

**Midwest Collaborative for Library Services  
Board Meeting Minutes  
Library of Michigan (Lansing, MI)  
May 10, 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 10:04 a.m. and set some basic context for the meeting in her remarks.

Present: Boruff-Jones, Frank-Wilson, Hawthorne, Lake, LaPrise, Martin, Patton, Poplawska, Riley, Shaw, R. Smith, T. Smith, Speer, Tuite, Waskin

Guests: Karen Fryday-Field, Scott Garrison, Kalyn Huson, Pam Seabolt

B. Agenda Approval

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

**II. Board Education (10:05 a.m.)**

A. Exploring Policy Governance at MCLS – Karen Fryday-Field, Senior Consultant, Meridian Edge Consulting

Fryday-Field introduced herself and led the Board in discussion based on a survey she had administered with them to gather information about how and how well the Board is functioning in its Policy Governance system.

***Lunch (12:15 p.m. – 12:45 p.m.)***

**III. Required Approvals and Consent Agendas (12:45 p.m.)**

A. Required Approval – Minutes for February 16, 2024 meeting

**Motion: approve February 16 meeting minutes as presented. *Moved and seconded. Motion passed.***

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

1. Monitoring Report for Policy 2.0 – Global Executive Constraint
2. Monitoring Report for Policy 2.3 – Compensation and Benefits

**Motion: accept Policy 2.0 and edited Policy 2.3 monitoring reports. *Moved and seconded. Motion passed.***

C. Board Self-Assessment: Assurance of Effective Performance

1. Review of Policy 3.3 – Board Members’ Code of Conduct
2. Review of Policy 3.9 – Cost of Governance

3. Review of Policy 4.1 – Unity of Control
4. Review of Policy 4.4 – Monitoring Executive Director Performance

**Motion: reaffirm Policies 3.3, 3.9, 4.1, and 4.4. *Moved and seconded. Motion passed.***

**IV. Executive Director Report (1:00 p.m.)**

- A. FY2025 MCLS Budget Discussion and Board Acceptance
  1. Monitoring Report for Policy 2.5 – Financial Condition and Activities (February)

In addition to providing his February Policy 2.5 monitoring report, Garrison offered the Board some details of his upcoming May Policy 2.5 monitoring report.

**Motion: accept February Policy 2.5 monitoring report. *Moved and seconded. Motion passed.***

2. Monitoring Report for Policy 2.4 – Financial Planning/Budgeting

Garrison presented his Policy 2.4 monitoring report and his FY2025 MCLS budget and explained why he had updated some numbers between filing the report in April and the May Board meeting.

**Motion: accept Policy 2.4 monitoring report. *Moved and seconded. Motion passed.***

- B. Other Updates

**V. Ownership Linkage (1:30 p.m.)**

- A. Brief update on Strategic Planning Process

Garrison provided a brief update on MCLS's ongoing strategic planning process, which overlaps with Ownership Linkage in that Board members participated in data gathering.

**VI. Announcements and Closing Comments from Board Members (1:50 p.m.)**

Board member comments included Frank-Wilson's announcement that she is leaving the Board after the May meeting due to having taken on new responsibilities in her position at IU-Bloomington. She expressed her thanks for the opportunity to serve.

**VII. Adjournment (2:00 p.m.)**

**Motion: adjourn meeting. *Moved and seconded. Motion passed. Adjourned at 1:54 p.m.***

**Reminder about upcoming meeting dates and locations:**

August 23, 2024	Concordia Theological Seminary	Ft. Wayne, IN
November 21-23, 2024 (retreat; dates updated June)*	Marina Grand Resort	New Buffalo, MI
TBD	MCLS Annual Meeting	TBD

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