

**Midwest Collaborative for Library Services
Board Meeting Minutes
Marina Grand Resort
November 14 (8:30 a.m. – 10:45 a.m.)**

I. Call to Order

A. Roll Call and Accountability of Meeting Preparation

Board President Lisa Waskin called the meeting to order at 8:35 a.m.

Present: Boruff-Jones, Garrison, Hawthorne, Lake, LaPrise, McNeil, Patton, Petrusa, Riley, R. Smith, T. Smith, Tuite, Waskin

Guests: Megan Dudek, Kalyn Huson, Rose Mercier, Kyle Schafer, Pam Seabolt

B. Approval of the Agenda

Motion: approve agenda. Moved and seconded. Motion passed.

C. President's comments

President Waskin detailed the Board's tasks for the meeting and reminded Board members to be courteous and respectful.

II. Required Approvals and Consent Agendas

A. Required Approval – Minutes for August 8, 2025 meeting

Motion: approve August 8 minutes. Moved and seconded. Motion passed.

B. Required Acceptances – Executive Director Monitoring Reports (*Internal*)

1. Monitoring Report for Policy 2.1 – Treatment of Members and/or Customers (*Internal*)
2. Monitoring Report for Policy 2.5 – Financial Condition and Activities (August) (*Internal*)

Motion: approve Policy 2.1 and Policy 2.5 (August) monitoring reports. Moved and seconded. Motion passed.

C. Board Self-Assessment Against Means Policies (according to monitoring schedule)

1. Review of Policy 3.7 – Board Committee Principles (*Direct Inspection*)
2. Review of Policy 3.8 – Board Committee Structure (*Direct Inspection*)
3. Review of Policy 4.0 – Global Board Governance – Management Connection
4. Review of Policy 4.2 – Accountability of the Executive Director
5. Review of Policy 4.3 – Delegation to the Executive Director

Motion: approve Policy 2.1 and Policy 2.5 (August) monitoring reports. Moved and seconded. Motion passed.

III. Board Operation

- A. Monitoring Report for Policy 2.5 – Financial Condition and Activities (*External*) – Kyle Schafer, CPA, Maner Costerisan

Schafer presented an audit with an unmodified opinion (i.e., a “clean” audit). He offered suggestions for internal controls.

Motion: approve audit report. Moved and seconded. Motion passed.

- B. Monitoring Report for Policy 1.0 – Global Ends (*Internal*)

The Board discussed some questions about the Policy 1.0 monitoring report.

Motion: accept Policy 1.0 monitoring report. Moved and seconded. Motion passed.

- C. Review of Policy Monitoring Report acceptance process

Garrison reminded Board members of process documentation and will send a link.

- D. Board Policy Manual updates

Motion: update Board Policy Manual to reflect changes first drafted in August 2025. Moved and seconded. Motion passed.

- E. Bylaws updates

Boruff-Jones detailed the officers’ process for revising the MCLS Bylaws, and Board members expressed thanks for the work.

Motion: approve revised MCLS Bylaws and take to the MCLS membership for a vote. Moved and seconded. Motion passed.

- F. Review of Board member terms ending in 2026

Boruff-Jones explained the nominating and election process. Hawthorne, Ingmire, LaPrise, and Tuite are eligible to run for another term.

- G. 2026 Officer election

The Board elected the following officers: Hawthorne (President), Lake (Vice President), McNeil (Secretary), Patton (Treasurer)

Motion: elect the 2026 officer slate. Moved and seconded. Motion passed.

- H. Monitoring Report for Policy 2.2 – Treatment of Staff (*Internal*)

T. Smith recommended changing language about emergency policy to staff engagement.

Motion: accept Policy 2.2 monitoring report. Moved and seconded. Motion passed.

I. Review of Policy 3.1 – Governing Style (*Direct Inspection*)

Following discussion of allowing space for all Board members to speak and be heard, the Board readopted Policy 3.1.

Motion: readopt Policy 3.1. *Moved and seconded. Motion passed.*

J. 2026 Board committee assignments

The Board made the following committee assignments:

- Audit: LaPrise, Patton
- Dashboard: Boruff-Jones, Waskin
- Nominating: Lake, McNeil, R. Smith
- Ownership Linkage: Ketcham, Petrusa, T. Smith, Tuite

K. 2026 Meeting dates

The Board will meet on February 9, May 15, August 10, and October 25-27.

IV. Announcements

Board discussion included the Executive Director Report, managing and deploying MCLS funds responsibly given changing times and issues, seeking common ground and advocacy support strategy, studying the impact of investments MCLS could make for libraries and library organizations, and finding ways to be creative.

V. Comments for the Good of the Order

VI. Executive Session

A. Monitoring Report for Policy 4.5 – Executive Director Compensation and Benefits (*Direct Inspection*)

B. Executive Director Annual Review

Motion: suspend regular meeting at 10:16 a.m. and enter executive session. *Moved and seconded. Motion passed.*

Motion: end executive session at 10:42 a.m. and return to regular meeting. *Moved and seconded. Motion passed.*

Motion: approve Executive Director 2026 compensation. *Moved and seconded. Motion passed.*

VII. Adjournment

Motion: adjourn at 10:46 a.m. *Moved and seconded. Motion passed.*