

**RESOLUTION NO. 573**

**RESOLUTION PROVIDING FOR THE DISSOLUTION OF PALSGROUP AND THE TERMINATION OF THE AGREEMENT BETWEEN PALSGROUP MEMBERS AND THE PRAIRIE AREA LIBRARY SYSTEM FOR AN AUTOMATED LIBRARY SYSTEM**

**WHEREAS**, the School District has previously executed an Agreement with the Prairie Area Library System ("PALS"), entitled "Agreement for PALSGROUP Libraries," (hereinafter "Agreement") for the purpose of providing automated library services; and

**WHEREAS**, the Agreement provides that PALSGROUP may be dissolved if 2/3rds of the Fully Participating Members vote to dissolve and if 2/3rds of the libraries contracting with PALS serve notice upon PALS of their intent to terminate participation under the Agreement; and

**WHEREAS** the School District has been involved in the process of making arrangements for the provision of automated library services through a newly formed intergovernmental entity entitled PRAIRIECAT due to financial issues existing at PALS; and

**THEREFORE, BE IT RESOLVED** by the Board of Education of Geneseo Community Unit School District #228 (hereinafter referred to as the "Board") as follows:

1. This Board hereby finds and determines that it is in the best interests of the Library to exercise its right to terminate the Agreement.
2. This Board, through approval of this Resolution, hereby authorizes the Library Director to send a copy of this Resolution to the PALS Board to notify them of the Library's decision to dissolve PALSGROUP and to terminate participation in the Agreement.
3. **RELEASE OR WAIVER OF ALL CLAIMS:** In consideration for the beneficial public services performed by and to be performed by the Prairie Area Library System (herein "PALS") specifically in reference to the creation, operation and dissolution of PALSGroup a/k/a PRAIRIECAT (herein "PALSGROUP") including the transfer of various automation system hardware, applicable software license assignments, and transfer of accumulated reserve funds to a designated successor of the majority of fully participating members of PALSGROUP and/or the payment to any withdrawing libraries and members, of an amount representing the calculated amount under the "Agreement for PALSGROUP Libraries" due to the withdrawing member, we hereby fully and forever release and discharge PALS, and its officers, subsidiary corporations, employees, principals, successor corporations, agents, insurers and assigns ("Parties Released") performing any services whatsoever, from all actions, rights of action, causes of action, claims, demands, damages, costs, loss of services, expenses and compensation, in any way growing out of all known and unknown injuries, damages or claims of whatsoever kind or type, present or future, whether the same be known, anticipated or unanticipated, resulting or to result from any actions or events pertaining to the creation, operation and dissolution of PALSGROUP.
4. This Resolution shall be in full force and effect immediately upon its adoption.

Adopted this 9th day of December 2010 by the Board of Education of Geneseo Community Unit School District #228 pursuant to a roll call vote as follows:

AYES:

NAYS:

ABSENT:

Approved by the Board of Education of Geneseo Community Unit School District #228.

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Doug Ford, President

ATTEST:

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Curt Frerichs, Secretary