

The 2022 AGAM began at 1:05 with Dottie Bellinger, OLL Board VP, welcoming the membership to the meeting.

Dottie continued with explaining the meeting format, describing the new AV equipment which allowed remote participation and encouraging questions and comments from the audience.

Roll Call

- 24 voting members on the terrace
- 2 voting members on Zoom
- 3 observers

Before the meeting was called to order Dottie explained how voting members would be voting on the terrace and via zoom. She reminded assembly members of the eligibility to vote regulations.

Meeting Agenda

1. Call to order & Motion to accept quorum
2. Motion to Accept the Minutes of AGAM 2021
3. President's Report/OLL update
 - Mission statement
 - Who We Are
 - Highlights of 2021
4. Treasurer's Report for 2021 & Approval of 2022 Budget
5. Confirmation of new Bylaws
6. Confirmation or modification of VP
7. Nominating Committee Report & Election of New Board Members

8. **Nomination & Election of 2023 Nominating Committee**
9. **Coming in the next year**
10. **Additional Business**
11. **Adjournment**

1. Call to Order and Motion to accept quorum

Larry Ginzkey moved that all those 18 years and older, who are current voting members of the Oaxaca Lending Library, who have proper credentials, and who are present either in person or via Zoom be declared the sole members of the Annual General Assembly 2022 of the Oaxaca Lending Library, AC. David Myler seconded the motion and it passed unanimously.

2. Motion to Accept the Minutes of AGAM 2021

Siobhan Grogan moved that the minutes from the 2021 Annual General Assembly Meeting of the Oaxaca Lending Library be accepted by the membership. John Burch seconded. The motion passed unanimously.

3. President's Report Given by the Vice President

Mission statement: Dottie explained that the BOD had reworked the mission statement to make it more inclusive and reflect the community that we serve. The new mission statement is:

Our mission, as a nonprofit Asociación Civil, **is to be a living library and cultural center serving the Oaxacan community.**

We are a lending library that offers materials for loan to our members, along with onsite access to the general public. The OLL fulfills its mission by providing:

- multimedia and bilingual reading, educational, and entertainment materials for all ages
- language programs to encourage biliteracy and cross-cultural competence
- an inclusive venue for cultural and social events that foster solidarity and appreciation; and
- collaboration with other local NGOs to promote community empowerment.

We seek to inspire a love of reading and learning across generations and cultures.

Tanya LaPierre raised the question of why the BOD decided to insert the idea that we are a “non profit.” Marirose Lescher responded because we are a non profit organization. We just don’t, yet, have *Donataria Autorizada* status.

Who we are:

The library includes three hard-working staff.

- Adriana Maldonado, Library Manager
- Connie Lopez Alcantar, Circulation Desk Clerk and
- Mireya Perez Maldonado, Administrative Assistant
- The OLL said farewell to Oscar Jimenez Cordova, who is pursuing further education in Mexico City.

The 2021 Board of Directors was thanked:

John Dumser, President (resigned)

Dottie Bellinger, Vice President (appointed)

Mary Phillips, Secretary

Marirose Lescher, Treasurer

Jacki Gordon, Past President

Directors At Large include Lina Negrete Martinez, Ron Grant, Suzanne Grant, Doug Long, David Myler, Abraham Torres, Jose Luis Zarate, Mark Leyes, Phil Schlak, John Burch.

Committee Chairs were recognized and thanked: It was noted that nothing happens at the OLL without the hard work of committee chairs and committee members. We are all volunteers and volunteers are the heart and soul of the OLL!! We currently need volunteers on Communications, Public relations, Outreach, Finance, Technology, and Facilities committees. All ideas and participation are welcome!!

Committees and Their 2021 Chairs

eBlast - Joanie Harmon

Website - Doug Long, Tanya LaPierre

In-house events - Enaj Schlak

Book - Siobhan Grogan

Communications - Dottie Bellinger

Fundraising - Jacki Gordon

Volunteers - Dottie Bellinger
Outreach - Fay Henderson Diaz
Social - Kate Hart, Bliss Wilson
Technology - Doug Long
Nominations - John Burch
Finance - Marirose Lescher
Facilities - David Myler
Welcome to Oaxaca - Bliss Wilson

Highlights of the last year include:

- Safety protocols maintained
- Successful phased reopening - library and programs
- Mandarin and LGL - new management software
- Successful Fundraising Campaign
- Improved AV equipment for presentations
- Continued support of OaxacaEvents.com
- Generous donations to those affected by the
pandemic
- Growing return of members and visitors
- Thanksgiving meal and concert
- Christmas banquet
- Fundraising concert
- Outdoor bazaar

OLL Public Profile: Website Use 2021

6,712 users - 94% new users

Top pages - Home Page, Online Store, Calendar, Hikes

64% of users are in Mexico, 30% in USA, 4% in Canada

How do users find our webpage: 62% direct, 32.6% Google, 5.9% Facebook

Fundraising - Ensuring Our Future

- Campaign is ending
- 13 Ambassadors - Thank you!
- Replaced our depleted emergency reserve
- \$1 million pesos raised from almost 250 donors - OLL moves into 2022 in solid financial shape - - - Facade Campaign is beginning
- THANK YOU! GRACIAS!

Construction Next Door

- Hotel with 14 rooms and a cafe
- Opening anticipated in April 2022
- OLL enjoys a new cistern and plumbing pipes
- New exterior walkway to OLL
- New OLL front door sign and facade in the works
- A bike rack will be available

Donataria Autorizada status: under review. The Board

is working with outside consultants to determine whether the OLL will apply to change our status to a *Donataria Autorizada*.

WHAT? Non profit organizations with *donataria autorizada* status are exempt from income tax, and VAT. There may be additional local tax incentives.

WHY? Allows for donations to the OLL to be tax deductible for Mexican nationals and foreign nationals doing business in Mexico.

4. Treasurer's Report and Approval of 2022 Budget

	Income	Expenses	Net Income
	(Gross Profit + Other Income)	(Total Expenses + Other Expenses)	
2018	\$1,001,662.87	\$875,603.86	\$126,059,01
2019	\$1,044,394.55	\$942,599,96	\$101,749,59
2020	\$373,079.13	\$813,544.44	\$-440,465.31
2021	\$615,146.30	\$813,544.44	\$-198,398.14
2022	\$797,801.60	\$949,066.03	\$-151,264.43

Note: 2021 deficit was considerably less than projected.

Year end 2021- Income report commentary

- Negative income reflects pandemic closure for most of 2021
- Staff were kept fully employed during the pandemic closure.
- Capital expenses were met.
- OLL in sound financial condition at year-end 2021.
 - Money held for the OLL at the OLLF is used as needed.
 - Lectures, hikes and trips were well attended (with reduced attendance for safety).
- There were no overnight trips in 2021.
- We need time for tourism to return to pre-2020 levels
- OLL will have a tax loss carry forward for the next 5 years
- Creative ideas for additional events and fundraisers going forward are welcome

Budget Preparation Considerations

- Recognize OLL staff dedication - maintain above average salaries; promote from within
- Respond to committee budget requests
- Account for pandemic-related reduced attendance at events and hikes
- Maintain commitment to our library collection

- Prepare for resumption of outreach activities
 - Maintain the reserve fund (Critical! And required by Mexican law.)
- OLL will draw on substantial savings in bank accounts and at the OLLF as needed.

David Myler moved to accept the 2022 budget. Suzanne Grant seconded. The motion was approved with one abstention.

5. Confirmation of new Bylaws

David Myler moved to accept the new bylaws. John Burch seconded. During discussion of this motion it became apparent that the copy of the new bylaws posted on the website was a working copy. The copy posted in the library was the final draft. Because some of the membership did not have the final copy available a vote on accepting the new bylaws could not be held.

Marirose added that If the Constitution and the Bylaws disagree, the Constitution holds sway. It is the governing document for the OLL. The Bylaws issue was presented to the AGAM because the old (current) Bylaws say they cannot be changed or modified without AGAM approval.

Bylaws are designed to help an organization work in the current moment, but they cannot directly disagree with the Constitution. If there are true contradictions, the Constitution

must be amended or its provisions hold. There are things in the Bylaws that are not in the Constitution. For example, there is a provision for the Board to go into Executive Session when discussing relevant personal or confidential matters that require discretion. The Bylaws also update some provisions of the Constitution, carrying forward the intent, but not exact language of the Constitution.

There are English and Spanish copies of the Constitution maintained at the library. They will be posted on the website.

David Myler moved to rescind the motion. Mimi Marchev seconded. Motion passed unanimously.

The Bylaws will go back to the Board and be presented to the Assembly again in the future.

6. Confirmation or modification of VP.

Dottie Bellinger was appointed by the board to fill the vacant Vice President position. To confirm her appointment a vote in favor needed to be taken.

David Myler moved that Dottie be confirmed as Vice President. Suzanne Grant seconded. The motion passed unanimously.

7. Nominating Committee Report and Election of New Board members.

John Burch and Jose Luis Zarate worked together as the Nominating Committee.

Board members up for election:

President – Jacki Gordon (term ends 2024)

Secretary – Mary Phillips (term ends 2024)

There were no additional nominations from the floor for these positions.

Mimi Marchev moved and David Myler seconded the motion to approve the slate of officers. The motion passed unanimously.

David Myler moved and Sioban Grogan seconded that Peter McCallion and David Shallenberger be voted onto the board as directors-at-large.

There were no additional nominations from the floor. The motion passed unanimously.

In answer to a question of why we have so many board members Jacki explained that the constitution requires that we

add 2 directors a year. She explained what happened at last year's AGAM being the reason we have an oversize board. This will even out in years going forward.

8. Nomination and Election of 2023 Nominating Committee

Ian Hawley was nominated to be part of the nominating committee. Ralph Gault and Bliss Wilson volunteered to join that committee.

John Burch moved to accept the committee, Bliss Wilson seconded. The motion passed unanimously.

9. The new president took over the chairmanship of the meeting at this point.

Coming up in 2022

- Develop online & summer events
- Continue improving processes and procedures
- NGO Synergies revisited
- Continue efforts to broaden awareness of the OLL in the entire Oaxacan community.
- New façade + interior facelift (paint; lighting; furniture)
 - *Donataria Autorizada*
- Website Overhaul
- Improve OLL financial stability through activities, giving and membership

10. Additional Business

John Dumser's Letter of Resignation as Board president was shown to the Assembly.

11. Adjournment

Dottie Bellinger moved to adjourn the meeting. Carl Owens seconded. The motion passed unanimously.

The meeting was adjourned at 2:50.