

THE BOARD OF SUPERVISORS OF THE COUNTY OF STANISLAUS  
ACTION AGENDA SUMMARY

DEPT: Library *W*

BOARD AGENDA # \*B-2

Urgent  Routine

AGENDA DATE April 14, 2009

CEO Concurs with Recommendation YES  NO   
(Information Attached)

4/5 Vote Required YES  NO

SUBJECT:

Approval to Enter Into a License Agreement with the Friends of the Library Organizations for Use of a Portion of the Modesto Free Library Building and Branch Libraries for Use as a Gift Shop and/or Used Book Store

STAFF RECOMMENDATIONS:

1. Approve the attached License Agreement with the Friends of the Modesto Library for a term of ten years from the date executed by the parties, for use of Modesto Library space as a small used book store and gift shop.
2. Authorize publication of notice of the proposed license pursuant Government Code Section 6061.
3. Authorize the Chief Executive Officer to execute the License Agreement with the Friends of the Modesto Library.
4. Authorize the Chief Executive Officer to execute other license agreements with other Friends of the Library organizations affiliated with the Library branches throughout the County.

FISCAL IMPACT:

There is a minimal cost for the publication of the notice of the licensing agreement pursuant to Government Code Section 6061 that will be funded through the Library's existing budget. Use of Library space by the Friends of the Modesto Library organization, and branch libraries' Friends organizations, should promote increased donations to Library-sponsored programs and activities such as children's storytelling, literacy tutors, home book delivery, and the purchase of new library books and materials. Such donations and positive fiscal impact should result from bookstore and gift shop operations of other  
(Continued on Page 2)

BOARD ACTION AS FOLLOWS:

No. 2009-218

On motion of Supervisor Monteith, Seconded by Supervisor Chiesa  
and approved by the following vote,

Ayes: Supervisors: O'Brien, Chiesa, Grover, Monteith, and Chairman DeMartini

Noes: Supervisors: None

Excused or Absent: Supervisors: None

Abstaining: Supervisor: None

1) X Approved as recommended

2) \_\_\_\_\_ Denied

3) \_\_\_\_\_ Approved as amended

4) \_\_\_\_\_ Other:

MOTION:

*Christine Ferraro*

ATTEST: CHRISTINE FERRARO TALLMAN, Clerk

File No.

**FISCAL IMPACT: (Continued)**

Library Friends organizations within the County's branch libraries. There will be no rental fee charged to the Friends organizations for the use of the Library branches for the purposes as stated, and the conditions specified, in the licensing agreements.

**DISCUSSION:**

The Friends of the Modesto Library (FOML) is a 501(c)(3) nonprofit organization whose mission is to promote goodwill and support by the community for the Modesto Library located at 1500 I Street in Modesto. FOML is governed by an independent board of directors guided by its own bylaws. FOML stimulates public awareness of the Modesto Library needs, and seeks out sources to provide cultural and educational programs for the Modesto Library. FOML volunteers donate much valuable time and effort in many different ways to improve library services and functioning, and to make the Modesto Library appeal to a more diverse range of patrons.

A sample of FOML projects and activities include providing volunteers for "Wiggle Worms," a weekly young children's story time; staffing the annual Summer Reading program; sponsoring periodic book fairs to donate free books to at-risk youth; and contributing to the purchase of new Modesto Library books and materials through donations solicited by FOML. In 2008, FOML donated a total of \$2,650 to the Modesto Library for programming services and materials.

FOML also engages in the sale of used books donated by FOML members and the general public. Proceeds of used book sales also fund the programs and materials acquisitions of the FOML.

Recently, FOML proposed operating a gift and used book store within the Modesto Library facility. The Library has identified an area that is currently unused for other Library functions when the Library is open.

Under the FOML proposal, the gift and book store would also sell small library and literacy-related merchandise such as pens, pencils, and bookmarks. All proceeds of sales would be used to directly benefit the Modesto Library in order to purchase new books and materials or provide programs, with a small amount going to purchase new merchandise for sale.

The proposed use of the Library space, if approved by the Board of Supervisors, would be governed by a licensing agreement. The Library will agree to provide the space within its facility without payment of a licensing fee or rental on the condition that the FOML uses the proceeds of its used book and merchandise

Approval to Enter Into a License Agreement with the Friends of the Library Organizations for Use of a Portion of the Modesto Free Library Building and Branch Libraries for Use as a Gift Shop and/or Used Book Store  
Page 3

sales to directly benefit the Modesto Library. The proposed licensing agreement is attached as Exhibit "A." Given that FOML has donated thousands of dollars each year and untold hours of volunteer services, this is likely to be a win-win arrangement for the Library and FOML.

The terms of the license agreement are authorized by and will be governed by Section 25537 of the Government Code. Since the proposed license is a "no bid" license, the term of the licensing agreement cannot exceed ten years and is not renewable. Thus, the term of the license will run from the time it is executed by the parties for the next ten years, approximately from July 2009 until June 2019. The Board of Supervisors is requested to authorize the County's Chief Executive Officer to execute the licensing agreement with FOML on behalf of the Library. The licensing agreement may be cancelled without cause by either party upon 30 days notice to the other, and will also contain an indemnity provision making the FOML fully responsible for damage or injury to anyone as a result of FOML activities related to operating the store.

The Library also seeks approval from the Board of Supervisors to allow other Friends of the Library 501(c)(3) organizations to similarly license space from the branch libraries they serve for bookstore and perhaps gift shop operations.

These Friends organizations would, like the FOML, license space through an agreement within their respective Library facility without payment of a licensing fee or rental on the condition the organization uses the proceeds of its used book and merchandise sales to directly benefit the library it supports. Like the FOML, other Friends groups would have to adhere to the requirements of Government Code Section 25537 by publishing notice of the proposed license agreement pursuant to Government Code Section 6061, and agreeing to the same time limitations for the term of the license. Approval of this item by the Board would authorize the Chief Executive Officer to execute licenses with these other Friends of the Library organizations.

Currently, the following Friends of the Library groups have capability and are considering operating a bookstore and/or gift shop:

- Friends of the Patterson Library
- Friends of the Salida Library
- Friends of the Turlock Public Library

Other Friends of the Library groups may also be willing and able to operate a bookstore on their Library's premises in the near future, including Ceres, Empire, Hughson, Newman, and Oakdale branches.

Approval to Enter Into a License Agreement with the Friends of the Library Organizations for Use of a Portion of the Modesto Free Library Building and Branch Libraries for Use as a Gift Shop and/or Used Book Store

Page 4

**POLICY ISSUE:**

Adoption of this item will promote the Board of Supervisors' priorities of: 1) building a strong local economy by promoting literacy through use of library resources; and 2) utilize effective partnerships with a local non-profit organization that promotes library programs and whose efforts may stimulate additional library patronage.

**STAFFING IMPACT:**

No staffing impact is anticipated as a result of adopting this item.

## LICENSE AGREEMENT

This License Agreement is made on July 1, 2009, by and between the County of Stanislaus ("County") and Friends of the Modesto Library, a California non-profit corporation ("Licensee").

Whereas, the County owns certain real property located at, or commonly known as, the Stanislaus County Free Library, Modesto Main Library, 1500 I Street in Modesto, California (the "Property"); and

Whereas, pursuant to Government Code section 25537 (b) the County as owner of Property may license, lease or otherwise allow the use of all or portions of the Property without competitive bidding; and

Whereas, Licensee desires to obtain permission to use a portion of the Property to perform certain limited acts;

Now, Therefore, it is agreed as follows:

1. County grants to Licensee and its employees, agents or contractors, a limited right of access to enter upon the Property, for the following time period and for the following purposes:

Term: July 1, 2009 through June 30, 2019

Purpose: Accept donations of used books; sell used books to the general public; sell inexpensive Library and literacy-related merchandise to the general public; store limited stock of used books and merchandise on the Property that will be immediately for sale.

2. This License is for a limited period on the dates set forth above, and, in any case, not longer than ten years. Pursuant to Government Code section 25537 (b) the term of this License is not renewable, although the County, in its sole discretion, may grant additional, new licenses. This Agreement may be terminated by the County or Licensee for any reason upon thirty days written notice to the other party.
3. Licensee shall pay no licensing fee or rent to County. However, in consideration for Licensee's use of Property, Licensee shall donate the monetary proceeds of its sales conducted on the Property, less operating costs, to County for Library programs as established in Licensee's bylaws. Licensee is responsible for and at its own expense shall obtain any licenses or permits, federal, state, or local, needed to conduct its operations.
4. Licensee shall not modify or alter the Property without prior written consent of the County. Licensee agrees to return the Property to its condition prior to its entry

thereon, and to keep the property free of liens and encumbrances, including, but not limited to, mechanic's liens, arising out of the activities and conduct of the Licensee and Licensee's agents, employees and contractors.

- 5. Any entry upon the Property by Licensee, or Licensee's employees (including volunteers), agents or contractors, shall be at Licensee's sole risk and expense. The Licensee agrees to assume legal and financial responsibility for any and all damage or injury resulting from Licensee's use of or activities on the Property. This responsibility extends to acts or omissions of Licensee's employees (including volunteers), agents, or contractors occurring on the Property and arising out of Licensee's use of or activities on Property.
- 6. Licensee shall indemnify and hold County harmless from any and all claims, damages, losses, judgments, liabilities, expenses and other costs, including litigation costs and attorneys' fees, arising out of, resulting from, or in connection with the Licensee's occupation and use of the premises.
- 7. County has sole power and authority to designate the size, location, access to utilities, and other conditions on the Property for the use of Licensee in fulfillment of this agreement.

In Witness Whereof, the parties have executed this Agreement on the date first above written.

County of Stanislaus	Friends of the Modesto Library
Richard Robinson Chief Executive Officer	Name Title

APPROVED AS TO FORM:  
STANISLAUS COUNTY COUNSEL

BY *Marie Hartley*, Deputy

## LICENSE AGREEMENT

BOARD OF SUPERVISORS

2009 AUG 24 1 A 10: 43

This License Agreement is entered into on July 1, 2009 in the City of Modesto, State of California, by and between the County of Stanislaus ("County"), and Friends of the Modesto Library, a California non-profit corporation ("Licensee").

WHEREAS, the County owns certain real property located at, or commonly known as, the Stanislaus County Free Library, Modesto Main Library, 1500 I Street in Modesto, California (the "Property"); and

WHEREAS, pursuant to Government Code section 25537, subdivision (b), the County as owner of Property may license, lease or otherwise allow the use of all or portions of the Property without competitive bidding; and

WHEREAS, Licensee desires to obtain permission to use a portion of the Property to perform certain limited acts;

Now, Therefore, it is agreed as follows:

1. County grants to Licensee and its employees, agents or contractors, a limited right of access to enter upon the Property, for the following time period and for the following purposes:


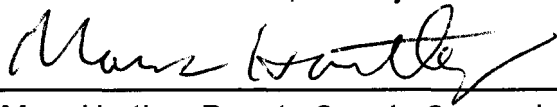

Term: July 1, 2009 through June 30, 2019

Purpose: Accept donations of used books; sell used books to the general public; sell inexpensive Library and literacy-related merchandise to the general public; store limited stock of used books and merchandise on the Property that will be immediately for sale.

2. This License is for a limited period on the dates set forth above, and, in any case, not longer than ten years. Pursuant to Government Code section 25537(b) the term of this License is not renewable, although the County, in its sole discretion, may grant additional, new licenses. This Agreement may be terminated by the County or Licensee for any reason upon thirty days written notice to the other party.
3. Licensee shall pay no licensing fee or rent to County. However, in consideration for Licensee's use of Property, Licensee shall donate the monetary proceeds of its sales conducted on the Property to the County Library for Library programs as established in Licensee's bylaws. Licensee is responsible for and at its own expense shall obtain any licenses or permits, federal, state, or local, needed to conduct its operations.

4. Licensee shall not modify or alter the Property without prior written consent of the County. Licensee agrees to return the Property to its condition prior to its entry thereon, and to keep the property free of liens and encumbrances, including, but not limited to, mechanic's liens, arising out of the activities and conduct of the Licensee and Licensee's agents, employees and contractors.
5. Any entry upon the Property by Licensee, or Licensee's employees (including volunteers), agents or contractors, shall be at Licensee's sole risk and expense. The Licensee agrees to assume legal and financial responsibility for any and all damage or injury resulting from Licensee's use of or activities on the Property. This responsibility extends to acts or omissions of Licensee's employees (including volunteers), agents, or contractors occurring on the Property and arising out of Licensee's use of or activities on Property.
6. Licensee shall indemnify and hold County harmless from any and all claims, damages, losses, judgments, liabilities, expenses and other costs, including litigation costs and attorneys' fees, arising out of, resulting from, or in connection with the Licensee's occupation and use of the premises.
7. County has sole power and authority to designate the size, location, access to utilities, and other conditions on the Property for the use of Licensee in fulfillment of this agreement.

In Witness Whereof, this Agreement is effective on the date first above written.

<p>County of Stanislaus</p> <hr/> <p>Richard Robinson Chief Executive Officer</p>  <p>APPROVED AS TO FORM:</p> <p>JOHN P. DOERING, County Counsel</p>  <hr/> <p>Marc Hartley, Deputy County Counsel</p>	<p>Friends of the Modesto Library</p>  <hr/> <p>Name Stella Berattis Title President, Friends of the Modesto Library</p>
---	--



## COUNTY OF STANISLAUS

### **NOTICE OF PROPOSED GRANT OF LICENSE OF COUNTY REAL PROPERTY**

The County of Stanislaus proposes to grant a license for the use of real property owned by the County. The County has authority to grant this license and enter into the licensing agreement without competitive bidding under the provisions contained in California Government Code Section 25537.

The licensee is the Friends of the Modesto Library, a tax-exempt IRC 501(c)(3) organization. The property to be licensed is an office approximately 150 square feet to be used as a non-profit used bookstore, with sales of Library-related merchandise, located in the interior west side of the Stanislaus County Library at 1500 "I" Street, Modesto, California. No other offers are being accepted to license the property. The license term is July 1, 2009 through June 30, 2019. The licensing agreement will be executed by the County at the Office of the Chief Executive of Stanislaus County, 1010 Tenth Street, Suite 6800, Modesto, California. The Board of Supervisors of the County of Stanislaus has granted the Chief Executive Officer authority to execute the licensing agreement on behalf of the County and has approved the grant of license to the licensee. The Board's action to approve the license and grant authority is available from the Clerk of the Board of Supervisors, and may be accessed on-line at [www.stancounty.com/bos/agenda/2009/Ag04-14-09.pdf](http://www.stancounty.com/bos/agenda/2009/Ag04-14-09.pdf).

May 4, 2009

**DECLARATION OF PUBLICATION  
(C.C.P. S2015.5)**

**COUNTY OF STANISLAUS  
STATE OF CALIFORNIA**

I am a citizen of the United States and a resident Of the County aforesaid; I am over the age of Eighteen years, and not a party to or interested In the above entitle matter. I am a printer and Principal clerk of the publisher of **THE MODESTO BEE**, printed in the City of **MODESTO**, County of **STANISLAUS**, State of California, daily, for which said newspaper has been adjudged a newspaper of general circulation by the Superior Court of the County of **STANISLAUS**, State of California, Under the date of **February 25, 1951, Action No. 46453**; that the notice of which the annexed is a printed copy, has been published in each issue there of on the following dates, to wit:


May 23, 2009

-----  
I certify (or declare) under penalty of perjury That the foregoing is true and correct and that This declaration was executed at

**MODESTO, California on**

May 24th, 2009

(Signature)



NOTICE OF PROPOSED GRANT OF LICENSE OF COUNTY REAL PROPERTY  
The County of Stanislaus proposes to grant a license for the use of real property owned by the County. The County has authority to grant this license and enter into the licensing agreement without competitive bidding under the provisions contained in California Government Code Section 25537. The licensee is the Friends of the Modesto Library, a tax-exempt IRC 501(c)(3) organization. The property to be licensed is an office approximately 150 square feet to be used as a non-profit used bookstore, with sales of Library-related merchandise, located in the interior west side of the Stanislaus County Library at 1500 "I" Street, Modesto, California. No other offers are being accepted to license the property. The license term is July 1, 2009 through June 30, 2019. The licensing agreement will be executed by the County at the Office of the Chief Executive of Stanislaus County, 1010 Tenth Street, Suite 6800, Modesto, California. The Board of Supervisors of the County of Stanislaus has granted the Chief Executive Officer authority to execute the licensing agreement on behalf of the County and has approved the grant of license to the licensee. The Board's action to approve the license and grant authority is available from the Clerk of the Board of Supervisors, and may be accessed on-line at [stancounty.com/bos/agenda/2009/Ag04-14-09.pdf](http://stancounty.com/bos/agenda/2009/Ag04-14-09.pdf)

Pub Dates May 23, 2009

**DECLARATION OF PUBLICATION  
(C.C.P. S2015.5)**

**COUNTY OF STANISLAUS  
STATE OF CALIFORNIA**

I am a citizen of the United States and a resident Of the County aforesaid; I am over the age of Eighteen years, and not a party to or interested In the above entitle matter. I am a printer and Principal clerk of the publisher of **THE MODESTO BEE**, printed in the City of **MODESTO**, County of **STANISLAUS**, State of California, daily, for which said newspaper has been adjudged a newspaper of general circulation by the Superior Court of the County of **STANISLAUS**, State of California, Under the date of **February 25, 1951, Action No. 46453**; that the notice of which the annexed is a printed copy, has been published in each issue there of on the following dates, to wit:

May 16, 2010

-----

I certify (or declare) under penalty of perjury That the foregoing is true and correct and that This declaration was executed at

**MODESTO, California** on

May 17th, 2010

(Signature)

Marie Dieckman

**NOTICE OF PROPOSED GRANT  
OF LICENSE OF COUNTY  
REAL PROPERTY**

The County of Stanislaus proposes to grant a license for the use of real property owned by the County. The County has authority to grant this license and enter into the licensing agreement without competitive bidding under the provisions contained in California Government Code Section 25537. The licensee is the Friends of the Turlock Public Library, a tax-exempt IRC 501(c)(3) organization. The property to be licensed is an office approximately 121 square feet to be used as a non-profit used book store, with sales of Library-related merchandise, located in the interior of the Stanislaus County Free Library, Turlock Library, at 550 Minaret Avenue, Turlock, California. No other offers are being accepted to license the property. The license term is July 1, 2010 through June 30, 2020. The licensing agreement will be executed by the County at the Office of the Chief Executive of Stanislaus County, 1010 Tenth Street, Suite 6800, Modesto, California. The Board of Supervisors of the County of Stanislaus has granted the Chief Executive Officer authority to execute the licensing agreement on behalf of the County and has approved the grant of license to the licensee. The Board's action to approve the license and grant authority is available from the Clerk of the Board of Supervisors, and may be accessed on-line at [stancounty.com/bos/agenda/2009/Ag04-14-09.pdf](http://stancounty.com/bos/agenda/2009/Ag04-14-09.pdf).  
Pub Dates May 16, 2010