

**Midwest Collaborative for Library Services  
Board Meeting Minutes  
Concordia Theological Seminary (Ft. Wayne, IN) (with hybrid option)  
August 18, 2023  
9:00 a.m. – 2:00 p.m. EDT (all times approximate)**

**I. Call to Order – 9:00 – 9:15**

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

Board President Weismantel called the meeting to order at 9:04 a.m.

Members in attendance: Lisa Brakel, Marion Frank-Wilson, Portia Kapraun, Beth Martin, Stephen Patton, Randy Riley, Matthew Shaw, Rain Smith, Trista Smith, Lisa Waskin, Arlene Weismantel

Guests in attendance: Scott Garrison, Kalyn Huson, Pam Seabolt

B. Approval of the Agenda Note: *If there are any concerns about the agenda or changes desired, this is the point in the meeting to raise those issues.*

Garrison presented corrections for sections IV.B and IV.C.

**MOTION: approve the agenda with corrections.** Moved and seconded. Motion carried.

**II. Required Approvals and Consent Agendas – 9:15 – 9:45**

A. Required Approval – Minutes for May 15, 2023 meeting

Kapraun’s name spelling was corrected in the May 15 Board minutes.

**MOTION: approve the May 15 minutes with corrections.** Moved and seconded. Motion carried.

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

1. Monitoring Report for Policy 2.5 – Financial Condition and Activities Report (May; filed June 16 per Board extension)
2. Monitoring Report for Policy 2.8 – Emergency Executive Director Succession
3. Monitoring Report for Policy 2.11 – Conflicts of Interest & Conflicts of Commitment

President Weismantel stated she received reports and did not see any issues.

**MOTION: accept all Executive Director Monitoring Reports as presented.** Motion made and seconded. Motion carried.

**III. Assurance of Effective Performance – 9:45 – 10:15**

A. New Operational Worries/Executive Director

Garrison informed the Board that he is out of compliance with two policies (2.11.4 and 2.11.5).

**MOTION: Garrison and MCLS will complete an audit of contracts to present at the February 2024 Board meeting.** Moved and seconded. Motion carried.

Garrison shared updates on his upcoming conference presentations on intellectual freedom and other topics, MCLS strategic planning and the fall Board retreat, and the MCLS website redesign process. Discussion followed.

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

Garrison and the Board discussed expectations with regard to Policy 2.9.

1. Review of Policy 3.9 – Cost of Governance (from May)
2. Review of Policy 4.1 – Unity of Control (from May)
3. Review of Policy 4.4 – Monitoring Executive Director Performance (from May)
4. Review of Policy 2.9 – Communication and Support to the Board
5. Review of Policy 3.0 – Global Governance Process/Membership Linkage
6. Review of Policy 3.5 – Board Linkage with Ownership
7. Review of Policy 4.0 – Global Board Governance – Management Connection
8. Review of Policy 4.2 – Accountability of the Executive Director
9. Review of Policy 4.3 – Delegation to the Executive Director

**MOTION: affirm Board compliance with the policies listed (2.9-4.3 as indicated above).** Motion made and seconded. Motion carried.

C. Next Monitoring Assignment

Garrison informed the Board that the Policy 2.5 report for August will be on schedule.

**Break – 10:15 – 10:30**

**IV. Board Operation – 10:30 – 12:00**

A. DEIJA Task Force

The Board discussed creating a new DEIJA task force to advise Garrison on Board DEIJA priorities, considering timing of MCLS's strategic planning process.

B. 2024 Board Elections – Slate Selection

R. Smith listed the nominees for the slate:

At-Large Library Representative (Michigan): Paulina Poplawska, Director, Salem-South Lyon District Library

Research Library Representative (Michigan): Mike Hawthorne, Director of Resource & Collections Strategy Services, Wayne State University

School Library Representative (Michigan): Ann West LaPrise, District Librarian, Cornerstone Charter Schools

**MOTION: accept the election slate as presented.** Motion made and seconded. Motion carried.

C. 2023 Board Retreat Agenda and Orientation Planning

Garrison shared that Spartina Consulting will be facilitating the 2023 Fall Board Retreat.

D. 2023 Membership Annual Meeting

Garrison shared that the Annual Meeting will be held via Zoom on November 28<sup>th</sup>, 2023.

**Lunch – 12:00 – 12:30**

**V. Board Operation cont'd. – 12:30 – 1:30**

A. Policy Discussion (continued from May meeting – Policy 3.1 language)

Weismantel read the potential policy language changes from May to the Board. The third group from the May meeting shared their proposed policy language change: *“Should such a case arise, it is the duty of the Board to initiate a mediation process to determine the root of the conflict and determine strategies for mediation.”*

**MOTION: accept the policy language changes.** Motion made and seconded. Motion carried.

B. Ownership Linkage/Communication

President Weismantel informed the Board that Annie Bélanger has left the Board. Waskin has asked Kapraun to join the Ownership Linkage Committee. Garrison shared information Spartina Consulting’s proposed strategic planning process and its connection to the Board’s Ownership Linkage Work.

C. Policy Discussion Based on Annual Plan of Board Work

D. Exception Waiver Requests

**VI. Announcements – 1:30 – 1:45**

Huson shared that she and her husband are expecting a baby in November.

**VII. Comments for the Good of the Order – 1:45 – 2:00**

A. What Went Well Today

Board members shared their thoughts on what went well during the meeting (including the early start time). The group also enjoyed the meeting space.

B. What Could Make Future Meetings Better

**VIII. Adjournment**

**MOTION: adjourn the MCLS Board of Directors meeting at 11:25 AM.** Motion made and seconded. Motion carried.

Reminder about upcoming meeting dates and locations:

- November 2-4, 2023, MCLS Board Orientation and Retreat – Harbor Grand Resort, New Buffalo, MI
- November 28, 2023, MCLS Annual Meeting – online via Zoom