

AGENDA

BOARD OF LAW LIBRARY TRUSTEES of the LOS ANGELES COUNTY LAW LIBRARY

REGULAR BOARD MEETING

Wednesday, February 28, 2024

12:15 PM

MILDRED L. LILLIE BUILDING TRAINING CENTER

301 WEST FIRST STREET

LOS ANGELES, CA 90012-3140

ACCOMMODATIONS

A person with a disability may contact the Board Secretary's office at (213) 785-2511 at least 24 hours before the scheduled meeting to request receipt of an agenda in an alternative format or to request disability-related accommodations, including aids or services, in order to participate in the public meeting. Later requests will be accommodated to the extent feasible.

AGENDA DESCRIPTIONS

The agenda descriptions are intended to give notice to members of the public of a brief general description of items of business to be transacted or discussed. The posting of the recommended actions does not indicate what action will be taken. The Board may take any action that it deems to be appropriate on the agenda item and is not limited in any way by the notice of the recommended action. The President reserves the right to discuss the items listed on the agenda in any order.

REQUESTS AND PROCEDURES TO ADDRESS THE BOARD

Each member of the public has the right to address the Board on agenda items or on items of interest which are not on the agenda and which are within the subject matter jurisdiction of the Board. Public comments will be taken at the beginning of the meeting as Agenda Item 1.0. Members of the public will be called upon at that time. A member of the public will be allowed to address the Board for a total of three (3) minutes for a single item or a maximum of five (5) minutes for all items unless the President grants more or less time based on the number of people requesting to speak and the business of the Board. When members of the public address the Board on agenda items, the President determines the order in which speakers will be called. Persons addressing the Board shall not make impertinent, slanderous or profane remarks to the Board, any member of the Board, staff or general public, nor utter loud, threatening, personal or abusive language, nor engage in any other disorderly conduct that disrupts or disturbs the orderly conduct of any Board Meeting. The President may order the removal (by muting or disconnection of the telephone line) of any person who disrupts or disturbs the orderly conduct of the Board Meeting.

AGENDA MATERIALS

Unless otherwise exempt from disclosure, all materials relating to items on the agenda distributed to all, or a majority of the members of the Board less than 72 hours prior to the meeting shall be made available for public inspection at the time the writing is distributed in the Executive Office of the Law Library.

LAND ACKNOWLEDGMENT

The Los Angeles County Law Library and its Board of Trustees recognize that we occupy land originally and still inhabited and cared for by the Tongva, Tataviam, Serrano, Kizh, and Chumash Peoples. We honor and pay respect to their elders and descendants — past, present, and emerging — as they continue their stewardship of these lands and waters. We acknowledge that settler colonization resulted in land seizure, disease, subjugation, slavery, relocation, broken promises, genocide, and multigenerational trauma.

This acknowledgment demonstrates our responsibility and commitment to truth, healing, and reconciliation and to elevating the stories, culture, and community of the original inhabitants of Los Angeles County. We are grateful to have the opportunity to live and work on these ancestral lands. We are dedicated to growing and sustaining relationships with Native peoples and local tribal governments, including (in no particular order) the:

- Fernandño Tataviam Band of Mission Indians
- Gabrielino Tongva Indians of California Tribal Council
- Gabrieleno/Tongva San Gabriel Band of Mission Indians
- Gabrieleño Band of Mission Indians – Kizh Nation
- San Manuel Band of Mission Indians
- San Fernando Band of Mission Indians

To learn more about the First Peoples of Los Angeles County, please visit the Los Angeles City/County Native American Indian Commission website at anaic.lacounty.gov.



CALL TO ORDER

1.0 PUBLIC COMMENT

2.0 PRESIDENT'S REPORT

3.0 CONSENT CALENDAR

3.1 Approval of Minutes of the January 24, 2024 Regular Board Meeting

3.2 Review of December Financials and List of January Checks and Warrants

3.3 Approval of Conflict of Interest and Disclosure Code for Law Library, Los Angeles County

3.4 Resolution to Update List of Signees on Local Agency Investment Fund (LAIF) Account

3.5 Approval of Extension of Contract with Insurance Broker for 2024-25 Property and Liability Insurance Renewal

4.0 DISCUSSION ITEMS

4.1 Recognition of Judge Michael Stern's years of service as Trustee with thanks from the Board of Trustees and LA Law Library

4.2 Welcome to Judge Susan DeWitt as newly appointed Board of Trustee

4.3 Review and Approval of FY2023-24 Mid-Year Budget and Financials

4.4 Change of Leadership of Board of Trustees and Election of Officers

4.5 Establishment of Board of Trustee Working Group to review and analyze Friends of Los Angeles County Law Library Amended Bylaws, executed on January 23, 2024.

5.0 AGENDA BUILDING

Items not on the posted agenda may be presented by a Trustee and, if requested, may be referred to staff or placed on the agenda for consideration at a future meeting of the Board.

6.0 EXECUTIVE DIRECTOR REPORT

7.0 ADJOURNMENT

The next Regular Meeting of the Board of Law Library Trustees is scheduled for Wednesday, March 27, 2024.

POSTED THURSDAY, FEBRUARY 22, 2024 @ 5:00 P.M.

POSTED BY DANIEL REINHOLD



**MINUTES OF THE REGULAR BOARD MEETING
OF THE BOARD OF LAW LIBRARY TRUSTEES OF
LOS ANGELES COUNTY**

**A California Independent Public Agency Under
Business & Professions Code Section 6300 et sq.**

January 24, 2024

The Regular Meeting of the Board of Law Library Trustees of Los Angeles County was held on Wednesday, January 24, 2024 at 4:30 p.m., at the Los Angeles County Law Library Mildred L. Lillie Main Library Building at 301 West First Street, Los Angeles, California 90012 for the purposes of considering reports of the affairs to the Library, and transacting such other business as might properly come before the Board of Trustees.

ROLL CALL/QUORUM

Trustees Present: Judge Mark Juhas
Judge Michelle Williams Court
Judge Laura Seigle
Judge Rosa Fregoso
Kenneth Klein, Esquire

Trustees Absent: Susan Steinhauser, Esquire

Senior Staff Present: Katherine Chew, Executive Director
Jaye Steinbrick, Deputy Director

Also Present: Marcelino Juarez, Finance Manager
Daniel Reinhold, Executive Assistant

President Juhas determined a quorum to be present, convened the meeting at 4:39pm and thereafter presided. Executive Director, Katherine Chew, recorded the Minutes.

1.0 PUBLIC COMMENT

Geoff Wilson, member of Members Services, discussed how on July 27, 2023 he bought a card for LALL's Members Study. He did not receive his card until September 5, 2023. He wrote a complaint to the Library, then received the card two days later. He asked for an extension of subscription for the two months he spent without the card. The request was denied. He then asked the Board for a two-month extension once again. He also requested for LALL to institute value stream mapping. Asked the Board to consider value stream map analysis for LALL.

2.0 PRESIDENT'S REPORT

3.0 CONSENT CALENDAR

3.1 Approval of Minutes of the December 20, 2023 Regular Board Meeting

3.2 Review of November Financials and List of December Checks and Warrants

3.3 Review and Approval of FY24 2nd Quarter Statistics

3.4 2024-25 Workers Compensation Insurance Renewal Approval

3.5 Approval of Revisions to Job Descriptions for Recruitment of Director, Reference and Collections; Librarian, Collection Development; Librarian, Legal Education; Senior Librarian, Collection Development; and Director, Public and Legal Education

President Juhas requested a motion to approve the Consent Calendar. So moved by Trustee Seigle, seconded by Trustee Court. The motion was unanimously approved 5 – 0.

4.0 DISCUSSION ITEMS

- 4.1 Presentation of Commendations to retirees Sandra Levin, Malinda Muller, Linda Heichman, and Leigh Saldana

Linda Heichman was not present for the Board Meeting. Sandra Levin and Malinda Muller both received commendations from the Board for their years of service to LALL.

- 4.2 Recognition of Volunteers with Gratitude for Their Contributions

President Juhas and the Board thanked volunteers present for their service to the Library. The Board had each volunteer present stand, introduce themselves, and tell what classes they taught at the Library.

- 4.3 UBS Investment Update

Kelly Jay discussed LALL's investment portfolio. He handles all Library investments pro bono. Kelly discussed zero coupon treasuries/investments. He mentioned how returns have begun to accelerate, started with \$5.5 million, but that figure has grown to \$6.2 million. Discussed how investment strategy contained little to no risk. Kelly also discussed how to balance current investments.

5.0 AGENDA BUILDING

Items not on the posted agenda may be presented by a Trustee and, if requested, may be referred to staff or placed on the agenda for consideration at a future meeting of the Board.

6.0 EXECUTIVE DIRECTOR REPORT

- 6.1 Government Publishing Office selects LA Law Library to receive Federal Depository Library Program limited distribution of print titles

ED Chew discussed Government Publishing Office selects, mentioned how LALL is one of only three libraries to have print publications in the entire state of California.

- 6.2 Visit from Senator Caroline Menjivar of 20th District (Burbank and San Fernando Valley)

ED Chew discussed how Senator Caroline Menjivar would be visiting LALL on January 31, 2024. ED Chew went over plans for the tour for the Senator

- 6.3 Friends of LA Law Library Luncheon Honoring Beacon of Justice Awardees

ED Chew discussed plans to host Beacon of Justice Awardees for a luncheon.

- 6.4 Passing the Torch Event

7.0 ADJOURNMENT

There being no further business to come before the Board the meeting was adjourned at 5:07pm. The next Regular Meeting of the Board of Law Library Trustees is scheduled for Wednesday, February 28, 2024 at 12:15pm.



Los Angeles County Law Library

Balance Sheet

As of December 31, 2023

(Provisional and subject to year-end audit adjustments)

| | 6/30/2023 | 12/31/2023 | YTD |
|--|-------------------|-------------------|------------------|
| Assets | | | |
| Current assets | | | |
| Cash and cash equivalents | 16,275,850 | 16,272,439 | (3,411) |
| Accounts receivable | 329,159 | 100,631 | (228,528) |
| Other receivable | 1,367,036 | 1,331,618 | (35,417) |
| Prepaid expenses | 279,523 | 397,628 | 118,106 |
| Total current assets | 18,251,568 | 18,102,317 | (149,251) |
| Noncurrent assets | | | |
| Restricted cash and cash equivalents | 318,470 | 318,470 | - |
| Investments | 6,071,207 | 6,240,890 | 169,682 |
| Capital assets, not being depreciated | 696,192 | 696,192 | - |
| Capital assets, being depreciated - net | 14,667,364 | 14,364,091 | (303,274) |
| Total noncurrent assets | 21,753,233 | 21,619,642 | (133,591) |
| Total assets | 40,004,801 | 39,721,959 | (282,842) |
| Deferred Outflows of Resources | | | |
| Deferred Outflows of Resources | 4,722,167 | 4,722,167 | - |
| Total assets and deferred outflows of resources | 44,726,968 | 44,444,126 | (282,842) |
| Liabilities | | | |
| Current Liabilities | | | |
| Accounts payable | 330,706 | 44,707 | (285,999) |
| Other current liabilities | - | - | - |
| Payroll liabilities | 10,834 | 30,696 | 19,861 |
| Total current liabilities | 341,540 | 75,402 | (266,138) |
| Noncurrent Liabilities | | | |
| Accrued sick and vacation liability | 279,625 | 260,393 | (19,233) |
| Borrowers' deposit | 203,004 | 214,449 | 11,445 |
| OPEB liability | 3,547,803 | 3,597,803 | 50,000 |
| Net pension liability | 5,061,711 | 5,111,711 | 50,000 |
| Total noncurrent liabilities | 9,092,143 | 9,184,355 | 92,212 |
| Total liabilities | 9,433,684 | 9,259,757 | (173,926) |
| Deferred Inflows of Resources | | | |
| Deferred Inflows of Resources | 1,331,894 | 1,331,894 | - |
| Total liabilities and Deferred inflows of resources | 10,765,578 | 10,591,651 | (173,926) |
| Net Position | | | |
| Invested in capital assets | 15,363,556 | 15,060,282 | (303,274) |
| Unrestricted | 18,597,834 | 18,792,192 | 194,358 |
| Total net position | 33,961,390 | 33,852,474 | (108,916) |
| Total liabilities and Deferred inflows of resources and net position | 44,726,968 | 44,444,126 | (282,842) |

Los Angeles County Law Library
Income Statement for the Period Ending December 31, 2023
(Provisional and subject to year-end audit adjustments)

| Dec 2022 | Dec 2023 | | | |
|----------|----------|--------|-----------------|----------------|
| | Budget | Actual | \$ Fav (Unf) | % Fav (Unf) |

| | | | | |
|------------------|------------------|------------------|-----------------|---------------|
| 615,568 | 572,828 | 640,847 | 68,019 | 11.9% |
| 37,573 | 34,372 | 57,662 | 23,290 | 67.8% |
| 0 | 0 | 0 | 0 | 0.0% |
| <u>28,531</u> | <u>27,293</u> | <u>22,895</u> | <u>(4,397)</u> | <u>-16.1%</u> |
| <u>681,671</u> | <u>634,493</u> | <u>721,405</u> | <u>86,911</u> | <u>13.7%</u> |
| | | | | |
| 473,462 | 585,657 | 533,305 | 52,352 | 8.9% |
| 63,300 | 67,458 | 71,878 | (4,420) | -6.6% |
| 142,400 | 149,600 | 151,375 | (1,775) | -1.2% |
| (142,400) | (149,600) | (151,375) | 1,775 | -1.2% |
| | | 0 | | |
| 80,793 | 92,150 | 82,917 | 9,233 | 10.0% |
| 21,768 | 20,849 | 21,558 | (709) | -3.4% |
| 9,338 | 14,751 | 14,355 | 396 | 2.7% |
| 745 | 0 | 15 | (15) | 0.0% |
| 353 | 16,140 | 2 | 16,138 | 100.0% |
| 16 | 53 | 28 | 25 | 48.0% |
| 5,069 | 8,789 | 13,560 | (4,771) | -54.3% |
| <u>198,847</u> | <u>201,979</u> | <u>193,119</u> | <u>8,860</u> | <u>4.4%</u> |
| <u>853,689</u> | <u>1,007,826</u> | <u>930,737</u> | <u>(77,090)</u> | <u>-7.6%</u> |
| <u>(172,017)</u> | <u>(373,333)</u> | <u>(209,332)</u> | <u>164,001</u> | <u>-43.9%</u> |
| | | | | |
| 13,521 | 833 | 42,803 | 41,970 | 5036.4% |
| 0 | 0 | 0 | 0 | 0.0% |
| 0 | 0 | 0 | 0 | 0.0% |
| <u>(158,497)</u> | <u>(372,500)</u> | <u>(166,529)</u> | <u>205,971</u> | <u>-55.3%</u> |
| | | | | |
| <u>0</u> | <u>1,000</u> | <u>0</u> | <u>1,000</u> | <u>100.0%</u> |

| FY 2022-23 | FY 2023-24 YTD | | | | Annual Budget |
|------------|----------------|--------|-----------------|--------------|---------------|
| | Budget | Actual | \$ Fav (Unf) | % Fav (-) | |

Summary:

Income

| | | | | | | |
|--------------------------|------------------|------------------|------------------|-----------------|---------------|------------------|
| L.A. Superior Court Fees | 3,539,055 | 3,732,823 | 4,102,799 | 369,976 | 9.9% | 7,200,000 |
| Interest | 126,679 | 198,385 | 315,946 | 117,561 | 59.3% | 396,809 |
| Parking | 50,425 | 0 | 0 | 0 | 0.0% | 0 |
| Library Services | <u>234,587</u> | <u>244,555</u> | <u>174,716</u> | <u>(69,839)</u> | <u>-28.6%</u> | <u>500,281</u> |
| Total Income | <u>3,950,747</u> | <u>4,175,763</u> | <u>4,593,461</u> | <u>417,698</u> | <u>10.0%</u> | <u>8,097,090</u> |

Expense

| | | | | | | |
|---|------------------|--------------------|------------------|----------------|--------------|--------------------|
| Staff (payroll + benefits) | 2,687,843 | 3,150,735 | 2,887,980 | 262,755 | 8.3% | 5,905,740 |
| Electronic Resource Subscriptions | 309,632 | 334,414 | 327,137 | 7,278 | 2.2% | 740,862 |
| Library Materials | 830,682 | 899,693 | 854,348 | 45,345 | 5.0% | 2,374,438 |
| Library Materials Transferred to Assets | (830,682) | (899,693) | (854,348) | (45,345) | 5.0% | (2,374,438) |
| Facilities | 486,396 | 567,591 | 536,382 | 31,209 | 5.5% | 1,134,839 |
| Technology & Data | 72,998 | 147,883 | 85,773 | 34,229 | 23.1% | 289,921 |
| General | 49,282 | 46,052 | 45,380 | 672 | 1.5% | 83,510 |
| Professional Development | 12,359 | 16,965 | 13,903 | 3,062 | 18.0% | 38,681 |
| Communications & Marketing | 944 | 59,510 | 97 | 59,413 | 99.8% | 69,952 |
| Travel & Entertainment | 40 | 178 | 133 | 45 | 25.5% | 356 |
| Professional Services | 48,078 | 83,894 | 49,162 | 34,732 | 41.4% | 146,628 |
| Depreciation | <u>1,201,163</u> | <u>1,183,586</u> | <u>1,157,621</u> | <u>25,964</u> | <u>2.2%</u> | <u>2,408,265</u> |
| Total Expenses | <u>4,868,735</u> | <u>5,590,808</u> | <u>5,103,569</u> | <u>487,239</u> | <u>8.7%</u> | <u>10,818,755</u> |
| Net Income (Loss) | <u>(917,988)</u> | <u>(1,415,045)</u> | <u>(510,108)</u> | <u>904,937</u> | <u>64.0%</u> | <u>(2,721,665)</u> |

Investment Gain (Loss)¹

| | | | | | | |
|--|------------------|--------------------|------------------|------------------|--------------|--------------------|
| Investment Gain (Loss) ¹ | 26,870 | 5,000 | 169,682 | 164,682 | 3293.6% | 10,000 |
| Extraordinary Income | 3,745,798 | 0 | 231,510 | 231,510 | 0.0% | 0 |
| Extraordinary Expense | 100,000 | 0 | 0 | 0 | 0.0% | 0 |
| Net Income Including Extraordinary Items | <u>2,754,680</u> | <u>(1,410,045)</u> | <u>(108,916)</u> | <u>1,301,129</u> | <u>92.3%</u> | <u>(2,711,665)</u> |

Capitalized Expenditures

| | | | | | | |
|--------------------------|---|---------|---|---------|--------|-----------|
| Capitalized Expenditures | 0 | 982,000 | 0 | 982,000 | 100.0% | 1,668,000 |
|--------------------------|---|---------|---|---------|--------|-----------|

Comments

Los Angeles County Law Library
 Income Statement for the Period Ending December 31, 2023
 (Provisional and subject to year-end audit adjustments)

| Dec 2022 | Dec 2023 | | | | FY 2022-23 | FY 2023-24 YTD | | | | Annual Budget | Comments | | |
|---|----------|---------|---------|--------------|----------------|--------------------------------|------------|-----------|-----------|---------------|----------|--------------|---|
| | Actual | Budget | Actual | \$ Fav (Unf) | | % Fav (Unf) | YTD Actual | Budget | Actual | | | \$ Fav (Unf) | % Fav (-) |
| Detailed Budget: | | | | | | | | | | | | | |
| Income: | | | | | | | | | | | | | |
| 615,568 | 572,828 | 640,847 | 68,019 | 11.9% | 15 FIN 303300 | L.A. Superior Court Fees | 3,539,055 | 3,732,823 | 4,102,799 | 369,976 | 9.9% | 7,200,000 | More paid court filings |
| Interest: | | | | | | | | | | | | | |
| 1,996 | 1,960 | 3,950 | 1,990 | 101.6% | 15 FIN 311000 | Interest - LAIF | 3,292 | 3,910 | 7,464 | 3,555 | 90.9% | 7,859 | Better than expected earnings rate. |
| 34,867 | 32,000 | 52,668 | 20,668 | 64.6% | 15 FIN 312000 | Interest - General Fund | 120,469 | 192,000 | 302,349 | 110,349 | 57.5% | 384,000 | Better than expected earnings rate. |
| 710 | 413 | 1,044 | 632 | 153.2% | 15 FIN 313000 | Interest - Deposit Fund | 2,919 | 2,475 | 6,133 | 3,658 | 147.8% | 4,950 | Better than expected earnings rate. |
| 37,573 | 34,372 | 57,662 | 23,290 | 67.8% | | Subtotal | 126,679 | 198,385 | 315,946 | 117,561 | 59.3% | 396,809 | |
| Parking: | | | | | | | | | | | | | |
| 0 | 0 | 0 | 0 | 0.0% | 39 FAC 330100 | Parking | 50,425 | 0 | 0 | 0 | 0.0% | 0 | |
| 0 | 0 | 0 | 0 | 0.0% | | Subtotal | 50,425 | 0 | 0 | 0 | 0.0% | 0 | |
| Library Services: | | | | | | | | | | | | | |
| 49 | 49 | 0 | (49) | -100.0% | 27 CIRC 330150 | Annual Designation Fee | 341 | 505 | 1,089 | 584 | 115.6% | 2,011 | Timing variance. Fee is due before July 1. Firm with large list paid in Aug. |
| 21,265 | 12,708 | 12,587 | (121) | -0.9% | 25 PS 330140 | Annual Members Fee | 136,012 | 112,786 | 105,588 | (7,198) | -6.4% | 197,066 | Loss of 1 Platinum Member, other members renewing at lower than expected rate |
| 2,361 | 1,119 | 3,827 | 2,708 | 242.0% | 25 PS 330340 | Course Registration | 25,555 | 25,714 | 15,888 | (9,826) | -38.2% | 34,053 | Timing variance in receipt of sponsorship funds. |
| 2,868 | 2,800 | 2,759 | (41) | -1.5% | 27 CIRC 330129 | Copy Center | 14,079 | 13,600 | 18,346 | 4,746 | 34.9% | 22,900 | Better than expected revenue, though limited public copier availability. |
| 574 | 700 | 968 | 268 | 38.3% | 27 CIRC 330205 | Document Delivery | 3,648 | 4,200 | 2,966 | (1,234) | -29.4% | 7,701 | Continued free eDelivery provided to patrons. |
| 1,064 | 1,050 | 2,066 | 1,016 | 96.8% | 27 CIRC 330210 | Fines | 9,026 | 8,750 | 11,276 | 2,526 | 28.9% | 19,050 | Timing variance. |
| 108 | 7,667 | 120 | (7,547) | -98.4% | 15 FIN 330310 | Miscellaneous | 16,676 | 16,000 | 12,318 | (3,682) | -23.0% | 32,000 | Timing variance. |
| 0 | 1,000 | 263 | (738) | -73.8% | 39 FAC 330330 | Room Rental | 2,154 | 6,000 | 5,319 | (681) | -11.4% | 12,000 | |
| 90 | 0 | 180 | 180 | 0.0% | 23 COL 330350 | Book Replacement | 1,098 | 800 | 630 | (170) | -21.3% | 1,100 | Timing variance. |
| 0 | 0 | 0 | 0 | 0.0% | 15 FIN 330360 | Forfeited Deposits | 0 | 0 | 0 | 0 | 0.0% | 15,000 | |
| 0 | 0 | 0 | 0 | 0.0% | 17 EXEC 330400 | Friends of Law Library | 25,000 | 50,000 | 0 | (50,000) | -100.0% | 150,000 | Timing variance. |
| 0 | 0 | 0 | 0 | 0.0% | 25 PS 330420 | Grants | 0 | 0 | 0 | 0 | 0.0% | 0 | |
| 153 | 200 | 126 | (74) | -37.0% | 15 FIN 330450 | Vending | 999 | 1,200 | 1,296 | 96 | 8.0% | 2,400 | Timing variance. |
| 0 | 0 | 0 | 0 | 0.0% | 39 FAC 330465 | Special Events Income | 0 | 5,000 | 0 | (5,000) | -100.0% | 5,000 | No PBW sponsorship expected this FY. |
| 28,531 | 27,293 | 22,895 | (4,397) | -16.1% | | Subtotal | 234,587 | 244,555 | 174,716 | (69,839) | -28.6% | 500,281 | |
| 681,671 | 634,493 | 721,405 | 86,911 | 13.7% | | Total Income | 3,950,747 | 4,175,763 | 4,593,461 | 417,698 | 10.0% | 8,097,090 | |
| Expenses: | | | | | | | | | | | | | |
| Staff: | | | | | | | | | | | | | |
| 327,325 | 384,353 | 378,505 | 5,848 | 1.5% | ALL 501000 | Salaries (FT) | 1,403,949 | 1,665,530 | 1,531,964 | 133,566 | 8.0% | 3,354,458 | Reflects vacancies. |
| 0 | (7,687) | 0 | (7,687) | 100.0% | 15 FIN 501025 | Staff Vacancy Offset (FT) | 0 | (33,311) | 0 | (33,311) | 100.0% | (67,089) | |
| 26,658 | 45,754 | 27,331 | 18,423 | 40.3% | ALL 501050 | Salaries (PT) | 111,591 | 198,268 | 120,235 | 78,033 | 39.4% | 396,536 | Reflects vacancies and reduced hours. |
| 0 | (915) | 0 | (915) | 100.0% | 15 FIN 501075 | Staff Vacancy Offset (PT) | 0 | (3,965) | 0 | (3,965) | 100.0% | (7,931) | |
| 19,385 | 22,366 | 22,033 | 332 | 1.5% | 15 FIN 502000 | Social Security | 93,896 | 96,918 | 95,136 | 1,782 | 1.8% | 194,012 | |
| 5,209 | 6,237 | 5,820 | 417 | 6.7% | 15 FIN 503000 | Medicare | 23,085 | 27,025 | 23,232 | 3,794 | 14.0% | 54,099 | Reflects vacancies and max annual deduction limits reached by some positions. |
| 23,854 | 44,648 | 28,144 | 16,504 | 37.0% | 15 FIN 511000 | Retirement | 581,263 | 591,884 | 559,253 | 32,631 | 5.5% | 785,884 | |
| 8,333 | 8,333 | 8,333 | 0 | 0.0% | 15 FIN 511050 | Pension Exp (Actuarial) | 50,000 | 50,000 | 50,000 | 0 | 0.0% | 100,000 | |
| 0 | 0 | 0 | 0 | 0.0% | 15 FIN 511100 | Pension Exp (Acctg) | 0 | 0 | 0 | 0 | 0.0% | 0 | |
| 43,888 | 58,300 | 45,438 | 12,862 | 22.1% | 15 FIN 512000 | Health Insurance | 278,340 | 349,800 | 300,439 | 49,361 | 14.1% | 732,802 | Reflects vacancies. |
| 415 | 473 | 419 | 54 | 11.4% | 15 FIN 513000 | Disability Insurance | 2,305 | 2,838 | 2,513 | 325 | 11.5% | 5,676 | Reflects vacancies. |
| 5,468 | 6,030 | 3,611 | 2,419 | 40.1% | 15 FIN 514000 | Dental Insurance | 31,151 | 36,180 | 31,242 | 4,938 | 13.6% | 72,360 | Reflects vacancies. |
| 610 | 700 | 552 | 148 | 21.1% | 15 FIN 514500 | Vision Insurance | 3,240 | 4,200 | 3,528 | 672 | 16.0% | 8,400 | Reflects vacancies. |
| 172 | 230 | 191 | 39 | 17.1% | 15 FIN 515000 | Life Insurance | 1,013 | 1,380 | 1,155 | 225 | 16.3% | 2,760 | Reflects vacancies. |
| 0 | 0 | 0 | 0 | 0.0% | 15 FIN 515500 | Vacancy Benefits Offset | 0 | 0 | 0 | 0 | 0.0% | 0 | |
| 2,016 | 2,121 | 2,121 | 0 | 0.0% | 15 FIN 516000 | Workers Compensation Insurance | 12,093 | 25,502 | 18,056 | 7,446 | 29.2% | 39,501 | Includes Chubb \$4K X-Mod adjustment premium refund and State Fund 9015 2022-23 additional premium. |
| 0 | 2,500 | (480) | 2,980 | 119.2% | 15 FIN 517000 | Unemployment Insurance | 1,321 | 5,000 | (858) | 5,858 | 117.2% | 10,000 | No UI filed YTD. Includes previous year UI refunds. |
| 1,638 | 1,781 | 2,007 | (226) | -12.7% | ALL 514010 | Temporary Employment | 37,793 | 10,886 | 7,856 | 3,030 | 27.8% | 21,772 | Timing variance. |
| 0 | 0 | 723 | (723) | 0.0% | 13 HR 514015 | Recruitment | 1,358 | 66,000 | 90,096 | (24,096) | -36.5% | 66,000 | Timing variance. Delay in ED recruitment invoice. |
| 0 | 0 | 0 | 0 | 0.0% | 15 FIN 517500 | Accrued Sick Expense | 0 | 0 | 0 | 0 | 0.0% | 5,000 | |
| 0 | 0 | 0 | 0 | 0.0% | 15 FIN 518000 | Accrued Vacation Expense | 0 | 0 | 0 | 0 | 0.0% | 20,000 | |
| 8,333 | 8,333 | 8,333 | 0 | 0.0% | 15 FIN 518500 | OPEB Expense | 50,000 | 50,000 | 50,000 | 0 | 0.0% | 100,000 | |
| 80 | 300 | 140 | 160 | 53.3% | 15 FIN 518550 | TMP | 3,174 | 4,300 | 2,240 | 2,061 | 47.9% | 8,600 | Lower than expected participation. |
| 79 | 1,800 | 83 | 1,717 | 95.4% | 15 FIN 518560 | Benefit Administration | 2,271 | 2,300 | 1,896 | 404 | 17.6% | 2,900 | Timing variance. |
| 473,462 | 585,657 | 533,305 | 52,352 | 8.9% | | Total - Staff | 2,687,843 | 3,150,735 | 2,887,980 | 262,755 | 8.3% | 5,905,740 | |
| Library Materials/Electronic Resources Subscription: | | | | | | | | | | | | | |
| 122,104 | 127,000 | 118,303 | 8,697 | 6.8% | 23 COL 601999 | American Continuations | 656,562 | 686,063 | 670,879 | 15,184 | 2.2% | 1,766,063 | |
| 2,415 | 2,500 | 1,656 | 844 | 33.8% | 23 COL 602999 | American New Orders | 9,434 | 11,971 | 10,059 | 1,912 | 16.0% | 27,571 | Timing variance. |
| 813 | 1,000 | 591 | 409 | 40.9% | 23 COL 609199 | Branch Continuations | 6,939 | 7,713 | 4,694 | 3,019 | 39.1% | 23,113 | Timing variance. |
| 0 | 0 | 0 | 0 | 0.0% | 23 COL 609299 | Branch New Orders | 0 | 140 | 0 | 140 | 100.0% | 280 | Timing variance. |

Los Angeles County Law Library
Income Statement for the Period Ending December 31, 2023
(Provisional and subject to year-end audit adjustments)

| Dec 2022 | Dec 2023 | | | | FY 2022-23 | FY 2023-24 YTD | | | | Annual Budget | Comments | | | | |
|-----------|-----------|-----------|----------|--------------|------------|----------------|--|----------------------------------|-------------|---------------|----------|--------------|-------------|---|---|
| | Actual | Budget | Actual | \$ Fav (Unf) | | % Fav (Unf) | YTD Actual | Budget | Actual | | | \$ Fav (Unf) | % Fav (-) | | |
| 745 | 0 | 0 | 0 | 0.0% | ALL | 803115 | Membership dues | 2,289 | 760 | 741 | 19 | 2.5% | 12,604 | Timing variance. | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803120 | Registration fees | 3,605 | 8,335 | 6,933 | 1,402 | 16.8% | 11,125 | Lower than expected AALL registration costs due to grant. | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803125 | Educational materials | 0 | 0 | 0 | 0 | 0.0% | 0 | | |
| 745 | 0 | 15 | (15) | 0.0% | | | Subtotal | 12,359 | 16,965 | 13,903 | 3,062 | 18.0% | 38,681 | | |
| | | | | | | | Communications & Marketing: | | | | | | | | |
| 2 | 5,840 | 2 | 5,838 | 100.0% | 37 | COM | 803205 | Services | 67 | 35,390 | 17 | 35,373 | 100.0% | 35,432 | Timing variance; OTF projects on hold. |
| 351 | 0 | 0 | 0 | 0.0% | 37 | COM | 803210 | Collateral materials | 877 | 10,270 | 58 | 10,212 | 99.4% | 15,620 | Timing variance; OTF projects on hold. |
| 0 | 10,300 | 0 | 10,300 | 100.0% | 37 | COM | 803215 | Advertising | 0 | 13,850 | 22 | 13,828 | 99.8% | 18,900 | Timing variance; Bookmarks temporarily on hold. |
| 0 | 0 | 0 | 0 | 0.0% | 37 | COM | 803220 | Trade shows & Outreach | 0 | 0 | 0 | 0 | 0.0% | 0 | |
| 353 | 16,140 | 2 | 16,138 | 100.0% | | | Subtotal | 944 | 59,510 | 97 | 59,413 | 99.8% | 69,952 | | |
| | | | | | | | Travel & Entertainment | | | | | | | | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803305 | Travel | 0 | 0 | 0 | 0 | 0.0% | 0 | | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803310 | Meals | 0 | 0 | 0 | 0 | 0.0% | 0 | | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803315 | Entertainment | 0 | 0 | 0 | 0 | 0.0% | 0 | | |
| 16 | 53 | 28 | 25 | 48.0% | ALL | 803320 | Ground transportation & mileage reimb. | 40 | 178 | 133 | 45 | 25.5% | 356 | Timing variance. | |
| 0 | 0 | 0 | 0 | 0.0% | ALL | 803325 | Incidental travel expenses | 0 | 0 | 0 | 0 | 0.0% | 0 | | |
| 16 | 53 | 28 | 25 | 48.0% | | | Subtotal | 40 | 178 | 133 | 45 | 25.5% | 356 | | |
| | | | | | | | Professional Services | | | | | | | | |
| 0 | 0 | 0 | 0 | 0.0% | 15 | FIN | 804005 | Accounting | 17,545 | 28,660 | 27,160 | 1,500 | 5.2% | 28,660 | Timing variance. |
| 2,620 | 1,400 | 1,400 | 0 | 0.0% | 17 | EXEC | 804008 | Consulting Services | 13,120 | 8,400 | 8,277 | 123 | 1.5% | 16,800 | Includes unbudgeted supplemental services. |
| 2,096 | 0 | 11,908 | (11,908) | 0.0% | 17 | EXEC | 804010 | Legal | 16,585 | 0 | 12,470 | (12,470) | 0.0% | 10,000 | Timing variance. |
| 353 | 7,389 | 253 | 7,137 | 96.6% | 15 | FIN | 804015 | Other | 828 | 46,834 | 1,255 | 45,579 | 97.3% | 91,168 | Delay in some OTF projects. |
| 5,069 | 8,789 | 13,560 | (4,771) | -54.3% | | | Subtotal | 48,078 | 83,894 | 49,162 | 34,732 | 41.4% | 146,628 | | |
| | | | | | | | Depreciation: | | | | | | | | |
| 170,506 | 167,330 | 166,058 | 1,271 | 0.8% | 15 | FIN | 806105 | Depreciation - Library Materials | 1,028,831 | 1,000,486 | 993,213 | 7,273 | 0.7% | 1,996,428 | |
| 28,340 | 34,649 | 27,061 | 7,588 | 21.9% | 15 | FIN | 806110 | Depreciation Exp - FF&E | 172,332 | 183,100 | 164,408 | 18,691 | 10.2% | 411,837 | |
| 198,847 | 201,979 | 193,119 | 8,860 | 4.4% | | | Subtotal | 1,201,163 | 1,183,586 | 1,157,621 | 25,964 | 2.2% | 2,408,265 | | |
| 853,689 | 1,007,826 | 930,737 | 77,090 | 7.6% | | | Total Expense | 4,868,735 | 5,590,808 | 5,103,569 | 487,239 | 8.7% | 10,818,755 | | |
| (172,017) | (373,333) | (209,332) | 164,001 | -43.9% | | | Net Income Before Extraordinary Items | (917,988) | (1,415,045) | (510,108) | 904,937 | 64.0% | (2,721,665) | | |

Los Angeles County Law Library
Income Statement for the Period Ending December 31, 2023
(Provisional and subject to year-end audit adjustments)

| Dec 2022 | Dec 2023 | | | | FY 2022-23 | FY 2023-24 YTD | | | | | Annual Budget | Comments | |
|---------------------------|------------------|------------------|----------------|----------------|----------------|--|------------------|--------------------|------------------|------------------|---------------|--|---|
| | Actual | Budget | Actual | \$ Fav (Unf) | | % Fav (Unf) | YTD Actual | Budget | Actual | \$ Fav (Unf) | | | % Fav (-) |
| 13,521 | 833 | 42,803 | 41,970 | 5036.4% | 15 FIN 321000 | Investment Gain (Loss) ¹ | 26,870 | 5,000 | 169,682 | 164,682 | 3293.6% | 10,000 | Reflects gains/loss if sold at time of report (before maturity) |
| 0 | 0 | 0 | 0 | 0.0% | 17 EXEC 401000 | Extraordinary Income | 3,745,798 | 0 | 231,510 | 231,510 | 0.0% | 0 | Reflects fee waivers backfill from the State. |
| 0 | 0 | 0 | 0 | 0.0% | 17 EXEC 901000 | Extraordinary Expense | 100,000 | 0 | 0 | 0 | 0.0% | 0 | |
| <u>(158,497)</u> | <u>(372,500)</u> | <u>(166,529)</u> | <u>205,971</u> | <u>-55.3%</u> | | Net Income Including Extraordinary Items | <u>2,754,680</u> | <u>(1,410,045)</u> | <u>(108,916)</u> | <u>1,301,129</u> | <u>92.3%</u> | <u>(2,711,665)</u> | |
| Capital Expenditures: | | | | | | | | | | | | | |
| 0 | 1,000 | 0 | 1,000 | 100.0% | 39 FAC 161100 | Furniture / Appliances (>3k) | 0 | 56,000 | 0 | 56,000 | 100.0% | 62,000 | Timing Variance |
| 0 | 0 | 0 | 0 | 0.0% | 33 TECH 161300 | Electronics / Computer Hardware (>3k) | 0 | 115,000 | 0 | 115,000 | 100.0% | 115,000 | Future unplanned Dell server security upgrade (\$16K). |
| 0 | 0 | 0 | 0 | 0.0% | 39 FAC 164500 | Exterior Building Repairs/Improvements (>3k) | 0 | 50,000 | 0 | 50,000 | 100.0% | 430,000 | |
| 0 | 0 | 0 | 0 | 0.0% | 39 FAC 164000 | Interior Improvements / Alterations (>3k) | 0 | 755,000 | 0 | 755,000 | 100.0% | 965,000 | Timing Variance |
| 0 | 0 | 0 | 0 | 0.0% | 33 TECH 168000 | Computer Software | 0 | 6,000 | 0 | 6,000 | 100.0% | 96,000 | Timing Variance |
| <u>0</u> | <u>1,000</u> | <u>0</u> | <u>(1,000)</u> | <u>-100.0%</u> | | Total - Capitalized Expenditures | <u>0</u> | <u>982,000</u> | <u>0</u> | <u>982,000</u> | <u>100.0%</u> | <u>1,668,000</u> | |
| CalPERS CERBT Trust Fund: | | | | | | | | | | | | | |
| Beginning Balance | | | | | | | 2,294,817 | | | | | | |
| Administrative Expense | | | | | | | (99) | | | | | | |
| Investment Expense | | | | | | | (72) | | | | | | |
| Unrealized Gain/Loss | | | | | | | 131,455 | | | | | | |
| Distribution | | | | | | | | | | | | | |
| Ending Balance | | | | | | | <u>2,426,101</u> | | | | | | |
| | | | | | | | | | | | | CalPERS CERBT program cost. Investment management cost. Fluctuating market conditions. Distribution from Fund. | |

¹ UBS interest/dividend income and gains/losses is consolidated into Investment Gain (Loss) effective FY 2016. It was also moved to "non-operating income" section of the budget as recommended by outside auditors.

Los Angeles County Law Library

Statement of Cash Flows

As of December 31, 2023

(Provisional and subject to year-end audit adjustments)

| | 12/31/2023 | YTD |
|---|-------------------|--------------------|
| Cash flows from operating activities | | |
| L.A. Superior court fees | 640,847 | 4,102,799 |
| Parking fees | - | - |
| Library services | 22,895 | 174,716 |
| Extraordinary income | - | 231,510 |
| (Increase) decrease in accounts receivable | (15,832) | 228,528 |
| (Increase) decrease in other receivable | 73,342 | 35,417 |
| Increase (decrease) in borrowers' deposit | 930 | 11,445 |
| Cash received from filing fees and services | 722,183 | 4,784,415 |
| Facilities | (82,917) | (536,382) |
| Technology | (21,558) | (85,773) |
| General | (14,355) | (45,380) |
| Professional development | (15) | (13,903) |
| Communications & marketing | (2) | (97) |
| Travel & entertainment | (28) | (133) |
| Professional services | (13,560) | (49,162) |
| Electronic Resource Subscriptions (ERS) | (71,878) | (327,137) |
| (Increase) decrease in prepaid expenses | 100,806 | (118,106) |
| Increase (decrease) in accounts payable | (53,099) | (285,999) |
| Increase (decrease) in other liabilities | - | - |
| Cash payments to suppliers for goods and services | (156,605) | (1,462,072) |
| Staff (payroll + benefits) | (533,305) | (2,887,980) |
| Increase (decrease) in payroll liabilities | 16,564 | 19,861 |
| Increase (decrease) in accrued sick and vacation liability | (11,241) | (19,233) |
| Increase (decrease) in OPEB liability | 8,333 | 50,000 |
| Increase (decrease) in net pension liability | 8,333 | 50,000 |
| Cash payments to employees for services | (511,315) | (2,787,352) |
| Contributions received | - | - |
| Net cash from operating activities | 54,262 | 534,991 |
| Cash flow from capital and related financing activities | | |
| Library materials | (151,375) | (854,348) |
| Fixed assets | - | - |
| Capital - Work in Progress (WIP) | - | - |
| Cash flows from investing activities | | |
| Investment | - | - |
| Investment earnings | 57,662 | 315,946 |
| Net cash increase (decrease) in cash and cash equivalents | (39,450) | (3,411) |
| Cash and cash equivalents, at beginning of period | 16,630,359 | 16,594,320 |
| Cash and cash equivalents, at end of period | 16,590,909 | 16,590,909 |
| Reconciliation of Operating Income to Net Cash from Operating Activities | | |
| Operating income | (266,994) | (594,544) |
| Adjustments for noncash effects: | | |
| Depreciation | 193,119 | 1,157,621 |
| Extraordinary expense: book write-off | | |
| Changes in operating assets and liabilities: | | |
| (Increase) decrease in accounts receivable | (15,832) | 228,528 |
| (Increase) decrease in other receivable | 73,342 | 35,417 |
| (Increase) decrease in prepaid expenses | 100,806 | (118,106) |
| Increase (decrease) in accounts payable | (53,099) | (285,999) |
| Increase (decrease) in other liabilities | - | - |
| Increase (decrease) in payroll liabilities | 16,564 | 19,861 |
| Increase (decrease) in accrued sick and vacation liability | (11,241) | (19,233) |
| Increase (decrease) in borrowers' deposit | 930 | 11,445 |
| Increase (decrease) in OPEB liability | 8,333 | 50,000 |
| Increase (decrease) in net pension liability | 8,333 | 50,000 |
| Net cash from operating activities | 54,262 | 534,991 |

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (CHECKS)
Account No.: 102001

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|-------------------------------------|-------------------|------------|-----------|
| January 3 | HOUSE OF TROPHIES AND AWARDS, INC | STAFF MEALS/EVEN | 284.70 | V008296 |
| January 4 | NASA SERVICES | BLDG SVCS | 627.53 | V008292 |
| | PURE PROCESS FILTRATION INC. | BLDG SVCS | 961.38 | V008293 |
| | SECURITAS SECURITY | SECURITY | 8,713.05 | V008294 |
| | ACCUSOURCEHR, INC | RECRUITMENT | 723.03 | V008297 |
| January 5 | AMERICAN BAR ASSOCIATION | PREPAID EXP | 600.00 | V008319 |
| | ODP OFFICE SOLUTIONS, LLC | SUPPLIES-OFFICE | 2,690.02 | V008320 |
| January 9 | WOLTERS KLUWER LAW & BUSINESS | BOOKS | 117,855.41 | V008298 |
| | LEXISNEXIS MATTHEW BENDER | BOOKS | 778.21 | V008299 |
| | CCH INCORPORATED | BOOKS | 30,090.00 | V008300 |
| | CONTINUING EDUCATION OF THE BAR CAL | BOOKS | 2,080.31 | V008301 |
| | PROQUEST LLC COUTTS INFORMATION SER | BOOKS | 2,120.14 | V008302 |
| | GALE CENGAGE LEARNING | BOOKS | 17,440.15 | V008303 |
| | LEXISNEXIS ONLINE SERVICES | BOOKS | 16,971.66 | V008304 |
| | THOMSON REUTERS TAX & ACCOUNTING | BOOKS | 3,501.93 | V008305 |
| | GOBI LIBRARY SOLUTIONS | BOOKS | 439.45 | V008306 |
| January 10 | STAMPS.COM | DELIVERY & POSTAG | 29.99 | V008330 |
| | STAMPS.COM | DELIVERY & POSTAG | 29.99 | V008374 |
| January 11 | J P COOKE COMPANY | SUPPLIES-OFFICE | 86.90 | V008331 |
| January 16 | ALI CLE CONTINUING LEGAL EDUCATION | BOOKS | 119.00 | V008307 |
| | LEXISNEXIS MATTHEW BENDER | BOOKS | 1,421.11 | V008308 |
| | JAMES PUBLISHING INC | BOOKS | 203.67 | V008309 |
| | KLUWER LAW INTERNATIONAL | BOOKS | 23,778.98 | V008310 |
| | LAW LIBRARY MICROFORM CONSORTIUM | BOOKS | 9,815.00 | V008311 |
| | INSTITUTE OF CONTINUING LEGAL EDUCA | BOOKS | 158.50 | V008312 |
| | THOMSON REUTERS TAX & ACCOUNTING | BOOKS | 1,020.55 | V008313 |
| | UNITED NATIONS PUBLICATIONS | BOOKS | 257.07 | V008314 |
| | WEST ACADEMIC | BOOKS | 405.15 | V008315 |
| | THOMSON REUTERS | BOOKS | 116,931.92 | V008316 |
| | GOBI LIBRARY SOLUTIONS | BOOKS | 2,365.82 | V008317 |
| | ABD OFFICE SOLUTIONS | COPY CENTER | 1,184.23 | V008321 |
| | BULBS.COM | REPAIR/MAINT | 293.58 | V008322 |
| | CORODATA | BLDG SVCS | 60.82 | V008323 |
| | ISOLVED BENEFIT SERVICES | HR BENEFIT/ADMIN | 1,971.55 | V008324 |
| | SECURITAS SECURITY | SECURITY | 7,266.22 | V008325 |
| | THE HOME DEPOT PRO | CLEANING SUPPLIES | 2,481.58 | V008326 |
| | ULINE | CLEANING SUPPLIES | 175.88 | V008327 |
| | UPS | DELIVERY & POSTAG | 294.50 | V008328 |

376,626.98

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (CHECKS)
Account No.: 102001

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|-------------------------------------|-------------------|-----------|-----------|
| January 18 | YOURMEMBERSHIP.COM | RECRUITMENT | 398.00 | V008329 |
| | GURU PRINTERS | COLLATERAL MATER | 94.04 | V008332 |
| | STAMPS.COM | DELIVERY & POSTAG | 300.00 | V008333 |
| January 19 | | | | |
| | CHERRY PICK CAFE | SPECIAL EVENTS EX | 172.41 | V008375 |
| January 22 | | | | |
| | AMAZON | SUPPLIES-OFFICE | 22.95 | V008349 |
| | SLOAN'S DRY CLEANERS & LAUNDRY | SPECIAL EVENTS EX | 142.00 | V008376 |
| | GOOGLE | SERVICES | 1.99 | V008392 |
| January 23 | | | | |
| | BLUE 360 MEDIA LLC | BOOKS | 280.63 | V008334 |
| | LEXISNEXIS MATTHEW BENDER | BOOKS | 1,434.58 | V008335 |
| | PROQUEST LLC COUTTS INFORMATION SER | BOOKS | 616.68 | V008336 |
| | LAWDABLE PRESS | BOOKS | 270.00 | V008337 |
| | NOLO PRESS OCCIDENTAL | BOOKS | 150.00 | V008338 |
| | PRACTISING LAW INSTITUTE | BOOKS | 525.14 | V008339 |
| | ROWMAN & LITTLEFIELD PUBLISHING GRO | BOOKS | 263.54 | V008340 |
| | STATE BAR OF WISCONSIN | BOOKS | 21.00 | V008341 |
| | GOBI LIBRARY SOLUTIONS | BOOKS | 279.56 | V008342 |
| January 24 | | | | |
| | CORNER BAKERY | BOARD EXP | 92.00 | V008350 |
| | GURU PRINTERS | STATIONARY/BUS. C | 334.57 | V008351 |
| | CDW GOVERNMENT INC | HARDWARE (<3K) | 1,432.27 | V008377 |
| January 25 | | | | |
| | CDW GOVERNMENT INC | COMPUTER HARDW | 4,257.72 | V008378 |
| January 26 | | | | |
| | LEXISNEXIS MATTHEW BENDER | BOOKS | 34,019.74 | V008352 |
| January 29 | | | | |
| | LEXISNEXIS MATTHEW BENDER | BOOKS | 1,111.59 | V008343 |
| | CONTINUING EDUCATION OF THE BAR CAL | BOOKS | 3,674.82 | V008344 |
| | JURIS PUBLISHING INC | BOOKS | 138.13 | V008345 |
| | PRACTISING LAW INSTITUTE | BOOKS | 539.93 | V008346 |
| | WILLIAM S HEIN & CO | BOOKS | 1,407.23 | V008347 |
| | GOBI LIBRARY SOLUTIONS | BOOKS | 100.13 | V008348 |
| January 30 | | | | |
| | AMAZON | HARDWARE (<3K) | 216.49 | V008379 |
| January 31 | | | | |
| | JIMMY JOHN'S SANDWICHES | SPECIAL EVENTS EX | 295.30 | V008363 |

428,821.42

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (WARRANTS)
Account No.: 102000

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|-------------------------------|-----------------|------------------|------------|
| January 9 | EX LIBRIS (USA) INC. | PREPAID EXP | 16,888.33 | TS00337322 |
| January 10 | RALPH ANDERSEN & ASSOCIATES | RECRUITMENT | 48,831.37 | TS00337348 |
| January 18 | ROMERO MAINTENANCE LLC | JANITORIAL SVCS | 11,781.85 | TS00337608 |
| January 31 | ELDER LAW & DISABILITY RIGHTS | OTHER | 15,000.00 | TS00338067 |
| | | | 92,501.55 | |

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (CHECKS)
Account No.: 103000

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|----------------|-------------|----------|-----------|
| January 29 | SEIU LOCAL 721 | UNION DUES | 3,542.59 | 001730 |
| | SEIU LOCAL 721 | UNION SUPPL | 32.28 | 001731 |

3,574.87

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (CHECKS)
Account No.: 102003

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|--------------------------|-------------|-----------|-----------|
| January 12 | LA DEPT OF WATER & POWER | WATER/SEWER | 15,671.01 | V000830 |

15,671.01

LOS ANGELES COUNTY LAW LIBRARY
January 1, 2024 - January 31, 2024 (CHECKS)
Account No.: 108000

| DATE | PAYEE | FOR | AMOUNT | CHECK NO. |
|------------|---------------------------------|------------------|----------|-----------|
| January 4 | AFLAC REMITTANCE | CAFE PLAN-INSURA | 803.71 | 033063 |
| | GUARDIAN | PREPAID EXP | 7,592.31 | 033064 |
| | PETTY CASH FUND | PETTY CASH | 322.99 | 033065 |
| | WOODS MAINTENANCE SERVICES, INC | JANITORIAL SVCS | 875.00 | 033066 |
| | CARMELETTA BEATRICE MOBLEY | REFUND | 128.00 | 033067 |
| January 16 | OTTO HARRASSOWITZ | BOOKS | 8,204.31 | 033068 |
| | LEXISNEXIS CANADA INC | BOOKS | 296.86 | 033069 |
| | MINISTER OF FINANCE | BOOKS | 215.05 | 033070 |
| | WILLIAM S HEIN & CO | BOOKS | 1,392.05 | 033071 |
| | AT&T | TELECOM | 580.61 | 033072 |
| | BRCK INC | TELECOM | 742.96 | 033073 |
| | DIGITAL INSURANCE LLC | CONSULTING | 1,400.00 | 033074 |
| | COUNTY OF LOS ANGELES | HEATING/COOLING | 2,661.19 | 033075 |
| | SANDRA J LEVIN | TRAVEL | 564.61 | 033076 |
| | LIFTECH ELEVATOR SERVICES INC | ELEVATOR MAINT | 1,065.00 | 033077 |
| | WOODS MAINTENANCE SERVICES, INC | JANITORIAL SVCS | 175.00 | 033078 |
| January 22 | CASEY JOHN UHLEY | REFUND | 130.00 | 033079 |
| January 23 | TODD DANA PIKE | REFUND | 140.00 | 033080 |
| | CALIFORNIA DEPARTMENT OF TAX | USE TAX | 1,545.00 | 033081 |
| | GUARDIAN | PREPAID EXP | 6,998.29 | 033082 |
| | LANGUAGE PEOPLE INC | OTHER | 252.50 | 033083 |
| | METROLINK | TMP | 455.00 | 033084 |
| | WOODS MAINTENANCE SERVICES, INC | JANITORIAL SVCS | 525.00 | 033085 |
| | OTTO HARRASSOWITZ | BOOKS | 2,838.38 | 033087 |
| January 24 | BOYZ IN THE KITCHEN INC. | SPECIAL EVENTS | 5,693.67 | 033086 |
| January 26 | CALIFORNIA DEPARTMENT OF TAX | SALES TAX | 3,842.00 | 033088 |
| January 29 | GAUNT | BOOKS | 1,075.86 | 033089 |
| | OTTO HARRASSOWITZ | BOOKS | 1,536.29 | 033090 |
| | LEXISNEXIS CANADA INC | BOOKS | 248.89 | 033091 |
| January 30 | AFLAC REMITTANCE | CAFE PLAN-INSURA | 811.66 | 033092 |
| | SANDRA J LEVIN | MEMBERSHIP DUES | 327.60 | 033093 |
| | PETTY CASH FUND | PETTY CASH | 350.00 | 033094 |

53,789.79

MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine Chew, Executive Director

RE: Approval of Conflict of Interest and Disclosure Code for the Los Angeles County Law Library

The Political Reform Act (Government Code Section 81000, *et seq.*) requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation (2 Cal. Code of Regs. 18730), which contains the terms of a standard conflict of interest code and the Law Library has adopted the terms of that code as its conflict of interest code, with amendments necessary to designate the persons and categories subject to the requirements of the code and make it specific to the Los Angeles County Law Library.

Attached for your review is a resolution approving proposed amendments to the Conflict of Interest and Disclosure Code for the Law Library. There are no substantive amendments necessary at this time; the only changes are minor.

Once approved, the Law Library’s Conflict of Interest Code will be submitted to the County of Los Angeles as the applicable responsible agency under the Government Code. The proposed code will be reviewed by the County’s Code Review Panel and it is anticipated that it will be approved by the panel prior to the Board’s next meeting.

In addition to adopting a Conflict of Interest Code, each of the individuals listed in the Code or otherwise covered under state law must file Form 700 disclosure statements upon assuming office, departing office and annually. This includes Board Members. Law Library staff sends reminders and instructions as filing deadlines approach and is available to answer any questions regarding the completion and filing of the forms.

RECOMMENDATION

Staff recommends that the resolution and proposed amendments be approved.



Conflict of Interest Code
of the

LAW LIBRARY, LOS ANGELES COUNTY

Incorporation of FPPC Regulation 18730 (2 California Code of Regulations, Section 18730) by Reference

The Political Reform Act (Government Code Section 81000, *et seq.*) requires state and local government agencies to adopt and promulgate conflict of interest codes. The Fair Political Practices Commission has adopted a regulation (2 Cal. Code of Regs. 18730), which contains the terms of a standard conflict of interest code. After public notice and hearing, it may be amended by the Fair Political Practices Commission to conform to amendments in the Political Reform Act. Therefore, the terms of 2 California Code of Regulations Section 18730, and any amendments to it duly adopted by the Fair Political Practices Commission, are hereby incorporated into the conflict of interest code of this agency by reference. This regulation and the attached Appendices (or Exhibits) designating officials and employees and establishing economic disclosure categories shall constitute the conflict of interest code of this agency.

Place of Filing of Statements of Economic Interests

All officials and employees required to submit a statement of economic interests shall file their statements with the agency head; or his or her designee. The agency shall make and retain a copy of all statements filed by its Board of Trustees and Executive Director, and forward the originals of such statements to the Executive Office of the Board of Supervisors of Los Angeles County.

The agency shall retain the originals of statements for all other Designated Positions named in the agency's conflict of interest code. All retained statements, original or copied, shall be available for public inspection and reproduction (Gov. Code Section 81008).

LAW LIBRARY, LOS ANGELES COUNTY

EXHIBIT "A"

CATEGORY 1

Persons in this category shall disclose all business positions and investments in and all income **(including gifts, loans and travel payments)** received from businesses that manufacture or sell supplies or services of the type utilized by the Law Library, including but not limited to, publications, office equipment and supplies, library supplies and landscape maintenance, insurance and utilities.

CATEGORY 2

Individuals who perform under contract the duties of any designated position shall be required to file Statements of Economic Interests disclosing reportable interest in the categories assigned to that designated position.

In addition, individuals who, under contract, participate in decisions which affect financial interests by providing information advice, recommendation or counsel to the agency which could affect financial interest shall be required to file Statements of Economic Interests, unless they fall within the Political Reform Act's exceptions to the definition of consultant. The level of disclosure shall be as determined by the executive officer (or head) of the agency. **(See footnote for clarification.)**

LAW LIBRARY, LOS ANGELES COUNTY

EXHIBIT "B"

Designated Positions

Disclosure Categories

Board of Trustees

1

Executive Director

1

~~Senior Deputy Director, Information Services~~

1

Finance ~~Manager~~ Director

1

Director, ~~Patron Services~~ Reference & Collections

1

Facilities Manager

1

Consultant/ New Positions*

2

*Consultants/New Positions are included in the list of designated positions and shall disclose pursuant to the broadest disclosure category in the code, subject to the following limitations:

The Executive Director or his or her designee may determine in writing that a particular consultant or new position, although a “designated position,” is hired to perform a range of duties that is limited in scope and thus is not required to fully comply with disclosure requirements in this section. Such written determination shall include a description of the consultant’s or new position’s duties and, based upon that description, a statement of the extent of disclosure requirements. The Executive Director or his or her designee’s determination is a public record and shall be retained for public inspection in the same manner and location as this conflict-of-interest code. (Gov. Code Section 81008.)

EFFECTIVE: ~~09/28/2022~~ 03/01/2024

EXECUTIVE OFFICE



BOARD OF SUPERVISORS

JEFF LEVINSON
INTERIM EXECUTIVE OFFICER

COUNTY OF LOS ANGELES
EXECUTIVE OFFICE
BOARD OF SUPERVISORS

KENNETH HAHN HALL OF ADMINISTRATION
500 WEST TEMPLE STREET, ROOM 383
LOS ANGELES, CALIFORNIA 90012
(213) 974-1411 • www.bos.lacounty.gov

MEMBERS OF THE BOARD

HILDA L. SOLIS
HOLLY J. MITCHELL
LINDSEY P. HORVATH
JANICE HAHN
KATHRYN BARGER

February 2, 2024

TO: Don Garcia
Liliana Campos
Irene Aguilar

FROM: Panik Nazarian

SUBJECT: CONFLICT OF INTEREST CODE AMENDMENT FOR LA COUNTY LAW LIBRARY

Below are the proposed amendments for LA County Law Library's Conflict of Interest Code.

In Exhibit "A", designated Disclosure Category 2 is being removed. It is believed that the amended footnote at the end of Exhibit "B" is sufficient to advise the reader of the disclosure requirements for Consultants/New Positions (see revised footnote).

The agency is changing the titles of three positions:

- *Senior Director, Information Services & CTO to Deputy Director*
- *Director of Patron Services to Director, Reference and Collections*
- *Finance Manager to Finance Director*

The above are simple title changes where any changes in duties and responsibilities do not warrant a change in the assigned disclosure for the position.

The Panel has reviewed the attached proposed amendment(s) and has indicated their recommendation(s) as follows: Approve Reject

Signature Date

Signature Date

Signature Date

Signature Date

Comments:

| |
|--|
| |
| |
| |
| |

DG:pn
Attachments

MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director
Marcelino Juarez, Finance Director

RE: Resolution to Update List of Signees on Local Agency Investment Fund (LAIF) Account

BACKGROUND AND SUMMARY

The Local Agency Investment Fund (“LAIF”) was created by California statute in 1977 as an investment alternative for local agencies and special districts. Managed by the State Treasurer’s Office, LAIF is comprised of 2,347 agencies that include school districts, counties, cities, bonds, trustees, and special districts like the Law Library. The program offers local agencies the opportunity to participate in a major portfolio of investments handled by the expertise of the State Treasurer’s Office. The Law Library invests a portion of its excess funds in LAIF (CA BPC § 6348.5), currently totaling approximately \$393K on deposit.

In March 2007, the Board of Trustees adopted a resolution authorizing the Executive Director and Administrative Assistant to deposit or withdraw funds from LAIF. Due to staffing and title changes that have occurred since that time, an updated resolution is required that authorizes the following employees by title (or their successors) to deposit or withdraw LAIF funds on the Law Library’s behalf:

- Katherine H. Chew, Executive Director
- Marcelino Juarez, Finance Director

The proposed resolution in the format required by LAIF is included as an attachment to this memorandum.

RECOMMENDATION

Staff is recommending approval of the resolution to update the list of staff members authorized to conduct transactions with LAIF.

Encl.



RESOLUTION NO. 2024-01

RESOLUTION OF LOS ANGELES COUNTY LAW LIBRARY

**AUTHORIZING INVESTMENT OF MONIES IN
THE LOCAL AGENCY INVESTMENT FUND**

WHEREAS, The Local Agency Investment Fund is established in the State Treasury under Government Code section 16429.1 et. seq. for the deposit of money of a local agency for purposes of investment by the State Treasurer; and

WHEREAS, the Board of Trustees hereby finds that the deposit and withdrawal of money in the Local Agency Investment Fund in accordance with Government Code section 16429.1 et. seq. for the purpose of investment as provided therein is in the best interests of the Los Angeles County Law Library;

NOW THEREFORE, BE IT RESOLVED, that the Board of Trustees hereby authorizes the deposit and withdrawal of Los Angeles County Law Library monies in the Local Agency Investment Fund in the State Treasury in accordance with Government Code section 16429.1 et. seq. for the purpose of investment as provided therein.

BE IT FURTHER RESOLVED, as follows:

Section 1. The following Los Angeles County Law Library officers holding the title(s) specified hereinbelow **or their successors in office** are each hereby authorized to order the deposit or withdrawal of monies in the Local Agency Investment Fund and may execute and deliver any and all documents necessary or advisable in order to effectuate the purposes of this resolution and the transactions contemplated hereby:

Katherine H. Chew – Executive Director
Marcelino Juarez – Director, Finance

Section 2. This resolution shall remain in full force and effect until rescinded by City Council/Board of Directors by resolution and a copy of the resolution rescinding this resolution is filed with the State Treasurer's Office.

PASSED AND ADOPTED, by the Board of Trustees of Los Angeles County Law Library of State of California on February 28, 2024.

Hon. Mark A. Juhas, President, Board of Trustees

ATTEST:

Katherine H. Chew, Secretary, Board of Trustees

MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director
Marcelino Juarez, Finance Director

RE: Approval of Extension of Contract with Insurance Broker for 2024-25 Property and Liability Insurance Renewal

BACKGROUND AND SUMMARY

Alliant Insurance Services has been the Library’s outside auditors since 2019. Since then, they’ve provided excellent and timely service. As is our regular, quinquennial practice, an RFP for insurance brokerage services would have been released late 2023, early 2024 for the 2024-25 insurance renewal cycle. However, due to the change in leadership and other priorities, staff is recommending post postponing the RFP to later in calendar year 2024.

In January 2024, we asked Alliant Insurance Services to propose a contract extension for a single year to complete the 2024-25 property and liability renewals. Staff recommends accepting the proposed contract extension with Alliant Insurance Services, our current insurance broker, for the 2024-25 property and liability insurance renewals at a cost not to exceed \$26,967 as per the enclosed proposal; a zero dollar increase from the expiring annual agreement.

The contract extension will allow us focus our attention on other more pressing matters and better plan the RFP to later in calendar year 2024.

RECOMMENDATION

It is recommended that the Board authorize a one-year extension of the contract for insurance brokerage services with Alliant Insurance Services for the 2024-25 property and liability insurance renewals at a cost not to exceed \$26,967.

Encl.



**AMENDMENT TO
CLIENT SERVICE AGREEMENT
PROPERTY & CASUALTY INSURANCE BROKERAGE SERVICES
ALLIANT INSURANCE SERVICES, INC. AND
LOS ANGELES LAW LIBRARY**

This Agreement amending the Client Services Agreement (the “Amendment”) is entered into February 1, 2024, by and between Los Angeles Law Library (“Client”) and Alliant Insurance Services (“Alliant”).

WHEREAS, Client and Alliant are both parties to that certain Client Service Agreement effective as of February 1, 2024 (the “Agreement”) contemplating the provision of certain insurance brokerage and related services by Alliant to Client; and

WHEREAS, the parties now wish to amend certain terms of the Agreement pertaining to compensation;

NOW THEREFORE, for good and valuable consideration, the sufficiency of which is hereby acknowledged by each party hereto, the parties hereto agree:

1. The brokerage fee will remain at \$26,967.
2. All other terms and conditions set forth in the Agreement shall remain in effect and shall apply to this Amendment.

LOS ANGELES LAW LIBRARY

ALLIANT INSURANCE SERVICES

By: _____
Katherine H. Chew
Executive Director

By: _____
Robert Lowe
Senior Vice President

MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director

RE: Recognition of Judge Michael Stern's Years of Service as Trustee with Thanks from Board of Trustees and LA Law Library

SUMMARY

Judge Michael L. Stern was appointed to the Los Angeles Superior Court in 2001 and began his appointment as a Trustee for the LA Law Library in 2017. After years of dedicated service, Judge Stern resigned from the Board of Trustees on January 12, 2024.

Judge Stern's tireless support, wise counsel, and commitment to the mission and vision of the LA Law Library has made a lasting and meaningful legacy of access to justice to the community. His contributions throughout his tenure have been invaluable to the success of the LA Law Library and its ability to provide legal resources, programs, and workshops to the community throughout Los Angeles County and globally.

The Board of Trustees and the staff at the LA Law Library wish to thank Judge Stern for his many years of service by presenting him with a crystal book commemorating his tenure and a special selection from the Library's Rare Book Collection.



MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director

RE: Welcome of Judge Susan DeWitt as Appointee to Board of Trustees

SUMMARY

Five members who serve on the Board of Trustees of the Los Angeles County Law Library are appointed by the Presiding Judge of the Los Angeles Superior Court. The appointed judges each serve a four (4) year term on the Board of Trustees and may be re-appointed.

After years of dedicated service, Judge Stern resigned from the Board of Trustees on January 12, 2024. Presiding Judge Samantha Jessner has appointed Judge Susan DeWitt to fill Judge Stern's vacancy on the Board of Trustees. Judge Susan DeWitt was appointed to the bench in 2017 by former Governor Jerry Brown.

Staff recommends welcoming Judge Susan DeWitt as the newest appointee to the Board of Trustees.



MEMORANDUM

DATE: February 28, 2023

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director
Marcelino Juarez, Finance Director

RE: Review and Approval of FY 2023-24 Mid-Year Budget and Financial Forecast

SUMMARY

Attached is the financial forecast for the current fiscal year based upon a detailed review of mid-year performance as compared to budget. This mid-year report is intended to provide a revised look at the financial picture for the current fiscal year. The last couple of fiscal years, were “recovery” year of sorts with court fees slowly stabilizing as the courts and the rest of economy began to open. This fiscal year, although still very much in recovery, we continue to see positive gains in court fee revenue and interest earnings.

Like last year, the mid-year budget review and forecast is presented in two tabs: the base budget and the one-time funding (OTF) budget. The OTF represents the expenditures that continue to be funded by the one-time allocations provided by the state. Although not listed on the OTF tab, a portion of staff compensation is also funded by the state OTF; the portion of staff compensation (including benefits) funded by OTF is \$1.6M. Thanks to lobbying efforts by CCCLL the Library has received over \$11M in OTF funding since 2018; \$3.5M in FY19, \$1.2M in FY21, \$3.1M in FY22, and \$3.7 in FY23.

Base budget: Without taking into account any one-time extraordinary income, the base budget forecast is projected to be ahead of the original budget expectations. Revenue, primarily interest revenue is higher than originally planned due to increases in rate of returns. Court fees exceeded budget for the first half of the year, but are forecasted to be within budget expectations for the second half of the year to remain conservative.

In presenting the budget for the current year, Staff requested, and the Board approved, use of reserves to fund a \$2.4M deficit. As expected, the savings realized in some areas of our expense budget such as staff and depreciation may be just enough to counter the loss in revenue, specifically parking revenue. The result is a projected net operating loss of just over \$1.4M (ahead of budget by \$1M). When taking into account current year extraordinary income, we forecast a net loss of \$1M. Our reserves are being sustained by prior year OTF and the operational costs, such as staff increases, could be sustained for a number of years without depleting reserves.



Staff acknowledges that 1) the budget as approved, amended and forecast presents a deficit in operating income that is for the medium-term funded by state backfill funds, but must be stabilized in the long term; 2) costs in general continue to increase; and 3) the ongoing impact of the pandemic on both our revenue and expense budgets may well play into future fiscal years. Looking at the big picture, we are doing well financially; amounts provided by the State in prior years have allowed us to add to our reserves and fund other critical needs. However, if ongoing funding is not obtained from the State within the next several years, significant cuts would need to be made to maintain healthy reserves.

OTF budget: Because of the challenges the pandemic continues to present and the need to pivot operations to a hybrid platform, OTF projects are still proceeding at a slower pace than originally planned. Approximately \$900K in OTF projects will be carried forward to next fiscal year, resulting in lower-than-expected expenses (and related depreciation) this year.

Cash flow: The original budget projected a negative cash flow of approximately \$3.7M primarily due to \$1.6M capital projects carried over from prior fiscal years and \$600K in payroll cost increases. However, the delay in some of the proposed capital expenditures have allowed us to maintain the same levels of cash and cash equivalents as compared to the end of FY2023; \$16.5M. The capital expenditures will still need to occur, but will manifest in the next fiscal year.

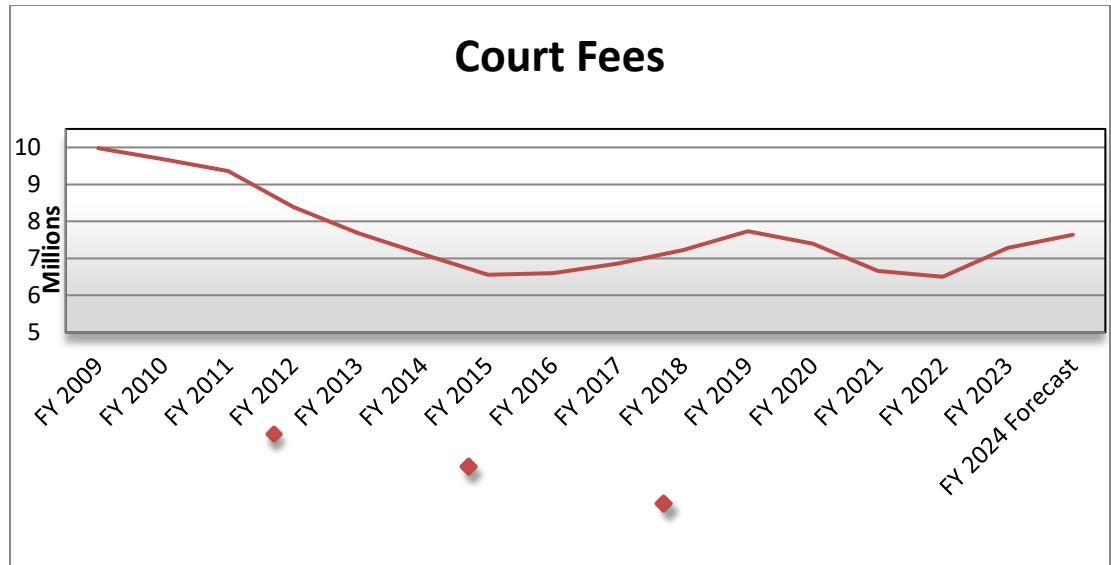
The attached mid-year budget review worksheet presenting actual income and expenses to date as well as the projected forecast for each general ledger account contains a comment field used to explain changes or revisions occurring since approval of the original budget.

REVENUE

Civil filing fees are continuing to show signs of stabilization and slight growth. Based on fees filed through January 2024, Staff conservatively projects filing fees to be well within budget and last fiscal year's actuals.

As depicted in the chart below, the overall positive upward trend that had begun in FY2014-15 was halted by the pandemic starting in FY2019-20 and continued well into FY2021-22. In FY2023-24 we are projecting a slight increase over last fiscal year.





Even during the years of improvement, though, the average annual percentage increase was only 3%. For comparison, the cost of collection materials increases by approximately 7-8% each year and minimum wage has gone from \$9.00 to \$17.00 over that same period.

Significantly, no parking income is expected due to the ongoing closure of the parking facility. Interest income from the County is forecasted to outperform budget expectations as a result of a better than expected rate of return and additional one-time State funds held in our general fund at the County.

Investments

Investments held with UBS and CalPERS CERBT fluctuate and respond to market trends. However, both investments are performing well yielding positive unrealized gains.

The gain or loss from the UBS Treasury Bill investments is unrealized gain or loss to date. No cash will be realized until the actual sale of the bonds occurs and the Law Library is fully prepared to wait until maturity when full value is guaranteed. However, the income from that anticipated sale will not occur until a future period. In other words, the line item for UBS investment income, under investment gains (loss), does not reflect the expected long-term gain, but rather the gain or loss that would result *if* the bonds were sold now.

CalPERS CERBT gains are realized when the Library requests a distribution to offset paid retiree health insurance costs. This fiscal year, the Library may not elect to make any distribution from the trust to allow CERBT investments to bounce back after losses suffered last fiscal year. Accordingly, the forecast projects no distribution (the conservative option) although a distribution may be made if the investments have recovered sufficiently.



EXPENSES AND NET INCOME

Ordinary operating expenses are expected to be 4% below budget as a result of savings from staff vacancies, lower depreciation expense and savings in other expense categories, primarily communications and marketing.

NEXT STEPS

Staff will continue to limit expenditures within the current year and will propose needed course corrections in connection with the proposed budget for the next fiscal year. Additionally, Staff will also continue to work with CCCLL to secure additional funding from the State's budget and will closely monitor the continued impact of COVID-19 and its variants into future fiscal years.

Staff will meet with the finance committee in April to discuss the midyear review and proposed budget options for FY2024-25.

RECOMMENDATION

Staff recommends that the Board adopt the attached, projected forecast for FY2023-24 as the amended budget and that the Board President appoint a Finance Committee for FY2024-25.



Los Angeles County Law Library
 FY2023-24 Mid Year Budget Review

(Provisional and subject to year-end audit adjustments)

| | July to December, 2023 | | | | January to June, 2024 | | | | Amended Annual Budget | | | | Comments | |
|---|------------------------|------------------|------------------|---------------|-----------------------|--------------------|----------------|---------------|-----------------------|--------------------|------------------|---------------|----------|--|
| | Budget | Actual | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | | |
| Summary: | | | | | | | | | | | | | | |
| Income | | | | | | | | | | | | | | |
| L.A. Superior Court Fees | 3,732,823 | 4,102,799 | 369,976 | 9.9% | 3,467,177 | 3,537,488 | 70,311 | 2.0% | 7,200,000 | 7,640,287 | 440,287 | 6.1% | | |
| Interest | 198,385 | 315,946 | 117,561 | 59.3% | 198,424 | 313,500 | 115,076 | 58.0% | 396,809 | 629,446 | 232,637 | 58.6% | | |
| Parking | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | | |
| Library Services | 244,555 | 174,716 | (69,839) | -28.6% | 255,726 | 314,936 | 59,210 | 23.2% | 500,281 | 489,652 | (10,629) | -2.1% | | |
| Total Income | 4,175,763 | 4,593,461 | 417,698 | 10.0% | 3,921,327 | 4,165,924 | 244,597 | 6.2% | 8,097,090 | 8,759,385 | 662,295 | 8.2% | | |
| Expense | | | | | | | | | | | | | | |
| Staff (payroll + benefits) | 3,144,435 | 2,887,980 | 256,455 | 8.2% | 2,748,705 | 2,745,405 | 3,300 | 0.1% | 5,893,140 | 5,633,385 | 259,755 | 4.4% | | |
| Electronic Resource Subscriptions | 319,664 | 312,387 | 7,278 | 2.3% | 391,403 | 391,403 | 0 | 0.0% | 711,067 | 703,790 | 7,278 | 1.0% | | |
| Library Materials | 868,393 | 841,191 | 27,202 | 3.1% | 1,445,045 | 1,472,818 | (27,773) | -1.9% | 2,313,438 | 2,314,009 | (571) | 0.0% | | |
| Library Materials Transferred to Assets | (868,393) | (841,191) | (27,202) | 3.1% | (1,445,045) | (1,472,818) | 27,773 | -1.9% | (2,313,438) | (2,314,009) | 571 | 0.0% | | |
| Facilities | 567,591 | 536,382 | 31,209 | 5.5% | 567,248 | 614,223 | (46,975) | -8.3% | 1,134,839 | 1,150,605 | (15,766) | -1.4% | | |
| Technology & Data | 147,883 | 85,773 | 34,229 | 23.1% | 142,038 | 204,148 | (62,110) | -43.7% | 289,921 | 289,921 | (0) | 0.0% | | |
| General | 36,050 | 25,767 | 10,283 | 28.5% | 26,256 | 30,165 | (3,909) | -14.9% | 62,306 | 55,932 | 6,374 | 10.2% | | |
| Professional Development | 7,985 | 8,431 | (446) | -5.6% | 16,617 | 17,127 | (510) | -3.1% | 24,602 | 25,558 | (956) | -3.9% | | |
| Communications & Marketing | 9,512 | 97 | 9,415 | 99.0% | 5,442 | 3,900 | 1,542 | 28.3% | 14,954 | 3,997 | 10,957 | 73.3% | | |
| Travel & Entertainment | 178 | 133 | 45 | 25.5% | 178 | 200 | (22) | -12.4% | 356 | 333 | 23 | 6.6% | | |
| Professional Services | 37,060 | 47,907 | (10,847) | -29.3% | 18,400 | 15,400 | 3,000 | 16.3% | 55,460 | 63,307 | (7,847) | -14.1% | | |
| Depreciation | 1,183,586 | 1,157,621 | 25,964 | 2.2% | 1,224,679 | 1,165,942 | 58,737 | 4.8% | 2,408,265 | 2,323,563 | 84,702 | 3.5% | | |
| Total Expenses | 5,453,944 | 5,062,479 | 391,465 | 7.2% | 5,227,947 | 5,187,913 | 40,034 | 0.8% | 10,681,891 | 10,250,392 | 431,499 | 4.0% | | |
| Net Income (Loss) | (1,278,181) | (469,018) | 809,163 | 63.3% | (1,306,620) | (1,021,989) | 284,631 | 21.8% | (2,584,801) | (1,491,007) | 1,093,794 | 42.3% | | |
| Investment Gain (Loss) ¹ | 5,000 | 169,682 | 164,682 | 3293.6% | 5,000 | 5,000 | 0 | 0.0% | 10,000 | 174,682 | 164,682 | 1646.8% | | |
| Extraordinary Income | 0 | 231,510 | 231,510 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 231,510 | 231,510 | 0.0% | | |
| Extraordinary Expense | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | | |
| Net Income Including Extraordinary Items | (1,273,181) | (67,826) | 1,205,355 | 94.7% | (1,301,620) | (1,016,989) | 284,631 | 21.9% | (2,574,801) | (1,084,815) | 1,489,986 | 57.9% | | |
| Capitalized Expenditures | 6,000 | 0 | 6,000 | 100.0% | 6,000 | 0 | 6,000 | 100.0% | 12,000 | 0 | 12,000 | 100.0% | | |

Los Angeles County Law Library
FY2023-24 Mid Year Budget Review

(Provisional and subject to year-end audit adjustments)

| | | | | July to December, 2023 | | | | January to June, 2024 | | | | Amended Annual Budget | | | | Comments |
|--|--------|--------|--------------------------------|------------------------|-----------|-----------------|--------------|-----------------------|-----------|-----------------|--------------|-----------------------|-----------|-----------------|--------------|---|
| | | | | Budget | Actual | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | |
| Detailed Budget: | | | | | | | | | | | | | | | | |
| Income: | | | | | | | | | | | | | | | | |
| 15 | FIN | 303300 | L.A. Superior Court Fees | 3,732,823 | 4,102,799 | 369,976 | 9.9% | 3,467,177 | 3,537,488 | 70,311 | 2.0% | 7,200,000 | 7,640,287 | 440,287 | 6.1% | More paid court filings. |
| Interest: | | | | | | | | | | | | | | | | |
| 15 | FIN | 311000 | Interest - LAIF | 3,910 | 7,464 | 3,555 | 90.9% | 3,949 | 7,500 | 3,551 | 89.9% | 7,859 | 14,964 | 7,106 | 90.4% | Better than expected earnings rate. |
| 15 | FIN | 312000 | Interest - General Fund | 192,000 | 302,349 | 110,349 | 57.5% | 192,000 | 300,000 | 108,000 | 56.3% | 384,000 | 602,349 | 218,349 | 56.9% | Better than expected earnings rate. |
| 15 | FIN | 313000 | Interest - Deposit Fund | 2,475 | 6,133 | 3,658 | 147.8% | 2,475 | 6,000 | 3,525 | 142.4% | 4,950 | 12,133 | 7,183 | 145.1% | Better than expected earnings rate. |
| Subtotal | | | | 198,385 | 315,946 | 117,561 | 59.3% | 198,424 | 313,500 | 115,076 | 58.0% | 396,809 | 629,446 | 232,637 | 58.6% | |
| Parking: | | | | | | | | | | | | | | | | |
| 39 | FAC | 330100 | Parking | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| Subtotal | | | | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| Library Services: | | | | | | | | | | | | | | | | |
| 27 | CIRC | 330150 | Annual Designation Fee | 505 | 1,089 | 584 | 115.6% | 1,506 | 1,506 | 0 | 0.0% | 2,011 | 2,595 | 584 | 29.0% | Some payments received on invoices from prior fiscal year. |
| 25 | PS | 330140 | Annual Members Fee | 112,786 | 105,588 | (7,198) | -6.4% | 84,280 | 84,280 | 0 | 0.0% | 197,066 | 189,868 | (7,198) | -3.7% | |
| 25 | PS | 330340 | Course Registration | 25,714 | 15,888 | (9,826) | -38.2% | 8,339 | 16,000 | 7,661 | 91.9% | 34,053 | 31,888 | (2,165) | -6.4% | |
| 27 | CIRC | 330129 | Copy Center | 13,600 | 18,346 | 4,746 | 34.9% | 9,300 | 13,000 | 3,700 | 39.8% | 22,900 | 31,346 | 8,446 | 36.9% | We've had better than expected usage of available machines. Trend is expected to continue in second half of fiscal year. |
| 27 | CIRC | 330205 | Document Delivery | 4,200 | 2,966 | (1,234) | -29.4% | 3,501 | 2,750 | (751) | -21.5% | 7,701 | 5,716 | (1,985) | -25.8% | Continued free eDelivery service. No end date or restructuring of fees scheduled at this point. |
| 27 | CIRC | 330210 | Fines | 8,750 | 11,276 | 2,526 | 28.9% | 10,300 | 10,300 | 0 | 0.0% | 19,050 | 21,576 | 2,526 | 13.3% | No change, as budgeting conservatively should result in favorable variance. |
| 15 | FIN | 330310 | Miscellaneous | 16,000 | 12,318 | (3,682) | -23.0% | 16,000 | 20,000 | 4,000 | 25.0% | 32,000 | 32,318 | 318 | 1.0% | |
| 39 | FAC | 330330 | Room Rental | 6,000 | 5,319 | (681) | -11.4% | 6,000 | 0 | (6,000) | -100.0% | 12,000 | 5,319 | (6,681) | -55.7% | |
| 23 | COL | 330350 | Book Replacement | 800 | 630 | (170) | -21.3% | 300 | 600 | 300 | 100.0% | 1,100 | 1,230 | 130 | 11.8% | |
| 15 | FIN | 330360 | Forfeited Deposits | 0 | 0 | 0 | 0.0% | 15,000 | 15,000 | 0 | 0.0% | 15,000 | 15,000 | 0 | 0.0% | |
| 17 | EXEC | 330400 | Friends of Law Library | 50,000 | 0 | (50,000) | -100.0% | 100,000 | 150,000 | 50,000 | 50.0% | 150,000 | 150,000 | 0 | 0.0% | |
| 25 | PS | 330420 | Grants | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 15 | FIN | 330450 | Vending | 1,200 | 1,296 | 96 | 8.0% | 1,200 | 1,500 | 300 | 25.0% | 2,400 | 2,796 | 396 | 16.5% | |
| 39 | FAC | 330465 | Special Events Income | 5,000 | 0 | (5,000) | -100.0% | 0 | 0 | 0 | 0.0% | 5,000 | 0 | (5,000) | -100.0% | |
| Subtotal | | | | 244,555 | 174,716 | (69,839) | -28.6% | 255,726 | 314,936 | 59,210 | 23.2% | 500,281 | 489,652 | (10,629) | -2.1% | |
| Total Income | | | | 4,175,763 | 4,593,461 | 417,698 | 10.0% | 3,921,327 | 4,165,924 | 244,597 | 6.2% | 8,097,090 | 8,759,385 | 662,295 | 8.2% | |
| Expenses: | | | | | | | | | | | | | | | | |
| Staff: | | | | | | | | | | | | | | | | |
| ALL | 501000 | | Salaries (FT) | 1,665,530 | 1,531,964 | 133,566 | 8.0% | 1,688,928 | 1,688,928 | (0) | 0.0% | 3,354,458 | 3,220,892 | 133,566 | 4.0% | |
| 15 | FIN | 501025 | Staff Vacancy Offset (FT) | (33,311) | 0 | (33,311) | 100.0% | (33,779) | (33,779) | 0 | 0.0% | (67,089) | (33,779) | (33,310) | 49.7% | |
| ALL | 501050 | | Salaries (PT) | 198,268 | 120,235 | 78,033 | 39.4% | 198,268 | 198,268 | 0 | 0.0% | 396,536 | 318,503 | 78,033 | 19.7% | |
| 15 | FIN | 501075 | Staff Vacancy Offset (PT) | (3,965) | 0 | (3,965) | 100.0% | (3,965) | (3,965) | (0) | 0.0% | (7,931) | (3,965) | (3,966) | 50.0% | |
| 15 | FIN | 502000 | Social Security | 96,918 | 95,136 | 1,782 | 1.8% | 97,094 | 97,094 | 0 | 0.0% | 194,012 | 192,230 | 1,782 | 0.9% | |
| 15 | FIN | 503000 | Medicare | 27,025 | 23,232 | 3,794 | 14.0% | 27,074 | 27,074 | 0 | 0.0% | 54,099 | 50,306 | 3,794 | 7.0% | |
| 15 | FIN | 511000 | Retirement | 591,884 | 559,253 | 32,631 | 5.5% | 194,000 | 194,000 | 0 | 0.0% | 785,884 | 753,253 | 32,631 | 4.2% | |
| 15 | FIN | 511050 | Pension Exp (Actuarial) | 50,000 | 50,000 | 0 | 0.0% | 50,000 | 50,000 | 0 | 0.0% | 100,000 | 100,000 | 0 | 0.0% | |
| 15 | FIN | 511100 | Pension Exp (Acctg) | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 15 | FIN | 512000 | Health Insurance | 349,800 | 300,439 | 49,361 | 14.1% | 383,002 | 383,002 | 0 | 0.0% | 732,802 | 683,441 | 49,361 | 6.7% | |
| 15 | FIN | 513000 | Disability Insurance | 2,838 | 2,513 | 325 | 11.5% | 2,838 | 2,838 | 0 | 0.0% | 5,676 | 5,351 | 325 | 5.7% | |
| 15 | FIN | 514000 | Dental Insurance | 36,180 | 31,242 | 4,938 | 13.6% | 36,180 | 36,180 | 0 | 0.0% | 72,360 | 67,422 | 4,938 | 6.8% | |
| 15 | FIN | 514500 | Vision Insurance | 4,200 | 3,528 | 672 | 16.0% | 4,200 | 4,200 | 0 | 0.0% | 8,400 | 7,728 | 672 | 8.0% | |
| 15 | FIN | 515000 | Life Insurance | 1,380 | 1,155 | 225 | 16.3% | 1,380 | 1,380 | 0 | 0.0% | 2,760 | 2,535 | 225 | 8.2% | |
| 15 | FIN | 515500 | Vacancy Benefits Offset | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 15 | FIN | 516000 | Workers Compensation Insurance | 25,502 | 18,056 | 7,446 | 29.2% | 13,999 | 13,999 | (0) | 0.0% | 39,501 | 32,055 | 7,446 | 18.8% | Reflects anticipated savings at 3/1/24 renewal. |
| 15 | FIN | 517000 | Unemployment Insurance | 5,000 | (858) | 5,858 | 117.2% | 5,000 | 2,000 | 3,000 | 60.0% | 10,000 | 1,142 | 8,858 | 88.6% | No UI filed YTD. Includes previous year UI refunds. |
| ALL | 514010 | | Temporary Employment | 4,586 | 7,856 | (3,270) | -71.3% | 4,586 | 4,586 | 0 | 0.0% | 9,172 | 12,442 | (3,270) | -35.6% | Needed additional on-call help due to unexpected vacancies. |
| 13 | HR | 514015 | Recruitment | 66,000 | 90,096 | (24,096) | -36.5% | 0 | 1,500 | (1,500) | 0.0% | 66,000 | 91,596 | (25,596) | -38.8% | Increased costs due timing of ED recruitment invoice receipt. |
| 15 | FIN | 517500 | Accrued Sick Expense | 0 | 0 | 0 | 0.0% | 5,000 | 5,000 | 0 | 0.0% | 5,000 | 5,000 | 0 | 0.0% | |
| 15 | FIN | 518000 | Accrued Vacation Expense | 0 | 0 | 0 | 0.0% | 20,000 | 20,000 | 0 | 0.0% | 20,000 | 20,000 | 0 | 0.0% | |
| 15 | FIN | 518500 | OPEB Expense | 50,000 | 50,000 | 0 | 0.0% | 50,000 | 50,000 | 0 | 0.0% | 100,000 | 100,000 | 0 | 0.0% | |
| 15 | FIN | 518550 | TMP | 4,300 | 2,240 | 2,061 | 47.9% | 4,300 | 2,500 | 1,800 | 41.9% | 8,600 | 4,740 | 3,861 | 44.9% | Low participation rate. |
| 15 | FIN | 518560 | Benefit Administration | 2,300 | 1,896 | 404 | 17.6% | 600 | 600 | 0 | 0.0% | 2,900 | 2,496 | 404 | 13.9% | |
| Total - Staff | | | | 3,144,435 | 2,887,980 | 256,455 | 8.2% | 2,748,705 | 2,745,405 | 3,300 | 0.1% | 5,893,140 | 5,633,385 | 259,755 | 4.4% | |
| Library Materials/Electronic Resources Subscription: | | | | | | | | | | | | | | | | |
| 23 | COL | 601999 | American Continuations | 676,063 | 661,631 | 14,432 | 2.1% | 1,070,000 | 1,084,432 | (14,432) | -1.3% | 1,746,063 | 1,746,063 | (0) | 0.0% | |
| 23 | COL | 602999 | American New Orders | 11,671 | 9,925 | 1,746 | 15.0% | 14,900 | 16,646 | (1,746) | -11.7% | 26,571 | 26,571 | 0 | 0.0% | Portion of forecast to cover coverage in General/Librarianship New Orders. |
| 23 | COL | 609199 | Branch Continuations | 7,713 | 4,694 | 3,019 | 39.1% | 15,400 | 18,419 | (3,019) | -19.6% | 23,113 | 23,113 | 0 | 0.0% | |
| 23 | COL | 609299 | Branch New Orders | 140 | 0 | 140 | 100.0% | 140 | 280 | (140) | -100.0% | 280 | 280 | 0 | 0.1% | |
| 23 | COL | 603999 | Commonwealth Continuations | 82,855 | 82,509 | 346 | 0.4% | 90,300 | 90,646 | (346) | -0.4% | 173,155 | 173,155 | (0) | 0.0% | |
| 23 | COL | 604999 | Commonwealth New Orders | 1,500 | 1,240 | 260 | 17.4% | 1,300 | 1,560 | (260) | -20.0% | 2,800 | 2,800 | 0 | 0.0% | |
| 23 | COL | 605999 | Foreign Continuations | 31,459 | 28,016 | 3,443 | 10.9% | 135,000 | 138,443 | (3,443) | -2.6% | 166,459 | 166,459 | (0) | 0.0% | |
| 23 | COL | 606999 | Foreign New Orders | 2,200 | 1,990 | 210 | 9.5% | 1,800 | 2,010 | (210) | -11.7% | 4,000 | 4,000 | (0) | 0.0% | |

Los Angeles County Law Library
FY2023-24 Mid Year Budget Review

(Provisional and subject to year-end audit adjustments)

| | | | | July to December, 2023 | | | | January to June, 2024 | | | | Amended Annual Budget | | | | Comments |
|-----------------------------|--------|------------------------------|---|------------------------|-----------|--------------|-----------|-----------------------|-------------|--------------|-----------|-----------------------|-------------|--------------|-----------|---|
| | | | | Budget | Actual | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | |
| 23 | COL | 607999 | International Continuations | 46,112 | 45,725 | 387 | 0.8% | 105,500 | 105,887 | (387) | -0.4% | 151,612 | 151,612 | (0) | 0.0% | |
| 23 | COL | 608999 | International New Orders | 2,400 | 2,205 | 195 | 8.1% | 1,100 | 1,295 | (195) | -17.7% | 3,500 | 3,500 | (0) | 0.0% | |
| 23 | COL | 609399 | General/Librarianship Continuations | 4,880 | 1,180 | 3,700 | 75.8% | 9,500 | 13,200 | (3,700) | -38.9% | 14,380 | 14,380 | 0 | 0.0% | |
| 23 | COL | 609499 | General/Librarianship New Orders | 1,400 | 2,076 | (676) | -48.3% | 105 | 0 | 105 | 100.0% | 1,505 | 2,076 | (571) | -37.9% | Higher than expected costs for materials. Funds from other New Orders categories can be used to cover coverage. |
| Subtotal | | | | 868,393 | 841,191 | 27,202 | 3.1% | 1,445,045 | 1,472,818 | (27,773) | -1.9% | 2,313,438 | 2,314,009 | (571) | 0.0% | |
| 23 | COL | 690000 | Library Materials Transferred to Assets | (868,393) | (841,191) | (27,202) | 3.1% | (1,445,045) | (1,472,818) | 27,773 | -1.9% | (2,313,438) | (2,314,009) | 571 | 0.0% | |
| 23 | COL | 685000 | Electronic Resource Subscriptions (ERS) | 319,664 | 312,387 | 7,278 | 2.3% | 391,403 | 391,403 | 0 | 0.0% | 711,067 | 703,790 | 7,278 | 1.0% | |
| Facilities: | | | | | | | | | | | | | | | | |
| 39 | FAC | 801005 | Repair & Maintenance | 30,900 | 3,110 | 27,790 | 89.9% | 30,900 | 58,690 | (27,790) | -89.9% | 61,800 | 61,800 | (0) | 0.0% | Timing Variance - Substantial invoices not yet posted. |
| 39 | FAC | 801010 | Building Services | 14,193 | 9,850 | 4,343 | 30.6% | 13,248 | 17,591 | (4,343) | -32.8% | 27,440 | 27,441 | (0) | 0.0% | |
| 39 | FAC | 801015 | Cleaning Supplies | 6,050 | 6,692 | (642) | -10.6% | 6,050 | 7,000 | (950) | -15.7% | 12,100 | 13,692 | (1,592) | -13.2% | Supply cost increases & Continued PPE Supplies |
| 39 | FAC | 801020 | Electricity & Water | 77,284 | 90,599 | (13,315) | -17.2% | 77,284 | 80,000 | (2,716) | -3.5% | 154,568 | 170,599 | (16,031) | -10.4% | Utility rate increases and additional HVAC usage |
| 39 | FAC | 801025 | Elevator Maintenance | 6,284 | 6,288 | (4) | -0.1% | 6,384 | 6,288 | 96 | 1.5% | 12,668 | 12,576 | 92 | 0.7% | Rate increase |
| 39 | FAC | 801030 | Heating & Cooling | 22,088 | 17,320 | 4,768 | 21.6% | 22,088 | 22,088 | 0 | 0.0% | 44,177 | 39,408 | 4,769 | 10.8% | Less Steam usage due to warmer weather. |
| 15 | FIN | 801035 | Insurance | 201,976 | 208,395 | (6,419) | -3.2% | 201,976 | 208,395 | (6,419) | -3.2% | 403,952 | 416,790 | (12,838) | -3.2% | |
| 39 | FAC | 801040 | Janitorial Services | 64,121 | 71,946 | (7,825) | -12.2% | 63,421 | 70,000 | (6,579) | -10.4% | 127,542 | 141,946 | (14,404) | -11.3% | Janitorial Service supplying landscape services until December |
| 39 | FAC | 801045 | Landscaping | 11,100 | 0 | 11,100 | 100.0% | 11,100 | 4,000 | 7,100 | 64.0% | 22,200 | 4,000 | 18,200 | 82.0% | New landscape service anticipated in December |
| 39 | FAC | 801050 | Security | 112,633 | 113,023 | (390) | -0.3% | 114,605 | 114,605 | (0) | 0.0% | 227,238 | 227,628 | (390) | -0.2% | |
| 39 | FAC | 801060 | Room Rental Expenses | 1,500 | 1,291 | 209 | 14.0% | 1,500 | 1,300 | 200 | 13.3% | 3,000 | 2,591 | 409 | 13.6% | Less rental volume than budgeted |
| 39 | FAC | 801065 | Special Events Expenses | 8,550 | 2,508 | 6,042 | 70.7% | 10,580 | 10,580 | 0 | 0.0% | 19,130 | 13,088 | 6,042 | 31.6% | PBW and other anticipated expenses in 3rd quarter |
| 39 | FAC | 801100 | Furniture & Appliances (<3K) | 2,058 | 0 | 2,058 | 100.0% | 2,058 | 4,116 | (2,058) | -100.0% | 4,116 | 4,116 | (0) | 0.0% | |
| 39 | FAC | 801110 | Equipment (<3K) | 3,300 | 2,182 | 1,118 | 33.9% | 3,300 | 4,418 | (1,118) | -33.9% | 6,600 | 6,600 | 0 | 0.0% | |
| 39 | FAC | 801115 | Building Alterations (<3K) | 2,500 | 801 | 1,699 | 68.0% | 0 | 1,699 | (1,699) | 0.0% | 2,500 | 2,500 | 0 | 0.0% | |
| 39 | FAC | 801120 | Delivery & Postage | 1,458 | 1,180 | 278 | 19.0% | 1,158 | 1,458 | (300) | -25.9% | 2,616 | 2,638 | (22) | -0.9% | Less volume than anticipated in 1st half of FY 2023-24 |
| 39 | FAC | 801125 | Kitchen supplies | 1,596 | 1,197 | 399 | 25.0% | 1,596 | 1,995 | (399) | -25.0% | 3,192 | 3,192 | 0 | 0.0% | Less volume than anticipated in 1st half of FY 2023-24 |
| Subtotal | | | | 567,591 | 536,382 | 31,209 | 5.5% | 567,248 | 614,223 | (46,975) | -8.3% | 1,134,839 | 1,150,605 | (15,766) | -1.4% | |
| Technology: | | | | | | | | | | | | | | | | |
| 33 | TECH | 801210 | Software Maintenance | 10,206 | 6,172 | 4,034 | 39.5% | 10,206 | 14,240 | (4,034) | -39.5% | 20,412 | 20,412 | (0) | 0.0% | |
| 33 | TECH | 801212 | Hardware Maintenance | 15,091 | 13,755 | 1,336 | 8.9% | 16,032 | 17,368 | (1,336) | -8.3% | 31,123 | 31,123 | 0 | 0.0% | |
| 33 | TECH | 801215 | Software (<\$3k) | 6,590 | 2,149 | 4,441 | 67.4% | 0 | 4,441 | (4,441) | 0.0% | 6,590 | 6,590 | 0 | 0.0% | |
| 33 | TECH | 801220 | Hardware (<\$3k) | 6,200 | 3,042 | 3,158 | 50.9% | 6,000 | 9,158 | (3,158) | -52.6% | 12,200 | 12,200 | (0) | 0.0% | |
| 33 | TECH | 801225 | Computer Supplies | 1,698 | 516 | 1,183 | 69.6% | 1,702 | 2,885 | (1,183) | -69.5% | 3,400 | 3,401 | (1) | 0.0% | |
| 33 | TECH | 801230 | Integrated Library System | 32,868 | 32,199 | 669 | 2.0% | 32,868 | 33,537 | (669) | -2.0% | 65,736 | 65,736 | 0 | 0.0% | |
| 33 | TECH | 801235 | Telecommunications | 12,750 | 8,625 | 4,125 | 32.4% | 12,750 | 16,875 | (4,125) | -32.4% | 25,500 | 25,500 | 0 | 0.0% | |
| 33 | TECH | 801245 | Tech & Data - Misc | 480 | 197 | 283 | 58.9% | 480 | 763 | (283) | -59.0% | 960 | 960 | (0) | 0.0% | |
| 33 | TECH | 801250 | Services | 15,000 | 0 | 15,000 | 100.0% | 15,000 | 30,000 | (15,000) | -100.0% | 30,000 | 30,000 | 0 | 0.0% | |
| 33 | TECH | 801275 | Online Service Providers | 47,000 | 19,119 | 27,881 | 59.3% | 47,000 | 74,881 | (27,881) | -59.3% | 94,000 | 94,000 | (0) | 0.0% | |
| Subtotal | | | | 147,883 | 85,773 | 34,229 | 23.1% | 142,038 | 204,148 | (62,110) | -43.7% | 289,921 | 289,921 | (0) | 0.0% | |
| General: | | | | | | | | | | | | | | | | |
| 15 | FIN | 801310 | Bank Charges | 3,500 | 1,882 | 1,618 | 46.2% | 3,500 | 2,500 | 1,000 | 28.6% | 7,000 | 4,382 | 2,618 | 37.4% | Lower volume spend. |
| 35 | CMS | 801315 | Bibliographical Services | 6,470 | 6,467 | 3 | 0.0% | 5,226 | 5,226 | 0 | 0.0% | 11,696 | 11,693 | 3 | 0.0% | |
| 35 | CMS | 801320 | Binding | 0 | (0) | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | (0) | 0 | 0.0% | |
| 17 | EXEC | 801325 | Board Expense | 780 | 609 | 171 | 22.0% | 780 | 780 | 0 | 0.0% | 1,560 | 1,389 | 171 | 11.0% | |
| 37 | COM | 801330 | Staff meals & events | 11,000 | 5,015 | 5,985 | 54.4% | 0 | 1,000 | (1,000) | 0.0% | 11,000 | 6,015 | 4,985 | 45.3% | Staff Meals& Desserts for meetings/parties |
| 15 | FIN | 801335 | Supplies - Office | 8,050 | 1,506 | 6,544 | 81.3% | 7,500 | 7,500 | 0 | 0.0% | 15,550 | 9,006 | 6,544 | 42.1% | Delay in some supplies purchase but overall lower supply needs for the year. |
| 35 | CMS | 801337 | Supplies - Library materials | 4,600 | 4,591 | 9 | 0.2% | 5,400 | 5,409 | (9) | -0.2% | 10,000 | 10,000 | (0) | 0.0% | |
| 37 | COM | 801340 | Stationery, business cards, etc. | 150 | 0 | 150 | 100.0% | 1,350 | 750 | 600 | 44.4% | 1,500 | 750 | 750 | 50.0% | 2nd round business cards. Envelopes. |
| 25 | PS | 801365 | Grant Application Expenses | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 33 | IT | 801370 | Copy Center Expense | 0 | 5,027 | (5,027) | 0.0% | 0 | 5,000 | (5,000) | 0.0% | 0 | 10,027 | (10,027) | 0.0% | |
| 15 | FIN | 801375 | General - Misc | 1,500 | 220 | 1,280 | 85.3% | 1,500 | 1,500 | 0 | 0.0% | 3,000 | 1,720 | 1,280 | 42.7% | |
| 25 | PS | 801390 | Course Registration | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 17 | EXEC | 801395 | Friends of Law Library | 0 | 450 | (450) | 0.0% | 1,000 | 500 | 500 | 50.0% | 1,000 | 950 | 50 | 5.0% | |
| Subtotal | | | | 36,050 | 25,767 | 10,283 | 28.5% | 26,256 | 30,165 | (3,909) | -14.9% | 62,306 | 55,932 | 6,374 | 10.2% | |
| Professional Development: | | | | | | | | | | | | | | | | |
| ALL | 803105 | Travel | 5,370 | 5,158 | 212 | 3.9% | 7,082 | 7,082 | 0 | 0.0% | 12,452 | 12,240 | 212 | 1.7% | | |
| ALL | 803110 | Meals | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | | |
| ALL | 803113 | Incidental and miscellaneous | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | | |
| ALL | 803115 | Membership dues | 280 | 340 | (60) | -21.4% | 6,745 | 6,745 | 0 | 0.0% | 7,025 | 7,085 | (60) | -0.9% | | |
| ALL | 803120 | Registration fees | 2,335 | 2,933 | (598) | -25.6% | 2,790 | 3,300 | (510) | -18.3% | 5,125 | 6,233 | (1,108) | -21.6% | | |
| ALL | 803125 | Educational materials | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | | |
| Subtotal | | | | 7,985 | 8,431 | (446) | -5.6% | 16,617 | 17,127 | (510) | -3.1% | 24,602 | 25,558 | (956) | -3.9% | |
| Communications & Marketing: | | | | | | | | | | | | | | | | |
| 37 | COM | 803205 | Services | 392 | 17 | 375 | 95.7% | 42 | 400 | (358) | -85.4% | 434 | 417 | 17 | 3.9% | Storage. Canva Editing Software |

Los Angeles County Law Library
FY2023-24 Mid Year Budget Review

(Provisional and subject to year-end audit adjustments)

| | July to December, 2023 | | | | January to June, 2024 | | | | Amended Annual Budget | | | | Comments |
|---|------------------------|-----------|--------------|-----------|-----------------------|-------------|--------------|-----------|-----------------------|-------------|--------------|-----------|--|
| | Budget | Actual | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | |
| 37 COM 803210 Collateral materials | 5,270 | 58 | 5,212 | 98.9% | 350 | 2,500 | (2,150) | -614.3% | 5,620 | 2,558 | 3,062 | 54.5% | The increase in patron visits and promotions has lead to a need in additional re-branded bookmarks and folders. Outreach / Social events Social Media paid push advertising |
| 37 COM 803215 Advertising | 3,850 | 22 | 3,828 | 99.4% | 5,050 | 1,000 | 4,050 | 80.2% | 8,900 | 1,022 | 7,878 | 88.5% | |
| 37 COM 803220 Trade shows & Outreach | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| Subtotal | 9,512 | 97 | 9,415 | 99.0% | 5,442 | 3,900 | 1,542 | 28.3% | 14,954 | 3,997 | 10,957 | 73.3% | |
| Travel & Entertainment | | | | | | | | | | | | | |
| ALL 803305 Travel | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| ALL 803310 Meals | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| ALL 803315 Entertainment | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| ALL 803320 Ground transportation & mileage reimb. | 178 | 133 | 45 | 25.5% | 178 | 200 | (22) | -12.4% | 356 | 333 | 23 | 6.6% | |
| ALL 803325 Incidental travel expenses | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| Subtotal | 178 | 133 | 45 | 25.5% | 178 | 200 | (22) | -12.4% | 356 | 333 | 23 | 6.6% | |
| Professional Services | | | | | | | | | | | | | |
| 15 FIN 804005 Accounting | 28,660 | 27,160 | 1,500 | 5.2% | 0 | 0 | 0 | 0.0% | 28,660 | 27,160 | 1,500 | 5.2% | |
| 17 EXEC 804008 Consulting Services | 8,400 | 8,277 | 123 | 1.5% | 8,400 | 8,400 | 0 | 0.0% | 16,800 | 16,677 | 123 | 0.7% | |
| 17 EXEC 804010 Legal | 0 | 12,470 | (12,470) | 0.0% | 10,000 | 7,000 | 3,000 | 30.0% | 10,000 | 19,470 | (9,470) | -94.7% | Increase in legal services due to unanticipated legal reviews. |
| 15 FIN 804015 Other | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| Subtotal | 37,060 | 47,907 | (10,847) | -29.3% | 18,400 | 15,400 | 3,000 | 16.3% | 55,460 | 63,307 | (7,847) | -14.1% | |
| Depreciation: | | | | | | | | | | | | | |
| 15 FIN 806105 Depreciation - Library Materials | 1,000,486 | 993,213 | 7,273 | 0.7% | 995,942 | 995,942 | (0) | 0.0% | 1,996,428 | 1,989,155 | 7,273 | 0.4% | |
| 15 FIN 806110 Depreciation Exp - FF&E | 183,100 | 164,408 | 18,691 | 10.2% | 228,738 | 170,000 | 58,738 | 25.7% | 411,837 | 334,408 | 77,429 | 18.8% | Delay in some CapEx projects. |
| Subtotal | 1,183,586 | 1,157,621 | 25,964 | 2.2% | 1,224,679 | 1,165,942 | 58,737 | 4.8% | 2,408,265 | 2,323,563 | 84,702 | 3.5% | |
| Total Expense | 5,453,944 | 5,062,479 | 391,465 | 7.2% | 5,227,947 | 5,187,913 | 40,034 | 0.8% | 10,681,891 | 10,250,392 | 431,499 | 4.0% | |
| Net Income Before Extraordinary Items | (1,278,181) | (469,018) | 809,163 | 63.3% | (1,306,620) | (1,021,989) | 284,631 | 21.8% | (2,584,801) | (1,491,007) | 1,093,794 | 42.3% | |

Los Angeles County Law Library
 FY2023-24 Mid Year Budget Review

(Provisional and subject to year-end audit adjustments)

| | | July to December, 2023 | | | | January to June, 2024 | | | | Amended Annual Budget | | | | Comments | |
|----|-------------|---|-------------|--------------|-----------|-----------------------|-------------|--------------|-----------|-----------------------|-------------|--------------|-----------|----------|---|
| | | Budget | Actual | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | Budget | Forecast | \$ Fav (Unf) | % Fav (-) | | |
| 15 | FIN 321000 | Investment Gain (Loss) ¹ | 5,000 | 169,682 | 164,682 | 3293.6% | 5,000 | 5,000 | 0 | 0.0% | 10,000 | 174,682 | 164,682 | 1646.8% | Reflects gains/loss if sold at time of report (before maturity) |
| 17 | EXEC 401000 | Extraordinary Income | 0 | 231,510 | 231,510 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 231,510 | 231,510 | 0.0% | |
| 17 | EXEC 901000 | Extraordinary Expense | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| | | Net Income Including Extraordinary Items | (1,273,181) | (67,826) | 1,205,355 | 94.7% | (1,301,620) | (1,016,989) | 284,631 | -21.9% | (2,574,801) | (1,084,815) | 1,489,986 | -57.9% | |
| | | Capital Expenditures: | | | | | | | | | | | | | |
| 39 | FAC 161100 | Furniture / Appliances (>3k) | 6,000 | 0 | 6,000 | 100.0% | 6,000 | 0 | 6,000 | 100.0% | 12,000 | 0 | 12,000 | 100.0% | |
| 33 | TECH 161300 | Electronics / Computer Hardware (>3k) | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 39 | FAC 164500 | Exterior Building Repairs/ Improvements (>3k) | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 39 | FAC 164000 | Interior Improvements / Alterations (>3k) | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| 33 | TECH 168000 | Computer Software | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | 0 | 0 | 0 | 0.0% | |
| | | Total - Capitalized Expenditures | 6,000 | 0 | 6,000 | 100.0% | 6,000 | 0 | 6,000 | 100.0% | 12,000 | 0 | 12,000 | 100.0% | See OTF budget for additional details. |

| DEPT | Project Code | Project Name | GL # | GL Name | July - December, 2023 | | | | January - June, 2024 | | | | Annual Budget | | | | Comment |
|------|--------------|--|--------|--|-----------------------|---------|-----------|--------|----------------------|-----------|-------------|---------|---------------|-----------|-----------|--------|--|
| | | | | | Budget | Actual | \$ Diff | % Diff | Budget | Forecast | \$ Diff. | % Diff. | Budget | Forecast | \$ Diff | % Diff | |
| 39 | 39OTF2-003 | Staff Furniture | 161100 | Furniture / Appliances >3K | \$50,000 | \$0 | \$50,000 | 100.0% | \$0 | \$50,000 | (\$50,000) | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | |
| 33 | 3319001 | Branch Print Release Project | 161300 | Electronics / Computer Hardware >3K | \$20,000 | \$0 | \$20,000 | 100.0% | \$0 | \$20,000 | (\$20,000) | 0.0% | \$20,000 | \$20,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 33 | 33OF-004 | Expanded computer lab laptops | 161300 | Electronics / Computer Hardware >3K | \$35,000 | \$0 | \$35,000 | 100.0% | \$0 | \$35,000 | (\$35,000) | 0.0% | \$35,000 | \$35,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 39 | 39OF-006 | Building public address (PA) system | 161300 | Electronics / Computer Hardware >3K | \$60,000 | \$0 | \$60,000 | 100.0% | \$0 | \$60,000 | (\$60,000) | 0.0% | \$60,000 | \$60,000 | \$0 | 0.0% | |
| 39 | 3914001 | Elevator modernization | 164000 | Interior Improvements / Alterations >\$3K | \$500,000 | \$0 | \$500,000 | 100.0% | \$0 | \$0 | \$0 | 0.0% | \$500,000 | \$0 | \$500,000 | 100.0% | Rollover to FY2025. |
| 39 | 3918007 | LED Lighting | 164000 | Interior Improvements / Alterations >\$3K | \$0 | \$0 | \$0 | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 39 | 3919001 | Public restroom reconfiguration and repairs | 164000 | Interior Improvements / Alterations >\$3K | \$0 | \$0 | \$0 | 0.0% | \$40,000 | \$0 | \$40,000 | 100.0% | \$40,000 | \$0 | \$40,000 | 100.0% | Rollover to FY2025. |
| 39 | 39OF-001 | 70's Section Class Space/Computer Lab | 164000 | Interior Improvements / Alterations >\$3K | \$135,000 | \$0 | \$135,000 | 100.0% | \$0 | \$135,000 | (\$135,000) | 0.0% | \$135,000 | \$135,000 | \$0 | 0.0% | |
| 39 | 39OF-002 | HVAC modernization | 164000 | Interior Improvements / Alterations >\$3K | \$0 | \$0 | \$0 | 0.0% | \$120,000 | \$120,000 | \$0 | 0.0% | \$120,000 | \$120,000 | \$0 | 0.0% | |
| 39 | 39OTF2-001 | Expanded Staff Space | 164000 | Interior Improvements / Alterations >\$3K | \$120,000 | \$0 | \$120,000 | 100.0% | \$0 | \$120,000 | (\$120,000) | 0.0% | \$120,000 | \$120,000 | \$0 | 0.0% | |
| 39 | 39OTF2-002 | Exterior Landscape Project | 164500 | Exterior Building Repairs/Improvements >\$3K | \$50,000 | \$0 | \$50,000 | 100.0% | \$0 | \$50,000 | (\$50,000) | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 39 | 39OTF2-004 | Front Entrance Repair | 164500 | Exterior Building Repairs/Improvements >\$3K | \$0 | \$0 | \$0 | 0.0% | \$120,000 | \$120,000 | \$0 | 0.0% | \$120,000 | \$120,000 | \$0 | 0.0% | |
| 39 | 39OTF2-005 | Facade Repair | 164500 | Exterior Building Repairs/Improvements >\$3K | \$0 | \$0 | \$0 | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | \$50,000 | \$50,000 | \$0 | 0.0% | |
| 39 | 39OTF2-006 | Hill Street Parking Repair | 164500 | Exterior Building Repairs/Improvements >\$3K | \$0 | \$0 | \$0 | 0.0% | \$60,000 | \$60,000 | \$0 | 0.0% | \$60,000 | \$60,000 | \$0 | 0.0% | Project expected to be completed 4/1/2024. |
| 39 | 39OTF2-007 | Emergency Generator Replacement | 164500 | Exterior Building Repairs/Improvements >\$3K | \$0 | \$0 | \$0 | 0.0% | \$150,000 | \$0 | \$150,000 | 100.0% | \$150,000 | \$0 | \$150,000 | 100.0% | Rollover to FY2025. |
| 33 | 33OTF2-004 | Contact Mgmt Database | 168000 | Computer Software | \$6,000 | \$0 | \$6,000 | 100.0% | \$0 | \$6,000 | (\$6,000) | 0.0% | \$6,000 | \$6,000 | \$0 | 0.0% | |
| 33 | 33OF-001 | Brief repository update/scanning software | 168000 | Computer Software | \$0 | \$0 | \$0 | 0.0% | \$50,000 | \$0 | \$50,000 | 100.0% | \$50,000 | \$0 | \$50,000 | 100.0% | Rollover to FY2025. |
| 33 | 25OF-001 | Representing Yourself website section revamp and authentication. | 168000 | Computer Software | \$0 | \$0 | \$0 | 0.0% | \$20,000 | \$20,000 | \$0 | 0.0% | \$20,000 | \$20,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 33 | 25OF-002 | E-branches; Update Links/Add Addt'l Links | 168000 | Computer Software | \$0 | \$0 | \$0 | 0.0% | \$20,000 | \$20,000 | \$0 | 0.0% | \$20,000 | \$20,000 | \$0 | 0.0% | Project expected to be completed 6/1/2024. |
| 23 | 23OTF2-002 | Back Issue Reclaim | 601999 | American Continuations | \$10,000 | \$9,248 | \$752 | 7.5% | \$10,000 | \$10,000 | \$0 | 0.0% | \$20,000 | \$19,248 | \$752 | 3.8% | Project on hold pending staff capacity. |
| 23 | 23OTF2-001 | Current Interest Books | 602999 | American New Orders | \$300 | \$134 | \$166 | 55.2% | \$700 | \$200 | \$500 | 71.4% | \$1,000 | \$334 | \$666 | 66.6% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 603999 | Commonwealth Continuations | \$4,000 | | \$4,000 | 100.0% | \$3,000 | \$0 | \$3,000 | 100.0% | \$7,000 | \$0 | \$7,000 | 100.0% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 604999 | Commonwealth New Orders | \$5,000 | | \$5,000 | 100.0% | \$2,000 | \$0 | \$2,000 | 100.0% | \$7,000 | \$0 | \$7,000 | 100.0% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 605999 | Foreign Continuations | \$4,000 | | \$4,000 | 100.0% | \$4,000 | \$1,000 | \$3,000 | 75.0% | \$8,000 | \$1,000 | \$7,000 | 87.5% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 606999 | Foreign New Orders | \$4,000 | \$2,615 | \$1,385 | 34.6% | \$4,000 | \$1,800 | \$2,200 | 55.0% | \$8,000 | \$4,415 | \$3,585 | 44.8% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 607999 | International Continuations | \$2,000 | \$169 | \$1,831 | 91.6% | \$3,000 | \$200 | \$2,800 | 93.3% | \$5,000 | \$369 | \$4,631 | 92.6% | Plan to carry over remainder to FY25. |
| 23 | 23OTF2-004 | Global Law Update & Expansion | 608999 | International New Orders | \$2,000 | \$990 | \$1,010 | 50.5% | \$3,000 | \$1,700 | \$1,300 | 43.3% | \$5,000 | \$2,690 | \$2,310 | 46.2% | Plan to carry over remainder to FY25. |

| DEPT | Project Code | Project Name | GL # | GL Name | July - December, 2023 | | | | January - June, 2024 | | | | Annual Budget | | | | Comment |
|------|--------------|---|--------|---------------------------|-----------------------|----------|-------------|---------|----------------------|-------------|-------------|---------|---------------|-------------|------------|---------|--|
| | | | | | Budget | Actual | \$ Diff | % Diff | Budget | Forecast | \$ Diff. | % Diff. | Budget | Forecast | \$ Diff | % Diff | |
| 23 | 23OTF2-003 | Expansion of eResources | 685000 | Electronic Resources | \$14,750 | \$14,750 | \$0 | 0.0% | \$15,045 | \$15,045 | \$0 | 0.0% | \$29,795 | \$29,795 | \$0 | 0.0% | |
| 35 | 35OF-001 | Book-binding project (continuation of previously completed project) | 801320 | Binding | \$4,000 | \$4,009 | (\$9) | -0.2% | \$6,000 | \$6,000 | \$0 | 0.0% | \$10,000 | \$10,009 | (\$9) | -0.1% | |
| 25 | 25OF-005 | Rare Book Room assessment and preservation project | 801335 | Supplies - Office | \$800 | \$2,244 | (\$1,444) | -180.5% | \$0 | \$0 | \$0 | 0.0% | \$800 | \$2,244 | (\$1,444) | -180.5% | |
| 37 | 37OF-006 | Class subsidy | 801390 | Course Registration | \$5,202 | \$13,360 | (\$8,158) | -156.8% | \$5,202 | \$20,000 | (\$14,798) | -284.5% | \$10,404 | \$33,360 | (\$22,956) | -220.6% | Increased cost due to Business Series losing its sponsor. |
| 37 | 37OTF2-004 | Mtkg Conference | 803105 | Travel | \$2,500 | \$1,071 | \$1,429 | 57.2% | \$0 | \$0 | \$0 | 0.0% | \$2,500 | \$1,071 | \$1,429 | 57.2% | |
| 17 | 17OF-001 | Dues for professional organizations | 803115 | Membership Dues | \$0 | \$0 | \$0 | 0.0% | \$355 | \$700 | (\$345) | -97.2% | \$355 | \$700 | (\$345) | -97.2% | |
| 25 | 17OF-001 | Dues for professional organizations | 803115 | Membership Dues | \$480 | \$401 | \$79 | 16.5% | \$3,284 | \$3,284 | \$0 | 0.0% | \$3,764 | \$3,685 | \$79 | 2.1% | |
| 35 | 17OF-001 | Dues for professional organizations | 803115 | Membership Dues | \$0 | \$0 | \$0 | 0.0% | \$1,460 | \$1,460 | \$0 | 0.0% | \$1,460 | \$1,460 | \$0 | 0.0% | |
| 37 | 37OTF2-004 | Mtkg Conference | 803120 | Registration Fees | \$6,000 | \$4,000 | \$2,000 | 33.3% | \$0 | \$0 | \$0 | 0.0% | \$6,000 | \$4,000 | \$2,000 | 33.3% | |
| 37 | 37OF-001 | Website spanish version | 803205 | Services | \$34,998 | \$0 | \$34,998 | 100.0% | \$0 | \$0 | \$0 | 0.0% | \$34,998 | \$0 | \$34,998 | 100.0% | Rollover to FY2025. |
| 37 | 37OF-004 | Printed Third Party Info Pilot Program | 803210 | Collateral materials | \$5,000 | \$0 | \$5,000 | 100.0% | \$5,000 | \$0 | \$5,000 | 100.0% | \$10,000 | \$0 | \$10,000 | 100.0% | Rollover to FY2025. |
| 37 | 37OTF2-002 | Metro Advertising | 803215 | Advertising | \$10,000 | \$0 | \$10,000 | 100.0% | \$0 | \$0 | \$0 | 0.0% | \$10,000 | \$0 | \$10,000 | 100.0% | Rollover to FY2025. |
| 25 | 25OF-001 | Representing Yourself website section revamp and authentication. | 804015 | Professional Svcs - Other | \$44,000 | \$0 | \$44,000 | 100.0% | \$44,000 | \$0 | \$44,000 | 100.0% | \$88,000 | \$0 | \$88,000 | 100.0% | Rollover to FY2025. |
| 25 | 25OF-005 | Rare books and closed stacks book shifting | 804015 | Professional Svcs - Other | \$2,500 | \$0 | \$2,500 | 100.0% | \$0 | \$2,500 | (\$2,500) | 0.0% | \$2,500 | \$2,500 | \$0 | 0.0% | |
| 25 | 25OF-005 | Rare books and closed stacks book shifting | 514010 | Temporary Employment | \$6,300 | \$0 | \$6,300 | 100.0% | \$6,300 | \$6,300 | \$0 | 0.0% | \$12,600 | \$6,300 | \$6,300 | 50.0% | Carry over remainder to FY25 |
| 25 | 25OF-007 | Translation and interpreter service | 804015 | Professional Svcs - Other | \$334 | \$1,255 | (\$921) | -275.7% | \$334 | \$1,500 | (\$1,166) | -349.1% | \$668 | \$2,755 | (\$2,087) | -312.4% | Anticipate increase due to rate fee increase and increased demand in other languages like Korean and Mandarin. |
| 25 | 25OTF2-002 | Incubator Program Partnership | 804015 | Professional Svcs - Other | \$0 | \$0 | \$0 | 0.0% | \$0 | \$15,000 | (\$15,000) | 0.0% | \$0 | \$15,000 | (\$15,000) | 0.0% | Neglected to budget for ongoing partnership. \$15,000 for calendar year 2024 per MOU with incubator. |
| | | | | | \$1,144,164 | \$54,246 | \$1,089,918 | 95.3% | \$796,680 | \$1,002,689 | (\$206,009) | -25.9% | \$1,940,844 | \$1,056,935 | \$883,909 | 45.5% | |

MEMORANDUM

DATE: February 28, 2024
TO: Board of Law Library Trustees
FROM: Katherine H. Chew, Executive Director
RE: Change of Leadership and Election of Officers

SUMMARY

As of January 12, 2024, Judge Michael L. Stern has resigned as a Superior Court appointed member of the Board of Trustees. The LA Law Library received notice on February 15, 2024 that Presiding Judge Samantha Jessner has appointed Judge Susan DeWitt to fill the vacancy left by Judge Michael L. Stern.

Board President Judge Mark A. Juhas is resigning from the President's role effective February 28, 2024. However, Judge Juhas will remain on the Board as a Trustee.

Vice President Court has indicated her willingness to resign as Vice President and serve as President of the Board. Trustee Laura A. Seigle has indicated her willingness to serve as Vice President of the Board should Judge Court be elected to serve as President.

With the vacancy left by Judge Stern's resignation now filled, Staff recommends the Board of Trustees to take action to for the change of leadership:

- 1) Nominate, discuss and elect a Board President with the resignation of Judge Juhas; and
- 2) Nominate, discuss, and elect a Vice President if Judge Court resigns from that office.



MEMORANDUM

DATE: February 28, 2024

TO: Board of Law Library Trustees

FROM: Katherine H. Chew, Executive Director

RE: Recommendation to establish Trustee Working Group to review and analyze Friends of Los Angeles County Law Library Amended Bylaws, executed on January 23, 2024

SUMMARY

The current Friends’ Bylaws, executed on June 9, 2022, and approved by the Board of Trustees at their August 2022 meeting, state in Article 14 that any change to the Bylaws “that adversely affects the rights granted to the Board of Trustees or the existing directors . . . shall also require the approval of the Board of Trustees.” The Bylaws further provide in Article 7, Section 3 “Board of Trustees shall appoint the majority of the Directors of the Friends.” (A copy of the June 9, 2022 Bylaws is included in the Board Packet, marked as Exhibit A.)

The Board of Trustees is now asked to adopt recently amended Bylaws of the Friends of the Los Angeles County Law Library (“Friends”). The Friends’ Board of Directors approved these amended Bylaws at their June 2023 meeting and executed the same as of January 23, 2024. (A copy of the redlined draft of the 2024 amended Bylaws is included in the Board Packet, marked as Exhibit B.)

The amended Bylaws set forth changes to the following sections: Article 2, Purposes; Article 5, Dedication of Assets; Article 7, Board of Directors Designation, Terms, Emeritus Directors, Vacancies, Removals, Meetings; Section 8, Standard of Care, Directors, Mutual Directors, Restrictions on Interested Directors; Article 9, Committees, Meetings; Article 10, Officers, Secretary, Treasurer; Article 11, Execution of Corporate Instruments; Article 12, Maintenance and Inspection of Articles and Bylaws, Federal Tax Exemption Applications and Returns; Article 14, Adoption, Amendment, or Repeal of Amendments to Bylaws. Staff has prepared a chart comparing the 2022 Bylaws with the revised language in the proposed amended Bylaws of January 2024. (A copy of this chart is included in the Board Packet and marked as Exhibit C.)



BACKGROUND AND ANALYSIS:

JUNE 2022 BYLAWS: The Friends last amended their Bylaws in 2022. The amendments at that time were intended to modernize and make substantial improvements to the structure and governance of the Friends. The Friends provided an advance copy of the proposed Bylaws to then serving Executive Director of the Library, Sandra Levin, and the Trustee Liaison, Susan Steinhauser, for review and input prior to finalization. The amendments included the following: the addition of a Governance and Board Excellence Committee; provisions addressing the role of Emeritus Directors; additional language regarding diversity, equity and inclusion; modernization of remote meeting and notice options; certain changes to the rights of existing directors, including Trustee-appointed directors concerning administrative matters and internal operations. These 2022 amendments appeared to be for the purpose of streamlining operations and allowing for more organizational flexibility in the context of additional projects beyond the Beacon of Justice Gala, such as cy pres efforts, grant applications, and other projects to support the Library. Ultimately the Board of Trustees approved the 2022 amendments at their meeting of August 24, 2022.

JANUARY 2024 BYLAW AMENDMENTS: While the 2022 amendments were largely administrative in nature, the proposed 2024 amendments to the Bylaws are substantial in nature in terms of governance and control afforded to the Board of Trustees and the Board of Directors of Friends. The amended Bylaws seek to afford independence of the Friends organization from the Board of Trustees. Specifically, among other things, the 2024 amendments set forth a major change by: 1) removing the right of the Library Board of Trustees to approve any change to the Bylaws that they may deem adversely affect the rights granted to the Board of Trustees or the existing directors; and 2) removing of the right of the Trustees to appoint the majority of the Director of the Friends.

STAFF RECOMMENDATIONS: The Board of Trustees have not had an opportunity for an in depth review or input of the 2024 amended Bylaws before the Friends Board of Directors approved and executed the same on January 23, 2024. As the 2024 amendments make major changes to the relationship and governance of the Friends to that of the Board of Trustees of the Library, staff recommends that the Trustees appoint a Working Group to more fully examine the proposed changes and analyze their effects on the rights afforded to and obligations imposed on the Trustees as fiduciaries of the LA Law Library.

Staff recommend the Working Group be made up of three Trustees selected by the Board. The Working Group will be charged with the responsibility of the following: 1) to review the proposed amended 2024 Bylaws; 2) to compare the 2024 Bylaws with the 2022 Bylaws now in place; 3) to obtain, review and analyze any supplemental and relevant documentation, such as financial statements,

funding disbursement records, and/or tax returns of the Friends so as to better understand the proposed changes in governance and control; 4) to provide the full Board of Trustees a report of their findings so that the Board of Trustees may engage in proper deliberation, discussion, and eventual vote on the Friends' request for approval of the amended Bylaws, signed on January 23, 2024.

AGENDA DISCUSSION ITEM 4.5

EXHIBIT A

FRIENDS OF LOS ANGELES

COUNTY LAW LIBRARY

2022 BYLAWS

AMENDED AND RESTATED
BYLAWS

OF

FRIENDS OF THE LOS ANGELES COUNTY LAW LIBRARY
(a California Nonprofit Public Benefit Corporation)

ARTICLE 1: NAME

The name of the corporation is Friends of the Los Angeles County Law Library ("Friends").

ARTICLE 2: PURPOSES

Friends has been formed for charitable purposes. The creation of Friends is not intended to supersede state policy regarding funding of county law libraries as provided under California Business and Professions Code Section 6300 et al., (or any successor section to that code, if applicable). Friends has been formed to raise funds (generally from the private sector) to support the collections, staff, facilities, and programs and services of the Los Angeles County Law Library ("Law Library"); funds raised by the corporation, except those retained for Friends' reasonable administrative and operating expenses, shall be directed towards the Law Library in furtherance of Friends' purpose to support the Law Library's activities. In addition, Friends is formed for the purposes of performing all things incidental to, or appropriate in, achieving the foregoing specific and primary purposes. Friends shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary charitable purposes.

Friends shall hold and may exercise all such powers as may be conferred upon a nonprofit corporation by the laws of the State of California and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation, provided, however, that Friends shall not engage in activities that are not permitted to be carried on by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code. Additionally, Friends' activities shall be limited in the following ways:

1. Friends shall act as a separate corporation in a fundraising capacity to the Law Library Board of Trustees (the "Board of Trustees").
2. Friends is not the agent of the Law Library or of the Board of Trustees and shall have no right or authority to bind or contract for the Law Library or the Board of Trustees. Friends' support of the Law Library shall not in any way enable it to control the policies, programs or services offered by the Law Library. The Board of Trustees shall have no right or authority to bind or contract for the Friends, and their primary role shall be as designated in Article 7, Section 3.

ARTICLE 3: PRINCIPAL OFFICE

The initial principal office of Friends shall be located in the City of Los Angeles, County of Los Angeles, State of California. Friends' Board of Directors may at any time, or from time to time, change the location of the principal office from one location to another within said city and county.

The Board of Directors may at any time establish branch offices at any place where Friends is qualified to do business.

ARTICLE 4: NONPARTISAN ACTIVITIES

Friends has been formed under California Nonprofit Public Benefit Corporation Law, Sections 5110-6910 and any successor sections, as applicable (the "Law") for the charitable purposes described above, and it shall be nonprofit and nonpartisan. Friends shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE 5: DEDICATION OF ASSETS

The properties and assets of this nonprofit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of Friends, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, Director, or officer of Friends. On liquidation or dissolution, all remaining properties and assets of Friends shall be distributed and paid over to another organization dedicated to charitable purposes that has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

ARTICLE 6: MEMBERSHIP

Friends shall not have Members within the meaning of Section 5056 of the California Corporations Code. Nothing contained in this Article 6 shall be construed to limit the right of Friends to refer to persons associated with Friends as "members" even though such persons are not members, as defined by the Corporations Code, and no such reference shall constitute anyone being a Member, within the meaning of Section 5056 of the Corporations Code. Upon designation of criteria for advisory membership by the Board of Directors, Friends may have advisory members who are not members within the meaning of Section 5056 of the Corporations Code.

ARTICLE 7: BOARD OF DIRECTORS

Section 1. Powers. Subject to the provisions and limitations of the Law and any other applicable laws, the business and affairs of Friends shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors. The Board of Directors may delegate the management of the day-to-day operation of the business of Friends to a management company, employed staff and/or consultants, committees (however composed), or other persons, provided that the activities and affairs of Friends shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board of Directors.

Section 2. Number of Directors. The authorized number of Directors shall consist of not less than 9 (nine) positions nor more than 25 (twenty-five) positions, the exact number of Directors to be fixed, within the limits specified in this Article 7 Section 2, by resolution of the Board.

Section 3. Designation and Term of Office of Directors. The Board of Trustees shall appoint a majority of Directors of Friends; provided, that at no time shall any Board of Trustees members or Law Library officers or employees serve concurrently on the Board of Friends. The remaining Directors of Friends shall be appointed by the existing Directors of Friends as vacancies occur.

The term of office of each Director shall be two (2) years.

Except as otherwise provided in these Bylaws, each Director, including a Director appointed to fill a vacancy, shall hold office until expiration of the term for which appointed and until a successor has been appointed and qualified. Directors may serve consecutive terms so long as Directors appointed by the Board are proposed by the majority vote of the Governance and Board Excellence Committee and then approved by the Board.

Section 3.1. Board Composition. Friends' Board members shall collectively represent a diversity (e.g., race, ethnicity, and gender) of backgrounds and include members of the legal and business communities at-large and/or have demonstrated commitment to the Law Library as patrons, funders or supporters thereof. Every Director shall also actively serve on a Board committee to be determined by the Director and the Governance and Board Excellence Committee.

Section 3.2 Emeritus Directors

From time to time, and in the exercise of its sole discretion, the Board shall have the authority to appoint or remove as Director Emeritus one or more individuals from among current or former Directors, whom the Board shall determine are qualified by virtue of their eminent standing in the community. A Director Emeritus may receive upon request any notices, reports and/or publications sent to members of the Board, and may attend Board meetings as provided in this Section, except for meetings held in executive session. If a Director Emeritus attends a meeting, the Director Emeritus shall not count for the purposes of establishing a quorum and shall not have the right to vote, but shall give the Board the benefit of his or her knowledge and experience in matters affecting the Law Library or the Friends. Directors Emeritus do not count toward the authorized number of Directors set forth in Article 7 Section 2.

Section 4. Vacancies. A vacancy on the Board shall exist upon: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by a final order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty under Sections 5230-5239 of the Law dealing with standards of conduct for a Director, (c)

an increase in the authorized number of Directors; or (d) the failure of the Board of Trustees or the Friends of the Los Angeles County Law Library, at any annual meeting or otherwise, to appoint the full authorized number of Directors.

The Board of Directors, by affirmative vote of a majority of the Directors then in office, may remove any Director with or without cause at any regular or special meeting; provided that the Director to be removed and the Board of Trustees have been notified in writing in the manner set forth in Article 7, Section 5 that such action would be considered at the meeting.

Except as provided in this paragraph, any Director may resign effective upon giving written notice to the Chair of the Board, the Executive Director, the secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. Friends shall provide notice to the Law Library of the resignation of a Trustee-appointed Director. If the resignation is effective at a future time, a successor may be designated in accordance with the procedure set forth below in this paragraph to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no Director may resign when Friends would then be left without a duly elected Director in charge of its affairs. All vacancies on the Board shall be filled by the Board of Trustees or the existing Directors of Friends, as the case may be and depending on whether the vacancy arose from a slot previously appointed by the Board of Trustees or the existing Directors of the corporation. In the event that the Board of Trustees does not fill vacancies to which it is entitled within a reasonable period of time, the existing Directors shall adopt a temporary Board resolution (lasting for not more than 90 days) resetting the authorized number of Board members so that the actual number of Board members constitutes the authorized number. If at the end of such period the Board of Trustees has not acted, then the remaining Board members shall make the determination whether to change the authorized number of Board members or to fill such vacancies themselves. No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires.

Section 5. Meetings. The Board of Directors shall hold an annual meeting on the third Wednesday of September of each year for the purpose of seating Directors, electing officers of Friends, and for the transaction of other business, or at such time as the Board of Directors determines. Other regular meetings shall be held at such times as are fixed by the Board of Directors. Such regular meetings may be held without notice. Meetings may be held at any place designated by the Board chair, or, if not designated, at the principal office of Friends. Special meetings shall be held at any place designated in the notice of the meeting or, if not stated in the notice or if there is no notice, at the principal office of Friends. Notwithstanding the above, any meeting may be held at any place consented to in writing (including via e-mail) by the majority of the Directors, either before or after the meeting. Consents shall be filed with the minutes of the meeting.

Any meeting may be held by telephone conference or other communications equipment permitted by law, as long as all Directors participating in the meeting can communicate with one another and all other requirements of the law are satisfied. All such Directors shall be deemed to be present in person at such meeting.

Meetings of the Board for any purpose may be called at any time by the Chair of the Board, the Executive Director, the secretary, or any two (2) Directors. Notice of the date, time, and place of meetings shall be delivered personally to each Director or communicated to each Director by telephone (including a voice messaging system which records and communicates messages), facsimile, or electronic mail at least forty-eight (48) hours before the meeting, or communicated by express mail service, first-class mail, or by other means of written communication, charges prepaid, addressed to the Director at the Director's address as it is shown upon the records of Friends, deposited in the mails or given to the express mail company or other carrier at least four (4) days before the date of the meeting. The notice need not specify the purpose of the meeting. Notice of a meeting need not be given to any Director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such Director. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 6. Action at a Meeting. The presence of five (5) Directors at a meeting of the Board of Directors constitutes a quorum for the transaction of business, except as otherwise provided in these Bylaws. Every act done or decision made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number, or the same number after disqualifying one or more Directors from voting, is required by the Articles of Incorporation, these bylaws, or State Law. Directors may not vote by proxy. A meeting at which a quorum is initially present, including an adjourned meeting, may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a disinterested majority of the required quorum for such meeting, or such greater number as required by the Articles of Incorporation, these bylaws or the Law.

Section 7. Adjourned Meeting and Notice. A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of the adjournment. Such notice may be waived in the manner provided for in Article 7, Section 5.

Section 8. Action Without a Meeting. The Board of Directors may take any required or permitted action without a meeting, if the majority of the members of the Board shall individually or collectively consent in writing to such action. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors. For purposes of this section only, "all members of the Board" does not include any "interested Directors" as defined in Section 5233 of the Law.

Section 9. Fees and Compensation. Directors and members of committees may not receive any compensation for their services as such, but may receive reasonable reimbursement of expenses incurred in the performance of their duties, including advances as provided in Article 8, Section 2, as may be fixed or determined by resolution of the Board of Directors. Directors may not be compensated for rendering services to Friends in any capacity other than

Director, unless such compensation is reasonable and (a) approved as provided in Article 8, Section 4, and (b) allowable under Article 8, Section 6.

ARTICLE 8: STANDARD OF CARE

Section 1. General. A Director shall perform the duties of a Director, including duties as a member of any committee of the Board on which the Director may serve, in good faith, in a manner such Director believes to be in the best interest of Friends and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

(a) one or more officers or employees of Friends whom the Director believes to be reliable and competent in the matters presented,

(b) counsel, independent accountants or other persons as to matters which the Director believes to be within such person's professional or expert competence, or

(c) a committee of the Board upon which the Director does not serve, as to matters within its designated authority, which committee the Director believes to merit confidence,

so long as in any such case, the Director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Except as provided in Article 8, Section 3, a person who performs the duties of a Director in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as a Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a public or charitable purpose to which Friends, or assets held by it, are dedicated.

Section 2. Loans. Friends shall not make any loan of money or property to, or guarantee the obligation of, any Director or officer, unless approved by the California Attorney General; provided, however, that Friends may advance money to a Director or officer of Friends or any subsidiary for expenses reasonably anticipated to be incurred in performance of the duties of such officer or Director so long as such individual would be entitled to be reimbursed for such expenses absent that advance.

Section 3. Self-Dealing Transactions. Except as approved in Section 4 below, the Board shall not approve a self-dealing transaction. A self-dealing transaction is one to which Friends is a party and in which one or more of the Directors has a material financial interest or a transaction between Friends and any person (other than a California nonprofit public benefit corporation) in which one or more of the Directors is a Director or between Friends and any person in which one or more of its Directors has a material financial interest. A Director shall not be deemed to have a "material financial interest" in a contract or transaction that implements

a charitable program of Friends solely because the contract or transaction results in a benefit to a Director or his or her family by virtue of their membership in the class of persons intended to be benefited by the charitable program, as long as the contract or transaction is approved or authorized by Friends in good faith and without unjustified favoritism.

Section 4. Approval. The Board of Directors may approve a self-dealing transaction if the Board determines that the transaction is in the best interests of, and is fair and reasonable to, Friends and, after reasonable investigation under the circumstances, determines that Friends could not have obtained a more advantageous arrangement with reasonable effort under the circumstances. Such determinations must be made by the Board, in good faith, with knowledge of the material facts concerning the transaction and the Director's interest in the transaction, and by a vote of the majority of the Directors then in office, provided that a quorum is present, without counting the vote of the interested Director or Directors.

Section 5. Mutual Directors. No contract or other transaction between Friends and any California nonprofit public benefit corporation of which one or more of its Directors are Directors of Friends is either void or voidable because such Directors) are present at a meeting of the Board which authorizes, approves, or ratifies the contract or transaction if the material facts as to the transaction and as to such Director's other Directorship are fully disclosed or known to the Board and the Board authorizes, approves, or ratifies the contract or transaction in good faith by a vote sufficient without counting the vote of the Director(s), or if the contract or transaction is just and reasonable as to Friends at the time it is authorized, approved or ratified.

Section 6. Restriction on Interested Directors. Not more than forty-nine percent (49%) of the persons serving on the Board of Directors at any time may be interested persons. An interested person is (1) any person currently being compensated by Friends for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; and (2) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. However, any violation of the provisions of this section shall not affect the validity or enforceability of any transaction entered into by Friends.

Section 7. Indemnification. To the fullest extent permitted by law, Friends shall indemnify its "agents", as described in Section 5238(a) of the Law, including its Directors, officers, employees, and volunteers, and including persons formerly occupying any such position, and their heirs, executors, and administrators, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding, " as that term is used in said Section 5238(a), and including an action by or in the right of Friends, by reason of the fact that the person is or was a person described in that Section. "Expenses" shall have the same meaning as in said Section. Such right of indemnification shall not be deemed exclusive of any other rights to which such persons may be entitled apart from this Article 8, Section 7.

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification in defending any "proceeding" shall be advanced by Friends before final disposition of the proceeding upon

receipt by Friends of an undertaking by or on behalf of that person to repay such amount unless it is ultimately determined that the person is entitled to be indemnified by Friends for those expenses.

Friends shall have power to purchase and maintain insurance to the fullest extent permitted by law on behalf of any agent of Friends, against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, or to give other indemnification to the extent permitted by law.

ARTICLE 9: COMMITTEES

Section 1. Committees of Directors. The Board of Directors may, by resolution adopted by a majority of the Directors then in office, provided that a quorum is present, designate one or more committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these bylaws. Each such committee shall consist of two (2) or more Directors, and may also include persons who are not on the Board, to serve at the pleasure of the Board. The Board may designate one or more alternate members of any committee, who may replace any absent member at any meeting of the committee. The appointment of members or alternate members of a committee requires the vote of a majority of the Directors then in office, provided that a quorum is present. The Board of Directors may also designate one or more advisory committees that do not have the authority of the Board. However, no committee, regardless of Board resolution, may:

- (a) Approve any action that, under the Law, would also require the affirmative vote of the members if this were a membership corporation.
- (b) Fill vacancies on, or remove the members of, the Board of Directors or in any committee that has the authority of the Board.
- (c) Fix compensation of the Directors for serving on the Board or on any committee.
- (d) Amend or repeal the Articles of Incorporation or bylaws or adopt new bylaws.
- (e) Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or repealable.
- (f) Appoint any other committees of the Board of Directors or their members.
- (g) Approve a plan of merger; consolidation; voluntary dissolution; bankruptcy or reorganization; or for the sale, lease, or exchange of all or substantially all of the property and assets of Friends otherwise than in the usual and regular course of its business; or revoke any such plan.
- (h) Approve any self-dealing transaction, except as provided by Section 5233 of the Law.

No committee shall bind Friends in a contract or agreement or expend corporate funds, unless authorized to do so by the Board of Directors.

Section 2. Meetings and Actions of Committees. Meetings and actions of all committees shall be governed by, and held and taken in accordance with, the provisions of Article 7 of these bylaws, concerning meetings and actions of Directors, with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board of Directors or by the committee itself. Special meetings of committees may also be called by the respective committees. Notice of special meetings of committees shall also be given to any and all alternate members, who shall have the right to attend all meetings of the committee. The Board of Directors may adopt rules not inconsistent with the provisions of these bylaws for the government of any committee.

Section 3. Executive Committee. The Executive Committee shall have and may exercise all the authority of the Board in the management of the business and affairs of Friends between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board in reference to those matters enumerated in Article 9, Section 1, except the Executive Committee shall also have the authority to appoint any other committees of the Board of Directors or their members.

The Executive Committee shall be composed of the Board officers and also include the Chair of the Governance and Board Excellence Committee. All members of the Executive Committee shall be voting members of the Board. The Executive Director may be present at an Executive Committee meeting at the invitation of the one or more Board officers, but shall not have a vote at such meetings.

Regular meetings of the Executive Committee shall be held at least four (4) times per year. The presence of a majority of the members of the Executive Committee then serving in office shall be necessary and sufficient to constitute a quorum, and the act of a majority of the members of the Executive Committee present at a meeting of the Executive Committee shall be the act of the Executive Committee. The Executive Committee shall keep full and fair records and accounts of its proceedings and transactions. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting.

Section 4. Governance and Board Excellence Committee.

The Governance and Board Excellence Committee (the "Committee") shall be comprised of a chair and two to four Directors. The Chair of the Governance and Board Excellence Committee shall be the Vice-Chair of the Board. The Committee reports directly to the Board of Directors.

The Committee shall develop, and ensure appropriate implementation of the Board's goals. The Committee will offer orientations and onboarding strategies to impart Director duties, review the Friends' mission statement, and emphasize the appropriate respect of diversity, equity, and inclusion, among other subjects.

The Committee shall periodically review the defined and adopted mission and vision statements of the organization and determine whether they are consistent across documents and activities. It shall further review the governing documents of the organization and determine whether they are consistent with applicable laws and actual or desired organizational practices and

suggest amendments to such governing documents as necessary.

The Committee shall locate and recruit potential Directors and shall direct enrichment activities for the Board. The Committee shall establish Board composition priorities, meet with potential Directors to explain the work of Friends, and identify strengths of candidates for the Board of Directors. Meetings of the Committee shall be held as necessary, approximately two (2) or more times per year. The objectives of the Committee also include the following:

- o Nomination of the Officers of the Board
- o Development of criteria for selection of Directors
- o Recommendations for nomination/re-nomination to Board membership
- o Development of a strategy for cultivation of new Directors
- o Development of tools for evaluation of overall Board performance
- o Development of tools for individual Director's self-assessment
- o Implementation of programs to promote the effectiveness of existing and new Directors through communication, training and orientation activities

Section 5. Committees. Other committees may be created to conduct the work of the Friends, either specifically to enhance the function of the Board or to work on raising additional funds for the Law Library, or for other purposes as determined by the Board and the Friends' Executive Director.

Section 6. Committee Meetings. Unless otherwise provided for in these bylaws, a majority of the members serving on a committee constitutes a quorum of the committee for the meeting of the committee and the vote of a simple majority of those present at a meeting at which a quorum is present constitutes an action of the committee. Each committee shall determine and schedule the number of regular meetings it will hold each year in connection with the Executive Director or the Chair.

ARTICLE 10: OFFICERS

Section 1. Officers. The officers of Friends shall consist of a Chair, Vice Chair Secretary and Treasurer and such other officers as the Board may designate by resolution; provided that at no time shall any Board of Trustees members or Law Library officers or employees serve concurrently as officers or employees of Friends. The same person may hold any number of offices, except that neither the secretary nor the treasurer may serve concurrently as the Chair (or president, if there is a president position created). The Chair may, however, assist the secretary and treasurer with the performance of their duties. In addition to the duties specified in this Article 10, officers shall perform all other duties customarily incident to their office and such other duties as may be required by law, by the Articles of Incorporation, or by these bylaws, subject to control of the Board of Directors, and shall perform such additional duties as the Board of Directors shall from time-to-time assign.

The officers shall be chosen by the Board at its annual meeting, and shall serve at the pleasure of the Board, for a term of two (2) years which can be renewed and subject to the rights, if any, of any officer under any contract of employment. Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board of Directors, the Chair of the Board, the Executive Director, or the secretary of Friends, without prejudice, however, to the rights, if any, of Friends under any contract to which such officer is a party. Any resignation shall take effect on the date of the receipt of such notice or at any later time specified in the resignation; and, unless otherwise specified in the resignation, the acceptance of the resignation shall not be necessary to make it effective. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office, except that the Board of Directors may choose a new officer to fill a vacancy as soon as possible after the vacancy occurs, and need not wait until the annual meeting. The compensation, if any, of the officers shall be fixed or determined by resolution of the Board of Directors.

Section 2. Chair of the Board. The Chair of the Board (who may also be referred to as the “president” of the Board, if the Board so designates) shall, when present, preside at all meetings of the Board of Directors and Executive Committee. The Chair is authorized to execute in the name of Friends all contracts and other documents authorized either generally or specifically by the Board to be executed by Friends, except when by law the signature of the Executive Director is required.

Section 3. Vice Chair of the Board. The Vice Chair (who may also be referred to as the “vice-president” of the Board, if the Board so designates) shall, in the absence of the Chair, or in the event of his or her inability or refusal to act, perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice Chair shall also chair the Governance and Board Excellence Committee, as set forth in Article 9, Section 4.

Section 4. Executive Director. Subject to the control, advice and consent of the Board of Directors, the Executive Director shall, in general, supervise and conduct the activities and operations of Friends, shall keep the Board of Directors fully informed and shall freely consult with them concerning the activities of Friends, and shall see that all orders and resolutions of the Board are carried into effect. Where appropriate, the Board of Directors shall place the Executive Director under a contract of employment. The Executive Director shall be empowered to act, speak for, or otherwise represent Friends between meetings of the Board. The Executive Director shall be responsible for the hiring and firing of all personnel, and shall be responsible for keeping the Board informed at all times of staff performance and for implementing any personnel policies adopted by the Board. The Executive Director is authorized to contract, receive, deposit, disburse, and account for funds of Friends; to execute in the name of Friends all contracts and other documents authorized either generally or specifically by the Board to be executed by Friends; and to negotiate all material business transactions of Friends. Unless otherwise specified by Board resolution, the Executive Director shall serve the functions of chief executive officer of Friends. Additionally, the Executive Director shall have the right to be present at all Board meetings of Friends; provided that the Executive Director shall not have the right to vote in any such meetings.

Section 5. Secretary. The secretary, or his or her designee, shall be custodian of all records and documents of Friends, shall act as secretary of all the meetings of the Board of Directors, and shall keep the minutes of all such meetings. The secretary, or his or her designee, also shall take minutes of all business conducted at the meetings of the Executive Committee, and be prepared, at the Chair's request, to send each Director of the Board of Directors, a summary report of the minutes of such meetings.

Section 6. Treasurer. The treasurer, or his or her designee, shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of Friends, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements.

The treasurer shall deposit or cause to be deposited all moneys and other valuables in the name and to the credit of Friends with such depositories as may be designated by the Board of Directors. The treasurer shall disburse or cause to be disbursed the funds of Friends as may be ordered by the Board of Directors, and shall render to the Chair, Executive Director, Directors, whenever they request it, an account of all of the treasurer's transactions as treasurer and of the financial condition of the Friends.

If required by the Board of Directors, the treasurer shall give Friends a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the treasurer's office and for restoration to Friends of all its books, papers, vouchers, money and other property of every kind in the treasurer's possession or under the treasurer's control on the treasurer's death, resignation, retirement, or removal from office. Friends shall pay the cost of such bond.

ARTICLE 11: EXECUTION OF CORPORATE INSTRUMENTS

Section 1. Execution of Corporate Instruments. The Board of Directors may, in its discretion, determine the method and designate the signatory officer or officers or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise provided by law, and such execution or signature shall be binding upon Friends.

Unless otherwise specifically determined by the Board of Directors or otherwise required by law, formal contracts of Friends, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of Friends, and other corporate instruments or documents, memberships in other corporations, and certificates of shares of stock owned by Friends, shall be executed, signed, or endorsed by the Chair of the Board, Vice Chair of the Board or the Executive Director and by the secretary or treasurer or any assistant secretary or assistant treasurer.

All checks and drafts drawn on banks or other depositories on funds to the credit of Friends, or in special accounts of Friends, shall be signed by such person or persons as the Board of Directors shall authorize to do so.

Section 2. Loans and Contracts. No loans or advances shall be contracted on behalf of Friends and no note or other evidence of indebtedness shall be issued in its name unless and except as the specific transaction is authorized by the Board of Directors. Without the express and specific authorization of the Board, no officer or other agent of Friends may enter into any contract or execute and deliver any instrument in the name of and on behalf of Friends.

ARTICLE 12: ARTICLE 12: RECORDS AND REPORTS.

Section 1. Maintenance and Inspection of Articles and Bylaws. Friends shall keep at its principal office the original or a copy of its Articles of Incorporation and bylaws as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.

Section 2. Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns. Friends shall keep at its principal office a copy of its federal tax exemption application and its annual information returns for three years from their date of filing, which shall be open to public inspection and copying to the extent required by law.

Section 3. Maintenance and Inspection of Other Corporate Records. Friends shall keep adequate and correct books and records of accounts, and written minutes of the proceedings of the Board and committees of the Board. All such records shall be kept at such place or places designated by the Board of Directors, or, in the absence of such designation, at the principal office of Friends. The minutes shall be kept in written or typed form, and other books and records shall be kept either in written or typed form or in any other form capable of being converted into written, typed, or printed form. Upon leaving office, each officer, employee, or agent of the corporation shall turn over to his or her successor or the Chair or Executive Director, in good order, such corporate monies, books, records, minutes, lists, documents, contracts or other property of Friends as have been in the custody of such officer, employee, or agent during his or her term of office.

Every Director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of Friends and each of its subsidiary corporations. The inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts of documents.

Section 4. Annual Report; Statement of Certain Transactions. The Board shall cause an annual report to be sent to all Directors of Friends within 120 days after the end of the corporation's fiscal year containing the following information:

- (a) The assets and liabilities, including the trust funds, of Friends at the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenues or receipts of Friends, both unrestricted and restricted for particular purposes, for the fiscal year;

(d) The expenses or disbursements of Friends for both general and restricted purposes during the fiscal year; and

(e) The information required by Section 6322 of the Law concerning certain self-dealing transactions involving more than \$50,000 or indemnifications involving more than \$10,000 which took place during the fiscal year.

The report shall be accompanied by any pertinent report of independent accountants, or, if there is no such report, the certificate of an authorized officer of Friends that such statements were prepared without audit from the books and records of Friends.

ARTICLE 13: FISCAL YEAR

The fiscal year for Friends shall begin on July 1 and shall end on June 30th.

ARTICLE 14: AMENDMENTS AND REVISIONS

These bylaws may be adopted, amended or repealed by the vote of a majority of the Directors then in office. Such action is authorized only at a duly called and held meeting of the Board of Directors for which written notice of such meeting, setting forth the proposed bylaw revisions with explanations therefore, is given in accordance with these bylaws, unless such notice is waived in accordance with these bylaws. If any provision of these bylaws requires the vote of a larger proportion of the Board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote. Any adoption, amendment or repeal of these bylaws that adversely affects the rights granted to the Board of Trustees or the existing Directors of Friends under the bylaws, including without limitation the right to appoint Directors, to fill vacancies on the Board of Directors, and the rights granted by this Article 14, shall also require the approval of the Board of Trustees.

ARTICLE 15: CORPORATE SEAL

The Board of Directors may adopt, use, and alter a corporate seal. The seal shall be kept at the principal office of Friends. Failure to affix the seal to any corporate instrument, however, shall not affect the validity of that instrument.

ARTICLE 16: CONSTRUCTION AND DEFINITIONS

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the California Nonprofit Corporation Law as amended from time to time shall govern the construction of these bylaws. Without limiting the generality of the foregoing, the masculine gender includes the feminine and neuter, the singular number includes the plural and the plural number includes the singular, and the term "person" includes a corporation as well as a natural person. If any competent court of law shall deem any portion of these bylaws invalid or inoperative, then so far as is reasonable and possible (1) the remainder of these bylaws shall be considered valid and operative, and (2) effect shall be given to the intent manifested by the portion deemed invalid or inoperative.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the currently elected and acting secretary of the Friends of the Los Angeles County Law Library, a California nonprofit public benefit corporation and the above amended and restated bylaws, consisting of 15 pages, are the bylaws of Friends as amended and restated by the Board of Directors on June 9, 2022, and that they have not been amended or modified since that date.

Executed on June 9, 2022 at Los Angeles, California.

Demery Ryan
Secretary (signature)

Demery Ryan
Secretary (printed)

AGENDA DISCUSSION ITEM 4.5

EXHIBIT B

FRIENDS OF LOS ANGELES

COUNTY LAW LIBRARY

2024 PROPOSED AMENDED

BYLAWS

AMENDED AND RESTATED
BYLAWS

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OF

FRIENDS OF THE LOS ANGELES COUNTY LAW LIBRARY
(a California Nonprofit Public Benefit Corporation)

ARTICLE 1: NAME

The name of the corporation is Friends of the Los Angeles County Law Library ("Friends").

ARTICLE 2: PURPOSES

Friends has been formed for charitable purposes. The creation of Friends is not intended to supersede state policy regarding funding of county law libraries as provided under California Business and Professions Code Section 6300 et al., (or any successor section to that code, if applicable). Friends has been formed to raise funds (generally from the private sector) to support the collections, staff, facilities, and programs and services of the Los Angeles County Law Library ("Law Library"); funds raised by the corporation, except those retained for Friends' reasonable administrative and operating expenses, shall be directed towards the Law Library in furtherance of Friends' purpose to support the Law Library's activities. In addition, Friends is formed for the purposes of performing all things incidental to, or appropriate in, achieving the foregoing specific and primary purposes. Friends shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its primary charitable purposes.

Friends shall hold and may exercise all such powers as may be conferred upon a nonprofit corporation by the laws of the State of California and as may be necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation, provided, however, that Friends shall not engage in activities that are not permitted to be carried on by a corporation exempt under Section 501(c)(3) of the Internal Revenue Code. Additionally, Friends' activities shall be limited in the following ways:

1. Friends shall act as a separate corporation in a fundraising capacity to support the Law Library Board of Trustees (the "Board of Trustees").
2. Friends is not the agent of the Law Library or of the Board of Trustees and shall have no right or authority to bind or contract for the Law Library or the Board of Trustees. Friends' support of the Law Library shall not in any way enable it to control the policies, programs or services offered by the Law Library. The Board of Trustees shall have no right or authority to bind or contract for the Friends, ~~and their primary role shall be as designated in Article 7, Section 3.~~

ARTICLE 3: PRINCIPAL OFFICE

The initial principal office of Friends shall be located in the City of Los Angeles, County of Los Angeles, State of California. Friends' Board of Directors may at any time, or from time to time, change the location of the principal office from one location to another within said city and county.

The Board of Directors may at any time establish branch offices at any place where Friends is qualified to do business.

ARTICLE 4: NONPARTISAN ACTIVITIES

Friends has been formed under California Nonprofit Public Benefit Corporation Law, Sections 5110-6910 and any successor sections, as applicable (the "Law") for the charitable purposes described above, and it shall be nonprofit and nonpartisan. Friends shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

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ARTICLE 5: DEDICATION OF ASSETS

The properties and assets of this nonprofit corporation are irrevocably dedicated to charitable purposes. No part of the net earnings, properties, or assets of Friends, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, Director, or ~~officer~~ Officer of Friends. On liquidation or dissolution, all remaining properties and assets of Friends shall be distributed and paid over to another organization dedicated to charitable purposes that has established its tax-exempt status under Internal Revenue Code Section 501(c)(3).

ARTICLE 6: MEMBERSHIP

Friends shall not have Members within the meaning of Section 5056 of the California Corporations Code. Nothing contained in this Article 6 shall be construed to limit the right of Friends to refer to persons associated with Friends as "members" even though such persons are not members, as defined by the Corporations Code, and no such reference shall constitute anyone being a Member, within the meaning of Section 5056 of the Corporations Code. Upon designation of criteria for advisory membership by the Board of Directors, Friends may have advisory members who are not members within the meaning of Section 5056 of the Corporations Code.

Commented [A2]: Section 5056 - "Member" defined, rights of member

ARTICLE 7: BOARD OF DIRECTORS

Section 1. Powers. Subject to the provisions and limitations of the Law and any other applicable laws, the business and affairs of Friends shall be managed, and all corporate powers shall be exercised, by or under the direction of the Board of Directors. The Board of Directors may delegate the management of the day-to-day operation of the business of Friends to a management company, employed staff and/or consultants, committees (however composed), or other persons, provided that the activities and affairs of Friends shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board of Directors.

Section 2. Number of Directors. The authorized number of Directors shall consist of not less than 9 (nine) positions nor more than 25 (twenty-five) positions, the exact number of Directors to be fixed, within the limits specified in this Article 7 Section 2, by resolution of the Board.

~~Section 3. Designation and Term of Office of Directors. The Board of Trustees shall appoint a majority of Directors of Friends; provided, that at no time shall any Board of Trustees members or Law Library officers or employees serve concurrently on the Board of Friends. The remaining Directors of Friends shall be appointed by the existing Directors of Friends as vacancies occur.~~

Section 3. Designation and Term of Office of Directors. The term of office of each director shall be two (2) years. ~~At no time shall any Board of Trustees members or Law Library officers or employees serve concurrently on the Board of Friends.~~

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Except as otherwise provided in these Bylaws, each Director, including a Director appointed to fill a vacancy, shall hold office until expiration of the term for which appointed and until a successor has been appointed and qualified. Directors may serve consecutive terms so long as Directors ~~appointed by the Board~~ are proposed by the majority vote of the Executive Committee or Governance and Board Excellence Committee and then approved by the Board.

Section 3.1. Board Composition. Friends' Board members shall collectively represent a diversity (e.g., race, ethnicity, and gender) of backgrounds and include members of the legal and business communities at-large and/or have demonstrated commitment to the Law Library as patrons, funders or supporters thereof. Every Director shall also actively serve on a Board committee to be determined by the Director and the Governance and Board Excellence Committee.

Section 3.2 Emeritus Directors

From time to time, and in the exercise of its sole discretion, the Board shall have the authority to appoint or remove as Director Emeritus one or more individuals from among current or former Directors, ~~or other esteemed contributors and community members~~, whom the Board shall determine are qualified by virtue of their eminent standing in the community. Upon request, A Director Emeritus may receive ~~upon request any~~ notices, reports and/or publications sent to members of the Board, and may attend Board meetings as provided in this Section, except for meetings held in executive session. If a Director Emeritus attends a meeting, the Director Emeritus shall not count for the purposes of establishing a quorum and shall not have the right to vote, but shall give the Board the benefit of his or her knowledge and experience in matters affecting the Law Library or the Friends. Directors Emeritus do not count toward the authorized number of Directors set forth in Article 7 Section 2.

Section 4. Vacancies. A vacancy on the Board shall exist upon: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of a

vacancy in the office of a Director who has been declared of unsound mind by a final order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty under Sections 5230-5239 of the Law dealing with standards of conduct for a Director, (c) an increase in the authorized number of Directors; or (d) the failure of the Board of Trustees or the Friends of the Los Angeles County Law Library, at any annual meeting or otherwise, to appoint the full authorized number of Directors.

Commented [A3]: <https://casetext.com/statute/california-codes/corporations-code-corp/title-1-corporations-100-14631/division-2-nonprofit-corporation-law-5000-10841/part-2-nonprofit-public-benefit-corporations-5110-6910/chapter-2-directors-and-management-5210-5260/article-3-standards-of-conduct-5230-5239>

The Board of Directors, by affirmative vote of a majority of the Directors then in office, may remove any Director with or without cause at any regular or special meeting; provided that the Director to be removed and the Board of Trustees have had been notified in writing in the manner set forth in Article 7, Section 5 that such action would be considered at the meeting.

Except as provided in this paragraph, any Director may resign effective upon giving written notice to the Chair of the Board, the Executive Director, the ~~secretary~~ Secretary, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. ~~Friends shall provide notice to the Law Library of the resignation of a Trustee-appointed Director.~~ If the resignation is effective at a future time, a successor may be designated in accordance with the procedure set forth below in this paragraph to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no Director may resign when Friends would then be left without a duly elected Director in charge of its affairs. All vacancies on the Board shall be filled by the Board of Trustees or the existing Directors of Friends, ~~as the case may be and depending on whether the vacancy arose from a slot previously appointed by the Board of Trustees or the existing Directors of the corporation.~~ In the event that the Board of Trustees does not fill vacancies to which it is entitled within a reasonable period of time, the existing Directors shall adopt a temporary Board resolution (lasting for not more than 90 days) resetting the authorized number of Board members so that the actual number of Board members constitutes the authorized number. If at the end of such period the Board of Trustees has not acted, then the remaining Board members shall make the determination whether to change the authorized number of Board members or to fill such vacancies themselves. No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires.

Section 5. Meetings. The Board of Directors shall hold an annual meeting on the third Wednesday of September of each year for the purpose of seating Directors, electing officers of Friends, and for the transaction of other business, or at such time as the Board of Directors determines. Other regular meetings shall be held at such times as are fixed by the Board of Directors. Such regular meetings may be held without notice. Meetings may be held at any place designated by the Board ~~chair~~ Chair, or, if not designated, at the principal office of Friends. Special meetings shall be held at any place designated in the notice of the meeting or, if not stated in the notice or if there is no notice, at the principal office of Friends. Notwithstanding the above, any meeting may be held at any place consented to in writing (including via e-mail) by the majority of the Directors, either before or after the meeting. Consents shall be filed with the minutes of the meeting.

Any meeting may be held by telephone conference or other communications equipment permitted by law, as long as all Directors participating in the meeting can communicate with one

another and all other requirements of the law are satisfied. All such Directors shall be deemed to be present in person at such meeting.

Meetings of the Board for any purpose may be called at any time by the Chair of the Board, the Executive Director, the ~~secretary~~ Secretary, or any two (2) Directors. Notice of the date, time, and place of meetings shall be delivered personally to each Director or communicated to each Director by telephone (including a voice messaging system which records and communicates messages), facsimile, or electronic mail at least forty-eight (48) hours before the meeting, or communicated by express mail service, first-class mail, or by other means of written communication, charges prepaid, addressed to the Director at the Director's address as it is shown upon the records of Friends, deposited in the mails or given to the express mail company or other carrier at least four (4) days before the date of the meeting. The notice need not specify the purpose of the meeting. Notice of a meeting need not be given to any Director who signs a waiver of notice or a consent to holding the meeting or an approval of the minutes of the meeting, whether before or after the meeting, or who attends the meeting without protesting, prior to the meeting or at its commencement, the lack of notice to such Director. The waiver of notice or consent need not specify the purpose of the meeting. All such waivers, consents, and approvals shall be filed with the corporate records or made a part of the minutes of the meeting.

Section 6. Action at a Meeting. The presence of five (5) Directors at a meeting of the Board of Directors constitutes a quorum for the transaction of business, except as otherwise provided in these Bylaws. Every act done or decision made by a majority of the Directors present at a meeting duly held at which a quorum is present shall be regarded as the act of the Board of Directors, unless a greater number, or the same number after disqualifying one or more Directors from voting, is required by the Articles of Incorporation, these bylaws, or State Law. Directors may not vote by proxy. A meeting at which a quorum is initially present, including an adjourned meeting, may continue to transact business notwithstanding the withdrawal of Directors, if any action taken is approved by at least a disinterested majority of the required quorum for such meeting, or such greater number as required by the Articles of Incorporation, these bylaws or the Law.

Section 7. Adjourned Meeting and Notice. A majority of the Directors present, whether or not a quorum is present, may adjourn any meeting to another time and place. If the meeting is adjourned for more than twenty-four (24) hours, notice of any adjournment to another time or place shall be given prior to the time of the adjourned meeting to the Directors who were not present at the time of the adjournment. Such notice may be waived in the manner provided for in Article 7, Section 5.

Section 8. Action Without a Meeting. The Board of Directors or any Board Committee may take any required or permitted action without a Board or Committee meeting by written consent or Board policy, ~~if the majority of the members of the Board shall individually or collectively consent in writing to such action.~~ Such action by written consent shall have the same force and effect as the ~~unanimous vote of the Board of Directors or respective Committees~~ such Directors. For purposes of this section only, "Board of Directors~~all members of the Board~~" does not include any "interested Directors" as defined in Section 5233 of the Law.

Commented [A4]: That section refers to self-dealing transactions

Section 9. Fees and Compensation. Directors and members of committees may not receive any compensation for their services as such, but may receive reasonable reimbursement of expenses incurred in the performance of their duties, including advances as provided in Article 8, Section 2, as may be fixed or determined by resolution of the Board of Directors. Directors may not be compensated for rendering services to Friends in any capacity other than Director, unless such compensation is reasonable and (a) approved as provided in Article 8, Section 4, and (b) allowable under Article 8, Section 6.

ARTICLE 8: STANDARD OF CARE

Section 1. General. A Director shall perform the duties of a Director, including duties as a member of any committee of the Board on which the Director may serve, in good faith, in a manner such Director believes to be in the best interest of Friends and with such care, including reasonable inquiry, as an ordinarily prudent person in a like situation would use under similar circumstances.

In performing the duties of a Director, a Director shall be entitled to rely on information, opinions, reports or statements, including financial statements and other financial data, in each case prepared or presented by:

(a) one or more officers or employees of Friends whom the Director believes to be reliable and competent in the matters presented,

(b) counsel, independent accountants or other persons as to matters which the Director believes to be within such person's professional or expert competence, or

(c) a committee of the Board upon which the Director does not serve, as to matters within its designated authority, which committee the Director believes to merit confidence, so long as in any such case, the Director acts in good faith, after reasonable inquiry when the need therefore is indicated by the circumstances and without knowledge that would cause such reliance to be unwarranted.

Except as provided in Article 8, Section 3, a person who performs the duties of a Director in accordance with the above shall have no liability based upon any failure or alleged failure to discharge that person's obligations as a Director, including, without limiting the generality of the foregoing, any actions or omissions which exceed or defeat a public or charitable purpose to which Friends, or assets held by it, are dedicated.

Section 2. Loans. Friends shall not make any loan of money or property to, or guarantee the obligation of, any Director or officer, unless approved by the California Attorney General; provided, however, that Friends may advance money to a Director or officer of Friends or any subsidiary for expenses reasonably anticipated to be incurred in performance of the duties of such officer or Director so long as such individual would be entitled to be reimbursed for such expenses absent that advance.

Section 3. Self-Dealing Transactions. Except as approved in Section 4 below, the Board shall not approve a self-dealing transaction. A self-dealing transaction is one to which Friends is a party and in which one or more of the Directors has a material financial interest or a

transaction between Friends and any person (other than a California nonprofit public benefit corporation) in which one or more of the Directors is a Director or between Friends and any person in which one or more of its Directors has a material financial interest. A Director shall not be deemed to have a "material financial interest" in a contract or transaction that implements a charitable program of Friends solely because the contract or transaction results in a benefit to a Director or his or her family by virtue of their membership in the class of persons intended to be benefited by the charitable program, as long as the contract or transaction is approved or authorized by Friends in good faith and without unjustified favoritism.

Section 4. Approval. The Board of Directors may approve a self-dealing transaction if the Board determines that the transaction is in the best interests of, and is fair and reasonable to, Friends and, after reasonable investigation under the circumstances, determines that Friends could not have obtained a more advantageous arrangement with reasonable effort under the circumstances. Such determinations must be made by the Board, in good faith, with knowledge of the material facts concerning the transaction and the Director's interest in the transaction, and by a vote of the majority of the Directors then in office, provided that a quorum is present, without counting the vote of the interested Director or Directors.

Section 5. Mutual Directors. No contract or other transaction between Friends and any California nonprofit public benefit corporation of which one or more of its Directors are Directors of Friends is either void or voidable because such Director(s) are present at a meeting of the Board which authorizes, approves, or ratifies the contract or transaction if the material facts as to the transaction and as to such Director's other Directorship are fully disclosed or known to the Board and the Board authorizes, approves, or ratifies the contract or transaction in good faith by a vote sufficient without counting the vote of the Director(s), or if the contract or transaction is just and reasonable as to Friends at the time it is authorized, approved or ratified.

Section 6. Restriction on Interested Directors. Not more than forty-nine percent (49%) of the persons ~~persons~~ people serving on the Board of Directors at any time may be interested persons. An interested person is (1) any person currently being compensated by Friends for services rendered to it within the previous twelve (12) months, whether as a full-time or part-time employee, independent contractor, or otherwise, excluding any reasonable compensation paid to a Director as Director; and (2) any brother, sister, ancestor, descendant, spouse, brother-in-law, sister-in-law, son-in-law, daughter-in-law, mother-in-law, or father-in-law of any such person. However, any violation of the provisions of this section shall not affect the validity or enforceability of any transaction entered into by Friends.

Section 7. Indemnification. To the fullest extent permitted by law, Friends shall indemnify its "agents", as described in Section 5238(a) of the Law, including its Directors, officers, employees, and volunteers, and including persons formerly occupying any such position, and their heirs, executors, and administrators, against all expenses, judgments, fines, settlements, and other amounts actually and reasonably incurred by them in connection with any "proceeding," as that term is used in said Section 5238(a), and including an action by or in the right of Friends, by reason of the fact that the person is or was a person described in that Section. "Expenses" shall have the same meaning as in said Section. Such right of indemnification shall not be deemed exclusive of any other rights to which such persons may be entitled apart from this Article 8, Section 7.

Commented [A5]: Indemnification section, definition of agent

To the fullest extent permitted by law and except as otherwise determined by the Board in a specific instance, expenses incurred by a person seeking indemnification in defending any "proceeding" shall be advanced by Friends before final disposition of the proceeding upon receipt by Friends of an undertaking by or on behalf of that person to repay such amount unless it is ultimately determined that the person is entitled to be indemnified by Friends for those expenses.

Friends shall have power to purchase and maintain insurance to the fullest extent permitted by law on behalf of any agent of Friends, against any liability asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, or to give other indemnification to the extent permitted by law.

ARTICLE 9: COMMITTEES

Section 1. Committees of Directors. The Board of Directors may, by resolution ~~or Board policy~~ adopted by a majority of the Directors then in office ("Board Policy"), provided that a quorum is present, designate one or more committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these bylaws. Each such committee shall consist of two (2) or more Directors, ~~to serve at the pleasure of the Board. Each committee, and~~ may also include persons who are not on the Board, ~~with the exception of the Executive and Governance and Board Excellence Committees to serve at the pleasure of the Board.~~ The Board may designate one or more alternate members of any committee, who may replace any absent member at any meeting of the committee. The appointment of members or alternate members of a committee requires the vote of a majority of the Directors then in office, provided that a quorum is present. The Board of Directors may also designate one or more advisory committees that do not have the authority of the Board. However, no committee, regardless of Board resolution, may:

- (a) Approve any action that, under the Law, would also require the affirmative vote of the members if this were a membership corporation.
- (b) Fill vacancies on, or remove the members of, the Board of Directors or in any committee that has the authority of the Board.
- (c) Fix compensation of the Directors for serving on the Board or on any committee.
- (d) Amend or repeal the Articles of Incorporation or bylaws or adopt new bylaws.
- (e) Amend or repeal any resolution of the Board of Directors that by its express terms is not so amendable or repealable.
- (f) Appoint any other committees of the Board of Directors or their members.
- (g) Approve a plan of merger; consolidation; voluntary dissolution; bankruptcy or reorganization; or for the sale, lease, or exchange of all or substantially all of the property and assets of Friends otherwise than in the usual and regular course of its business; or revoke any such plan.

(h) Approve any self-dealing transaction, except as provided by Section 5233 of the Law.

No committee shall bind Friends in a contract or agreement or expend corporate funds, unless authorized to do so by the Board of Directors.

Section 2. Meetings and Actions of Committees. Meetings and actions of all committees shall be governed by, and held and taken in accordance with, the provisions of Article 7 of these bylaws, concerning meetings and actions of Directors, with such changes in the context of those bylaws as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular meetings of committees may be determined either by resolution of the Board of Directors or by the committee itself. Special meetings of committees may also be called by the respective committees. Notice of special meetings of committees shall also be given to any and all alternate members, who shall have the right to attend all meetings of the committee. The Board of Directors may adopt rules not inconsistent with the provisions of these bylaws for the government of any committee.

Section 3. Executive Committee. The Executive Committee shall have and may exercise all the authority of the Board in the management of the business and affairs of Friends between meetings of the Board; provided, however, that the Executive Committee shall not have the authority of the Board in reference to those matters enumerated in Article 9, Section 1, except the Executive Committee shall also have the authority to appoint any other committees of the Board of Directors or their members.

The Executive Committee shall be composed of the Board officers and also include the Chair of the Governance and Board Excellence Committee. All members of the Executive Committee shall be voting members of the Board. The Executive Director may be present at an Executive Committee meeting at the invitation of ~~the one or~~ more Board officers, but shall not have a vote at such meetings.

Regular meetings of the Executive Committee shall be held as needed, ~~at least four (4) times per year~~. The presence of a majority of the members of the Executive Committee then serving in office shall be necessary and sufficient to constitute a quorum, and the act of a majority of the members of the Executive Committee present at a meeting of the Executive Committee shall be the act of the Executive Committee. The Executive Committee shall keep full and fair records and accounts of its proceedings and transactions. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting.

Section 4. Governance and Board Excellence Committee.

The Governance and Board Excellence Committee (the "Committee") shall be comprised of a chair and two to four Directors. The Chair of the Governance and Board Excellence Committee shall be the Vice-Chair of the Board. The Committee reports directly to the Board of Directors.

The Committee shall develop, and ensure appropriate implementation of the Board's goals. The Committee will offer orientations and onboarding strategies to impart Director duties, review

the Friends' mission statement, and emphasize the appropriate respect of diversity, equity, and inclusion, among other subjects.

The Committee shall periodically review the defined and adopted mission and vision statements of the organization and determine whether they are consistent across documents and activities. It shall further review the governing documents of the organization and determine whether they are consistent with applicable laws and actual or desired organizational practices and suggest amendments to such governing documents as necessary.

The Committee shall locate and recruit potential Directors and shall direct enrichment activities for the Board. The Committee shall establish Board composition priorities, meet with potential Directors to explain the work of Friends, and identify strengths of candidates for the Board of Directors. Meetings of the Committee shall be held as necessary, approximately two (2) or more times per year. The objectives of the Committee also include the following:

- o Nomination of the Officers of the Board
- o Development of criteria for selection of Directors
- o Recommendations for nomination/re-nomination to Board membership
- o Development of a strategy for cultivation of new Directors
- o Development of tools for evaluation of overall Board performance
- o Development of tools for individual Director's self-assessment
- o Implementation of programs to promote the effectiveness of existing and new Directors through communication, training and orientation activities

Section 5. Committees. Other committees may be created to conduct the work of the Friends, either specifically to enhance the function of the Board or to work on raising additional funds for the Law Library, or for other purposes as determined by the Board and the Friends' Executive Director.

Section 6. Committee Meetings. Unless otherwise provided in these bylaws, a majority of the members serving on a committee constitutes a quorum of the committee for the meeting of the committee and the vote of a simple majority of those present at a meeting at which a quorum is present constitutes an action of the committee. Each committee ~~shall~~ should determine and schedule the number of regular meetings it will hold each year in connection with the Executive Director or the Chair.

ARTICLE 10: OFFICERS

Section 1. Officers. The officers of Friends shall consist of a Chair, Vice Chair Secretary and Treasurer and such other officers as the Board may designate by resolution; provided that at no time shall any Board of Trustees members or Law Library officers or employees serve concurrently as officers or employees of Friends. The same person may hold any number of offices, except that neither the secretary nor the treasurer may serve concurrently as the Chair (or president, if there is a president position created). The Chair may, however,

assist the secretary and/or treasurer with the performance of their duties. In addition to the duties specified in this Article 10, officers shall perform all other duties customarily incident to their office and such other duties as may be required by law, by the Articles of Incorporation, or by these bylaws, subject to control of the Board of Directors, and shall perform such additional duties as the Board of Directors shall from time-to-time assign.

The officers shall be chosen by the Board at its annual meeting, and shall serve at the pleasure of the Board, for a term of two (2) years which can be renewed and subject to the rights, if any, of any officer under any contract of employment. Without prejudice to any rights of an officer under any contract of employment, any officer may be removed with or without cause by the Board. Any officer may resign at any time by giving written notice to the Board of Directors, the Chair of the Board, the Executive Director, or the Secretary of Friends, without prejudice, however, to the rights, if any, of Friends under any contract to which such officer is a party. Any resignation shall take effect on the date of the receipt of such notice or at any later time specified in the resignation; and, unless otherwise specified in the resignation, the acceptance of the resignation shall not be necessary to make it effective. A vacancy in any office because of death, resignation, removal, disqualification, or any other cause shall be filled in the manner prescribed in these bylaws for regular appointments to that office, except that the Board of Directors may choose a new officer to fill a vacancy as soon as possible after the vacancy occurs, and need not wait until the annual meeting. The compensation, if any, of the officers shall be fixed or determined by resolution of the Board of Directors.

Section 2. Chair of the Board. The Chair of the Board (who may also be referred to as the "president" of the Board, if the Board so designates) shall, when present, preside at all meetings of the Board of Directors and Executive Committee. The Chair is authorized to execute in the name of Friends all contracts and other documents authorized either generally or specifically by the Board to be executed by Friends, except when by law the signature of the Executive Director is required.

Section 3. Vice Chair of the Board. The Vice Chair (who may also be referred to as the "vice-president" of the Board, if the Board so designates) shall, in the absence of the Chair, or in the event of his or her inability or refusal to act, perform all the duties of the Chair, and when so acting shall have all the powers of, and be subject to all the restrictions on, the Chair. The Vice Chair shall also chair the Governance and Board Excellence Committee, as set forth in Article 9, Section 4.

Section 4. Executive Director. Subject to the control, advice and consent of the Board of Directors, the Executive Director shall, in general, supervise and conduct the activities and operations of Friends, shall keep the Board of Directors fully informed and shall freely consult with them concerning the activities of Friends, and shall see that all orders and resolutions of the Board are carried into effect. Where appropriate, the Board of Directors shall place the Executive Director under a contract of employment. The Executive Director shall be empowered to act, speak for, or otherwise represent Friends between meetings of the Board. The Executive Director shall be responsible for the hiring and firing of all personnel, and shall be responsible for keeping the Board informed at all times of staff performance and for implementing any personnel policies adopted by the Board. The Executive Director is authorized to contract, receive, deposit, disburse, and account for funds of Friends; to execute in

the name of Friends all contracts and other documents authorized either generally or specifically by the Board to be executed by Friends; and to negotiate all material business transactions of Friends. Unless otherwise specified by Board resolution, the Executive Director shall serve the functions of chief executive officer of Friends. Additionally, the Executive Director shall have the right to be present at all Board meetings of Friends; provided that the Executive Director shall not have the right to vote in any such meetings.

Section 5. Secretary. The Secretary, or his or her designee, shall be custodian of all records and documents of Friends, shall act as secretary of all the meetings of the Board of Directors, and shall keep the minutes of all such meetings. The Secretary, or his or her designee, also shall take minutes of all business conducted at the meetings of the Executive Committee, and be prepared, at the Chair's request, to send each Director of the Board of Directors, a summary report of the minutes of such meetings.

Section 6. Treasurer. The Treasurer, or his or her designee, shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of Friends, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements.

The Treasurer shall deposit or cause to be deposited all moneys and other valuables in the name and to the credit of Friends with such depositories as may be designated by the Board of Directors. The Treasurer shall disburse or cause to be disbursed the funds of Friends as may be ordered by the Board of Directors, and shall render to the Chair, Executive Director, Directors, whenever they request it, an account of ~~all of~~ all the Treasurer's transactions as treasurer and of the financial condition of the Friends.

If required by the Board of Directors, the Treasurer shall give Friends a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the treasurer's office and for restoration to Friends of all its books, papers, vouchers, money and other property of every kind in the Treasurer's possession or under the Treasurer's control on the Treasurer's death, resignation, retirement, or removal from office. Friends shall pay the cost of such bond.

ARTICLE 11: EXECUTION OF CORPORATE INSTRUMENTS

Section 1. Execution of Corporate Instruments. The Board of Directors may, in its discretion, determine the method and designate the signatory officer or officers or other person or persons, to execute any corporate instrument or document, or to sign the corporate name without limitation, except when otherwise provided by law, and such execution or signature shall be binding upon Friends.

Unless otherwise specifically determined by the Board of Directors or otherwise required by law, ~~formal contracts of Friends,~~ promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of Friends, and other corporate instruments or documents, memberships in other corporations, and certificates of shares of stock owned by Friends, shall be executed, signed, or endorsed by the Chair of the Board, Vice Chair of the Board or the

Executive Director and by the Secretary or Treasurer or any assistant secretary or assistant treasurer.

All checks and drafts drawn on banks or other depositories on funds to the credit of Friends, or in special accounts of Friends, shall be signed by such person or persons as the Board of Directors shall authorize to do so.

Section 2. Loans and Contracts. No loans or advances shall be contracted on behalf of Friends and no note or other evidence of indebtedness shall be issued in its name unless and except as the specific transaction is authorized by the Board of Directors. Without the express and specific authorization of the Board, no officer or other agent of Friends may enter into any contract or execute and deliver any instrument in the name of and on behalf of Friends.

ARTICLE 12: ARTICLE 12: RECORDS AND REPORTS

Section 1. Maintenance and Inspection of Articles and Bylaws. Friends shall keep at its principal office, or on the Friends' website, the original or a copy of its Articles of Incorporation and bylaws as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.

Section 2. Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns. Friends shall keep at its principal office, or on the Friends' website, a copy of its federal tax exemption application and its annual information returns for three years from their date of filing, which shall be open to public inspection and copying to the extent required by law.

Section 3. Maintenance and Inspection of Other Corporate Records. Friends shall keep adequate and correct books and records of accounts, and written minutes of the proceedings of the Board and committees of the Board. All such records shall be kept at such place or places designated by the Board of Directors, or, in the absence of such designation, at the principal office of Friends. The minutes shall be kept in written or typed form, and other books and records shall be kept either in written or typed form or in any other form capable of being converted into written, typed, or printed form. Upon leaving office, each officer, employee, or agent of the corporation shall turn over to his or her successor or the Chair or Executive Director, in good order, such corporate monies, books, records, minutes, lists, documents, contracts or other property of Friends as have been in the custody of such officer, employee, or agent during his or her term of office.

Every Director shall have the absolute right at any reasonable time to inspect all books, records, and documents of every kind and the physical properties of Friends and each of its subsidiary corporations. The inspection may be made in person or by an agent or attorney, and shall include the right to copy and make extracts of documents.

Section 4. Annual Report; Statement of Certain Transactions. The Board shall cause an annual report to be sent to all Directors of Friends within 120 days after the end of the corporation's fiscal year containing the following information:

- (a) The assets and liabilities, including the trust funds, of Friends at the end of the fiscal year;
- (b) The principal changes in assets and liabilities, including trust funds, during the fiscal year;
- (c) The revenues or receipts of Friends, both unrestricted and restricted for particular purposes, for the fiscal year;
- (d) The expenses or disbursements of Friends for both general and restricted purposes during the fiscal year; and
- (e) The information required by Section 6322 of the Law concerning certain self-dealing transactions involving more than \$50,000 or indemnifications involving more than \$10,000 which took place during the fiscal year.

The report shall be accompanied by any pertinent report of independent accountants, or, if there is no such report, the certificate of an authorized officer of Friends that such statements were prepared without audit from the books and records of Friends.

ARTICLE 13: FISCAL YEAR

The fiscal year for Friends shall begin on July 1 and shall end on June 30th.

ARTICLE 14: AMENDMENTS AND REVISIONS

These bylaws may be adopted, amended or repealed by the vote of a majority of the Directors then in office. Such action is authorized only at a duly called and held meeting of the Board of Directors for which written notice of such meeting, setting forth the proposed bylaw revisions with explanations therefore, is given in accordance with these bylaws, unless such notice is waived in accordance with these bylaws. If any provision of these bylaws requires the vote of a larger proportion of the Board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote. ~~Any adoption, amendment or repeal of these bylaws that adversely affects the rights granted to the Board of Trustees or the existing Directors of Friends under the bylaws, including without limitation the right to appoint Directors to fill vacancies on the Board of Directors, and the rights granted by this Article 14, shall also require the approval of the Board of Trustees.~~

ARTICLE 15: CORPORATE SEAL

The Board of Directors may adopt, use, and alter a corporate seal. The seal shall be kept at the principal office of Friends. Failure to affix the seal to any corporate instrument, however, shall not affect the validity of that instrument.

ARTICLE 16: CONSTRUCTION AND DEFINITIONS

Unless the context otherwise requires, the general provisions, rules of construction, and definitions contained in the California Nonprofit Corporation Law as amended from time to time

shall govern the construction of these bylaws. Without limiting the generality of the foregoing, the masculine gender includes the feminine and neuter, the singular number includes the plural and the plural number includes the singular, and the term "person" includes a corporation as well as a natural person. If any competent court of law shall deem any portion of these bylaws invalid or inoperative, then so far as is reasonable and possible (1) the remainder of these bylaws shall be considered valid and operative, and (2) effect shall be given to the intent manifested by the portion deemed invalid or inoperative.

CERTIFICATE OF SECRETARY

I, the undersigned, certify that I am the currently elected and acting secretary of the Friends of the Los Angeles County Law Library, a California nonprofit public benefit corporation and the above amended and restated bylaws, consisting of 15 pages, are the bylaws of Friends as amended and restated by the Board of Directors on June 9, 2022, and that they have not been amended or modified since that date.

Commented [A6]: Check on this # for the final/clean version.
Commented [A7]: Change date once amendments have been agreed to.

Executed on _____, at _____, California.

Secretary (signature)

Secretary (printed)

EXHIBIT C

FRIENDS OF LOS ANGELES COUNTY LAW LIBRARY AMENDED BYLAWS

COMPARISON CHART OF PROPOSED CHANGES

| 2022 Bylaws | Proposed 2024 Bylaws (redlined) |
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| <p>Article 2: PURPOSES</p> <p>1. Friends shall act as a separate corporation in a fundraising capacity to the Law Library Board of Trustees (the “Board of Trustees”).</p> | <p>Article 2: PURPOSES</p> <p>1. Friends shall act as a separate corporation in a fundraising capacity to support the Law Library Board of Trustees (the “Board of Trustees”).</p> |
| <p>2. Friends is not the agent of the Law Library or of the Board of Trustees and shall have no right or authority to bind or contract for the Law Library or the Board of Trustees. Friends’ support of the Law Library shall not in any way enable it to control the policies, programs or services offered by the Law Library. The Board of Trustees shall have no right or authority to bind or contract for the Friends, and their primary role shall be as designated in Article 7, Section 3.</p> | <p>2. Friends is not the agent of the Law Library or of the Board of Trustees and shall have no right or authority to bind or contract for the Law Library or the Board of Trustees. Friends’ support of the Law Library shall not in any way enable it to control the policies, programs or services offered by the Law Library. The Board of Trustees shall have no right or authority to bind or contract for the Friends.</p> |
| <p>Article 5: DEDICATION OF ASSETS</p> <p>No part of the net earnings, properties, or assets of Friends, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, Director, or officer of Friends.</p> | <p>Article 5: DEDICATION OF ASSETS</p> <p>... No part of the net earnings, properties, or assets of Friends, on dissolution or otherwise, shall inure to the benefit of any private person or individual, or any member, Director, or Officer of Friends.</p> |

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| <p>Article 7: BOARD OF DIRECTORS <u>Section 3. Designation and Term of Office of Directors.</u></p> <p><i>The Board of Trustees shall appoint a majority of Directors of Friends; provided, that at no time shall any Board of Trustees members of Law Library officers or employees serve concurrently on the Board of the Friends. The remaining Directors of Friends shall be appointed by the existing Directors of Friends as vacancies occur.</i></p> <p><i>The term of office of each Director shall be two (2) years.</i></p> <p>Except as otherwise provided in these Bylaws, each Director, including a Director appointed to fill a vacancy, shall hold office until expiration of the term for which appointed and until a successor has been appointed and qualified. Directors may serve consecutive terms so long as Directors <i>appointed by the Board are proposed by the majority vote of the Governance and Board Excellence Committee and then approved by the Board.</i></p> | <p>Article 7: BOARD OF DIRECTORS <u>Section 3. Designation and Term of Office of Directors.</u></p> <p><i>The term of office of each Director shall be two (2) years. At no time shall any Board of Trustees members or Law Library officers or employees serve concurrently on the Board of Friends.</i></p> <p>Except as otherwise provided in these Bylaws, each Director, including a Director appointed to fill a vacancy, shall hold office until expiration of the term for which appointed and until a successor has been appointed and qualified. Directors may serve consecutive terms so long as Directors <i>are proposed by the majority vote of the Executive Committee or Governance and Board Excellence Committee and then approved by the Board.</i></p> |
| <p>Article 7: BOARD OF DIRECTORS <u>Section 3.2 Emeritus Directors</u></p> <p>From time to time, and in the exercise of its sole discretion, the Board shall have the authority to appoint or remove as Director Emeritus one or more individuals from among current or former Directors, <i>whom the Board shall determine are qualified by virtue of their eminent standing in the community. A Director Emeritus may receive upon request any notices, reports and/or publications sent to members of the Board, and may attend Board meetings as provided in this Section, except for meetings held in</i></p> | <p>Article 7: BOARD OF DIRECTORS <u>Section 3.2 Emeritus Directors</u></p> <p>From time to time, and in the exercise of its sole discretion, the Board shall have the authority to appoint or remove as Director Emeritus one or more individuals from among current or former Directors, <i>or other esteemed contributors and community members</i>, whom the Board shall determine are qualified by virtue of their eminent standing in the community. <i>Upon request</i>, a Director Emeritus may receive notices, reports and/or publications sent to members of the Board, and may attend Board meetings</p> |

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| <p><i>executive session.</i> If a Director Emeritus attends a meeting, the Director Emeritus shall not count for the purposes of establishing a quorum and shall not have the right to vote, but shall give the Board the benefit of his or her knowledge and experience in matters affecting the Law Library or the Friends. Directors Emeritus do not count toward the authorized number of Directors set forth in Article 7 Section 2.</p> | <p>as provided in this Section, except for meetings held in executive session. If a Director Emeritus attends a meeting, the Director Emeritus shall not count for the purposes of establishing a quorum and shall not have the right to vote, but shall give the Board the benefit of his or her knowledge and experience in matters affecting the Law Library or the Friends. Directors Emeritus do not count toward the authorized number of Directors set forth in Article 7 Section 2.</p> |
| <p>Article 7: BOARD OF DIRECTORS Section 4: <u>Vacancies</u></p> <p>A vacancy on the Board shall exist upon: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by a final order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty under Sections 5230-5239 of the Law dealing with standards of conduct for a Director, (c) an increase in the authorized number of Directors; or (c) an increase in the authorized number of Directors; or (d) the failure of The Board of Trustees or the Friends of the Los Angeles County Law Library, at any annual meeting or otherwise, to appoint the full authorized number of Directors.</p> <p>The Board of Directors, by affirmative vote of a majority of the Directors then in office, may remove any Director with or without cause at any regular or special meeting; provided that the Director to be removed and the Board of Trustees have been notified in writing in the manner set</p> | <p>Article 7: BOARD OF DIRECTORS Section 4: <u>Vacancies</u></p> <p>A vacancy on the Board shall exist upon: (a) the death, resignation, or removal of any Director; (b) the declaration by resolution of the Board of a vacancy in the office of a Director who has been declared of unsound mind by a final order of court, convicted of a felony, or found by final order or judgment of any court to have breached a duty under Sections 5230-5239 of the Law dealing with standards of conduct for a Director, (c) an increase in the authorized number of Directors; or (d) the failure of the Friends of the Los Angeles County Law Library, at any annual meeting or otherwise, to appoint the full authorized number of Directors.</p> <p>The Board of Directors, by affirmative vote of a majority of the Directors then in office, may remove any Director with or without cause at any regular or special meeting; provided that the Director to be removed had been notified in writing in the manner set forth in Article 7, Section 5 that such action would be considered at the meeting.</p> |

forth in Article 7, Section 5 that such action would be considered at the meeting.

Except as provided in this paragraph, any Director may resign effective upon giving written notice to the Chair of the Board, the Executive Director, the **secretary**, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. ***Friends shall provide notice to the Law Library of the resignation of a Trustee-appointed Director.*** If the resignation is effective at a future time, a successor may be designated in accordance with the procedure set forth below in this paragraph to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no Director may resign when Friends would then be left without a duly elected Director in charge of its affairs. All vacancies on the Board shall be filled by the ***Board of Trustees or the existing Directors of the Friends, as the case may be and depending on whether the vacancy arose from a slot previously appointed by the Board of Trustees or the existing Directors of the corporation. In the event that the Board of Trustees does not fill vacancies to which it is entitled within a reasonable period of time, the existing Directors shall adopt a temporary Board resolution (lasting for not more than 90 days) resetting the authorized number of Board members so that the actual number of Board members constitutes the authorized number. If at the end of such period the Board of Trustees has not acted, the remaining Board members shall make the determination whether to change the authorized number of Board members or to fill such vacancies themselves.*** No reduction of the authorized number of Directors shall

Except as provided in this paragraph, any Director may resign effective upon giving written notice to the Chair of the Board, the Executive Director, the **Secretary**, or the Board of Directors, unless the notice specifies a later time for the effectiveness of the resignation. If the resignation is effective at a future time, a successor may be designated in accordance with the procedure set forth below in this paragraph to take office when the resignation becomes effective. Unless the California Attorney General is first notified, no Director may resign when Friends would then be left without a duly elected Director in charge of its affairs. All vacancies on the Board shall be filled by the existing Directors of Friends. No reduction of the authorized number of Directors shall have the effect of removing any Director before that Director's term of office expires.

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| <p>have the effect of removing any Director before that Director’s term of office expires.</p> <p>Article 7: BOARD OF DIRECTORS Section 5: <u>Meetings</u></p> <p>...Meetings may be held at any place designated by the Board chair, or, if not designated, at the principal office of Friends...</p> <p>Meetings of the Board for any purpose may be called at any time by the Chair of the Board, the Executive Director, the secretary, or any two (2) Directors.</p> | <p>Article 7: BOARD OF DIRECTORS Section 5: <u>Meetings</u></p> <p>...Meetings may be held at any place designated by the Board Chair, or, if not designated, at the principal office of Friends...</p> <p>Meetings of the Board for any purpose may be called at any time by the Chair of the Board, the Executive Director, the Secretary, or any two (2) Directors.</p> |
| <p>Article 7: BOARD OF DIRECTORS Section 8. <u>Action Without a Meeting</u></p> <p>The Board of Directors may take any required or permitted action without a meeting, if the majority of the members of the Board shall individually or collectively consent in writing to such action. Such action by written consent shall have the same force and effect as the unanimous vote of such Directors. For purposes of this section only, “all members of the Board” does not include any “interested Directors” as defined in Section 5233 of the Law.</p> | <p>Article 7: BOARD OF DIRECTORS Section 8. <u>Action Without a Meeting</u></p> <p>The Board of Directors or any Board Committee may take any required or permitted action without a Board or Committee meeting by written consent. Such action by written consent shall have the same force and effect as the vote of the Board of Directors or respective Committee. For purposes of this section only, “Board of Directors” does not include any “interested Directors” as defined in Section 5233 of the Law.</p> |
| <p>Article 8: STANDARD OF CARE Section 5. <u>Mutual Directors</u></p> <p>No contract or other transaction between Friends and any California nonprofit public benefit corporation of which one or more of its Directors are Directors of Friends is either void or voidable because such Directors) are present at a meeting of the Board...</p> | <p>Article 8: STANDARD OF CARE Section 5. <u>Mutual Directors</u></p> <p>No contract or other transaction between Friends and any California nonprofit public benefit corporation of which one or more of its Directors are Directors of Friends is either void or voidable because such Director(s) are present at a meeting of the Board ...</p> |

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| <p>Article 8: STANDARD OF CARE Section 6. <u>Restriction on Interested Directors.</u> Not more than forty-nine percent (49%) of the persons serving on the Board of Directors at any time may be interested persons.</p> <p>Article 9: COMMITTEES Section 1. <u>Committees of Directors</u></p> <p>The Board of Directors may, by resolution adopted by a majority of the Directors then in office, provided that a quorum is present, designate one or more committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these bylaws. Each such committee shall consist of two (2) or more Directors, and may also include persons who are not on the Board, to serve at the pleasure of the Board. The Board may designate one or more alternate members of any committee, who may replace any absent member at any meeting of the committee. The appointment of members or alternate members of the committee requires the vote of a majority of the Directors then in office, provided that a quorum is present. The Board of Directors may also designate one or more advisory committees that do not have the authority of the Board. However, no committee, regardless of Board resolution, may:...</p> | <p>Article 8: STANDARD OF CARE Section 6. <u>Restriction on Interested Directors.</u> Not more than forty-nine percent (49%) of the <i>people</i> serving on the Board of Directors at any time may be interested persons.</p> <p>Article 9: COMMITTEES Section 1. <u>Committees of Directors</u></p> <p>The Board of Directors may, by resolution or Board policy adopted by a majority of the Directors then in office ("Board Policy"), provided that a quorum is present, designate one or more committees to exercise all or a portion of the authority of the Board, to the extent of the powers specifically delegated in the resolution of the Board or in these bylaws. Each such committee shall consist of two (2) or more Directors, to serve at the pleasure of the Board. Each committee may also include persons who are not on the Board, with the exception of the Executive and Governance and Board Excellence Committees.</p> <p>The Board may designate one or more alternate members of any committee, who may replace any absent member at any meeting of the committee. The appointment of members or alternate members of a committee requires the vote of a majority of the Directors then in office, provided that a quorum is present. The Board of Directors may also designate one or more advisory committees that do not have the authority of the Board. However, no committee, regardless of Board resolution, may:...</p> |
| <p>Article 9: COMMITTEES Section 3. <u>Executive Committee</u> The Executive Committee shall be composed of the Board officers and also include the Chair of the Governance and</p> | <p>Article 9: COMMITTEES Section 3. <u>Executive Committee</u> The Executive Committee shall be composed of the Board officers and also include the Chair of the Governance and</p> |

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| <p>Board Excellence Committee. All members of the Executive Committee shall be voting members of the Board. The Executive Director may be present at an Executive Committee meeting at the invitation of the one or more Board officers, but shall not have a vote at such meetings.</p> <p>Regular meetings of the <i>Executive Committee</i> shall be held at least four (4) times per year. The presence of a majority of the members of the Executive Committee then serving in office shall be necessary and sufficient to constitute a quorum, and the act of a majority of the members of the Executive Committee present at a meeting of the Executive Committee shall be the act of the Executive Committee. Executive Committee shall keep full and fair records and accounts of its proceedings and transactions. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting.</p> | <p>Board Excellence Committee. All members of the Executive Committee shall be voting members of the Board. The Executive Director may be present at an Executive Committee meeting at the invitation of one or more Board officers, but shall not have a vote at such meetings.</p> <p>Regular meetings of the Executive Committee shall be held as needed. The presence of a majority of the members of the Executive Committee then serving in office shall be necessary and sufficient to constitute a quorum, and the act of a majority of the members of the Executive Committee present at a meeting of the Executive Committee shall be the act of the Executive Committee. Executive Committee shall keep full and fair records and accounts of its proceedings and transactions. All actions by the Executive Committee shall be reported to the Board of Directors at its next meeting.</p> |
| <p>Article 9: COMMITTEES Section 6. <u>Committee Meetings</u> Each committee shall determine and schedule the number of regular meetings it will hold each year in connection with the Executive Director or the Chair.</p> | <p>Article 9: COMMITTEES Section 6. <u>Committee Meetings</u> ... Each committee should determine and schedule the number of regular meetings it will hold each year in connection with the Executive Director or the Chair.</p> |
| <p>Article 10: OFFICERS Section 1. <u>Officers</u> ...The Chair may, however, assist the secretary and treasurer with the performance of their duties. . . Any officer may resign at any time by giving written notice to the Board of Directors, the Chair of the Board, the Executive Director, or the secretary of Friends, without prejudice, however, to the rights, if any, of Friends under any contract to which such officer is a party.</p> | <p>Article 10: OFFICERS Section 1. <u>Officers</u> ...The Chair may, however, assist the secretary and/or treasurer with the performance of their duties. ... Any officer may resign at any time by giving written notice to the Board of Directors, the Chair of the Board, the Executive Director, or the Secretary of Friends, without prejudice, however, to the rights, if any, of Friends under any contract to which such officer is a party.</p> |

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| <p>Article 10: OFFICERS Section 5. <u>Secretary</u> The secretary, or his or her designee, shall be custodian of all records and documents of Friends, shall act as secretary of all the meetings of the Board of Directors, and shall keep the minutes of all such meetings. The secretary, or his or her designee, also shall take minutes of all business conducted at the meetings of the Executive Committee, and be prepared, at the Chair’s request, to send each Director of the Board of Directors, a summary report of the minutes of such meetings.</p> | <p>Article 10: OFFICERS Section 5. <u>Secretary</u> The Secretary, or his or her designee, shall be custodian of all records and documents of Friends, shall act as secretary of all the meetings of the Board of Directors, and shall keep the minutes of all such meetings. The Secretary, or his or her designee, also shall take minutes of all business conducted at the meetings of the Executive Committee, and be prepared, at the Chair’s request, to send each Director of the Board of Directors, a summary report of the minutes of such meetings.</p> |
| <p>Article 10: OFFICERS Section 6. <u>Treasurer</u></p> <p>The treasurer, or his or her designee, shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of Friends, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements.</p> <p>The treasurer shall deposit or cause to be deposited all moneys and other valuables in the name and to the credit of Friends with such depositories as may be designated by the Board of Directors. The treasurer shall disburse or cause to be disbursed the funds of Friends as may be ordered by the Board of Directors, and shall render to the Chair, Executive Director, Directors, whenever they request it, an account of all the treasurer’s transactions as treasurer and of the financial condition of the Friends.</p> | <p>Article 10: OFFICERS Section 6. <u>Treasurer</u></p> <p>The Treasurer, or his or her designee, shall keep and maintain, or cause to be kept and maintained, adequate and correct accounts of the properties and business transactions of Friends, including accounts of its assets, liabilities, receipts, disbursements, gains, losses, capital, retained earnings, and other matters customarily included in financial statements.</p> <p>The Treasurer shall deposit or cause to be deposited all moneys and other valuables in the name and to the credit of Friends with such depositories as may be designated by the Board of Directors. The Treasurer shall disburse or cause to be disbursed the funds of Friends as may be ordered by the Board of Directors, and shall render to the Chair, Executive Director, Directors, whenever they request it, an account of all the Treasurer’s transactions as treasurer and of the financial condition of the Friends.</p> |

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| <p>If required by the Board of Directors, the treasurer shall give Friends a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the treasurer’s office and for restoration to Friends of all its books, papers, vouchers, money and other property of every kind in the treasurer’s possession or under the treasurer’s control on the treasurer’s death, resignation, retirement, or removal from office. Friends shall pay the cost of such bond.</p> | <p>If required by the Board of Directors, the Treasurer shall give Friends a bond in the amount and with the surety or sureties specified by the Board for faithful performance of the duties of the treasurer’s office and for restoration to Friends of all its books, papers, vouchers, money and other property of every kind in the Treasurer’s possession or under the Treasurer’s control on the Treasurer’s death, resignation, retirement, or removal from office. Friends shall pay the cost of such bond.</p> |
| <p>Article 11: EXECUTION OF CORPORATE INSTRUMENTS Section 1. <u>Execution of Corporate Instruments</u></p> <p>Unless otherwise specifically determined by the Board of Directors or otherwise required by law, formal contracts of Friends, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of Friends, and other corporate instruments or documents, memberships in other corporations, and certificates of shares of stock owned by Friends, shall be executed, signed, or endorsed by the Chair of the Board, Vice Chair of the Board or the Executive Director and by the secretary or treasurer or any assistant secretary or assistant treasurer.</p> <p>Article 12: RECORDS AND REPORTS Section 1. <u>Maintenance and Inspection of Articles and Bylaws</u></p> <p>Friends shall keep at its principal office, the original or a copy of its Articles of Incorporation and bylaws as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.</p> | <p>Article 11: EXECUTION OF CORPORATE INSTRUMENTS Section 1. <u>Execution of Corporate Instruments</u></p> <p>Unless otherwise specifically determined by the Board of Directors or otherwise required by law, promissory notes, deeds of trust, mortgages, and other evidences of indebtedness of Friends, and other corporate instruments or documents, memberships in other corporations, and certificates of shares of stock owned by Friends, shall be executed, signed, or endorsed by the Chair of the Board, Vice Chair of the Board or the Executive Director and by the Secretary or Treasurer or any assistant secretary or assistant treasurer.</p> <p>Article 12: RECORDS AND REPORTS Section 1. <u>Maintenance and Inspection of Articles and Bylaws</u></p> <p>Friends shall keep at its principal office, or on the Friends’ website, the original or a copy of its Articles of Incorporation and bylaws as amended to date, which shall be open to inspection by the Directors at all reasonable times during office hours.</p> |

AGENDA ITEM | DISCUSSION ITEM 4.5

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| <p>Article 12: RECORDS AND REPORTS Section 2. <u>Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns</u></p> <p>Friends shall keep at its principal office a copy of its federal tax exemption application and its annual information returns for three years from their date of filing, which shall be open to public inspection and copying to the extent required by law.</p> | <p>Article 12: RECORDS AND REPORTS Section 2. <u>Maintenance and Inspection of Federal Tax Exemption Application and Annual Information Returns</u></p> <p>Friends shall keep at its principal office, <i>or on the Friends' website</i>, a copy of its federal tax exemption application and its annual information returns for three years from their date of filing, which shall be open to public inspection and copying to the extent required by law.</p> |
| <p>Article 14: AMENDMENTS AND REVISIONS</p> <p>These bylaws may be adopted, amended or repealed by the vote of a majority of the Directors then in office. Such action is authorized only at a duly called and held meeting of the Board of Directors for which written notice of such meeting, setting forth the proposed bylaw revisions with explanations therefore, is given in accordance with these bylaws, unless such notice is waived in accordance with these bylaws. If any provision of these bylaws requires the vote of a larger proportion of the Board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote. <i>Any adoption, amendment or repeal of these bylaws that adversely affects the rights granted to the Board of Trustees or the existing Directors of Friends under the bylaws, including without limitation the right to appoint Directors, to fill vacancies on the Board of Directors, and the rights granted by this Article 14, shall also require the approval of the Board of Trustees.</i></p> | <p>Article 14: AMENDMENTS AND REVISIONS</p> <p>These bylaws may be adopted, amended or repealed by the vote of a majority of the Directors then in office. Such action is authorized only at a duly called and held meeting of the Board of Directors for which written notice of such meeting, setting forth the proposed bylaw revisions with explanations therefore, is given in accordance with these bylaws, unless such notice is waived in accordance with these bylaws. If any provision of these bylaws requires the vote of a larger proportion of the Board than is otherwise required by law, that provision may not be altered, amended, or repealed except by that greater vote.</p> |