**Members Present:**

|  |  |
| --- | --- |
| Ed Walton, President  At-Large Member | Southwest Baptist University |
| Sally Gibson, Vice-President/President Elect  At-Large Member | Missouri Western State University |
| Eileen Condon, Past President | Webster University |
| Sharon McCaslin, Secretary  At-Large Representative | Fontbonne University |
| Nathan James, Treasurer  Public Library Representative | Central Arkansas Library System |
| Christopher Dames, Stand Alone Member | University of Missouri – St. Louis |
| Eric Deatherage, At-Large Member | Crowder College |
| Lisa Farrell, Academic Representative | East Central College |
| Doug Holland, Special Libraries Representative | Missouri Botanical Garden |
| Donna Monnig, At-Large Representative | Moberly Area Community College |
| Sarah Smith, At-Large Representative | St. Louis Community College |
| Zana Sueme, At-Large Representative | Missouri Baptist University |
| Courtney Trautweiler, At-Large member | Cottey College |
| Donna Bacon, Executive Director | MOBIUS |
| Robin Westphal, State Librarian | Missouri State Library |

**Members Absent:**

1. Call to order 8:30 am
2. Members introduced themselves, noting the most interesting place they had been.
3. Adoption of the agenda

Eric Deatherage moved and Sally Gibson seconded the adoption of the agenda. Motion Passed.

1. Minutes
   1. Approval of the April 9, 2021 board meeting minutes: The minutes were approved as corrected. Nathan James moved approval, Courtney Trautweiler seconded, motion passed with four abstentions.
   2. Approval of the May 14 special board meeting minutes: The minutes were approved as corrected. Sally Gibson moved approval, Nathan James seconded, motion passed with five abstentions.
2. Conflict of Interest Forms.

The forms were previously distributed. Each board member must sign and return this form annually, as soon as possible. The office was reminded to update the dates on the form.

1. Board Business
   1. The Board was reminded that Board documents are available on the MOBIUS website, on the governance page. Other important documents are available on the HR page, which is password protected. Ed placed the URL and password for this page in the chat box.
   2. The Executive Committee presented the following slate of officers for the Board:

Sally Gibson, Vice-President/ President-Elect

Sharon McCaslin, Secretary

Nathan James, Treasurer

There were no nominations from the floor.

Sarah Smith moved that the slate be elected. Donna Monnig seconded. The motion passed with no dissent.

* 1. The Finance Committee was appointed, as follows:

Nathan James, Chair (as Treasurer)

Courtney Trautweiler

Eric Deatherage

* 1. Committee Leadership

The standing committee appointments were approved and Board members assigned, as follows.

Circulation & Courier, Lisa Farrell

Digitization, Sarah Smith

E Resources, Eric Deatherage

ILS Software, Courtney Trautweiler

Public Libraries, Nathan James

User Experience & Metadata, Sharon McCaslin

Ed Walton will contact the potential Vice-Chairs for their agreement. Additional members will still be sought for the ILS Software Committee. The Public Libraries Committee is nearly complete, although still looking for a chair. A complete committee is expected by the August board meeting.

1. Treasurer’s Report – Donna Bacon
   1. Financial statements were distributed electronically.
   2. Several budget categories (travel, conference, etc.) were underspent due to the pandemic, increasing the contingency fund.
   3. A PPP loan for $190,000 has been forgiven (turned into a grant) and will go into contingency funds.
   4. Contingency has grown to be larger than anticipated, but will be held pending the expenses expected from the RFP and migration processes.
   5. The reserve funds have grown through investments and are adequate.
   6. In August the FY22 budget will be clarified.
2. Old Business
   1. Review of the 2021-24 Strategic Plan

Year one is starting on July 1 of this year. The completed plan will be posted on the MOBIUS website. So that the Board can keep informed, it is recommended that a brief update on progress be given at each Board meeting. Donna Bacon will investigate Board software for tracking progress on the plan and other tasks.

* 1. ILS Working Group Membership

10 volunteers were needed and 10 people volunteered. However, there is still a need for circulation experience, reference/instruction representation, and leadership of the committee. With targeted recruiting, it is hoped to have this committee complete by June 26 since it needs to get started immediately. Board members would be welcome to help with leadership.

* 1. Finance policy

This was distributed with suggested changes. By consensus, it was agreed to return the document to the new Finance Committee, with the expectation that it will be available for approval at the August Board meeting.

* 1. Special Libraries/Election Procedures

Some libraries have inquired about the definition of “special libraries”. The Board had no objection to the Wikipedia definition, but while investigating it was discovered that MOBIUS has not been in compliance with Missouri non-profit law, which forbids electronic voting. (The election must be in-person or by written ballot.) Eileen Condon volunteered to split the current “policy” into separate policy and procedure elements, add the definition of special libraries, and review the election procedure section. She will provide a draft for Board consideration in August. Eric Deatherage recommended that the policy refer to the Bylaws rather than repeating what the Bylaws say.

* 1. Committees & Working Groups Policy

There was some discussion about who should write and give the annual report of the committees. Eileen Condon volunteered to produce a proposed revision of this policy for approval at the August Board meeting.

1. New Business
   1. Review established committee charges

The Board member assigned to each committee is asked to review the charge for his/her committee (with input from Donna) and submit any revisions to the August Board meeting.

* 1. Recommendations for New Standing Committees
     1. By-Laws Committee (a committee of the Board)

This committee will consist of the Secretary and two other Board members, with the Secretary acting as chair. It will meet a minimum of twice a year, reporting any needed changes to the By-Laws or any needed changes in procedures to the Board. Sarah Smith moved to approve the charge for this committee. Sally Gibson seconded. The motion passed.

The committee members were appointed, as follows:

Sharon McCaslin, Chair (Secretary)

Chris Dames

Donna Monnig

* + 1. Professional Development/Training Committee

The committee description and charge were reviewed and some changes were made. Donna Monnig volunteered to be the Board representative. Donna Bacon will try to find an MCO staff member who could be the liaison for this committee. This document will be revised and presented in August for final approval.

* 1. There was nothing significant to report from the June membership update session.
  2. Preparation for the fall membership update session will be done at the August meeting.

1. Executive Director’s report:
   1. Membership: St. Charles Public Library is joining MOBIUS. Two libraries in the Kansas City Libraries consortium (Benedictine College and Community of Christ) are leaving their old platform and discussing the possibility of joining MOBIUS.
   2. Personnel. Stephanie Ruhe has left MOBIUS. Her position was designed to support Encore, but most member libraries are on EDS now. She was working mostly with Vital and digitization, but it is not necessary to replace that same position. However, another IT person is needed instead. There will be a budget impact, as a programmer is more expensive than a librarian. The new programmer will mostly be assigned to special projects, including the needs of NC Cardinal. This change in the budget was approved by consensus, with the admonition that the salary needs to be high enough to attract the quality of personnel we need.
2. State Librarian’s report: No report.
3. Board and Membership meetings were set for the year, as follows:

August 6 – Board Meeting, in person

October 15 – Board Meeting, via Zoom

October 22 – Membership Meeting

December 3 – Board Meeting, in person

February 11 – Board Meeting, via Zoom

March 18 – Membership Meeting

April 8 – Board Meeting, in person

June 6 – Membership Meeting (at conference)

June 8 – Board Meeting, in person (at conference)

All meetings are currently planned to be from 10:00 a.m. to 3:00 p.m., except those at conference. Membership meetings are planned to be in person and Donna will begin trying to find an appropriate space immediately. Donna will send out information, including location of the MOBIUS office.

1. Executive Session. The meeting reconvened in Executive Session at 11:40 a.m.

Ed and Eileen provided a summary of Donna’s evaluation to the Board. The Board voted to continue Donna’s employment.

1. The meeting was adjourned at 11:45 a.m.