

February 20, 2007
Northland Library Cooperative
Board of Trustees Meeting

Present: LaVerne Greenwood, Karen Heide, Rita James, Elden Johnson, Mayford Meixell, Warren Meyer, Grace Micketti, and Jeri Selthoffer.

Also present: Jennifer Dean, Jan Stevenson, and Sue Warner

Not present: Marcia Armstrong

Chair Johnson called the meeting to order at 10:05am.

Additions to the agenda: Dean requested that the 2005-2006 audit and auditor's letter of engagement be added to the agenda under new business, and that the order of the AC and directors' report be switched. Johnson requested that directors' resignation be added to new business. James moved to accept the agenda, supported by Micketti; motion carried.

Members reviewed the minutes of the October 2006 meeting. Selthoffer moved to approve the minutes, supported by James; motion carried.

Meixell presented the treasurers' report. Meyer moved to approve the report, supported by James; motion carried.

Dean updated board members on the status of the current fiscal year's budget.

Advisory Council Report – Stevenson: Dean informed members present at the 2/16 meeting of her resignation, and the impact this action combined with the potential budget cuts might have on the cooperative. Stevenson reported that there was not a clear consensus from the members on the best course of action; a committee has been formed to investigate.

Meixell moved to go into closed session at 10:30am to discuss the directors' performance, supported by Selthoffer; motion carried by roll call vote.

Meixell moved to go into open session at 11:03am, supported by Selthoffer; motion carried by roll call vote.

Directors' Report: Dean informed board members of a series of Town Hall meetings with the State Librarian to be held around the state; Alpena County Library will host the meeting in our cooperative area on April 3 from 10-2. Dean encouraged board members to attend. Dean worked on a number of grants in December and January; in particular, Dean and Judy Taracks, Business Administrator, worked to disburse pass-through funds from the Gates Foundation Public Access Computer Hardware Upgrade Grant (PAC HUG), which in the first round generated over \$62,000 for a majority of the cooperative members.

Old Business: Dean and Stevenson discussed the activities of PAC2 and reviewed the draft bylaws and service agreement accepted by a vote of the PAC2 membership. The board directed Dean to work with an attorney to determine next steps; the board will split the costs with PAC2

members. Given the precarious funding situation for cooperatives and the history of PAC2 and Northland, it will be more desirable for PAC2 to organize separately; Dean will discuss this option with an attorney. Prior to contacting the attorney, Dean will contact SirsiDYNIX to verify the contract terms.

New Business: Dean reported on the discussions held at a series of small group meetings with members to discuss the budget for the 2007-2008 fiscal year.

The board discussed signatories for checks. Meixell moved to add Business Administrator Judy Taracks as a signatory; unless Taracks is unwilling to fill this role, and then James will fill it, supported by Selthoffer; motion carried.

The board reviewed the 2005-2006 audit report. Meixell moved to accept the report and provide the necessary signatures to file, supported by Selthoffer; motion carried.

Meixell moved to accept the letter of engagement from Michael Kearly, CPA, of VanMassenhove, Kearly, Taphouse, and Faulman, for audit services for 2006-2007, supported by Selthoffer; motion carried.

James reported on the activities of the Personnel Committee. She reviewed several changes to the Personnel Policy recommended by the committee, supported by Heide; motion carried. The board discussed director compensation; while Dean did not request it, her contract indicated that a review of compensation would be included with her initial evaluation provided all requirements were met. Dean did meet requirements, but compensation review was not included in the evaluation. The committee recommended a raise to \$52,000/annually, in accordance with the original position posting, retroactive to May 2006, supported by Selthoffer; motion carried.

James moved to accept Dean's letter of resignation, effective March 31, with great regret and best wishes for her future, supported by Micketti; motion carried. Dean will assist the staff and new or interim director as much as possible. The board discussed the future of the cooperative; while the Advisory Council and member boards must determine the direction of the cooperative, the Northland Board is an executive board and is responsible for final decisions. The board would like to explore the feasibility of three options: 1) Dissolve the cooperative and members apply to whatever cooperative they wish, 2) Encourage members to merge with another cooperative by applying individually for membership in a new cooperative, and 3) Reinvent and reorganize. The board suggested April 17 for a joint working session to discuss these options. Dean will find a location, contact possible facilitators, and arrange for lunch.

The meeting was adjourned at 1:22 pm.

LaVerne Greenwood, Secretary
Prepared by: Jennifer Dean, Director