P | Present |
| A-E | Excused Absence |
| A-U | Unexcused Absence |
| | attended Committee meeting but not a member |
| X | Term Ended/ New |