

Montville Township Public Library
Board of Trustees Meeting
AUGUST 10, 2009
Montville Township Public Library
90 Horseneck Road
Montville, New Jersey 07045

The meeting was called to order by Vice President, Peter King at 7:30 p.m.

Gary Bowen Howard Chesler Julie Cohan Edward Ernstrom
Peter King Donald Kostka Thomas Mazzaccaro Deborah Nielson

Allan Kleiman – Interim Library Director
Vincent Sacco – Acting Director
Ms. Grossi Grossi, Esq. - Attorney for Board
Elaine Wood - Recording Secretary

Absent: David Dalia

Peter King stated that prior notice of the Meeting had been published in accordance with the requirements of the Open Public Meetings Act.

PLEDGE OF ALLEGIANCE

MOMENT OF SILENCE

MINUTES OF MEETING

Meeting was opened at 7:30 p.m.

Peter noted that Vincent was recording the minutes of the meeting as well to test the possible purchase of the CDR310 Recorder. At this time Vincent handed out information on the recorder.

A revised Agenda was distributed.

ADOPTION OF MINUTES

Peter asked for a motion to adopt the June 8, 2009 Meeting and the July 13, 2009 Meeting.

Peter noted that the adoption of the June 8, 2009 Meeting was held up as certain members wished to review the tapes and asked at this time what the results were. Deborah stated that she had attempted to listen to the tapes and found that there were issues with some of the tapes as they were not the originals but copies and found them to be indiscernible as the speeds appeared to be different. She further noted that she spent two hours at the library trying to review them with no success. She stated that she reserved the right to go back to review the tapes but could not justify holding up the Minutes. Peter thought that perhaps the micro cassettes were being played back at the wrong speed, as he was able to listen to the tapes on his own personal recording and found them to be crystal clear. He offered the recorder to Vincent for anyone who cared to review the

tapes. He asked Deborah if she wanted to wait to approve the June 8th Minutes until she listened to the tapes to which she replied that if for some reason she had found something or had the time to listen to them, she would ask at that time for a modification. She said it was not necessary to hold them up.

Deborah noted that it cost the library \$175.00 to copy the cassettes and she was not aware that the cost would be so exorbitant.

Peter asked for a motion to accept the June 8, 2009 Minutes

Howard moved
Julie seconded

All were in favor

Peter asked for a motion to accept the July 13, 2009 Minutes

Julie moved

Peter asked if there were any corrections – Howard stated he was uncertain as to how the minutes could be approved since there was a “blank” on page 2, 1st paragraph under the Treasurer’s report. It was noted by the Recording Secretary that it was indiscernible, therefore left blank.

The following corrections were noted for the July 13, 2009 Minutes:

Page 2: Treasurer’s Report - “...budget by \$144,000.00 and on an **“accrual”** basis, ...”

Page 5: 4th paragraph – “The RFT has been finalized...” – should read “The **RFP**...; 5th paragraph – “Deborah asked if the RFT were to go out...” should read “Deborah asked if the **RFP** were to go out...”

Page 6: 2nd paragraph “... an important part of the RFPR...” – should read “...and important part of the **RFP**...”

Donald noted a “correction of fact” Page 5, 3rd paragraph; - Howard had stated that the state of New Jersey, when someone works 6 hours or more, they are required to take a lunch – Donald stated that that may be the case in New York, however, in the state of New Jersey there is no law for lunch breaks for an employee 18 years of age or over. Ms. Grossi Grossi agreed stating that the New Jersey Labor Law and the Federal Law does not require lunch hours.

Julie stated that she was uncertain about what was actually voted on with regards to Resolution (b) – an RFQ or an RFI? It was determined that it is an RFI, as stated.

Page 9: 1st paragraph: “...have selected Van Guard...” – should read “**...Vanguard...**”

Page 9: Second “Whereas” paragraph”. Julie questioned if the library actually stated that they needed a Library Director with an MLIS. It was noted that it was taken directly from the resolution and was correct, as stated. It was further noted that MLS and MLIS are considered the same thing with regards to credentials. It was a matter of what school one attended.

Page 9: Howard “Chessler” – should read Howard “**Chesler**”

Page 9: “Allen” Kleiman – should read “**Allan**”

Page 10: 1st paragraph, 1st line, “... Vincen...” – should read “...**Vincent**...”

Page 12: 3rd paragraph, 7th line, “...expansive project”. Julie questioned if the word “expansive” should be “expensive”. It was noted that “expansive” was correct.

Page 15: “Chessler” – should be “**Chesler**”

Page 15: Thomas noted that there was a discussion on a resolution that was voted on, and failed to pass, regarding keeping the tapes for an indefinite period as well as discussion about keeping tapes for three years with a resolution made by Thomas, and then passed. Thomas noted that it was not mentioned. At this time the Recording Secretary addressed Edward Ernstrom, stating that it was typed and forwarded to him and he advised that they not be included. He stated that the “one that did not pass should not be counted and doesn’t get a resolution number”. He further stated, “Any resolution that fails does not get a number assigned to it”. Ms. Grossi stated that it should get a number assigned and it should be restated if it is going to be changed. Ms. Grossi further stated that Donald had suggested three years and it then passed. Ms. Grossi said that it still should go into the Resolution Book. The Recording Secretary noted that it was recorded and forwarded to Jeanne Ivy but was not included in the actual minutes as there seemed to be a miscommunication and misunderstanding as to where they were to be mentioned. Ms. Grossi said that a number should be assigned no matter whether it has failed or not.

Peter suggested that the approval of the July Minutes be tabled at this time.

PUBLIC COMMENTS

Peter noted that there were members of the public in attendance. Peter recognized a township committee member and two staff members.

Deborah asked if at this time Peter was taking comments from Board members as well. Peter noted that they would take comments from Board members during New Business.

REPORTS OF OFFICERS

President – (David Dalia)

Not Present

Vice President – (Peter King)

No Report

Treasurer – (Donald Kostka)

Donald handed out several reports. He noted that at the last meeting Howard and other members looked for financial information. Donald explained that METIS comes in and cuts the checks, prepares the reports and then forwards them to Donald for his review before they go out. Some of the reports were as follows:

- Corrected Check Register.
He noted that it started with check #6783 but failed to include check #6782.
- Report that covers all of July's disbursements as it relates to the checks.
- July 31, 2009 Balance Sheet
Donald noted that the Lakeland operating checking account shows a negative balance of \$17,546.69. He stated that they did not run an overdraft, but if they issued these checks without making the proper transfers they would have as of July 31, 2009. He stated that Julie had already taken care of the transfer. Donald said that the checks have been written, dated for July but have not gone out. Howard asked if expenses had been debited and cash had been credited even though the checks are being held. Donald said that the checks still needed to be approved. Howard stated that the credits should then really go to a payables account and to the reduction of the cash. Julie asked if they could have it go to a payables account. Donald said that this is on an interim basis and is not year-end and than the debit balances that used to be in the liability accounts.

- Statement of Expenditures and Revenues
Donald stated that there were 5 (five) items that he had identified as things that need to be looked at:

Page 1 – Account 60012 – the PERS Expenses – appears to be a problems as to how things are quoted. He stated that a new account had been created, 60014, for Temporary Director. Account 60098 – there are online acquisitions and there are some year to date actual. He stated that at this point in time he is uncertain as to what makes that balance up. At this time Allan suggested that is most likely the Baker & Taylor software that they use.

Page 2 – Account 60160 – Utilities – Electric. It was noted that the actual for the month was significantly higher than the budget but that was due to the fact that that was for 2 (two) months, but year-to-date indicates that they are in good shape.

Page 3 – Account 60220 – Legal. It was noted that legal expenses are running significantly over budget.

Page 3 – Account 60245 – Computer Instructor. It was noted that there were no budget dollar amounts. Donald asked if it were possible that this item was being coded incorrectly.

Howard asked where the income money comes from when the computer instructor teaches the class. He asked if it were offset there or was it put in an income item. Donald said it should go into an income item. Julie stated that it should go into 40225 – Computer Classes, as indicated on page 4 of 5.

Donald noted that year-to-date, through July, they were running a surplus of \$293,000.00, which is actually higher than they had anticipated.

Howard asked if their expenses tended to go up and down.

Donald pointed out on the bank reconciliations that they had identified a number of stale checks. It stated that they go back a number of years and they needed to be corrected.

He stated that he had invited Steve Kobel to the next meeting to speak to the Board about some issues that they have identified and to give the new board members an opportunity to meet him. Mr. Kobel is the partner from METIS who oversees the operation.

Howard asked if Dean Quilici Electric, check #6799, was part of the project. He stated that he thought price was rather high for normal maintenance. Donald noted that these invoices went back to January, February and March 2009. Vincent stated that he believed these might have been invoices that were never paid and were lost in the transition period when Bernice Baline left. Mr. Quilici brought the matter to the attention of the library. It was further stated that these were old invoices that were never paid. Edward noted that he was the regular maintenance and repair electrician.

Donald gave a break down of the three invoices:

January 4, 2009 - \$320.00 – Installation of two (2) 2x4 fixtures.

February 26, 2009 - \$560.00 – Rewiring of exit light and receptacle which was disconnected during the HVAC construction. Replace one (1) exit light and one (1) combo exit and an emergency light.

March 19, 2009 - \$1,652.00 – Supplied and installed eight (8) 2x2 indirect fluorescent fixtures in the Pio Costa meeting room.

Howard asked if they broke down labor and parts on the invoice. Donald stated that they did not.

Secretary – Edward Ernstrom

No Report

OPEN REPORTS OF COMMITTEES

Finance – Donald Kostka

No Report

Buildings and Grounds – Edward Ernstrom

No Report

Personnel – Edward Ernstrom

Edward stated that it would be covered in Executive Session

Patron Services – Howard Chesler

Howard stated that he had started to review the prior survey and noted that it was quite extensive. He suggested that the focus groups needed to be cut down as he felt the best surveys were the shortest surveys.

Interim Library Director's Report – Allan Kleiman

Allan stated that he had prepared a report after his first week and included it in the packets. He said that he believed they were making progress and had a meeting last week with the Personnel Committee and some of the information would be followed up in the Executive Session. He stated that there were a few small issues, mainly personnel, which they were going to try and resolve as quickly as possible. He also stated that included in the packet was the recently completed strategic plan from Roxbury and Rutherford and felt it would be useful for the Patron Services Committee. He stated that the company that works with Highland in doing this basically does this in one day. He said that they are a quick focus group survey versus something that would generally take anywhere between six and nine months. He was uncertain as to the cost. However, he said he did get a cost from one of the neighboring libraries that did the standard process and they paid approximately \$24,000.00 for the nine-month process. He stated that he would look into the matter and get more prices.

Howard noted that there was some senior services, advisory people and he asked if there were something already existing so as not to have to form yet another committee. Deborah stated that there was a local services director, Jamie Wild, and she works closely with the seniors. Therefore she would be the resource person to go to. Allan stated that there were quite a bit of seniors who use the library on a daily basis and if they were to incorporate something, it would be helpful for them to actually get the people who use this library because many of the seniors who use the senior house do not necessarily come to the library. He further stated that they needed to get the people who were not library users as well as the library users.

Associate Operating Directors Report – Vincent Sacco

Vincent directed everyone's attention to his report of August 10, 2009 and noted in particular Item II – Rear Screen Video Projector. He stated that the last thing that was discussed was to go for the RFI. He stated that in discussing it with Edward there was no need for an RFI as they knew what they wanted, therefore Vincent stated that he rewrote it as an RFQ. He further stated that he was very specific on the three items that they wanted:

1. What would be the cost to get 90% of the minimum screen coverage?
2. What would be the cost to get 50% of the minimum screen coverage?
3. Should they go with number 2, what would it cost to upgrade it a year later?

Vince wanted it noted that all they were doing at this time was getting cost information and they are not making any commitments and that they have the right to reject any submitted proposal. He further stated that he included a Proposed Time Line. He said that there would be a mandatory site inspection by anyone who wanted to bid. There would be a two week time period to receive the proposals, open the proposals October 19 and by November 2 they would make a complete evaluation and if the project were to be awarded, it would be November 10.

Julie asked if there was an issue as to whether it was in the budget this year and therefore could not be done. Vincent stated that this would all be for next year. Julie suggested that perhaps, if they have the money, they could vote to have it done this year. She also stated that if it could not be done this year then the contract could not be awarded.

Ms. Grossi stated that it might be disingenuous to put an RFQ out and then not award the contract because there is no funding. Therefore, it would be better to have some idea of what it would cost or at least be able to have the money available so they could know exactly what they could

afford to do or not do. Donald recommended delaying the project. Vincent stated that they were very specific as to what they wanted. He said that 50% would cost approximately \$12,000 and 90% would cost approximately \$25,000. Ms. Grossi stated that once a contract is awarded, there must be a certification of availability of funds. Vince stated that they needed to determine do they want to spend the money at this time – if they answer is no, then the project should be delayed.

Donald stated that if you looked at the capital expense budget and then looked at the statement of expenditures and revenues, what you will see is what was spent or encumbered is \$15,000 this year. What was budget for all of 2009 is \$54,000, leaving \$38,000. However, the “door” project and the “carpeting” project were items that needed to be taken into consideration. He stated that the carpeting line item was \$167,000. He said they determined was that they could have the carpets cleaned through the vendor that the mayor recommended that the town use. He stated that that process could be done for approximately \$2,000.00. He said they brought a vendor in and looked at the carpeting that said that the carpeting was in very good shape with the exception of some worn areas and those worn areas could be replaced for approximately \$4,000.00. Donald stated that this was a similar situation as that which occurred last year in the matter of replacing the outside sign, which went from \$3,000.00 to \$54 -\$57,000.00. He asked how much the library was willing to spend on the doors in order to make the library more open when it is already “handicap accessible”. He said that would affect the other projects. Vince stated that they had received \$50,000 in the endowment fund that was mainly for the DVDs and the Best Sellers. Vince said that he indicated to the Treasurer that they did not spend the money they though they were going to spend and found a much cheaper way to display the DVDs and would she mind if they took some of that money and use it for the rear screen projector. She said that she had no objection to that. Vincent suggested that if there were any money left, they could use that. However, he did state that Allan would like to use some of that money for “best sellers”. Donald stated that the line item (Endowment Expense for 2009) was \$15,000.00 and under \$6,000.00 was spent against that amount.

RESOLUTIONS/MOTIONS

RESOLUTION R-2009-08-01

Date Passed: August 10, 2009

(a) Resolution to approve the July 8, to July 31, 2009 check register in the amount of \$50,773.57.

Edward moved
Gary seconded

Donald made an amendment to change the amount from \$50,773.57 to \$50,863.27 as indicated by the Treasurer’s updated check register.

All were in favor

Discussion: Donald noted that the amount needed to be changed from \$50,773.57 to \$50,8063.27 as indicated by his updated check register.

Peter noted that the check register would be amended to read \$50,863.27.

Gary requested that in the future, the agenda be updated prior to the meeting.

Peter asked for roll call.

All were in favor.

RESOLUTION R-2009-08-02

Date Failed: August 10, 2009

(b) Resolution to increase the gas mileage reimbursement to 55 cents per mile for non- union employees.

Donald moved
Deborah seconded

Voted Yes: Gary Bowen
Voted No: Howard Chesler, Edward Ernstrom, Peter King, Donald Kostka, Thomas Mazzaccaro, Deborah Nielson, Julie Cohan
Passed: Julie Cohan

Resolution Failed

Discussion: Peter noted that this was an issue that was labored over last year (February 11, 2008; April 14 they were brought up again and May 12, 2008, they were re-approved) and \$.40.5 were approved. He further stated that it was \$.55 but was changed. Donald recalled that last year it was \$.50.5 but at that time Deborah noted that the town employees were receiving less than that. Donald further stated that Jeanne Ivy had stated to him that the reimbursements for all of last year were done at \$.50.5, which he believed to be inappropriate. Deborah stated that when this was put forward last year, the board members were not aware that was the practice throughout the town. Deborah said that current mileage reimbursement from non-union employees, in the municipality in general, is 30 cents per mile. She stated that the PBA get 22 cents per mile. The clerical and blue-collar-union get 26 cents per mile. She stated that was approved despite new contracts because they were getting other perks, in lieu of mileage increases.

Donald stated that there was a friendly amendment to change the mileage from \$.40.5 to \$.30 to make it consistent with the rest of the township. Donald stated that he was told that the reimbursements were at \$.50 for all of all of last year, per Jeanne Ivy. It was determined that the \$.55 was the IRS rate. Donald stated that the rate that was approved was based on the approval resolution of \$.50.5. Therefore there would be checks that would not be issued if they changed the reimbursement rate.

Gary asked if this rate would be effective tomorrow, to which Peter stated that it would be if it were passed this evening. It was stated that it would revert back to the \$.30 rate.

RESOLUTION R-2009-08-03

Date: August 10, 2009

(c) Resolution to proceed with the RFQ for the furnishing, installation and technical support of a rear video screen projector in the Pio Costa Auditorium.

Edward moved
Julie seconded

All were in favor

Discussion: It was stated that the time was not right for this project. Ms. Grossi stated that unless they were ready to choose someone, they would be leaving themselves open for problems.

Deborah requested a "priority list".

Howard made a motion to table Resolution (c)
Gary Seconded

All were in favor

RESOLUTION R- 2009-08-04

Date: August 10, 2009

(d) Resolution to approve a request from Trinity Baptist School to allow staff and students to use the Library as temporary shelter in the event of an emergency at the school. Students would remain at the Library until picked up by their parents or guardians.

Thomas Moved
Deborah Seconded

All were in favor

Discussion: There was concern that if one group of students were granted permission, then everyone would expect it.

At this time Peter noted his concerns about how items were placed on the agenda. He stated that the procedure used in placing items on the agenda was that it should go through the President and he would have to approve the item. He further stated that he was not even aware of this particular item until he received his packet in the mail.

Ms. Grossi stated that it is normal procedure for the President/Chairperson to control the agenda. She stated that before anything be put on the agenda the President of the Board of Trustees should approve it.

On the matter of Trinity Baptist School, Ms. Grossi felt they needed to have more information; i.e., how many students, where would they stay, would the teachers know the protocol, what would happen if some parents did not come to pick up their children, etc. She further stated that Trinity Baptist School needed to notify the Library of their procedures as well. Lastly, she noted that there are always liability concerns in matters such as these. She stated that they needed a plan before they approved this resolution.

Howard asked that Julie give Trinity Baptist a call and request further information from them.

It was recommended that Resolution (d) be tabled for the Patron Services Committee to review and make further recommendations.

Peter Moved
Howard Seconded

All were in favor

OLD BUSINESS

With regards to the RFI, Vincent stated some companies have submitted unsolicited, written estimates. Peter asked if the RFI has been approved and could be submitted, and if it was, then they could get more information and they will then know more about the RFQ. He further stated that they would go forward from that point.

Deborah requested an update on the painting of some of the buildings' exterior and if it had been scheduled. Peter said it has not been scheduled to date but believed if they went forward with the "front" project that would be included. Edward said that they did check on the procedure to remove the paint that is peeling from the zinc-coated steel gusset plate without damaging the zinc coating. There is no cost on this procedure. Deborah requested a quote. Deborah asked for an update on the carpet cleaning. Vincent stated that carpet cleaning is \$3,459.00. If you add the chairs in the main library and the Pio Costa room, it will be \$4,355.00. Peter suggested getting a second quote.

Howard asked to be brought up to date on the Certificate of Incorporation or the bylaw rules. Peter stated that not every entity had to have bylaws. Deborah made a recommendation that everyone receive a copy of the Articles of Incorporation (with two amendments, circa 1998, adding officer positions) and they should be included in the mailing packets. She further noted that Edward signed both: one as the first president of the Library and he signed the amendment.

With regards to the Pathways to Learning, Vincent inquired what was the library's responsibility of making the Pio Costa auditorium available. He stated that they are currently using it every Tuesday and Thursday. Peter said that they follow the township's rules and regulations set forth. Deborah was not certain and she requested that Patron Services look at a policy that broke down the regulations for use.

Vincent stated that one of the problems was that "Pathways" had the room that the board uses booked for the same evening as the Library's Board of Trustee Meeting. When asked if they could reschedule, they said "absolutely not", only to never show up. It was further stated that there is no charge for the use of the room.

Peter said that they decided to use the policy that the township utilizes but they were free to readdress the policy and make changes if they so desired. Ms. Grossi suggested that perhaps the Interim Director could give them some suggestions as to how it is done in other libraries.

Thomas asked how the Associate Operating Director (Vincent Sacco) and the Interim Library Director (Allan Kleiman) were working together and what their individual responsibilities were. It was determined that Allan would be in charge and Vincent would work on the items that Allan could not get to. Allan stated Vincent would continue to work on the project that he had started and the new issues Allan would take over. He further stated that they were trying to make sure there was coverage at the library every day. Allan would be there when Vincent was not and vice versa. However, it was noted that Vincent is trying to cut down on his hours and Allan would take over those responsibilities. Allan stated that they are very aware of each other's activities and there is good communication between them.

NEW BUSINESS

Deborah requested that the following statement be read into the record:

“As Mayor, I sit as a member of the Library Board, but the views that are expressed here at these library board meetings are my own, not of the Township Committee. However, tonight, at this time, I am speaking on behalf of the entire Township Committee. Over the last two years, Montville’s finances have been impacted by the downturn in the economy and at the local level we have experienced reduction in revenues, most prominently the loss of over \$500,000.00 in state aid. We also experienced numerous tax appeals that we have had to pay out millions in tax settlements. This reduction in revenue stream, coupled with rising costs, has required the Township Committee to increasingly examine the ways to stretch our tax dollars. Operating expenses have been reduced by 18%. There has been consolidation of divisions and increased use of shared services; reductions in some of our employees’ hours and also, unfortunately, limited layoffs. All aspects of the municipality are being reviewed for potential savings to our taxpayers. This includes the public library. The Township Committee, unanimously, has asked our municipal attorney and our administrator to explore potential cost-saving-measures that may be generated by dissolving the free public library and continuing library operations as a municipal department. We understand this would require a referendum. This decision to explore potential dissolution of a statutory library was not made lightly but was a unanimous decision by the five (5) Township Committee members. Analysis on this contemplated project is not completed at this time. Again, information will be gathered to determine cost savings and see if this project or this option is feasible and an appropriate course of action in the future years.”

Peter asked if the township wanted to take over the library as they did the MUA to which Deborah stated that is not what she said. She stated that they wanted to see if this were an appropriate course of action for the township taxpayers.

Deborah stated for the record that none of the concurrent township committee members were involved in the dissolution of the MUA. Deborah further stated that this has no reflection on the Library Board of Directors or anything that this body is doing currently – it has to do with looking into municipality as a whole and delivering the most cost effective solutions for all municipal services to the taxpayers.

Ms. Grossi asked that Deborah send a copy of her statement to the Board members.

Donald stated that he looked at NJ Law in regards to the transfer of excess library funds to the municipality. He stated that there are a number of forms that must be completed. They must contact the Library Development Bureau of the State of New Jersey and what they will do is process the application within 45 calendar days. He noted that surplus money was identified and half of that money would be turned back to the town for tax relief and along those lines, what he found out is MJSA 40A.4-251, that the town may anticipate monies as miscellaneous revenue and their target was \$280,000.00 in total surplus with \$140,00.00 going to the town. He stated that he also found out that instead of the Trustees having a vote to transfer the money to the municipality, can the municipality reduce their annual contributions – they may do it unilaterally? Donald said what he has found in NJ law was that, no – they could not do that. Therefore they would have to vote. He stated that he would contact Victoria Roche, who is the Deputy Director of Library Development Bureau. Donald further stated the library has approximately \$1 million in surplus, which has arisen since the library started. He said that a significant amount of the money has been used to improve the library itself and still there is a surplus. He stated that they could take half of the surplus and give it back to the town, still leaving them with surplus monies and try to run the library as efficiently as possible. He stated that hopefully these documents would be completed by the next meeting and he would review them with the members of the Finance Committee. He said that this would require a resolution by this board. Further, he stated that the town must use the money for property tax relief.

Deborah stated that the township operates on a modified accrual basis of accounting and there are few exceptions, but essentially they are not allowed to anticipate more revenue in a fiscal year budget than was realized in the prior year. So if they had these monies realized in '09 that would allow the township to anticipate this type of money in 2010 so they could add it to the surplus this year to be applied to next year's tax rate.

Donald thought that if he understood this correctly, once submitted, they would know within 45 days as to whether they could do this or not. If they are told "yes" it would become an agenda item and they as trustees would vote yes or no – if the answer is "yes", there would be money transferred in 2009 to the town.

Peter asked for a motion to go into Executive Session for the purposes of discussing personnel and legal issues.

Gary moved
Donald seconded.

All were in favor

Open Session closed to go into Executive Session at 9:30.m.

Open Session reconvened 10:08 p.m.

Peter asked for a motion to adjourn

Thomas moved
Edward Seconded
All were in favor
Open Session adjourned 10:08 p.m.