

August 2022 Board of Directors Meeting Minutes Midwest Collaborative for Library Services

Friday, August 12, 2022

10:00 AM – 2:00 PM

Indiana State Library (and online via Zoom)

I. **Call to order:** Board President Frank-Wilson called the meeting to order at 10:18 AM.

A. Roll Call, Accountability of Meeting Preparation, and President's Comments

- Members in attendance: Annie Bélanger, Polly Boruff-Jones, Lisa Brakel, Marion Frank-Wilson, Kate Pohjola Andrade, Randy Riley, Joel Scheuher, Matthew Shaw, Rain Smith, Trista Smith, Jake Speer, Lisa Waskin, Edra Waterman, Arlene Weismantel, Julia Wood
- Guests in attendance: Stephanie Davis, Scott Garrison, Kalyn Huson, Sue Radwan, Pam Seabolt
- Members not in attendance: John Brock
- President Frank-Wilson noted multiple agenda items e.g., potential building sale, and reminded the Board of its work to keep the items in mind as they are discussed.

B. Approval of the Agenda

- President Frank-Wilson voiced an order change to make item 4.c. item 4.a.
- **MOTION: approve the agenda as amended.** Moved and seconded. Motion carried.

C. Operational Consent Agenda

- **MOTION: approve the Operational Consent Agenda as presented.** Moved and seconded. Motion carried.

D. Board Consent Agenda

- **MOTION: approve the Board Consent Agenda as presented.** Moved and seconded. Motion carried.

II. **Executive Director**

A. Executive Director report

- Garrison presented his report and answered Board member questions. Discussion included aspects of the potential sale of the building, including a potential approach and budget impacts. Garrison touched on the Future of Work Committee that multiple of MCLS staff are participating in regarding how to optimize MCLS's work for its ongoing "majority remote/hybrid" approach.

B. FY2022-FY2023 Budget update

- Garrison reported that MCLS's net assets less real estate (NALRE) number dropped between January and May. MCLS is tracking toward a deficit for FY2022 that is lower than Garrison's original budget estimate.

III. Board Operation

A. 2022 Board Elections – Slate Selection

- Vice President Boruff-Jones presented the Nominating Committee’s recommended slate:
 - MI Academic: Annie Belanger, Grand Valley State University
 - MI Special: Lauren McMullan, Kalamazoo Institute of the Arts
 - IN At Large: Stephen Patton, Indiana State University
 - IN Public: Portia Kapraun, Delphi Public Library
- Garrison mentioned that Stephen Patton must be designated Member Representative or Alternate in order to be elected, per the MCLS Bylaws.
- **MOTION: accept the nominations slate.** Moved and seconded. Motion carried.

B. 2022 Board Retreat Agenda and Orientation Planning

- The Board agreed to consider diversity, equity, inclusion, social justice, and accessibility (DEIJA) as a major emphasis at their fall retreat, including in terms of the Board Policy Manual (BPM), Ownership Linkage (OL), and more. Questions included what the Board wants to say about DEIJA, what MCLS is trying to achieve in DEIJA work, and “what success looks like.”
- Radwan agreed to create a process regarding discussing DEIJA at the fall retreat.

C. 2022 Membership Annual Meeting

- Radwan suggested doing Ownership Linkage to get feedback on the DEIJA statement to be discussed at the fall retreat.
- The group discussed past Annual Meeting practice, and how to do things differently beginning in 2022. Questions included what the membership wants to hear from MCLS, and what trends the Board and staff are seeing right now.
- The Board discussed potentially powerful ways to engage the Owners and how to draw them to the Annual Meeting and be engaged.

D. Discussion of 1407 Rensen St. building

- After much discussion around voting to authorize Garrison to take the question of selling the building to the membership, the Board made a motion to change the verbiage in Policy 2.5.7.
- **MOTION: create Board Policy 2.5.7.a., to read as follows: “The Board authorizes the sale of the MCLS headquarters building located at 1407 Rensen St., Lansing, MI 48910 under the following restrictions: the sale transaction must be completed within 24 months of membership authorization; the sale must yield proceeds based on market conditions for comparable properties at time of sale; and the use of proceeds will be in alignment with the Board’s Ends.”** Moved and seconded. Motion carried.

Lunch 12:30pm - 1:00pm

IV. Board Education

- A. Board Policy Manual review committee update
 - Frank-Wilson offered a brief update about the committee's progress. The committee will continue to meet ahead of the fall retreat, and the Board will discuss their work then.
- B. Ends Policy Review
 - The Board tabled this item until the October Board retreat.
- C. Ownership Linkage
 - Radwan led a discussion regarding the need to do OL in order to be an informed agent and voice of MCLS's Owners, and challenges the Board has faced in doing OL. Is OL the OL Committee's work, or the whole Board's? When the Board determines a direction for what it wants to explore, it can gather and analyze OL data. Discussion also included how long to ask Board members to serve on the OL Committee and how to rotate, and how the Board can build from where it is now. The group agreed to discuss OL at the fall retreat.

V. Board Self-Assessment

Board members offered their individual thoughts about the meeting (including regarding building sale discussion, Radwan's guidance with respect to Policy Governance, Board flexibility in being able to participate via Zoom, appreciating the energy in being together, and DEIJA discussion).

VI. Adjournment

MOTION: adjourn the MCLS Board of Directors meeting at 2:06 PM. Motion made and seconded. Motion carried.