

ARTICLES OF INCORPORATION

OF

PUEBLO LIBRARY FOUNDATION

These articles of incorporation are filed pursuant to Sections 7-90-301 *et seq.* and 7-122-101, C.R.S., and establish a nonprofit corporation pursuant to the Colorado Revised Nonprofit Corporation Act.

ARTICLE I.

NAME

The name of the corporation is Pueblo Library Foundation.

ARTICLE II.

DURATION

The corporation shall have perpetual existence

ARTICLE III.

PURPOSES AND POWERS

Section 3.1 Purposes. The corporation is organized and shall be operated exclusively for chairitable , scientific and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. Subject to the foregoing, the specific purposes and objectives of the corporation shall be exclusively for the benefit of and to carry out the purpose of the Pueblo City-County Library District by providing resources for the development, maintenance and operation of the Pueblo City-County Library District to the extent not normally met by public funding, and to these ends to make, hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, real, personal, tangible or intangible or any undivided interest therein, without limitation as to amount or value; to sell, convey, or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as in the judgment of the Directors will best promote the purposes of the Corporation and the Pueblo City-County Library District, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation , the Bylaws, or any laws applicable thereto; and to do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its Directors or Officers except as permitted under the Non-Profit Corporation Law.

Section 3.2 Powers. In furtherance of the foregoing purposes and objectives (but not otherwise) and subject to the restrictions set forth in Section 3.3, the corporation shall have and may exercise all of the powers now or hereafter conferred upon nonprofit corporations organized under the laws of Colorado and may do everything necessary or convenient for the accomplishment of any of the corporate purposes, either alone or in connection with other organizations, entities or individuals, and either as principal or agent, subject to such limitations as are or may be prescribed by law.

Section 3.3 Restrictions On Powers.

(a) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to any director or officer of the corporation or any other individual (except that reasonable compensation may be paid for services rendered to or for the benefit of the corporation affecting one or more of its purposes), and no director or officer of the corporation or any other individual shall be entitled to share in any distribution of any of the corporate assets on dissolution of the corporation or otherwise.

(b) No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation. However, if the corporation is an organization to which section 501(h) of the Internal Revenue Code applies and the corporation has effectively elected to have such section apply, the corporation shall have power to carry on the activities permitted by such section, but only to the extent such activities shall not result in the denial of exemption under such section. The corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

(c) Upon dissolution of the corporation, all of the corporation's assets remaining after payment of or provision for all of its liabilities shall be paid over or transferred to and among one or more exempt organizations described in section 501(c)(3) of the Internal Revenue Code, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, and/or governmental units within the meaning of section 170(b)(1)(A)(v) of the Internal Revenue Code for exclusively public purposes. The organizations or governmental units to receive such property, and their respective shares and interests, shall be determined by the board of directors with approval from the Board of Trustees of Pueblo City-County Library District.

(d) Notwithstanding any other provision of these articles of incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax as an organization described in section 501(c)(3) of the Internal Revenue Code, or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, and, if at any time the corporation is a "private foundation" as defined in section 509(a) of the Internal Revenue Code, then during such period of time:

(1) The corporation shall not engage in any act of "self-dealing," as defined in section 4941(d) of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by section 4941 of the Internal Revenue Code;

(2) The corporation shall make distributions for each taxable year at such time and in such manner so as not to become subject to the tax imposed by section 4942 of the Internal Revenue Code;

(3) The corporation shall not retain any "excess business holdings," as defined in section 4943(c) of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by section 4943 of the Internal Revenue Code;

(4) The corporation shall not make any investments that would jeopardize the carrying out of any of the exempt purposes of the corporation, within the meaning of section 4944 of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by section 4944 of the Internal Revenue Code; and

(5) The corporation shall not make any "taxable expenditure," as defined in section 4945(d) of the Internal Revenue Code, so as to give rise to any liability for the tax imposed by section 4945 of the Internal Revenue Code.

(e) All references in these articles of incorporation to provisions of the Internal Revenue Code are to the provisions of the Internal Revenue Code of 1986, as amended, and to the corresponding provisions of any subsequent federal tax laws.

ARTICLE IV.

OFFICES, AGENTS AND INCORPORATORS

Section 4.1 Principal Office. The street and mailing address of the initial principal office of the corporation is 100 East Abriendo Ave., Pueblo, Colorado 81006.

Section 4.2 Registered Office and Agent. The street and mailing address of the initial registered office of the corporation is 100 East Abriendo Ave., Pueblo, Colorado 81006. The name of the corporation's initial registered agent at the initial registered office is Jon Walker.

Section 4.3 Incorporators. The name(s) and address(es) of the incorporators as follows:

Name	Address
_____	_____
_____	_____
_____	_____
_____	_____

_____1

ARTICLE V.

MEMBERS

The corporation shall have no voting or nonvoting members.

ARTICLE VI.

BOARD OF DIRECTORS

Section 6.1 General. The management of the affairs of the corporation shall be vested in a board of directors, except as otherwise provided in the Colorado Revised Nonprofit Corporation Act, these articles of incorporation or the bylaws of the corporation. The number of directors, their classifications, if any, their terms of office and the manner of their election or appointment shall be as provided from time to time in the bylaws of the corporation.

Section 6.2 Liability of Directors. No director shall be personally liable to the corporation for monetary damages for breach of fiduciary duty as a director, except that the foregoing shall not eliminate or limit liability of a director to the corporation for monetary damages for the following: (a) any breach of the director's duty of loyalty to the corporation, (b) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (c) acts specified in C.R.S. Section 7-128-403, as it now exists or hereafter may be amended, or (d) any transaction from which the director directly or indirectly derived an improper personal benefit. If the Colorado Revised Nonprofit Corporation Act hereafter is amended to authorize the further elimination or limitation of the liability of directors, then the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be further eliminated or limited to the fullest extent permitted by the Colorado Revised Nonprofit Corporation Act. Any repeal or modification of this Section 6.2 shall be prospective only and shall not adversely affect any right or protection of a director of the corporation existing at the time of such repeal or modification.

Section 6.3 Initial Board.

After incorporation, the Board of Trustees of Pueblo City-County Library District shall elect an initial board of directors. Until the initial board of directors has been elected and shall qualify, the incorporator shall serve as the sole director of the corporation and shall have all of the powers and authority and shall perform all of the duties of the board of directors.

ARTICLE VII.

BYLAWS

The initial bylaws of the corporation shall be as adopted by the board of directors and approved by the Board of Trustees of Pueblo City-County Library District. Except to the extent limited by the Colorado Revised Nonprofit Corporation Act, the board of directors shall have power to alter, amend or repeal the bylaws from time to time in force and adopt new bylaws with the approval of the Board of Trustees of Pueblo City-County Library District. Notwithstanding the foregoing, the bylaws of the corporation may not be amended without the approval in writing of the Board of Trustees of Pueblo City-County Library District. The bylaws of the corporation may contain any provisions for the managing and regulating of the affairs of the corporation that are not inconsistent with law or these articles of incorporation, as these articles may from time to time be amended. However, no bylaw shall have the effect of giving any director or officer of the corporation or any other individual any proprietary interest in the corporation's property, whether during the term of the corporation's existence or as an incident to its dissolution.

ARTICLE VIII.

AMENDMENTS

The board of directors shall have the exclusive power and authority at any time and from time to time to amend these articles of incorporation by the vote of a majority of the directors then in office. Notwithstanding the foregoing, these articles of incorporation may not be amended without the approval in writing of the Board of Trustees of Pueblo City-County Library District.

The name(s) and mailing address(es) of the persons causing this document to be delivered for filing are:

_____.

DATED this _____ day of _____, 20__.

**BYLAWS
OF
PUEBLO LIBRARY FOUNDATION**

_____, 20____

TABLE OF CONTENTS

	Page
Article I. OFFICES	1
Section 1.1 Business Offices.....	1
Section 1.2 Registered Office.....	1
Article II. MEMBERS	2
Article III. BOARD OF DIRECTORS	2
Section 3.1 General Power.....	2
Section 3.2 Qualifications, Number, Classification, Election and Tenure.....	2
Section 3.3 Resignation; Removal; Vacancies.....	4
Section 3.4 Regular Meetings	5
Section 3.5 Special Meetings	5
Section 3.6 Notice of Meetings.....	5
Section 3.7 Deemed Assent.	7
Section 3.8 Quorum and Voting	7
Section 3.9 Voting by Proxy	7
Section 3.10 Compensation	8
Section 3.11 Committees.....	8
Section 3.12 Advisory Boards	9
Section 3.13 Meetings by Telephone	10
Section 3.14 Action Without a Meeting	10
Article IV. OFFICERS AND AGENTS	12
Section 4.1 Designation and Qualifications	12
Section 4.2 Election and Term of Office	12
Section 4.3 Compensation	12
Section 4.4 Removal.....	12
Section 4.5 Vacancies.....	13
Section 4.6 Authority and Duties of Officers	13
Section 4.7 Surety Bonds	16

Article V. FIDUCIARY MATTERS.....	16
Section 5.1 Indemnification	16
Section 5.2 General Standards of Conduct for Directors and Officers.....	17
Section 5.3 Conflicts of Interest.....	19
Section 5.4 Liability of Directors for Unlawful Distributions	20
Section 5.5 Loans to Directors and Officers Prohibited.....	21
 Article VI. RECORDS OF THE CORPORATION	 21
Section 6.1 Minutes, Etc.	21
Section 6.2 Accounting Records	22
Section 6.3 Membership List	22
Section 6.4 Records In Written Form.....	22
 Article VII. AMENDMENT OF BYLAWS.....	 23
Section 7.1 Amendment of Bylaws by Board of Directors.....	23
 Article VIII. MISCELLANEOUS	 24
Section 8.1 Fiscal Year.....	24
Section 8.2 Conveyances and Encumbrances.....	24
Section 8.3 Designated Contributions	24
Section 8.4 References to Internal Revenue Code	25
Section 8.5 Principles of Construction	25
Section 8.6 Severability.....	25

BYLAWS

OF

PUEBLO LIBRARY FOUNDATION

ARTICLE I.

OFFICES

Section 1.1 Business Offices. The initial principal office of the corporation shall be as stated in the articles of incorporation. The corporation may at any time and from time to time change the location of its principal office. The corporation may have such other offices, within Colorado, as the board of directors may designate or as the affairs of the corporation may require from time to time.

Section 1.2 Registered Office. The registered office required by the Colorado Revised Nonprofit Corporation Act (the "Act") to be maintained in Colorado may be changed from time to time by the board of directors or by the officers of the corporation, or permitted by the Act by the registered agent of the corporation, provided in all cases that the street addresses of the registered office and of the business office or home of the registered agent of the corporation are identical.

ARTICLE II.

MEMBERS

Section 2.1 Members. The corporation shall not have members and all of the management of the corporation shall be vested in the Board of Directors except as otherwise provided in the Colorado Nonprofit Corporation Act, the Articles of Incorporation or these bylaws.

ARTICLE III.

BOARD OF DIRECTORS

Section 3.1 General Powers. Except as otherwise provided in the Act, the articles of incorporation or these bylaws, all corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation shall be managed by, its board of directors.

Section 3.2 Qualifications, Number, Classification, Appointment and Tenure.

(a) Qualifications. Each director must be a natural person who is eighteen years of age or older. A director need not be a resident of Colorado.

(b) Number. The number of directors of the corporation shall be at least seven but no more than nine.

(c) Classification. At least one, but no more than two members of the Board of Trustees of Pueblo City-County Library District shall be members of the board of directors. The representatives of the Board of Trustees shall be appointed by the Board of Trustees.

At least one, but no more than two members of the Friends of the Library Board shall be members of the board of directors. The representatives of the Friends of the Library Board shall be nominated by the Friends Board and recommended to the Board of Trustees of Pueblo City-County Library District for appointment to the board of directors.

The remaining members of the board of directors shall be at large and the board of directors may make recommendations to the Board of Trustees of Pueblo City-County Library District for appointment to the board of directors.

The representative(s) of the Board of Trustees or the Friends Board must be a member of the respective board when appointed. Thereafter, they may continue in office for the balance of their term even if they are no longer a member of the respective board. If they desire reappointment, they must be appointed to an at large position.

(d) Appointment and Tenure. Directors shall be appointed by the Board of Trustees of the Pueblo City-County Library District for a specified term. Except for the initial directors, the term shall be for three years. The initial board shall be appointed for one, two, and three year terms so that the tenure is staggered. Each director so appointed shall hold office until such director's term expires and thereafter until such director's successor shall have been appointed

and qualified, or until such director's earlier death, resignation or removal. A member may serve successive terms if reappointed by the Board of Trustees.

(e) Ex Officio Directors. Each of the persons serving in the following offices or capacities shall automatically be a nonvoting director of the corporation, so long as such person continues to serve in such office or capacity:

Executive Director of Pueblo City-County Library District;

Chief Financial Officer of Pueblo City-County Library District; and

Attorney for Pueblo City-County Library District.

Section 3.3 Resignation; Removal; Vacancies. Any director may resign at any time by giving written notice to the president or to the secretary of the corporation. A director's resignation shall take effect at the time specified in such notice, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. A director shall be deemed to have resigned in the event of such director's incapacity as determined by a court of competent jurisdiction. Any director may be removed at any time, with or without cause, by the Board of Trustees of Pueblo City-County Library District if such removal has been recommended by a majority of the board of directors of Pueblo Library Foundation.

Any vacancy of an elected director may be filled by the Board of Trustees of Pueblo City-County Library District. A vacant office that was held by an ex officio director shall remain vacant unless and until a successor satisfies the criteria for designation to such office. A director

appointed to fill a vacancy shall hold the office for the unexpired term of such director's predecessor in office. A vacancy that will occur at a specific later date may be filled before the vacancy occurs, but the new director may not take office until the vacancy occurs.

Section 3.4 Regular Meetings. A regular annual meeting of the board of directors shall be held in January at the time and place, within Colorado, determined by the board, for the purpose of electing officers and for the transaction of such other business as may come before the meeting. The board of directors shall meet at least quarterly and may provide by resolution the time and place, within Colorado, for the holding of additional regular meetings.

Section 3.5 Special Meetings. Special meetings of the board of directors may be called by or at the request of the president or any three directors. The person or persons authorized to call special meetings of the board of directors may fix the time and place, within Colorado, for holding any special meeting of the board called by them.

Section 3.6 Notice of Meetings.

(a) Requirements. Notice of each meeting of the board of directors stating the date, time and place of the meeting shall be given to each director at such director's business or residential address at least five days prior thereto by the mailing of written notice by first class, certified or registered mail, or at least two days prior thereto by personal delivery or private carrier of written notice or by telephone, facsimile, electronic transmission or any other form of wire or wireless communication (and the method of notice need not be the same as to each director). Written notice, if in a comprehensible form, is effective at the earliest of: (i) the date

received; (ii) five days after its deposit in the United States mail, as evidenced by the postmark, if mailed correctly addressed and with first class postage affixed; and (iii) the date shown on the return receipt, if mailed by registered or certified mail, return receipt requested, and the receipt is signed by or on behalf of the addressee. Oral notice is effective when communicated in a comprehensible manner. If transmitted by facsimile, electronic transmission or other form of wire or wireless communication, notice shall be deemed to be given when the transmission is complete.

(b) Waiver of Notice. A director may waive notice of any meeting before or after the time and date of the meeting stated in the notice. Except as otherwise provided in this Section 3.6(b), the waiver shall be in writing and signed by the director entitled to the notice. Such waiver shall be delivered to the corporation for filing with the corporate records, but such delivery and filing shall not be conditions of the effectiveness of the waiver. A director's attendance at or participation in a meeting waives any required notice to that director of the meeting unless: (i) at the beginning of the meeting or promptly upon the director's later arrival, the director objects to holding the meeting or transacting business at the meeting because of lack of notice or defective notice and does not thereafter vote for or assent to action taken at the meeting; or (ii) if special notice was required of a particular purpose pursuant to the Act or these bylaws, the director objects to transacting business with respect to the purpose for which such special notice was required and does not thereafter vote for or assent to action taken at the meeting with respect to such purpose.

Section 3.7 Deemed Assent. A director of the corporation who is present at a meeting of the board of directors when corporate action is taken is deemed to have assented to all action taken at the meeting unless (i) the director objects at the beginning of the meeting, or promptly upon the director's arrival, to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to any action taken at the meeting; or (ii) the director contemporaneously requests the director's dissent or abstention as to any specific action taken be entered in the minutes of the meeting; or (iii) the director causes written notice of the director's dissent or abstention as to any specific action to be received by the presiding officer of the meeting before the adjournment thereof or by the corporation promptly after the adjournment of the meeting. Such right of dissension or abstention is not available to a director who votes in favor of the action taken.

Section 3.8 Quorum and Voting. A majority of the directors in office immediately before a meeting begins shall constitute a quorum for the transaction of business at any meeting of the board of directors, and the vote of a majority of the directors present in person at a meeting at which a quorum is present shall be the act of the board of directors, unless otherwise required by the Act, the articles of incorporation or these bylaws. If less than a quorum is present at a meeting, a majority of the directors present may adjourn the meeting from time to time without further notice other than an announcement at the meeting, until a quorum shall be present.

Section 3.9 Voting by Proxy. No director may vote or act by proxy at any meeting of directors.

Section 3.10 Compensation. Directors shall not receive compensation for their services as such; however, the reasonable expenses of directors for attendance at board meetings or other board-authorized training or events may be paid or reimbursed by the corporation.

Section 3.11 Committees. The following committees are hereby established. Rules governing procedures for meetings of any committee shall be the same as those set forth in these bylaws or the Act for the board of directors unless the board or the committee itself determines otherwise.

(a) Executive Committee. The Executive Committee of the board of directors shall consist of the elected officers described in Section 4.1 who are also directors of the corporation, and each of the chairs of the Nominating Committee, Financial & Investment Committee and Development Committee. Only directors of the corporation may be members of the Executive Committee.

(b) Nominating Committee. The Nominating Committee shall consist of three members designated by the board president who need not be members of the board of directors. The chair of the committee shall be a member of the board of directors and shall be appointed by the president. Each year the Nominating Committee shall nominate candidates to fill the vacancies on the board of directors which arise as a result of the expiration of terms or otherwise. The list of nominated candidates shall be presented to the board of directors not less than sixty days prior to the date of expiring terms. The board of directors shall review the recommendations of the nominating committee and shall recommend to the Board of Trustees of Pueblo City-County Library District those persons that the board of directors desire to be

considered for appointment by the Board of Trustees. Such recommendation shall be made to the Board of Trustees at least 30 days prior to the expiring term.

(c) Financial & Investment Committee. The Financial & Investment Committee of the corporation shall be designated by the board president and need not be members of the board of directors. The Finance Committee shall be responsible for the oversight of all of the corporation's financial affairs and of investments made by the corporation and shall verify that investments are made in accordance with the investment policies and guidelines of the corporation. The Finance Committee, or a subcommittee thereof, shall also serve as the audit committee. The chair of the committee must be a member of the board of directors and will be appointed by the president.

(d) Development Committee. The Development Committee of the corporation shall be designated by the board president and need not be members of the board of directors. The Development Committee shall be responsible for guiding and reviewing the fund-raising, marketing and promotion of the corporation and the development of a sound financial base for the corporation's programs and activities. The chair of the committee must be a member of the board of directors and will be appointed by the president.

Section 3.12 Advisory Boards. The board of directors may from time to time form one or more advisory boards, committees, auxiliaries or other bodies composed of such members, having such rules of procedure, and having such chair, as the board of directors shall designate. The name, objectives and responsibilities of each such advisory board, and the rules and procedures for the conduct of its activities, shall be determined by the board of directors. An

advisory board may provide such advice, service, and assistance to the corporation, and carry out such duties and responsibilities for the corporation as may be specified by the board of directors; except that, if any such committee or advisory board has one or more members thereof who are entitled to vote on committee matters and who are not then also directors, such committee or advisory board may not exercise any power or authority reserved to the board of directors by the Act, the articles of incorporation or these bylaws. Further, no advisory board shall have authority to incur any corporate expense or make any representation or commitment on behalf of the corporation without the express approval of the board of directors.

Section 3.13 Meetings by Telephone. Members of the board of directors or any committee thereof may participate in a regular or special meeting by, or conduct the meeting through the use of, any means of communication by which all directors participating may hear each other during the meeting. A director participating in a meeting by this means is deemed to be present in person at the meeting.

Section 3.14 Action Without a Meeting.

(a) Any action required or permitted to be taken at a meeting of the board of directors or any committee thereof may be taken without a meeting if each and every member of the board or committee in writing either: (i) votes for such action; (ii) votes against such action; or (iii) abstains from voting. Each director or committee member who delivers a writing described in this Section 3.14(a) to the corporation shall be deemed to have waived the right to demand that action not be taken without a meeting.

(b) Action is taken under this Section 3.14 only if the affirmative vote for such action equals or exceeds the minimum number of votes that would be necessary to take such action at a meeting at which all of the directors then in office were present and voted.

(c) No action taken pursuant to this Section 3.14 shall be effective unless writings describing the action taken and otherwise satisfying the requirements of Section 3.14(a), signed by all directors and not revoked pursuant to Section 3.14(d), are received by the corporation. Any such writing may be received by the corporation by electronically transmitted facsimile or other form of wire or wireless communication providing the corporation with a complete copy of the document, including a copy of the signature on the document. Action taken pursuant to this Section 3.14 shall be effective when the last writing necessary to effect the action is received by the corporation unless the writings describing the action taken set forth a different effective date.

(d) Any director who has signed a writing pursuant to this Section 3.14 may revoke such writing by a writing signed and dated by the director describing the action and stating that the director's prior vote with respect thereto is revoked, if such writing is received by the corporation before the last writing necessary to effect the action is received by the corporation.

(e) Action taken pursuant to this Section 3.14 has the same effect as action taken at a meeting of directors and may be described as such in any document.

(f) All signed written instruments necessary for any action taken pursuant to this Section 3.14 shall be filed with the minutes of the meetings of the board of directors.

ARTICLE IV.

OFFICERS AND AGENTS

Section 4.1 Designation and Qualifications. The elected officers of the corporation shall be a president, a vice-president, a secretary and a treasurer. The board of directors may also appoint, designate or authorize such other officers, assistant officers and agents, including an executive director, a chief financial officer, a controller, assistant secretaries and assistant treasurers, as it may consider necessary or useful. One person may hold more than one office at a time. Officers must be directors of the corporation. All officers must be natural persons who are eighteen years of age or older.

Section 4.2 Election and Term of Office. The board of directors, or an officer or committee to which such authority has been delegated by the board of directors, shall elect or appoint the officers at or in conjunction with each annual meeting of the board of directors. If the election and appointment of officers shall not be held at or in conjunction with such meeting, such election or appointment shall be held as soon as convenient thereafter. Each officer shall hold office from the end of the meeting at or in conjunction with which such officer was elected or appointed until such officer's successor shall have been duly elected or appointed and shall have qualified, or until such officer's earlier death, resignation or removal.

Section 4.3 Compensation. No compensation shall be paid to any officer.

Section 4.4 Removal. Any officer or agent may be removed by the board of directors at any time, with or without cause, but removal shall not affect the contract rights, if any, of the

person so removed. Election, appointment or designation of an officer or agent shall not itself create contract rights.

Section 4.5 Vacancies. Any officer may resign at any time, subject to any rights or obligations under any existing contracts between the officer and the corporation, by giving written notice to the president or to the board of directors. An officer's resignation shall take effect upon receipt by the corporation unless the notice specifies a later effective date, and unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. An officer shall be deemed to have resigned in the event of such officer's incapacity as determined by a court of competent jurisdiction. A vacancy in any office, however occurring, may be filled by the board of directors, or by any officer or committee to which such authority has been delegated by the board of directors, for the unexpired portion of the term. If a resignation is made effective at a later date, the board of directors may permit the officer to remain in office until the effective date and may fill the pending vacancy before the effective date with the provision that the successor does not take office until the effective date, or the board of directors may remove the officer at any time before the effective date and may fill the resulting vacancy.

Section 4.6 Authority and Duties of Officers. The officers of the corporation shall have the authority and shall exercise the powers and perform the duties specified below and as may be additionally specified by the president, the board of directors or these bylaws, except that in any event each officer shall exercise such powers and perform such duties as may be required by law.

(a) President of the Board. The president of the board shall (i) preside at all meetings of the board of directors; (ii) see that all resolutions of the board of directors are carried into effect; and (iii) perform all other duties incident to the office of president of the board and as from time to time may be assigned to the president by the board of directors.

(b) Vice-President . The vice-president shall assist the president of the board and shall perform such duties as may be assigned to them by the president or by the board of directors. The vice-president shall, at the request of the president, or in the president's absence or inability or refusal to act, perform the duties of the president and when so acting shall have all the powers of and be subject to all the restrictions on the president.

(c) Executive Director. The executive director, if any, shall, subject to the direction and supervision of the president and the board of directors, (i) be the chief operating officer of the corporation with general responsibility for all day-to-day operations of the corporation; (ii) propose, prepare and present to the president and the board of directors specific programs and activities that will further the corporation's purposes; (iii) direct and supervise the implementation of the programs and activities approved by the president or the board of directors; and (iv) perform all other duties and responsibilities as from time to time may be assigned to the executive director by the president or the board of directors.

(d) Secretary. The secretary shall, in cooperation with Pueblo City-County Library staff (i) keep the minutes of the proceedings of the board of directors and any committees of the board; (ii) see that all notices are duly given in accordance with the provisions of these bylaws or as required by law; (iii) be custodian of the corporate records and of the seal of the

corporation; (iv) in general, perform all duties incident to the office of secretary and such other duties as from time to time may be assigned to such office by the president or by the board of directors. Assistant secretaries, if any, shall have the same duties and powers, subject to supervision by the secretary.

(e) Treasurer. The treasurer shall (i) be the principal financial officer of the board of directors with general responsibility for the oversight of the financial affairs of the corporation; (ii) present financial reports to the board of directors as the board may request from time to time; (iii) serve as the chief financial officer, in the event there is no separate chief financial officer; and (iv) perform all other duties incident to the office of treasurer and such other duties as from time to time may be assigned to the treasurer by the president of the board or the board of directors. Assistant treasurers, if any, shall have the same powers and duties, subject to supervision by the treasurer.

(f) Chief Financial Officer. The chief financial officer shall (i) have the care and custody of all its funds, securities, evidences of indebtedness and other personal property; (ii) receive and give receipts and a quittances for moneys paid in on account of the corporation, and pay out of the funds on hand all bills, payrolls and other just debts of the corporation of whatever nature upon maturity; (iii) create, implement and monitor a set of fiscal and budgetary policies that are designed to protect the financial health of the corporation while fulfilling corporate strategy; (iv) in the absence of a separate controller, serve as the chief accounting officer of the corporation, and as such prescribe and maintain the methods and systems of accounting to be followed, keep complete books and records of account, prepare and file all local, state and

federal tax returns and related documents, prescribe and maintain an adequate system of internal audit, and prepare and furnish to the president and the treasurer statements of account showing the financial position of the corporation and the results of its operations; (v) monitor compliance with all requirements imposed on the corporation as a tax exempt organization described in section 501(c)(3) of the Internal Revenue Code; (vi) serve as an assistant treasurer for the corporation; and (vii) perform all other duties incident to the office of chief financial officer and such other duties as from time to time may be assigned to the chief financial officer by the president or the treasurer.

Section 4.7 Surety Bonds. The board of directors may require any officer or agent of the corporation to execute to the corporation a bond in such sums and with such sureties as shall be satisfactory to the board, conditioned upon the faithful performance of such person's duties and for the restoration to the corporation of all books, papers, vouchers, money and other property of whatever kind in such person's possession or under such person's control belonging to the corporation.

ARTICLE V.

FIDUCIARY MATTERS

Section 5.1 Indemnification.

(a) Scope of Indemnification. The corporation shall indemnify each director, officer, employee and volunteer of the corporation to the fullest extent permissible under the laws of the State of Colorado, and may in its discretion purchase insurance insuring its obligations

hereunder or otherwise protecting the persons intended to be protected by this Section 5.1. The corporation shall have the right, but shall not be obligated, to indemnify any agent of the corporation not otherwise covered by this Section 5.1 to the fullest extent permissible under the laws of the State of Colorado.

(b) Savings Clause; Limitation. If any provision of the Act or these bylaws dealing with indemnification shall be invalidated by any court on any ground, then the corporation shall nevertheless indemnify each party otherwise entitled to indemnification hereunder to the fullest extent permitted by law or any applicable provision of the Act or these bylaws that shall not have been invalidated. Notwithstanding any other provision of these bylaws, the corporation shall neither indemnify any person nor purchase any insurance in any manner or to any extent that would jeopardize or be inconsistent with the qualification of the corporation as an organization described in section 501(c)(3) of the Internal Revenue Code, or that would result in the imposition of any liability under either section 4941 or section 4958 of the Internal Revenue Code.

Section 5.2 General Standards of Conduct for Directors and Officers.

(a) Discharge of Duties. Each director shall discharge the director's duties as a director, including the director's duties as a member of a committee of the board, and each officer with discretionary authority shall discharge the officer's duties under that authority (i) in good faith; (ii) with the care an ordinarily prudent person in a like position would exercise under similar circumstances; and (iii) in a manner the director or officer reasonably believes to be in the best interests of the corporation.

(b) Reliance on Information, Reports, Etc.. In discharging duties, a director or officer is entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, if prepared or presented by: (i) one or more officers or employees of the corporation whom the director or officer reasonably believes to be reliable and competent in the matters presented; (ii) legal counsel, a public accountant or another person as to matters the director or officer reasonably believes are within such person's professional or expert competence; (iii) in the case of a director, a committee of the board of directors of which the director is not a member if the director reasonably believes the committee merits confidence. A director or officer is not acting in good faith if the director or officer has knowledge concerning the matter in question that makes reliance otherwise permitted by this Section 5.2(b) unwarranted.

(c) Liability to Corporation or Its Members. A director or officer shall not be liable as such to the corporation for any action taken or omitted to be taken as a director or officer, as the case may be, if, in connection with such action or omission, the director or officer performed the duties of the position in compliance with this Section 5.2.

(d) Director Not Deemed to Be a "Trustee." A director, regardless of title, shall not be deemed to be a "trustee" within the meaning given that term by trust law with respect to the corporation or with respect to any property held or administered by the corporation including, without limitation, property that may be subject to restrictions imposed by the donor or transferor of such property.

Section 5.3 Conflicts of Interest

(a) Definition. A conflict of interest arises when any “responsible person” or any “party related to a responsible person” has an “interest adverse to the corporation.” A “responsible person” is any individual in a position to exercise substantial influence over the affairs of the corporation, and specifically includes, without limitation, directors and officers of the corporation. A “party related to a responsible person” includes his or her extended family (including spouse, ancestors, descendants and siblings, and their respective spouses and descendants), an estate or trust in which the responsible person or any member of his or her extended family has a beneficial interest or a fiduciary responsibility, or an entity in which the responsible person or any member of his or her extended family is a director, trustee or officer or has a financial interest. “An interest adverse to the corporation” includes any interest in any contract, transaction or other financial relationship with the corporation, and any interest in an entity whose best interests may be impaired by the best interests of the corporation including, without limitation, an entity providing any goods or services to or receiving any goods or services from the corporation, an entity in which the corporation has any business or financial interest, and an entity providing goods or services or performing activities similar to the goods or services or activities of the corporation.

(b) Disclosure. If a responsible person is aware that the corporation is about to enter into any transaction or make any decision involving a conflict of interest, (a “conflicting interest transaction”), such person shall: (i) immediately inform those charged with approving the conflicting interest transaction on behalf of the corporation of the interest or position of such

person or any party related to such person; (ii) aid the persons charged with making the decision by disclosing any material facts within the responsible person's knowledge that bear on the advisability of the corporation entering into the conflicting interest transaction; and (iii) not be entitled to vote on the decision to enter into such transaction.

(c) Approval of Conflicting Interest Transactions. The corporation may enter into a conflicting interest transaction provided either: (i) The material facts as to the responsible person's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the board of directors or to a committee of the board of directors that authorizes, approves or ratifies the conflicting interest transaction, and the board or committee in good faith authorizes, approves or ratifies the conflicting interest transaction by the affirmative vote of a majority of the disinterested directors on the board, even though the disinterested directors are less than a quorum; or (ii) The material facts as to the responsible person's relationship or interest and as to the conflicting interest transaction are disclosed or are known to the members, and the conflicting interest transaction is specifically authorized, approved, or ratified in good faith by a vote of the members entitled to vote thereon; or (iii) The conflicting interest transaction is fair as to the corporation.

Section 5.4 Liability of Directors for Unlawful Distributions.

(a) Liability to Corporation. A director who votes for or assents to a distribution made in violation of the Act or the articles of incorporation of the corporation shall be personally liable to the corporation for the amount of the distribution that exceeds what could have been distributed without violating the Act or the articles of incorporation if it is established that the

director did not perform the director's duties in compliance with the general standards of conduct for directors set forth in Section 5.2.

(b) Contribution. A director who is liable under Section 5.4(a) for an unlawful distribution is entitled to contribution: (i) from every other director who could be liable under Section 5.4(a) for the unlawful distribution; and (ii) from each person who accepted the distribution knowing the distribution was made in violation of the Act or the articles of incorporation, to the extent the distribution to that person exceeds what could have been distributed to that person without violating the Act or the articles of incorporation.

Section 5.5 Loans to Directors and Officers Prohibited. No loans shall be made by the corporation to any of its directors or officers. Any director or officer who assents to or participates in the making of any such loan shall be liable to the corporation for the amount of such loan until the repayment thereof.

ARTICLE VI.

RECORDS OF THE CORPORATION

Section 6.1 Minutes, Etc. The corporation shall keep as permanent records minutes of all meetings of the members and board of directors, a record of all actions taken by the members or board of directors without a meeting, a record of all actions taken by a committee of the board of directors in place of the board of directors on behalf of the corporation, and a record of all waivers of notices of meetings of the members and of the board of directors or any committee of the board of directors.

Section 6.2 Accounting Records. The corporation shall maintain appropriate accounting records.

Section 6.3 Records In Written Form. The corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

Section 6.4 Records Maintained at Principal Office. The corporation shall keep a copy of each of the following records at its principal office:

- (a) The articles of incorporation;
- (b) These bylaws;
- (c) Resolutions adopted by the board of directors;
- (d) The minutes of all meetings, and records of all action taken without a meeting, for the past three years;
- (e) All written communications within the past three years ;
- (f) A list of the names and business or home addresses of the current directors and officers;
- (g) A copy of the most recent corporate report delivered to the Colorado secretary of state;
- (h) All financial statements prepared for periods ending during the last three years;

(i) The corporation's application for recognition of exemption and the tax-exemption determination letter issued by the Internal Revenue Service; and

(j) All other documents or records required to be maintained by the corporation at its principal office under applicable law or regulation.

ARTICLE VII.

AMENDMENT OF BYLAWS

Section 7.1 Amendment of Bylaws.

(a) Proposal. The board of directors may propose an amendment to the bylaws for submission to the Board of Trustees of Pueblo City-County Library District.

(b) Procedure for Adoption.

(i) Recommendation by Board of Directors. The board of directors may recommend the amendment to the Board of Trustees of Pueblo City-County Library District.

(ii) Approval by Board of Trustees of Pueblo City-County Library District. Proposals recommended by the board of directors pursuant to Section 7.2(b)(i) shall be submitted to the Board of Trustees of Pueblo City-County Library District for action. The Board of Trustees may approve, reject or take no action on the proposed amendment. The Board of Trustees may adopt any changes to the bylaws it deems necessary or desirable whether or not they have been recommended by the board of directors.

ARTICLE VIII.

MISCELLANEOUS

Section 8.1 Fiscal Year. The fiscal year of the corporation shall be the calendar year and begin on January 1.

Section 8.2 Conveyances and Encumbrances. Property of the corporation may be assigned, conveyed or encumbered by such officers of the corporation as may be authorized to do so by the board of directors, and such authorized persons shall have power to execute and deliver any and all instruments of assignment, conveyance and encumbrance; however, the sale, exchange, lease or other disposition of all or substantially all of the property and assets of the corporation shall be authorized only in the manner prescribed by applicable statute.

Section 8.3 Designated Contributions. The corporation may accept any contribution, gift, grant, bequest or devise that is designated, restricted or conditioned by the donor, provided that the designation, restriction or condition is consistent with the corporation's general tax-exempt purposes. Donor-designated contributions will be accepted for special funds, purposes or uses, and such designations generally will be honored. However, the corporation shall reserve all right, title and interest in and to and control over such contributions, and shall have authority to determine the ultimate expenditure or distribution thereof in connection with any such special fund, purpose or use. Further, the corporation shall acquire and retain sufficient control over all donated funds (including designated contributions)

to assure that such funds will be used exclusively to carry out the corporation's tax-exempt purposes.

Section 8.4 References to Internal Revenue Code. All references in these bylaws to provisions of the Internal Revenue Code are to the provisions of the Internal Revenue Code of 1986, as amended, and to the corresponding provisions of any subsequent federal tax laws.

Section 8.5 Principles of Construction. Words in any gender shall be deemed to include the other gender; the singular shall be deemed to include the plural and vice versa; the words "pay" and "distribute" shall also mean assign, convey and deliver; and the table of contents, headings and underlined paragraph titles are for guidance only and shall have no significance in the interpretation of these bylaws.

Section 8.6 Severability. The invalidity of any provision of these bylaws shall not affect the other provisions hereof, and in such event these bylaws shall be construed in all respects as if such invalid provision were omitted.

BYLAWS CERTIFICATE

The undersigned certifies that [he] [she] is the Secretary of Pueblo Library Foundation, a Colorado nonprofit corporation, and that, as such, the undersigned is authorized to execute this

certificate on behalf of said corporation, and further certifies that attached hereto is a complete and correct copy of the presently effective bylaws of said corporation.

Dated: _____, 20_____.

Secretary



Pueblo City-County Library District (PCCLD) 2011 Annual Plan

The Pueblo City-County Library District has established the following strategic goals for 2011:

- I. Increase use of library materials
- II. Improve information technology
- III. Expand services to the underserved
- IV. Improve funding
- V. Maintain District assets.

The goals are derived from PCCLD's current strategic plan entitled Moving Ahead: Building a Community of Readers as adopted by the Library Board of Trustees on December 10, 2009 (www.pueblolibrary.org/pld_docs/2009_Strategic_Plan.pdf). Each goal is supported by specific budgeted initiatives. The goals are delineated below accompanied by the supporting objectives and action steps, listed in priority order, which represent new initiatives for the year.

Strategic Goal I: INCREASE USE OF LIBRARY MATERIALS

- Objectives

1. Improve online catalog searching to enhance the customer experience by providing more relevant and meaningful access to items within PCCLD's collections of books and other materials. **Teresa Valenti**
 - Action Steps
 - A. Re-index the Machine Readable Catalog (MARC) bibliographic records within the catalog

- B. Link the bibliographic file with the MARC authority file
 - C. Maintain currency of authority records
 - D. Complete major de-selection project, and remove discarded and missing items from the catalog.
 - The authority files are now maintained as a regular procedure. The Barkman Library weeding project is completed and Rawlings is in process. Work yet to commence to link the bibliographic file with the MARC authority file.
 - Major deselection project is nearly complete, and the suspended “Delete discarded items” report is being run again, reflecting current actual holdings. Abby Koehler and Teresa will begin working on re-indexing project later this year.
2. Adopt system-wide procedures for culling unwanted items from PCCLD’s circulating collections in order to increase use of library materials and customer satisfaction. **Teresa Valenti**
- Action Steps
 - A. Complete systematic project to de-select outdated and unused materials
 - B. Visit each location to determine specific needs for de-selecting in certain areas
 - C. Write reports to identify items to be de-selected on an ongoing basis
 - D. Deliver reports to each library location, and collect de-selected materials in Technical Services for evaluation prior to sending to Books Again.
 - The Barkman Library weeding project is completed, and Rawlings is in process. Barkman now receiving ongoing maintenance weeding reports.
 - Rawlings, Barkman and Lamb have all been weeded and are following new weeding procedures. Pueblo West will be completed soon, finishing the first stage of the weeding changes project. A new issue is learning to deal with the large volume of withdrawn material moving through Technical Services. We are still developing our procedures for handling this.
3. Continue to allocate 15% of the operating budget to purchase new books and other library materials, and implement procedures to insure this appropriation is spent fully and effectively. **Teresa Valenti**
- Action Steps
 - A. Use the newly implemented Integrated Library System report writing software to determine usage trends, and purchase to meet customer demand
 - B. Allow over-encumbrance of 10% in the materials budget to help insure funds are fully spent each year

- C. Float collections, allowing for a larger breadth of collection, and reducing duplication at all locations.
 - The library is using collection-use trends to help guide selection and materials budget allocations. PCCLD enabled over-encumbering at the end of 2010, and was able to expend all but 2% of the materials budget allocation.
 - This objective is completed.
- 4. Adopt a communication plan to insure effective publicity for PCCLD in order to attract positive attention, create interest and gain support, and connect with the media. Midori Clark
 - Action Steps
 - A. Study other libraries' communication plans and research best practices
 - B. Write a draft plan for PCCLD
 - C. Share draft communications plan with PCCLD's administrators, supervisors and employees.
 - D. Present the final plan and adopt it to use
 - E. Communicate the plan to PCCLD staff.
 - Research is being conducted on best practices, and information from other libraries is being collected. Input meetings have taken place with all public service managers, most of the support service managers, and several PCCLD departments. A draft plan is scheduled to be available by early fall 2011.
 - A summary of ideas based on the feedback from the focus interviews with supervisors and staff was created. Midori Clark attended a communications best practices training on June 28 by the Colorado Nonprofit Association which covered creating a communications plan. We are on target to have a draft of the plan toward the end of November or early December.
- 5. Develop plans and procedures for floating the District's collection in order to move materials to locations based upon customer demand and use, and to extend the materials budget, reduce materials handling, improve the life of materials, become more customer-centered, increase materials availability, and continuously refresh collections. Teresa Valenti
 - Action Steps
 - A. Use the successful floating collection pilot program as a model for the entire library collection
 - B. Write staff procedures for managing materials in a floating collection
 - C. Train staff in the new processes and create marketing materials

- D. Follow-up with an evaluation of the program to determine benefits and detriments.
 - A staff committee first convened in March to expand a successful pilot program (currently floating MP3 audiobooks, video games, and music on CD) to include all library circulating collections.
 - Project Management plan still in progress, to be completed in August. Work will commence then, and we are still aiming for floating all collections by the end of the year.
6. Pilot a program to provide downloadable eBooks for use on portable and wireless eReaders. **Jon Walker**
- Action Steps
 - A. Obtain price quotes for downloadable eBooks from vendors
 - B. Provide access to eBooks in the PCCLD online catalog and develop a new PCCLD webpage as a gateway to eBooks with instructions in use
 - C. Train staff in use of eBooks and eBook readers
 - D. Work with Community Relations to publicize the new service.
 - A staff committee began working on this project in December 2010. A project manager began work in February, and oversaw a staff e-reader training at the staff development day that month. A number of Nook e-readers are being procured with preloaded best sellers to circulate these from the Rawlings Library. Work currently taking place to develop detailed procedures on configuration and use of the e-readers. The project manager is working with the committee to examine vendors' eBook content.
 - The pilot program to circulate Nooks to the public commenced in mid-June.

Strategic Goal II: IMPROVE INFORMATION TECHNOLOGY

- Objectives

1. Establish policies and procedures for technology use to address necessary controls to restrict and protect access to sensitive online data, determine email retention, and provide for a coordinated data recovery plan. **Charles Hutchins**
 - Action Steps
 - Assign task to the Information Technology Manager and the PCCLD technology committee
 - Conduct research on similar policies and procedures in place at like organizations

- Present draft policies and procedures to the Employee Steering Committee, Library Supervisors, and the Strategic Advisory Team (START) for comment and refinement
 - Submit final draft policies to the Board of Trustees for discussion and approval.
 - Data recovery procedures are now in place. Newly hired IT Director is reviewing existing IT policies to determine additional recommended changes or additions.
 - Planning is underway to move existing data recovery equipment offsite from the primary data center at the Rawlings Library to the Pueblo West Library. Review and evaluation of existing policies will take place. The email retention program still awaits implementation, which will allow users 30-60 days to delete or save old emails.
2. Establish an email policy to insure employees are using this tool to communicate effectively and appropriately. Jane Palmer
- Action Steps
 - A. Assign task to the Information Technology Manager and the PCCLD technology committee
 - B. Conduct research on similar policies and procedures in place at like organizations
 - C. Present draft policies and procedures to the Employee Steering Committee, Library Supervisors, and the Strategic Advisory Team (START) for comment and refinement
 - D. Submit final draft policies to the Board of Trustees for discussion and approval.
 - Preliminary work has been done to develop procedures to automatically delete older email. Policy development pending.
 - This task reassigned from Charles Hutchins to Jane Palmer, and the objective is changing to focus on making employees responsible for accessing email accounts every workday, and also to access pertinent information shared via the PCCLD shared "O" drive and via Workforce Access. The actions steps for this will include requiring managers to designate time for employees to check email at least once each day, training in the use of email, accessing "O" drive information, and Workforce Access.

3. Implement an all-new website for the District, incorporating current graphics and web content management system technologies, and reflecting the full breadth of library services. **Charles Hutchins**

▪ Action Steps

- A. Build upon 2010 accomplishments, including hiring a Web Administrator, updating current website content and functionality, selecting a preferred content management system, and engaging a graphic design firm to provide site concept and design
 - B. Complete site design and development
 - C. Incorporate current content into design
 - D. Test new site
 - E. Unveil new site to staff
 - F. Prepare press release and make site available to the public.
- The graphics for the new site are completed, and a web-server platform selected. The current timeline is move current content to the new site for release to the public by July 1, 2011.
- New District website is now tentatively scheduled for release for staff review by September 1.

4. Develop a plan to implement Radio Frequency ID tagging and related equipment in order to reduce materials handling, ease inventory maintenance, require fewer staff hours to process materials, and improve customer self-services. **Jon Walker**

▪ Action Steps

- A. Develop and issue a Request for Information (RFI) to potential vendors
 - B. Use the results of the RFI process to develop a Request for Proposal (RFP)
 - C. Evaluate the results of the RFP process to award a contract to a vendor to implement an RFID solution for PCCLD in 2012.
- Most of the work on this objective will take place in the second half of 2011 building on prior work and recommendations by consultant Sue Epstein. A project manager is assigned and scheduled to commence work on the project in June.
- Work commenced in June with project manager reviewing current project objectives, attended the American Library Association Conference to visit with potential vendors and consultants, and prepared and issued an RFQ for the purpose of hiring a qualified consultant to assist in the development of an RFID and automated materials handling implementation strategy.

5. Seek grants to assist in digitizing portions of the Rawlings Library Special Collections in order to broaden access. **Jane Palmer**
 - Action Steps
 - A. Assign the Special Collections Librarian to work with the Information Technology Manager to identify prime projects for digitization
 - B. Designate the Grant Writer responsibility to identify and apply for appropriate grants.
 - The new manager overseeing Special Collections is evaluating current digitized resources and the process for developing a comprehensive plan for future digitization projects.
 - A bid has been received on developing a digitization plan, and staff members are attending formal training on content management and digitization. PCCLD received a grant to help archive the state fair photos and staff are collaborating with the Pueblo Historical Society and state fair to digitize the photos.

6. Offer Summer Reading online to reach a wider audience. **Jane Palmer**
 - Action Steps:
 - A. Test ReadingRecord, a free, hosted service offered to Colorado libraries, using 2010 data
 - B. Develop Summer Reading registration procedures to accommodate an online option
 - C. Customize ReadingRecord web forms to fit PCCLD specifications
 - D. Implement ReadingRecord by May 20, 2011.
 - The Youth Services Manager is reviewing how this has worked for other institutions, and is planning to pilot with the PCCLD 2011 summer reading program.
 - Reading Record, a free hosted service provided to Colorado libraries by the Westminster Public Library, has been successfully tested, configured for PCCLD and implemented with the 2011 local summer reading program.

Strategic Goal III: EXPAND SERVICES TO THE UNDERSERVED

- Objectives

1. Unveil Centers for New Information Technology at both the Rawlings and Barkman Libraries in order to expand community access to broadband technologies using proceeds from the recently approved grant from the U.S. Department of Commerce, National Telecommunications and Information

Administration (NTIA), Broadband Technology Opportunities Program (BTOP).

Jon Walker

- Action Steps
 - A. Assign a team of employees to oversee implementation of the BTOP grant
 - B. Identify appropriate wireless technologies for lending from libraries
 - C. Write procedures for public use of the selected wireless technologies
 - D. Train staff in use of the technologies and policies for customer use
 - E. Create marketing materials, issue press release, and implement program.
- A staff committee began work in December 2010 towards this objective. A project manager is assigned. The work group has been examining various laptops and tablets with consideration for use by the public.
- The staff committee continues its work, and, to date, has procured laptops, ereaders, and tablets, and is configuring these devices for public use. eContent also has been recommended by the committee, and the first eContent will be available for public access in August. The Center for New Information Technology will be fully up and running by October 1, when a celebration of the new service is scheduled to take place.

2. Launch an Adult Literacy Program in partnership with Project Literacy and AmeriCorps in order to help teach illiterate adults in our community to read. Jane

Palmer

- Action Steps
 - A. Form a committee to launch Adult Literacy Program using Project Literacy curriculum based on 2009 pilot program
 - B. Commit to program objectives and timeline
 - C. Recruit AmeriCorps worker for a one-year period and additional volunteer support
 - D. Train the employees and volunteers in the Project Literacy teaching model
 - E. Secure class materials, set course schedules, and prepare marketing materials including a press release announcing the program
 - F. Administer program with each course to run for six weeks, three nights per week, and two hours per night.
 - G. Evaluate results.
- A librarian with adult literacy emphasis was hired early in 2011, and she has implemented the program, although revised from the Project Literacy curriculum utilized during the pilot in 2009. An AmeriCorps worker is on-the-job, and additional volunteers have been recruited. The first classes have taken place, and the program continues to grow. A report to the Board on the program is scheduled to take place in May.

- The program continues to operate with the following actions steps in process: preparation of an administrative program manual, renewal of the AmeriCorps contract into next year, offering three fifteen-hour tutor training programs per year to increase number of volunteer literacy tutors, recruitment of more literacy students, build collaboration with local agencies working with illiterate and low-literate clients, establish a collection of reading and skill-building materials for adult learner and tutors, evaluate results with regular student progress assessments and satisfaction surveys.
3. Partner with the Sangre de Cristo Hospice Center to establish a collection of materials on dying, death, and grieving. **Jon Walker**
- Action Steps
 - Receive a proposal from the Sangre de Cristo Hospice Center for collaborating on a library collection of materials on dying, death, and grieving
 - Locate the collection to the Reference and Readers Advisory department at the Rawlings Library
 - Catalog materials, and provide appropriate shelving, furniture and signage
 - Create marketing materials, train staff, and issue a press release.
 - The hospice has donated a number of selected titles to be housed in the collection, and discussion has taken place on furniture and signage required to host the collection.
 - Materials of the collection have been received and cataloged. The location of the collection has been agreed upon, and the furniture and signs are being put into place. Next steps include a brochure and web presence to market the collection, a joint press release with the Sangre de Cristo Hospice, and public programming provided by the hospice to help with community education.
4. Change the District's status as a participant in the Federal Depository Library Program (FDLP) to "digital repository," which is in line with the significant increase in government information transitioning online and the de-emphasis of government documents in paper format. **Jane Palmer**
- Action Steps
 - A. Continue de-selecting government documents collection
 - B. Create withdrawal lists for de-selected items to offer to other depositories.
 - C. Confirm de-selection decisions with Regional Depository Coordinator

- D. Subscribe to the Documents Without Shelves service at a cost of \$1600.00 annually and establish automatic download of government document bibliographic records into the local online catalog with hot links to digital government publications
- E. Create a page on PCCLD's website providing a government publications link directory.
 - A librarian is overseeing the de-selection of the current government documents collection. A staff committee is working to create the local online access to the e-documents using the PCCLD ILS and the Documents without Shelves service.
 - Working on a final recommendation to terminate PCCLD's Federal Depository status, and focusing instead on collaboration with more robust Federal Depository at Colorado State University-Pueblo and building PCCLD's state document depository service. This will involve a series of action steps, including terminating Federal Depository status as specified by federal program, improve state document collection management by centralizing location of all state documents, entering records of the documents to the PCCLD catalog, increasing public awareness and access with a new government information page on PCCLD's website, and improving customer service by providing staff training on the use of government document resources available in the community via both PCCLD for state documents and CSU-P for federal documents.

Strategic Goal IV: IMPROVE FUNDING

- Objective

1. Establish a Pueblo Library Foundation in order to provide an alternative source of funding for the Library District. Jon Walker
 - Action Steps
 - A. Assign a committee of community members and employees to create a framework and mission for the foundation
 - B. Work with the District's attorney to establish legal standing for the foundation and insure compliance with Internal Revenue Service regulations
 - C. Recruit a board of directors to oversee all aspects of business operations
 - D. Craft preliminary operating plans and bylaws

- E. Begin doing business under the foundation's name upon receiving federal and state tax identification numbers.
- Meetings have taken place with the foundation officer at the Pikes Peak Library District, the PCCLD Board of Trustees, members of the Southern Colorado Community Foundation, PCCLD's attorney, and the Board of the Friends of the Library on the opportunities and challenges with the formation of a Pueblo Library Foundation. Next steps include a Board work session on the topic to be held in May, which will be facilitated by an expert in foundations and trusts.
- The Trustees assigned a committee to draft bylaws and articles of incorporation. This followed a joint meeting with the Board of the Friends of the Library, the PCCLD Trustees, and administrative staff, which was facilitated by an attorney who specializes in foundation work. A first draft of the bylaws and articles of incorporation currently are under review by the committee, and things are on track to present a committee draft to the PCCLD Trustees in late August.

Strategic Goal V: MAINTAIN DISTRICT ASSETS

- Objectives

1. Write security and disaster recovery policies and procedures to protect "business critical" library functions. Chris Brogan
 - Action Steps
 - A. Identify a crisis management team
 - B. Meet with the team to establish roles, define areas of responsibility, and identify key systems procedures
 - C. Establish regular measures to maintain integrity of systems
 - D. Gather information from governmental entities who have established policies for security and disaster recovery.
 - E. Collaborate with local governments to ensure compliance with local ordinances, as well as establish cooperative agreements
 - F. Draft a policy for board approval
 - G. Issue a procedures manual in online and hard copy formats
 - H. Establish an ongoing process to ensure updating, communication and training of staff
 - Issues surrounding this matter have been discussed with auditor.

- Preliminary meeting of a newly assigned Crisis Management Team has been scheduled for August. Members of the team are CFO, Director of IT, Facilities Superintendent, HR Director, Director of Technical Services & Collection Development, Associate Director and Director of Community Relations. These members cover all of the recommended functions that need to be addressed, including finance, facilities, HR, PR, operations, and security.
2. Complete the implementation of a new IP telephony and unified communication system to replace PCCLD's obsolete phone and voice mail service in order to reduce costs, improve operational efficiency, and optimize library services. Charles Hutchins
- Action Steps
 - A. Complete the RFP process to solicit and select a qualified and experienced vendor offering the best value which suit the library's requirements to furnish and install an IP telephony and unified communications system
 - B. Work with the selected vendor to develop a specific timeline to replace the existing system with a new product to include considerations such as suitable equipment, configuration, and training.
 - C. Install and configure equipment, train staff, and implement system.
 - The RFP was issued, proposals received and evaluated, a vendor selected, and a contract for services and equipment signed. The installation team is scheduled to kick off work on April 1st.
 - The new IP phone system has been successfully installed and is operating. The phone system is now in normal operation with ongoing modifications and adjustments, as needed.
3. Procure and install new, updated photocopiers to replace outdated equipment. Charles Hutchins
- Action Steps
 - A. Use the Request for Proposal developed in 2010 to solicit and select a vendor which can supply photocopiers providing the best value that meet the needs of PCCLD
 - B. Procure the photocopiers, train staff, and install the machines.
 - The IT Director is reviewing an earlier photocopier RFP, and is planning to reissue an RFP with the goal of utilizing multi-function printers to consolidate and increase efficiency and reduce costs of PCCLD printing.

- The draft RFP is being finalized for release in the next thirty days.
4. Insure solutions provided to PCCLD offer the best value and suit library requirements by using a Request for Proposal process to update contracts for banking services. **Chris Brogan**
- Action Steps
 - A. Evaluate current banking needs and requirements
 - B. Compile a Request for Proposal using Government Finance Officers' Association recommended practices, sample RFP documents, and PCCLD requirements
 - C. Issue RFP to local banking institutions and publish on the PCCLD web site
 - D. Evaluate proposals
 - E. Selector contractor and identify conversion process.
 - An RFP was issued in February. Four proposals were received—Sunflower Bank, US Bank, Vectra Bank, and Wells Fargo. A team of four raters evaluated the proposals for thoroughness and accuracy, financial stability and credit worthiness of the institutions, fee structure, and customer service and convenience. Wells Fargo was selected. Conversion from Vectra to Wells Fargo will begin on April 1.
 - The conversion was completed before July 1. All payroll, operating and other accounts have been transferred to Wells Fargo. Direct Deposit is functioning well, and positive pay has been implemented, offering an enhanced level of security to prevent fraud in the accounts payable process. This objective is complete.
5. Develop plans and procedures for centralized purchasing to insure new purchases are at the best costs. **Chris Brogan**
- Action Steps
 - A. Identify current departmental procedures for purchasing
 - B. Establish best practices as recommended by the Government Finance Officers' Association and other governmental entities
 - C. Evaluate staff time necessary in Finance to accomplish goal; submit personnel request if indicated
 - D. Meet the stakeholders throughout the evaluation and transition process to establish and communicate more efficient methods of purchasing
 - E. Update necessary forms and chart of accounts; evaluate and eliminate redundant work
 - F. Implement procurement card process
 - G. Thoroughly train staff in new systems and issue written procedures
 - H. Transition to centralized purchasing.

- Restructuring within the Finance Office following the retirement of an employee has allowed the creation of a new Purchasing Specialist position. PCCLD is recruiting to fill this position at this time. Upon filling the position, procedures will be established to move forward with centralizing purchasing, including the possibility of procuring and implementing the purchasing module of the MAS90 accounting system.
 - A highly qualified purchasing specialist was hired in May. She began working on forms and procedures to implement a centralized purchasing process, and established a database to record purchase orders until we procure an electronic purchasing module for the accounting system. We plan to set up training sessions in early fall to inform staff of changes to the purchasing process.
6. Replace damaged copper flashing at the Rawlings Library. **Chris Brogan**
- Action Steps
 - A. Complete measurements of all damaged areas
 - B. Verify current salvage price per pound of salvageable metal
 - C. Develop Request for Proposal
 - D. Issue RFP to qualified vendors and publish on PCCLD website
 - E. Select vendor based on proposals
 - F. Schedule to complete work in the first quarter of 2011
 - G. Coordinate with insurance company to seek additional reimbursement, if necessary.
 - An RFP was issued for this project, and a contractor selected in February. The project work was completed in mid-March, \$16,000 under budget.
 - Complete.
7. Modify the Bret Kelly Room in order to eliminate the problematic support beam columns obstructing effective use of the room. **Chris Brogan**
- Action Steps
 - A. Develop plans to modify the meeting space into two rooms
 - B. Solicit contractors to complete work at best cost.
 - Preliminary planning has commenced with the intent to issue an RFQ to get an informal estimate of cost. Depending upon costs, PCCLD may approach the Friends with a proposal to underwrite construction with an opportunity for naming one of the rooms.
 - An RFQ was issued to get cost estimates. We are currently considering three options for completing the work, depending upon funds available: 1) Completion of the remodel work only, separating the current space into two meeting rooms

(\$30K). 2) Adding audio visual equipment to only one of the rooms (\$47K). 3) Installing audio visual equipment to both rooms (\$54K).

8. Complete the planned update of the InfoZone Museum exhibits as funded by private donations received from the Rawlings Foundation. Jane Palmer

▪ Action Steps

- A. Issue a Request For Proposal for exhibit fabrication for completed exhibit designs
- B. Award contract for fabrication and installation to best, lowest proposal.
- C. Develop a project schedule for fabrication and installation of new exhibit areas
- D. Relocate InfoZone Desk and install new electrical and data ports for new exhibit areas
- E. Purchase off the shelf items/equipment for new exhibit areas based on completed exhibit designs
- F. Complete design for the Microsoft Touch table exhibit.

- Exhibit cases have been built and are scheduled for delivery April 1, 2011. The RFP for further exhibit fabrication is scheduled for issue by April 15, 2011 with contract award to occur by June 1, 2011. Work needs to be completed on a bid for required electrical work before service desk can be moved. Quotes for some other off-the-shelf items have been received.
- The exhibit project schedule has been updated. A grant from the Rawlings Foundation will cover some higher than anticipated electrical and data costs of this project. The project schedule provides dates for the electrical and data work, exhibit fabrication, Microsoft Surface Interactive Development, and other activities. The majority of the work will be done in 2011. It is anticipated that the exhibits will be completed by March 2012.

9. Continue the merit pay system to tie job performance to the rate of compensation. Sara Rose

▪ Action Steps

- A. Notify supervisors and employees of monthly employee performance evaluations scheduled for completion
- B. Individual completed performance evaluations are assessed by the Human Resources Manager
- C. Employee and supervisor discuss evaluation
- D. Employees earning meritorious performance evaluations receive a one-step increase on the salary chart and recognition by the Board of Trustees.
- Supervisors now are automatically notified via Workforce Access when employee performance evaluations are due. 19 performance reviews

have been assessed as of April 1, 2011. The first Board recognition in 2011 of employees with meritorious performance is scheduled for April 2011.

- Several steps have been taken to improve the merit pay system as it relates to the performance review process. Supervisory staff has attended performance appraisal training sessions provided by Ben Leichtling. This resulted in modification of the performance appraisal form to include “next steps for development” and reframing the disciplinary process based on the book “Discipline Without Punishment”. I am now working with the management team to identify core competencies for each position on which they will be evaluated. The automatic notification generated by ABRA was not sufficient for tracking the completion of performance appraisals and two steps have been added to the process: A) manually generate a monthly notification to supervisors of performance reviews that are due over the coming 2 months, and B) immediately notify the Executive Director and Director of Public Services when reviews become past due. We also modified the Supervisor’s Performance Review form to include accountability for completing reviews on time and creating work schedules one month in advance. We continue to work with the Employee Steering Committee, administrative team and middle managers on these issues and will continue to do so until we reach the goal of 100% on-time reviews. Sharing information between these groups has made a significant impact on improvement. We are currently at about 60% completion of merit pay increases for the year.

10. Implement Integrated Digital Media Unlockers (IDMU) to better secure DVDs.

Jon Walker

- Action Steps
 - A. Procure IDMUs for each library self-check machine
 - B. Train staff in their use and install
 - C. Create appropriate marketing materials
- An oversight committee of staff has been assigned to work on this project, and their first meeting is tentatively scheduled to take place in April.
- The committee has reviewed the Integrate Digital Media Unlocker in demonstration, discussed the equipment in use by other libraries, and is recommending this is not a good fit for PCCLD at this time. The device is somewhat clumsy and slow to operate, and, since it is based on RFID

technology, it is recommended to come back to this with the full review of all RFID options planned for the second half of 2011.

11. Develop a program for career pathing to insure employees understand how to be promoted at PCCLD and make librarianship a career. Sara Rose

▪ Action Steps

- A. Identify assessment tools and resources, including self-assessment tools to employees to help them identify strengths, skills, values, and interests
 - B. Provide in-depth information about a variety of library careers.
 - C. Encourage employees to conduct further research into areas of interest
 - D. Assist individuals in developing a career path, including education and experience requirements and a timeline to achieve goals
 - E. Monitor the employee's progress.
- Input has been gathered regarding the program from a number of staff sources. A general concept has been developed including some desired components. The Career Path Program will provide a structured format for managers to meet with an employee to identify and build a career path plan. The program format will include a self- assessment tool, career opportunity information, shadowing opportunities within PCCLD, as well as educational and funding resources information. Employees will be build a timeline to reach their career goals and managers will mentor employees along the way.
- This objective has been augmented to include creating a program to encourage employees to build career value without focusing on a progression of promotions into a particular position. Work is underway to create a brochure and posters to promote the Educational Reimbursement Program and MLS Friends Scholarship program, and these programs have been discussed with middle managers to encourage their use. How to make librarianship a career will be included in this program. The program will still include assessment tools. In addition the Value Building Program will provide an array of suggestions and ways to enhance your skills and knowledge as it relates to your career goals both informally through readily available resources at the library and formally through outside educational resources. We plan to use internal resources to provide some "information sharing" sessions on various topics such as digital technology. Staff Development Day will also play a role to support this objective. Program will be rolled out in Q4.

12. Implement a District-wide recycling program by building on the program piloted at the Pueblo West Library beginning in 2009. Chris Brogan

- Action Steps

- A. Determine parameters of recycling procedures based on Pueblo West Library program
- B. Complete bid packet for submittal to recycle vendors, indentifying recycling services required and following bid process
- C. Select recycle vendor and train custodial staff in procedures
- D. Train staff in recycle procedures and goals.

- Informal discussions have taken place.

- A recycle pilot at the Rawlings Library has been implemented. After evaluation of this pilot, we will move forward with detailed guidelines for custodial staff and employees, a formal RFP for recycle services, and implementation at Lamb & Barkman as well.

The 2011 Annual Plan has been developed with the opportunity for input from Library Trustees, supervisors and managers, employees, and customers. It is the outcome of much consideration and effort, and provides a positive direction for the District in moving toward objectives that will better serve the community.

Respectively submitted,



Jon Walker
Executive Director
Pueblo City-County Library District

August XX, 2011

The Board of County Commissioners
Pueblo County Courthouse
215 W. 10th Street
Pueblo, CO 81003

Honorable Commissioners:

As you may know, the Pueblo City-County Library District has established a strategic goal to expand its services to the St. Charles Mesa. This objective was approved by the library district Board of Trustees on December 10, 2009. Please accept this letter as my request for you to consider donating county property located at 20th Lane and County Line Road to the library district for this purpose. This land is well suited as a location for a library to serve this area of our community. The property is the former site of the Pueblo Boys Home.

The property would be donated for the purpose of the library district building and operating there a permanent public library to serve individuals and families living in this area. I recommend that this donation be contingent upon the library district actually constructing a library on the property within ten years from the date of the donation. In the event, the library district does not fulfill its plans to build and operate a library there within ten years of the donation, then the property would revert back to Pueblo County ownership. Such a donation on the part of the Board of Pueblo County Commissioners would both be an investment in the mission of public library services for all ages in this portion of the county and a commitment to help improve the quality of our citizens' lives.

Thank you for considering this request.

Sincerely,

Jon Walker
Executive Director

100 E. Abriendo Avenue
Pueblo, CO 81004-4232

(719) 562-5600
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www.pueblolibrary.org

Robert Hoag Rawlings
Library

Barkman Library

Lamb Library

Pueblo West Library

Library @ the Y

**Community Satellite
Libraries:**

Avondale Elementary

Beulah School

Craver Middle School

Cesar Chavez Academy

North Mesa Elementary

Risley Middle School

Rye Elementary

South Mesa Elementary

Vineland Elementary