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**Board of Directors Meeting Minutes
August 5, 2015
1:00 p.m. CDT**11:00pm PDT/12:00pm MDT/2:00pm EDT

**MEETING CALLED TO ORDER BY MAC BUNTIN, BOARD CHAIR**

**QUORUM**

Quorum was established with the following:

Elaine Black, Mac Buntin, Josephine Camarillo, Beth Crist, Karen Day, Lisa Donovan, Ann Hoey, Charlotte Johnston, Matt McLain, Chrissie McGovern, Tanci Mishler, Sharon Rawlins, Sherry Siclair, Cheryl Space

**MINUTES**

Minutes from meeting May 11, 2015 were reviewed. Motion made by Tanci Mishler to accept minutes; seconded by Sharon Rawlins. Motion passed.

Minutes from meeting July 1, 2015 were reviewed. Motion made by Matt McLain to accept minutes; seconded by Beth Crist. Motion passed.

**COMMITTEE REPORTS AND AGENDA ITEMS**

Finance- Matt McLain

Treasurer, McLain reported as of June 1-July 29, 2015: Income $23,175.70, expenditures $68,895.78 with a net operating income balance of negative $45,720.08.

Year to date total income $34,860.70, total expenses $77,186.50 with net operating income of negative $42,325.80.

Still waiting for 2nd payment from Upstart (end of Aug /1st of Sept, or 1st of Oct) which will bring negative balances to positive. 90% of expected dues and 15% of expected income of the year have both been received. Balance in CDs is just over $650,000. Close to $250,000 between our money market account and checking account.

It has been noted that we have run in a deficit basis for the past 4-5 years and we will not be able to continue to spend on a deficit basis without affecting our ability to have a year’s operating on hand. It was also noted that funds that were received in March/April 2005, was included in last year’s budget not this years. Deficit has fluctuated every year.

Deficit spending will be discussed at the next Finance/Budget Committee meeting with the proposal to show an income line that takes money out of our long term savings to balance the budget. Report will be given at next month’s board meeting.

CD was renewed….about $24,000 of interest put back into the operating budget, CD was renewed at $150,000, $8600 estimation but it will be over $24,000 more than we had put in to the budget.

Motion made by Ann Hoey to accept financial report. Seconded by Sharon Rawlins.

Motion passed.

Executive Director Report- Sherry Siclair

Executive Director, Siclair, continuing conversations with the membership. Members are engaged and supportive. Preparations are being made with Elizabeth Rafferty for upcoming NSLA white paper presentation.

Presidents Report- Mac Buntin

Newsletter has gone out and has received good reviews. President continues to look at contracts (DTA, Lodging, vendors) and Strategic Plan. October meeting not yet finalized.

Vote on replacement board members- Mac Buntin

Teen Manual Chair is still vacant. Buntin and Yothers will follow up with further developments on this vacancy. Upon Tanci Mishler’s resignation, Tanya DiMaggio from St. Tammany Parish Library located in Covington, Louisiana, has been recommended to fill her seat.

Motion made by Charlotte Johnston to accept Tanja DiMaggio as new Children’s Manual Chair. Seconded by Sharon Rawlins. Motion passed.

Board Role & Responsibilities Policy- Mac Buntin

All new board members will need to sign Policy on Roles and Responsibilities of CSLP Board of Directors Agreement. Please send signed copies to Administrative Director, Karen Day. Executive Director, Siclair, request a copy sent to her.

DTA Contract Update- Mac Buntin

Contract is ready to be approved by board. Buntin noted that certain charges such as photocopying, internet, etc. have been rolled into the contract.

Motion made by Lisa Donovan for President Buntin to sign DTA contract. Seconded by Matt Mclain. Motion passed

Personnel Policies- Mac Buntin

Board discussed draft of Personnel Policy. Discussion included adding section on Resignation that would include giving four week notice, returning all CSLP equipment and electronic files. Under section *1.D Weapon Policy*, this was included for insurance purposes. Under section *2.F Court Service and Jury Duty*, it was suggested to strike “difference in pay”. No action taken until new draft reflects discussed changes.

By-Laws Update and Strategic Plan Update- Ann Hoey

Intent of new by-laws revision is to make it more in line with nonprofit organizations, streamlining with CSLP and making it more efficient. Projected changes are highlighted in by-laws draft. Board discussed *Section A.1 Board Composition* and strongly suggests not use a formula but rather state “at all times the majority of the board will be comprised from the membership of CSLP”. This change will help create a board with variety talents that could be beneficial to CSLP. By-laws also state that Board will no longer be comprised of committee chairs, this will be clarified in the handbook. Membership committee has not yet seen by-laws update. It will be discussed at next committee meeting. Hoey will continue to work with Siclair to create new draft to discuss with Membership Committee. It will later then be put out as a vote before the annual meeting.

The membership committee reviewed the Strategic Plan and voted to recommend that the board accept it. Actual vote resulted with 6 for and 1 against. The Board asked that the membership committee discuss the plan further. More feedback will also be needed from non- board members. Board will continue discussion at next meeting.

Vendor committee Update- Chrissie McGovern

Vendor contracts have been accepted and attachments sent. Vendor committee chair, McGovern, clarified that timeline on contract is more of a guide. DEMCO has been flexible.

All manual chairs have reviewed the contract as well as former teen manual chair Jasmine Rockwell due to teen manual chair vacancy.

Motion made by Tanci Mishler to approve vendor contract. Seconded by Sharon Rawlins.

Motion passed.

**ADJOURNMENT**

Motion made by Tanci Mishler. Seconded by Matt McLain.

Motion passed.Meeting adjourned at 12:07pm.

**NEXT MEETING: September 2, 2015 1:00pm CDT**

Minutes respectably submitted by Josephine Camarillo, Board Secretary