

October 2022 Board of Directors Meeting Minutes

Midwest Collaborative for Library Services

October 24, 2022 (9:00 a.m. – 10:30 a.m., 4:30 p.m. – 5:00 p.m.)

October 25, 2022 (11:30 a.m. – 12:00 p.m.)

Marina Grand Resort (and online via Zoom)

I. Call to Order – 9:00 a.m.: Board President Frank-Wilson called the meeting to order at 9:05 a.m.

A. Roll Call and Accountability of Meeting Preparation:

- Members in attendance: Annie Bélanger, Polly Boruff-Jones, Lisa Brakel, Marion Frank-Wilson, Kate Pohjola Andrade, Joel Scheuher, Matthew Shaw, Rain Smith (not in attendance on 10/25), Lisa Waskin (not in attendance on 10/25), Edra Waterman, Arlene Weismantel, Julia Wood
- Guests in attendance: Stephanie Davis, Scott Garrison, Kalyn Huson, Portia Kapraun, Lauren McMullan, Stephen Patton, Sue Radwan, Kyle Schafer (until 9:35), Pam Seabolt
- Members not in attendance: John Brock, Randy Riley, Trista Smith, Jake Speer

B. Approval of the Agenda:

- President Frank-Wilson voiced an order change to reverse items II B. and II. 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 & Operations

A. Monitoring Report for Policy 2.5 – Financial Condition and Activities (August) (Internal)

- MOTION: **approve the motoring report for Policy 2.5 as presented.** Moved and seconded. Motion carried.

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

- Schafer presented the audit report and answered Board member questions. Discussion included financial statements, total assets, and a letter to the MCLS audit committee.
- MOTION: **approve the audit as presented.** Moved and seconded. Motion carried.

C. Executive Director Report

- Garrison presented his report. Discussion included the status of the building and realtor search, onboarding Board members, attending the UPRLC conference and RIDES discussions.

The discussion also included TALK, IN and MI ARPA grant completion, staff position vacancy, and ConsortiaManager implementation. Davis and Seabolt included a few team updates.

III. Board Operation

- A. Monitoring Report for Policy 1.0 – Global Ends (Internal)
- Garrison and the Board discussed how Garrison’s approach to the Policy 1.0 monitoring report changed from 2021 to 2022. Comments included appreciation for a simpler report with more tables, the connection between DEIJA and transformative agreements, and the nature and intent of the Policy 1.0 report (results and impact and demonstrable data).
 - **MOTION: approve the motoring report for Policy 1.0 as presented.** Moved and seconded. Motion carried.
- B. Review of Policy Monitoring Report acceptance process
- Radwan voiced her thoughts on this process including how to represent data in Board meeting minutes.
- C. Board member recognition
- The Board expressed thanks to members departing in 2022 (Brock, Scheuher, Shorey, and Waterman), and welcomed new members (Kapraun, McMullan, Patton, and Shaw).
- D. 2023 Officer election
- President – Arlene Weismantel
 - Vice President – Polly Boruff-Jones
 - Secretary – Trista Smith
 - Treasurer – Lisa Waskin
 - **MOTION: approve the 2023 officers as presented.** Motion made and seconded. Motion carried.
- E. 2023 Meeting dates and locations
- February 13th - Online
 - May 15th – Lansing, MI (TBD)
 - August 18th – Indiana (TBD)
 - Retreat 11/2-11/4 - New Buffalo, MI

IV. Adjournment (October 24 morning session)

MOTION: adjourn the MCLS Board of Directors meeting at 10:42 a.m. Motion made and seconded. Motion carried.

- V. **Call to Order – 4:30 p.m. (October 24 afternoon session):** Board President Frank-Wilson called the meeting to order at 4:30 p.m.

VI. Executive Session

- A. Executive Director Annual Review

VII. Adjournment (October 24 afternoon session)

MOTION: **adjourn the MCLS Board of Directors Executive Session at 5:00 p.m.** Motion made and seconded. Motion carried.

VIII. Call to Order – 11:30 a.m. (October 25 afternoon session): Board President Frank-Wilson called the meeting to order at 11:47 a.m.

IX. Board Operation

- A. Approve final decisions (if any)
 - MOTION: **approve Board Policy Manual edits as recommended by Radwan.** Motion made and seconded. Motion carried.
- B. Board meeting and retreat reflections
 - Board members assessed the meeting, offering their individual thoughts (including overall thoughts on the meeting and retreat, Radwan's Policy Governance guidance, appreciation of being able to discuss hard topics, and thanking outgoing and incoming members).

X. Adjournment

MOTION: **adjourn the MCLS Board of Directors meeting at 12:10 p.m.** Motion made and seconded. Motion carried.