Midwest Collaborative for Library Services
Board Meeting Minutes
November 3 & 4, 2011
Harbor Grand, New Buffalo

I. Call to Order at 3:32p.m. on November 3
A. Roll Call & Accountability of Meeting Preparation
   Present: Logan (Chair), Arnett, Currie, Flick, Fore, Haka, Heidenreich, Hooks, Liu,
   Lunsford, Mitchell, Mullins, Robertson, Roethemeyer, Skib, Dykhuis.
   Guests: Dukelow, Craymer
   Absent: Lansdale, Lincoln
B. Approval of the Agenda
   Review of Policy 3.7 and Policy 2.10 removed from consent agenda and moved to
   section IV. Board Operation. Motion to approve the agenda as amended by
   Robertson, seconded by Haka. Motion approved.
C. Operational Consent Agenda. Motion to approve as amended by Hooks, seconded by
   Mullins. Motion approved.
D. Board Consent Agenda. Motion to approve as amended by Arnett, seconded by Flick.
   Motion approved.

II. Ownership Linkage
A. 2011 Annual Meeting debriefing
   The Board discussed the annual meeting held on October 6. There was agreement that
   future meetings should be streamed and include an ability for remote participants to
   send in questions and comments.

III. Executive Director & Operations
A. Auditor report – Sarah Jennings, CPA, Maner Costerisan
   Jennings reviewed the auditor’s report. She reported that they had issued an
   unqualified opinion. Motion to accept the auditor’s report by Haka, seconded by
   Currie. Motion approved.
B. Executive Director report
   Dykhuis reported that Gale Cengage had cancelled their training contract with MCLS
   beginning October 2011.

IV. Board Operation
A. Board meeting frequency & 2012 Meeting dates
   The Board will meet four times in 2012 on the following dates:
   February 10, Friday, 10am-3pm, Lansing
   May 15, Tuesday, 10am-3pm, Fort Wayne
   August 7, Tuesday, 10am-3pm, Lansing
   November 1-2, Thursday-Friday, Retreat location TBD
B. 2012 Officer election
   Officers for 2012 were nominated:
   Chair – Logan
Vice-chair – Currie  
Secretary – Heidenreich  
Mullins moved to accept the nominations. Seconded by Arnett. Motion approved.

C. Policy 3.7 Review  
Hooks reported that Board members had expressed concern about the way that the policy was written. After discussion, Arnett moved to revise Policy 3.7.2.d to read “The Audit Committee may meet with MCLS staff at mid-year to review MCLS’s financial activities and will report back to the MCLS Board when appropriate.” Seconded by Mullins. Motion approved.  
Mullins moved to revise 3.7.1.a to read “Product: Develop an appropriate pool of potential board members and define an annual curriculum for the development of Board skills including a Board orientation.” and strike 3.7.1.b. Seconded by Fore. Motion approved.

D. Policy 2.10 Review  
The Board discussed the monitoring report that Dykhuis submitted. No action was taken to revise the policy.

E. Executive Director’s annual review (Executive Session)  
The Board went into Executive Session to discuss Dykhuis’s annual review. Following the review, the Board suspended the meeting until the following morning.

F. Policy 2.4 and Policy 2.5 Review  
After extensive discussion, Hooks moved to add subsection a. to 2.4.2 and 2.5.1 with identical language that reads “With the exception of fiscal years 2012 and 2013, in which case, expenses shall not exceed revenues by more than 10 percent of net assets less real estate.” Second by Fore. Motion approved.

G. Ownership Linkage  
The Board discussed how to create a meaningful linkage with the MCLS membership. After discussion, Logan appointed a task force to collect data from the membership and report to the Board at the February meeting. Task force members include Hooks, Currie, Flick, and Lunsford. Logan will chair the task force.

V. Board Self-Assessment  
Board members assessed the meeting.

VI. Adjournment at 10:07 a.m. on November 4