

## February 2023 Board of Directors Meeting Minutes Midwest Collaborative for Library Services

February 13, 2023

Online (Zoom)

### I. Call to Order – Board President Weismantel called the meeting to order at 9:33 a.m.

#### A. Roll Call and Accountability of Meeting Preparation:

- Members in attendance: Annie Bélanger, Polly Boruff-Jones, Lisa Brakel, Marion Frank-Wilson (arrived at 10:00), Porta Kapraun, Lauren McMullan (arrived at 10:00), Stephen Patton, Kate Pohjola Andrade, Randy Riley, Matthew Shaw, Rain Smith, Trista Smith, Jake Speer, Lisa Waskin, Arlene Weismantel, Julia Wood (arrived at 10:00)
- Guests in attendance: Scott Garrison, Kalyn Huson, Pam Seabolt
- President Weismantel began the meeting by offering MCLS condolences regarding Debbi Schaubman's passing in January and stating land acknowledgments for Indiana and Michigan.

#### B. Agenda Approval:

- MOTION: **approve the agenda as presented.** Moved and seconded. Motion carried.

### II. Required Approvals and Consent Agendas

#### A. Required Approvals – Executive Director Monitoring Reports (Internal):

1. Monitoring Report for Policy 2.5 – Financial Condition and Activities (November; filed December 16 per Board-approved extension)
  2. Monitoring Report for Policy 2.6 – Asset Protection
  3. Monitoring Report for Policy 2.7 – Ends Focus of Contracts
  4. Monitoring Report for Policy 2.10 – Facilities/Landlord
- Following discussion, the Board decided to try moving from the current online monitoring report evaluation system to evaluating monitoring reports during Board meetings, for greater efficiency. The Board will try monitoring report evaluation at its May meeting.
  - MOTION: **approve the Required Approvals and Board Consent Agenda as presented.** Moved and seconded. Motion carried.

#### B. Required Approval – Minutes of October 24-25, 2022 meeting:

- MOTION: **approve the Minutes from October 24-25, 2022 meeting as presented.** Moved and seconded. Motion carried.

### III. Board Education

#### A. Defining DEIJA (Diversity, Equity, Inclusion, Justice, and Accessibility) and Shared Values:

1. Identity Inventory: [Power Flower](#)

- Following a short video, the Board did a Power Flower exercise and discussed their results.
- 2. Review draft definitions of D, E, I, J, and A
  - The Board had a group discussion reviewing some definitions and their preferred wording.
- 3. Next steps ahead of May Board meeting
  - Garrison will analyze the notes and refine the definitions to be reviewed at the May meeting.

### ***Break***

#### **IV. Ownership Linkage**

- A. Communication with the External Environment Related to Board's Annual Agenda
- B. Ownership Communication:
  - 1. Board communication
  - 2. ED communication
- The Board discussed potential strategies for Ownership Linkage following from their fall retreat. Garrison and Weismantel will meet with the Ownership Linkage Committee to discuss this further and bring more information to the May Board meeting.
- Bélanger, T. Smith, and Waskin (chair) will serve on the 2023 Ownership Linkage Committee. Garrison and Weismantel will find an IN representative and get back to the Board.

### ***Lunch***

#### **V. Policy Discussion**

- A. Based on Annual Plan of Board Work:
  - The Board discussed confirming DEIJA definitions before continuing work toward inserting DEIJA language into the Board Policy Manual.
- B. Exception Waiver Requests:
  - 1. Deadline Extension for February 2023 Policy 2.5 report – March 22
    - Garrison requested a deadline extension for the February 2023 Policy 2.5 monitoring report to March 22.
  - MOTION: **approved deadline extension for the February 2023 Policy 2.5 report.** Moved and seconded. Motion carried.

#### **VI. Assurance of Effective Performance**

- A. Receipt of Monitoring Reports; Challenges to Monitoring; Vote on Compliance:
  - Monitoring is one of the Board's main functions, and requires engagement. Garrison asked the Board to suggest any improvements to the monitoring process (see II.A. above).

- B. New Operational Worries:
  - The Board discussed how Garrison could include this in summarizing the Executive Director report in the future.
- C. Next Monitoring Assignment:
  - The Board discussed monitoring assignments. Huson will update the Board Policy Manual with updated assignments.
- D. Board Self-Assessment Against Board Means Policies (according to monitoring schedule):
  - The Board agreed that Weismantel would briefly review each policy, have a brief discussion, and then the Board will vote on the policies as a group.
    1. Review of Policy 3.2 – Board Job Description
    2. Review of Policy 3.3 – Board Members’ Code of Conduct
    3. Review of Policy 3.4 – Agenda Planning
    4. Review of Policy 3.6 – Officers Roles
    5. Review of Policy 4.5 – Executive Director Compensation and Benefits
  - **MOTION: approve all polices as being followed.** Motion made and seconded. Motion carried.

**VII. Announcements**

- Garrison thanked McMullan for their time on the Board and reminded the Board that Beth Martin will fill the Michigan Special Library Representative seat.

**VIII. Comments for the Good of the Order**

- Board members shared their overall thoughts and comments about the meeting. Weismantel provided information regarding the location for the May Board meeting.

**IX. Adjournment**

- **MOTION: adjourn the MCLS Board of Directors meeting at 1:23 PM.** Motion made and seconded. Motion carried.