

**Midwest Collaborative for Library Services
Board Meeting Minutes (DRAFT)
Concordia Theological Seminary (Ft. Wayne, IN)
August 23, 2024
10:00 a.m. – 2:00 p.m. EDT**

I. Call to Order (10:00 a.m.)

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

Board President Trista Smith called the meeting to order at 10:02 a.m. and welcomed Board members.

Present: Boruff-Jones, Hawthorne, Lake, LaPrise, McNeil, Merida, Patton, Petrusa, Riley, R. Smith, T. Smith, Speer, Tuite (online), Waskin

Guests: Stephanie Davis, Megan Dudek, Scott Garrison, Kalyn Huson

B. Agenda Approval

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

II. Required Approvals and Consent Agendas (10:10 a.m.)

A. Required Approval – Minutes for May 10, 2024 meeting

Motion: approve May 10 meeting minutes as presented. *Moved and seconded. Motion passed.*

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

1. Monitoring Report for Policy 2.5 – Financial Condition and Activities Report (May)
2. Monitoring Report for Policy 2.8 – Emergency Executive Director Succession

Motion: accept Policy 2.5 (May) and Policy 2.8 monitoring reports. *Moved and seconded. Motion passed.*

III. Assurance of Effective Performance (10:20 a.m.)

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

1. Review of Policy 2.9 – Communication and Support to the Board
2. Review of Policy 3.0 – Global Governance Process/Membership Linkage
3. Review of Policy 3.5 – Board Linkage with Ownership
4. Review of Policy 4.0 – Global Board Governance – Management Connection
5. Review of Policy 4.2 – Accountability of the Executive Director

Motion: reaffirm Policies 2.9, 3.0, 3.5, 4.0, and 4.2. Moved and seconded. Motion passed.

B. Next Monitoring Assignment (see Board Policy Manual pp. 23-24)

IV. Board Operation pt. 1 (10:25 a.m.)

A. Monitoring Report for Policy 2.11 – Conflicts of Interest & Conflicts of Commitment

The Board discussed the intention of the policy.

Motion: accept Policy 2.11 monitoring report. Moved and seconded. Motion passed.

B. Review of Policy 4.3 – Delegation to the Executive Director

The Board discussed the need to update and be compliant with policies including in terms of measures and monitoring. The Board tabled further discussion of Policy 4.3 until their February 2025 meeting.

C. Review of Policy 2.5.7.a. – Sale of MCLS Building

Following discussion of appraised value and appropriate pricepoint, the Board agreed to extend the building sale period.

Motion: update Policy 2.5.7.a. to read: “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 48 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 passed.

V. Executive Director Report (11:00 a.m.)

A. General Updates

Garrison acknowledged MCLS’s management team (including Stephanie Davis and Megan Dudek) and their contributions to leading the organization through a recent strategic planning process. He recognized Stephanie Davis for over five years’ service as Group Purchasing/eLicensing and Collection Resources Manager, and Associate Director ahead of her November retirement.

Garrison noted many changes and transitions for the organization since its predecessor organizations’ foundings in 1974. He emphasized priorities of understanding what the Board really wants to know and keeping the work of the Board and staff complementary as the MCLS staff implement the strategic plan.

B. MCLS Strategic Plan

Garrison reviewed the strategic planning process used to date and walked the Board through the plan document section by section with some discussion.

VI. Board Operation pt. 2 (12:45 p.m.)

A. 2025 Board Elections – Slate Selection

Following discussion, the Board settled on an election slate for the 2025-2028 Board term.

Motion: include the following on the MCLS Board of Directors election slate for the 2025-2028 Board term:

- **Indiana At-Large Library Representative: Beth Gaff (Peabody Public Library)**
- **Indiana Research Library Representative: Beth McNeil (Purdue University)**
- **Indiana School Library Representative: Raenell (Rain) Smith (Clark-Pleasant Community School Corporation)**
- **Michigan At-Large Library Representative: Polly Boruff-Jones (Oakland University)**
- **Michigan Public Library Representative: Lisa Waskin (Superior District Library)**

Moved and seconded. Motion passed.

B. 2024 Board Retreat Agenda and Orientation Planning

The Board discussed how to proceed given the MCLS strategic plan, including possible retreat inputs and outcomes, and where to begin on updating the Board Policy Manual.

C. Board Committees

Hawthorne, LaPrise, and Waskin (chair) will serve as the 2024 Audit Committee.

D. 2024 Membership Annual Meeting

The 2024 MCLS Annual Meeting will occur Tuesday, December 3 at 10:00 a.m. (EST).

VII. Announcements (1:45 p.m.)

Davis thanked Board members for the opportunity to participate in their discussions during her years at MCLS.

VIII. Comments for the Good of the Order (1:50 p.m.)

A. What Went Well Today

B. What Could Make Future Meetings Better

Board members offered ideas on both items VIII. A. and B.

IX. Adjournment (2:00 p.m.)

Motion: adjourn meeting. *Moved and seconded. Motion passed. Adjourned at 1:59 p.m.*

Reminder about upcoming meeting dates and locations:

November 21-23, 2024 (retreat)*	Marina Grand Resort	New Buffalo, MI
December 3, 2024 10:00 a.m. (EST)	MCLS Annual Meeting	online

* *Board begins transition from current to next year at fall retreat*