

# Upper Peninsula Region of Library Cooperation, Inc.

Meeting of the Board of Trustees  
Minutes of the Meeting of November 7, 2022

**CALL TO ORDER:** The Board of Trustees of the Upper Peninsula Region of Library Cooperation met via Zoom conferencing service. The Chair, Megan Buck, called the meeting to order at 11:04 AM Central/12:04 PM Eastern.

## **ROLL CALL:**

### **Trustees Present:**

Chair: Megan Buck

Vice-chair: Lisa Waskin

Secretary: Erin Matas

Treasurer:

Deputy Treasurer: Lynne Wiercinski

Other Trustees Present: Pamela Malmsten, Mariel Carter, and Dillon Geshel

**Trustee Absent:** Janis Lubenow and Blair Nelson

**APPROVAL OF THE AGENDA:** It was agreed that there would be one addition to the agenda: under “New Business Item IV. D” add “New ILS System Administrator and Open Database Maintenance Role”.

**A motion** was made **to approve the agenda as amended** (MSC Lisa Waskin/Dillon Geshel). Motion carried unanimously.

## **APPROVAL OF THE MINUTES:**

September 30, 2022 Minutes of the Executive Council Regular Meeting and the September 30, 2022 Minutes of the Annual Membership (Business) Meeting: **A motion** was made **to approve the minutes of the September 30, 2022 Executive Council regular meeting and the 2022 Annual Membership Meeting as presented** (MSC Lynn Wiercinski/Erin Matas). Megan Buck abstained since she didn’t attend the meetings; all other board members voted “yes”. Motion carried.

**FINANCIAL REPORT:** Pam Malmsten presented the Financial Report.

September 2022 Cash Disbursements: There were no general fund cash disbursements. All expenses were accounts payable as of 9/30/2022 and were related to the 2022 annual conference. Total annual conference expenses were \$1,560.44.

Year to Date Report as of 09/30/2022:

The total of General Fund revenues as of 09/30/2022 was \$7,891; this total includes \$4,610 in membership dues and \$3,460 in annual conference revenues. The total of General Fund expenses was \$5,756. Total general fund net income was \$2,134; \$1,720.10 was annual conference net income and the remaining \$413.90 was unrestricted general fund net income.

The total of revenues (all funds) as of 09/30/2022 was \$352,268 and the total of expenses (all funds) was \$343,566, with a net income of \$8,702. ALS User Council net income was \$6,568 as of 09/30/2022.

Balance Sheet as of 09/30/2022: As of 09/30/2022, UPRLC assets totaled \$450,440.78 and liabilities plus fund balances totaled \$450,440.78.

**A motion was made to approve general fund expenses of \$1,560 for September 2022; the year-to-date report [with total revenues of \$352,268 and total expenses of \$343,566] and the balance sheet as of September 30, 2022 [with total assets of \$450,440.78 and total liabilities plus fund balances of \$450,440.78] (MSC Mariel Carter/Lisa Waskin). Motion carried unanimously.**

## **COMMITTEE AND OTHER REPORTS:**

UPRLC Annual Conference 2022 Debrief: Everyone agreed that the 2022 Annual Conference was a success with 85-90 participants. Committee members sent a post-conference evaluation survey to attendees and the responses were mostly positive. The 2023 Annual Conference Committee will be meeting soon to begin planning for the 2023 conference and would like it to be a 2-day event.

ILS Survey Committee Report and Vendor Recommendation: Dillon Geshel reported that there was broad participation from member libraries and the ILS Survey Committee worked hard to evaluate all proposals and vendor demonstrations. Member library staff were invited to participate in vendor demonstrations and provided feedback to the committee members. An evaluation sheet was used to eliminate one vendor, and the committee scheduled vendor demos with the remaining three – SirsiDynix, Lib Lime and Polaris. After reviewing member library feedback on scoring the demos, SirsiDynix was the clear winner. SirsiDynix will be providing a customer loyalty discount of \$59,000 annually, with no inflation for five years. This means participating libraries will see a cost decrease starting with the first year of the new contract. SirsiDynix is also throwing in a number of new products that will be helpful for member libraries. With some of the savings, ALS can explore additional SirsiDynix products like a mobile application or a new discovery layer (OPAC). These savings and features would be available effective April 1, 2024 at the onset of the new contract. At its October 3, 2022 meeting, the ALS User Council unanimously voted to approve the committee recommendation to negotiate a contract with SirsiDynix.

Unexpected Partnerships Mentoring Program Committee Report: Megan Buck reported that the third year of the program has been launched and participants were matched with a single partner or a small group.

## **OLD BUSINESS:**

Conflict of Interest Policy: Board members were reminded that the Conflict of Interest Disclosure form needs to be completed and returned to Pam Malmsten by January 1, 2023.

## **NEW BUSINESS:**

Approval of ILS Vendor Recommendation: A **motion was made to approve the ALS User Council recommendation to negotiate a contract with SirsiDynix that**

**would be effective on April 1, 2024.** (MSC Lynne Wiercinski/Lisa Waskin). Motion carried unanimously.

Board Members/Officers and SLC Staff Discussion:

*Discussion:* At the September 30, 2022 meeting, board members discussed the board structure, officer positions and duties, and potential conflict of interest issues regarding UPRLC-SLC management contract staff serving as officers on the board or as voting board members, and whether the board Treasurer role could be separated from the duties. Since questions regarding the Treasurer position were not resolved, it was decided that the election of a treasurer would be deferred until the next meeting.

Megan Buck outlined current discussion points:

1. Can we separate the treasurer's role from the duties that need to be completed by the treasurer? If so, does the treasurer need to be someone not employed by the Superiorland Library Cooperative to avoid a conflict of interest since Superiorland is a party in the UPRLC-SLC Management Contract?
2. The Board needs to consider that, since Pam Malmsten is not an employee of UPRLC, it may not be advisable for her to perform the duties of treasurer without the legal protection of being a member of the Board of Trustees. UPRLC has a Directors and Officers liability insurance policy that covers board members and employees.
3. If it is decided that the treasurer role cannot be separated from the job duties, then the board should consider whether the bylaws should be revised to indicate that the board treasurer is the same person who manages the financial aspects of the UPRLC-SLC Management Contract. Megan noted that the board should not be in a position where it "has" to elect a certain person as treasurer.
4. Whatever is decided, the UPRLC bylaws may need to be revised.

After further discussion, board members agreed that a treasurer should be elected right away, but that the board would have to continue to deliberate these issues in the coming months.

Election of Treasurer: Lisa Waskin made a **motion to nominate Pam Malmsten for the treasurer position.** There were no other nominations. The motion was seconded by Lynn Wiercinski, unanimously approved, and carried.

New ILS System Administrator and Open Database Maintenance Role: Dillon Geshel reported that Superiorland Library Cooperative employee Jeremy Morelock has accepted the position of ILS System Administrator. Jeremy is currently the Database Maintenance and System Administrator Assistant. The open Database Maintenance job is currently posted internally and, if it's not filled, it will be posted publicly next week. Jeremy is training with former System Administrator Shawn Andary for about an hour a week; he will begin his new role on November 14.

**SET NEXT MEETING DATE:** It was agreed that the next meeting will be held in early January. The meeting will be mostly limited to a discussion of the UPRLC treasurer role and whether a bylaws revision will be necessary.

**LIBRARY NEWS:** Library directors shared news and updates.

**ADJOURNMENT:** There being no further business, the meeting was adjourned by consensus at 12:20 PM Central/1:20 PM Eastern.

Respectfully submitted,

A handwritten signature in black ink, appearing to read "Erin Matas", with a long horizontal flourish extending to the right.

Erin Matas, Secretary

Pamela Malmsten, Recorder