

**Midwest Collaborative for Library Services  
Board Meeting Minutes  
November 3 & 4, 2011  
Harbor Grand, New Buffalo**

**I. Call to Order at 3:32p.m. on November 3**

A. Roll Call & Accountability of Meeting Preparation

Present: Logan (Chair), Arnett, Currie, Flick, Fore, Haka, Heidenreich, Hooks, Liu, Lunsford, Mitchell, Mullins, Robertson, Roethemeyer, Skib, Dykhuis.

Guests: Dukelow, Craymer

Absent: Lansdale, Lincoln

B. Approval of the Agenda

Review of Policy 3.7 and Policy 2.10 removed from consent agenda and moved to section IV. *Board Operation*. Motion to approve the agenda as amended by Robertson, seconded by Haka. Motion approved.

C. Operational Consent Agenda. Motion to approve as amended by Hooks, seconded by Mullins. Motion approved.

D. Board Consent Agenda. Motion to approve as amended by Arnett, seconded by Flick. Motion approved.

**II. Ownership Linkage**

A. 2011 Annual Meeting debriefing

The Board discussed the annual meeting held on October 6. There was agreement that future meetings should be streamed and include an ability for remote participants to send in questions and comments.

**III. Executive Director & Operations**

A. Auditor report – Sarah Jennings, CPA, Maner Costerisan

Jennings reviewed the auditor's report. She reported that they had issued an unqualified opinion. Motion to accept the auditors' report by Haka, seconded by Currie. Motion approved.

B. Executive Director report

Dykhuis reported that Gale Cengage had cancelled their training contract with MCLS beginning October 2011.

**IV. Board Operation**

A. Board meeting frequency & 2012 Meeting dates

The Board will meet four times in 2012 on the following dates:

February 10, Friday, 10am-3pm, Lansing

May 15, Tuesday, 10am-3pm, Fort Wayne

August 7, Tuesday, 10am-3pm, Lansing

November 1-2, Thursday-Friday, Retreat location TBD

B. 2012 Officer election

Officers for 2012 were nominated:

Chair – Logan

Vice-chair – Currie

Secretary – Heidenreich

Mullins moved to accept the nominations. Seconded by Arnett. Motion approved.

C. Policy 3.7 Review

Hooks reported that Board members had expressed concern about the way that the policy was written. After discussion, Arnett moved to revise Policy 3.7.2.d to read “The Audit Committee may meet with MCLS staff at mid-year to review MCLS’s financial activities and will report back to the MCLS Board when appropriate.”

Seconded by Mullins. Motion approved.

Mullins moved to revise 3.7.1.a to read “Product: Develop an appropriate pool of potential board members and define an annual curriculum for the development of Board skills including a Board orientation.” and strike 3.7.1.b. Seconded by Fore. Motion approved.

D. Policy 2.10 Review

The Board discussed the monitoring report that Dykhuis submitted. No action was taken to revise the policy

E. Executive Director’s annual review (Executive Session)

The Board went into Executive Session to discuss Dykhuis’s annual review.

Following the review, the Board suspended the meeting until the following morning.

F. Policy 2.4 and Policy 2.5 Review

After extensive discussion, Hooks moved to add subsection a. to 2.4.2 and 2.5.1 with identical language that reads “With the exception of fiscal years 2012 and 2013, in which case, expenses shall not exceed revenues by more than 10 percent of net assets less real estate.” Second by Fore. Motion approved.

G. Ownership Linkage

The Board discussed how to create a meaningful linkage with the MCLS membership. After discussion, Logan appointed a task force to collect data from the membership and report to the Board at the February meeting. Task force members include Hooks, Currie, Flick, and Lunsford. Logan will chair the task force.

**V. Board Self-Assessment**

Board members assessed the meeting.

**VI. Adjournment at 10:07 a.m. on November 4**