

**MINUTES OF A SPECIAL MEETING OF THE
BOARD OF DIRECTORS**

HELD ON
March 31, 2022

A special meeting of the Library Board of Directors of the Kanawha County Public Library was held on Thursday, March 31, 2022, at 3:00 PM in the Board Room at the New Main Library and via Zoom.

The following Board Members were present:

Dr. M. Blackwell	Ms. M. Jaensson
Mr. C. Erlewine	Ms. J. Pauer
Ms. S. Haden	Dr. K. Sullivan
Mr. J. Holliday	Mr. B. Thomas
Mr. T. Hurney	

KCPL staff members present were Ms. Erika Connelly, Ms. Sarah Mitchell, Ms. Adele Thumm, Mr. Stan Howell, Ms. Marsha Alford, Mr. Teddy Claypool, Mr. Tim Venitsanos, and Mr. Michael Polak.

Others in attendance were Mr. Michael Albert, a director of the Kanawha County Public Library Special Public Properties Holdings, Inc.; Mr. Dave Pray, Owner's Representative; PrayWorks; Mr. Josh Pray, Owner's Representative, PrayWorks; Mr. Robert Tweel; Special Properties counsel, Jackson Kelly; Mr. Bill Lynch, the Charleston-Gazette newspaper.

Ms. Jaensson presided and reported that a quorum was present. The Library Director served as Secretary. The meeting was called to order at 3:09 p.m.

New Business:

The purpose of the special meeting dealt with the approval of the lease for the cafe space on the first floor of the New Main Library. Mr. Thomas explained that Ms. Jaensson formed a board committee to focus on finding a vendor. They wanted to keep the partnership local, and Mr. Dave Pray approached at least three different groups on the library's behalf to discuss the space. One responded with a proposal, Mr. Venu Menon of Blue Door Enterprises, which runs the two Mea Cuppa cafes in Charleston. Mr. Menon impressed the committee with his enthusiasm, and he really wants to work with the library. The committee is making a recommendation to enter into the sub-lease agreement with Blue Door, the Special Properties Holding Corporation, and KCPL's legal counsel, Chris Winton, each vetted the terms of the agreement. Mr. Thomas stated the most comfort he has from the library's perspective with the contract is the three-year commitment. If things are a success, it can be extended. Either side also may get out of the deal with 60 days' notice.

Dr. Sullivan asked about the monthly rate, \$350 a month, and if it's realistic in the market. Did the committee compare other rents of local cafe establishments?

Ms. Jaensson answered that they did price things out, but the rate is lower because the cafe doesn't have a separate door from the first floor of the library. They felt that a market cost might chase away most potential vendors and the library's goal is just to recoup its expenses and not turn a profit.

Dr. Blackwell asked if the committee foresaw any negatives with the implementation of the contract.

Mr. Thomas stated that there's always a possibility of food poisoning/illness occurring from a cafe. He feels like the lease does protect the library with the 60-day termination out. He stated it will give the Board a vehicle to re-purpose the space if things are not working.

Mr. Hurney asked about Blue Door's insurance, noting that \$500,000 is low for a policy. He mentioned the possibility of a cafe fire spreading into the first floor of the library and wondered if their insurance was enough to cover damages.

Mr. Thomas said that they will not be making food on the premises and that there will be no oven on the premises. He feels their risk of a fire is lower. Mr. Bob Tweel explained that the master lease agreement the library has on the building is for 100 percent of its replacement value, so he's not concerned about any potential insurance issues.

Then, a motion was duly made and unanimously approved that the following resolution be ADOPTED

WHEREAS, the special committee appointed by the President of the Kanawha County Public Library's Board of Directors, Monika Jaensson, has reached an agreement with Blue Door Enterprises, LLC to provide Cafe services in the New Main Library in Downtown Charleston.

NOW THEREFORE BE IT RESOLVED that the Board of Directors of the Kanawha County Public Library approve the recommendation of the committee and will enter into the lease with Blue Door Enterprises, LLC effective April 1, 2022.

There being no further discussion or business, a motion was made to adjourn this meeting. The motion was made and seconded, and the meeting ADJOURNED at 3:19 p.m.

President

Secretary