

**Midwest Collaborative for Library Services
Interim Board Meeting
August 10, 2010
Minutes**

- I. Call to Order – the meeting was called to order at 10:02 a.m.**
- A. Roll Call & Accountability of Meeting Preparation
Present: McGriff (Chair), Christensen, Currie, Day, Grudzien, Haka, Harshbarger, Hooks, Laxminarayan, Lincoln, Liu, Lunsford, Martin, Robertson, Dykhuis
Absent: Mullins
Staff: Dukelow
 - B. Approval of the Agenda
Amended to add items IV. C. and IV. D. Motion to approve the agenda as amended by Grudzien, seconded by Laxminarayan. Motion passed.
 - C. Approval of Minutes of May 26, 2010 meeting
Amended to correct typographical errors on page 2 and add Haka as attendee. Motion to approve the corrected minutes by Martin, seconded by Haka. Motion passed.
- II. MCLS Environment**
- A. Report about K12 schools
Report from Lincoln and McGriff about the state of school libraries in Michigan and Indiana. The Board discussed actions MCLS can take to assist school library members.
- III. Executive Director**
- A. Executive Director report
Dykhuis reported on several ongoing projects.
 - B. New Organization Chart
MCLS's new organization chart went into effect at the end of July.
 - C. Marketing/PR plan
We have concluded our work with Judy Michaelson, and we now have a plan to focus on marketing activities for the next 12 months.
- IV. Budget**
- A. Financial review of FY2010 (which ended on June 30, 2010)
Financial statements for all of FY2010 are not yet available. Because of unexpected declines in investments in May and June, Dykhuis expects they will show a small loss for the year.
 - B. MCLS Investment policy
Dykhuis discussed MCLS's investment policy.
 - C. Resolution to establish Merrill Lynch account.
Motion to allow MCLS to establish investment accounts with Merrill Lynch by Hooks, seconded by Martin. Motion passed.
 - D. Resolution to merge retirement plans. The board discussed the following resolution to merge the INCOLSA and MCLS retirement plans:

WHEREAS, the Indiana Cooperative Library Services Authority ("INCOLSA") established and maintained the Indiana Cooperative Library Services Authority Defined Contribution Retirement Plan ("INCOLSA 403(b) Plan"), effective January 1, 1983, a defined contribution retirement plan under Section 403(b) of the Internal Revenue Code;

WHEREAS, effective February 14, 2010, INCOLSA entered into an agreement ("Agreement") with Michigan Library Consortium, Inc. ("MLC") under which INCOLSA agreed to assign all of its assets and property to MLC, MLC agreed to assume all of the liabilities of INCOLSA, INCOLSA's members became members in MLC, and MLC changed its name to Midwest Collaborative for Library Services, Inc. ("MCLS");

WHEREAS, MCLS established and maintains the Midwest Collaborative for Library Services 403(b) DC Plan ("MCLS 403(b) Plan"), effective July 1, 1981, a defined contribution retirement plan under Section 403(b) of the Internal Revenue Code;

WHEREAS, the INCOLSA 403(b) Plan is now being amended to provide for the merger of that INCOLSA 403(b) Plan into the MCLS 403(b) Plan and to make certain other changes; and

WHEREAS, the MCLS 403(b) Plan is now being amended effective September 1, 2010, to provide for the merger of the INCOLSA 403(b) Plan into the MCLS 403(b) Plan.

NOW, THEREFORE, BE IT RESOLVED, that the Amendment Number One to the INCOLSA 403(b) Plan is hereby approved, effective as of the date provided therein, in substantially the form presented to and reviewed by the Board.

RESOLVED FURTHER, that the merger of the INCOLSA 403(b) Plan into the MCLS 403(b) Plan effective September 1, 2010, is hereby approved.

RESOLVED FURTHER, that the appropriate officer or officers of MCLS are hereby authorized and directed to take such action as they may deem necessary or appropriate to effectuate the purposes of the foregoing resolution, including executing Amendment Number One to the INCOLSA 403(b) Plan, directing TIAA-CREF to take the administrative actions necessary to effectuate the merger of the INCOLSA 403(b) Plan into the MCLS 403(b) Plan, communicating these changes to participants, and taking whatever other action deemed necessary or desirable to effect the above resolution.

Motion to adopt the resolution by Martin, seconded by Day. Motion passed.

V. Board Seats

A. Election process & timeline

Report by Laxminarayan on the work of the Nominating Committee to create a process for fall 2010 Board elections. The Nominating Committee moves an uncontested slate of five seats (MI research, IN academic, MI K-12, IN special, MI at-large) to expire 12/31/2011, five seats (IN research, MI public, IN K-12, MI at-large, IN at-large) to expire 12/31/2012, and four seats (MI academic, IN public, MI special, IN at-large) to expire 12/31/2013. Nominations will be taken at the MCLS website beginning August 16, with close of nominations on September 10, 2010. The Nominating Committee will select the slate on September 13, which will be posted on the website and emailed to the membership by September 17, with the election at the Annual Membership Meeting on October 1, 2010. The entire membership will vote for candidates from both states. The Board will review the slate prior to finalizing by September 16. There will be no nominations from the floor for this year's election. This process will be reviewed prior to the 2011 election. Seconded by Day. Motion passed.

VI. Board Operation

A. Annual meeting agenda

McGriff will preside and present a report from the Board, Dykhuis will present an Executive Director's report, Liu will present the by-laws changes, and Laxminarayan will present the slate of candidates.

B. Board retreat plans

The board retreat is scheduled for Thursday and Friday, November 18 and 19, 2010. After discussion, it was decided to include the regular November board meeting at the end of the day on Thursday, with the retreat concluding at noon on Friday.

VII. Board Self-Assessment

Board members offered their assessments of the meeting.

VIII. Adjournment

The meeting adjourned at 2:00 p.m.