

**Midwest Collaborative for Library Services  
Board Meeting Minutes  
Concordia Theological Seminary Library  
February 2, 2018**

**I. Call to Order – Meeting was call to order at 10:01 am**

A. Roll Call & Accountability of Meeting Preparation

Present: Davis, Dykhuis, Eden, Gallagher, Garrison, Gushrowski, Hart, Kern, Linderman, Pohjola Andrade, Riley, Scheuher, Shaw, Speer, Waterman, Weismantel

Guests: Bradley, Kirkpatrick, Ladiski

Absent: Frank-Wilson

B. Approval of the Agenda - Motion to approve agenda by Waterman. Seconded by Pohjola Andrade. Motion approved.

C. Operational Consent Agenda - Motion to approve operational consent agenda by Gallagher. Seconded by Shaw. Motion approved.

D. Board Consent Agenda - Motion to approve board consent agenda by Weismantel. Seconded by Garrison. Motion approved.

**II. Executive Director & Operations**

A. Executive Director report

Dykhuis reported on the highlights of his written report. World café have taken off in Indiana, and he is hoping to bring some World Café discussions to Michigan in late 2018 or early 2019.

There will be two Policy Governance boot camps in 2018: one in April and one in September. So far four Board members planning are planning to attend in April.

The Michigan Health Sciences Library Association has asked us to act as their fiscal agent. Dykhuis is drafting a proposal for them to discuss at their April meeting. We are expecting this project to start around July 1.

B. Proposal to hire Michigan Shared Print Initiative consultant

Dykhuis discussed the proposal, rationale, and financing. Motion made by Gallagher to accept the proposal to hire a Michigan Shared Print Initiative consultant. Seconded by Waterman. Motion approved.

**III. Board Operation**

A. Audit Committee appointments

Davis made appointments to the Audit Committee. As treasurer, Waterman is chair. Also appointed were Scheuher and Weismantel.

B. Nominating Committee appointments

Davis made appointments to the Nominating Committee. As Vice-president, Garrison is chair. Also appointed were Shaw, Riley, and Hart.

C. 2018 Board compliance reports assignments

The board reviewed the board compliance reports in need of appointment. The following appointments were made:

- Policy 2.9 Communication & Support to the Board: Gushrowski
- Policy 3.4 Agenda Planning: Pohjola Andrade
- Policy 3.5 Board Linkage with Ownership: Hart
- Policy 3.10 Board Committee Principles: Kern
- Policy 4.4 Monitoring Executive Director Performance: Garrison
- Policy 4.5 Executive Director Compensation and Benefits: Weismantel

D. Review of Policy 4.5 – Executive Director Compensation & Benefits

Board compliance with Policy 4.5 Executive Director Compensation & Benefits was discussed. After discussion, Garrison made a motion to change “in November” to “at the last meeting of the calendar year” in Policy 4.5 and to change “November meeting” to “last meeting of the calendar year” in Policy 4.5.1. Seconded by Kern. Motion approved.

E. Review of Policy 3.9 – Treasurer’s Role

The Board discussed the treasurer’s role at the membership meeting and in appointment of a new auditor when that is deemed necessary. No policy changes are needed at this time. The Board discussed Policy 3.11.2.C regarding appointment of the auditor. After discussion, Garrison made a motion to change Policy 3.11.2.C to remove “A new auditor will be selected at least every six years. In the event of a single source vendor,”. Seconded by Waterman. Motion approved.

F. Policy 2.4 amendment – Fund Balance Proposal

Dykhuis explained written proposal regarding use of fund balance for operations. After discussion, Gallagher made a motion to change Policy 2.4.2.a from “year 2018” to “years 2019-2018” and to update 2 percent to 3 percent. Seconded by Weismantel. Motion approved. Garrison made a motion to add Policy 2.5.3.a that states “With the exception of fiscal years 2019-2028, in which case, expenses shall not exceed revenues by more than 3 percent of net assets less real estate.” Seconded by Gallagher. Motion approved. Waterman made a motion to add Policy 2.5.1.A that states “With the exception of fiscal years 2019-2028, in which case, expenses shall not exceed revenues by more than 3 percent of net assets less real estate.” Seconded by Riley. Motion approved.

G. Re-adopt Policy Manual

Garrison made a motion to re-adopt the Policy Manual. Seconded by Shaw. Motion approved.

**IV. Lunch**

**V. Ends Development**

A. Ends Policy Review

Davis led a discussion about the new Ends. There were no changes proposed. She will continue to include this agenda item in 2018 meeting agendas.

B. Ownership Linkage plan development

The Board discussed ownership linkage for 2018 and 2019. Davis appointed the Ownership Linkage committee, which consists of Kern, Gallagher, Linderman, Pohjola Andrade, & Hart. Kern agreed to chair the committee. *C-O-N-N-E-C-T: A Guide to Ownership Linkage* will be purchased for all committee members. The committee will report back at the May meeting with an outline for a plan and a timeline for moving forward.

**VI. Board Self-Assessment**

The Board completed a verbal self-assessment.

**VII. Adjournment adjourned at 1:32 pm**