

WYLDcat Members Annual Meeting Minutes
Friday, June 13, 2014 –Casper College, Casper, Wyoming

- I. Jill Mackey, WYLDcat Members President called the meeting to order at 8:05 a.m.
- II. Vice President, Marci Mock did a roll call of delegates and ascertained that there was a quorum of member libraries,
- III. There were no additions or changes to the agenda.
- IV. There were no changes made to the minutes for the 2013 WYLD Annual Meeting and they were approved.
- V. Reports

A. Committee Reports

1. Fees and Budget Committee: Members - Brenda McGinnis, Chair, Region 6, Deb Adams, Region 1, unappointed, Region 2, Kathy Bjornestad, Region 3, Kate Mutch, Region 4, Julie Henion, Region 5, Jill Mackey, WYLD President (ex officio), Melanie Reedy, WSL Business Manager (ex officio), Brian Greene, WYLD Support Team (ex officio).

Report on Committee Responsibilities: The committee is responsible for developing the Operating Budget for approval by the Board. Once the Operating Budget is approved the committee is responsible for working with the State Library in determining a recommendation for a fee schedule for each biennium. The committee will provide the proposed fee schedule to each agency director for feedback prior to submitting a final proposal to the Governing Board for approval. The committee is responsible for monitoring the budget.

2. Governance and Bylaws: Carey Hartman, Chair, Mary Jayne Jordan, Jill Mackey, WYLD President (ex officio), Brian Greene, WSL Liaison - brian.greene@wyo.gov.

Report on Committee Responsibilities: Recommends changes in governance and revisions to the bylaws.

3. Nominating Committee: Mary Jayne Jordan, Chair, and Lesley Boughton.
The committee met briefly via phone prior to the annual meeting to discuss the resignation of the K12 Library representative, Suzan Skaar. Mary Jayne's term as chair of this committee ends at this annual meeting and could be appointed by the president to finish the term.

Report on Committee Responsibilities: Nominating Committee members are not eligible for election to office. The committee nominates candidate(s) for the following positions on the Governing Board: Vice President/President Elect, Academic Library Representative, K-12 Library Representative, Larger Public Library Representative, Smaller Public Library Representative Special Library Representative and a Member-At-Large. Distributes the slate of candidates two weeks before the Annual Meeting's biennial election or before special elections. Prepares and counts the secret ballot at the Annual Meeting or after a special election. Announces the results.

4. Online Quality Committee- No chair appointed yet, Kristy Hardtke, Region 1, unappointed Region 2, Ellin Stiteler Region 3, Susan Stanton Region 4, Cara Nett Region 5, Nancy Venable Region 6, unappointed UW Liaison, WSL Liaisons, Desiree Saunders and Bobbi Thorpe.

Report on Committee Responsibilities, Monitors database quality and recommends appropriate action to Council or Board.

5. Training Committee (Edie Phillips, Chair-Report given by Nicole Pouget)
Nicole reported that the committee met monthly to review training checklists and revise glossary.

Report on Committee Responsibilities: The committee in collaboration with the WYLD Support Team is responsible for updating the skills competencies on the WYLDcat Members pages, establishing a training needs assessment process, and planning and implementing training in the regions and for the WYLD annual meeting. Members are responsible for communicating their needs to the committee.

B. Other Reports

1. Regional Council (Marci Mock, Chair)

Marci reported that she has a full council and the members are: Adam Van Sickle, Region 1; Donna Cappellan, Region 2; Brenda Mahoney-Ayers, Region 3; Deborah Sturman, Region 4; Becky Lorenz, Region 5; Wendy Walton, Region 6. In addition to reporting on the Regional Council she also reported on COSUGI.

I attended COSUGI 2014 in Detroit, MI with Brian Greene and Bobbi Thorpe. I really enjoyed the conference. I attended meeting on Motown Opening Session, Tips/Tricks on Reports, Favorite Authors Club, Bluecloud Analytics, Determining Facebook's Reach, Revenue through Enterprise, MobileCirc, Temporary Collections. I also attended a very long luncheon with Marshal Breeding. There were a couple that I attended that I didn't really understand—Ready! Set! RDA! Program (Cataloging that apparently catalogers don't like), Consortial Enterprise Interest Group (lots of discussion and suggestions—and some whining.) It was a great conference! Respectfully submitted by Marci Mock, Regional Council Chair.

2. Governing Board (Jill Mackey, Chair)

Jill recapped the year for the members in attendance. Jason Grubb was the incoming WyLDCat Members president, but when he accepted the directorship of Sweetwater County Libraries, he asked to step down from that position. Jill Mackey as the incoming vice president/president elect, stepped to fill the void. She appointed Marci Mock as the vice president/president elect and Jason Grubb volunteered to replace Marci as the Large Library representative on the Governing Board. After the shuffle Jill reported that the Governing Board has been meeting on a monthly basis via phone calls. Jill has made committee appointments and reports she has two open positions (both Region 2). She said that after that it was a mad scramble to prepare for the Annual meeting but that the both the WYLD office and Brad Matthies, Casper College Director and our host, made the planning easy. There will be a Leadership Retreat, Oct. 8-10 in Lander, WY to look at changes and where they need to be made in the organization. WYLD is 30 years old and the current organization has had its current structure for more than the last 10 years. She asked how we could make changes. To note the 30th year Jill asked us to don party hats and celebrate a bit. At this point Jason Grubb expressed his thanks to Jill and Marci for stepping forward so that he could focus on his new duties.

3. WYLD Support Team report (Brian Greene) – He will submit an electronic version Thursday.

VI. Business

A. Network Elections- The next elections are in 2015 and continue in the normal rotation from that point forward.

1. Governing Board -- BOARD MEMBERSHIP: The Board consists of elected representatives by type of library. Examples of types of libraries are academic, special, school, large public and small public. Board members need not be network delegates. Other members are the President, the Vice President/Chair of the Council, the State Librarian, and a Member at Large.

All serve staggered, two year terms except the State Librarian who is a permanent ex officio voting member.

The President serves as Chair of the Board. The Vice-President/President-Elect serves as the Vice Chair. An appointed or volunteer Recorder serves as the Recorder for the Board. Each member of the Board shall have one indivisible vote. The appointed or volunteer Recorder is not an officer and does not vote unless the Recorder is also a delegate.

a. K-12 representative—Jill appointed Mary Jayne Jordan as the K12 representative on the board because Susan Skaar resigned due to Laramie County High Schools leaving the WYLD network at the end of June to unify their district on Follett's Destiny.

B. Discussion – WYLD governance structure

Jill opened the floor for discussion about the structure. Brian Greene asked Carey Hartmann to explain how the current structure of WYLD came about. She explained that the Regional Council came about to help with training efficiency—then she asked if regional council still has a need to exist? Then she asked if we have a need for a fees and budget committee if the Governing Board can fill that role? Do we still need an Online Quality Committee?

Carrie suggested that we survey or ask for comments about what the WYLD structure should look like. Are there specific questions members want to see on the survey? There was some discussion as to whom the surveys should be addressed—all or just directors? Two surveys were suggested one general and one to directors. More discussion followed since directors regularly communicate with staff – why 2 surveys? Another suggestion was to send out surveys only to voting members with the thinking that we would have a better return. Bill Nelson asked what the WYLD office and President think we should do? Brian Greene said we should downsize and be more cohesive. Jill Mackey said that we have let the WYLD office do more and more “we need to be as strong and independent as we can be.” Brian asked “What about WYLD Incorporated?” Wyoming State Librarian, Lesley Boughton, gave more history and said that WYLD started in 1989 as an independent body with its own policy making board, but then in 199? it became part of A & I and the independent policy making board went away. She also spoke more about the 60-40 split between state funding and WYLD fees and how that impacted WYLD office employees. The most recent issue was keeping Marc Stratton and Desiree Saunders in the WYLD office, but after long standing efforts they are safely assigned to WYLD with funding of their salaries coming from the state and not WYLD. There will be a funding shift overall of how and what our WYLD fees cover. Lesley mentioned other political maneuvering but what it came down to was that the legislature had to make the changes.

Jill Mackey said that there will be a Governing Board call on Tuesday, June 17th at 2 pm. She also mentioned that we have a meeting in conjunction with the Legislative Reception.

C. Discussion -- 2015 Annual Meeting (Jill)

Jason Grubb recommended a face to face meeting again this next year. Brad offered on behalf of Casper College to host next year's face-to-face meeting. The room where the meeting was held this year has the potential to host both a live meeting with a virtual component for small or special libraries that cannot attend in person. The consensus was to meet in Casper again next year in the June time frame. There was also discussion of having breakout training sessions next year, but the WYLD office will have to flesh out that possibility.

D. Wyoming Libraries Foundation (Bill Nelson, Foundation President)

Bill Nelson began by asking other board members to stand and be recognized:

Vice-president is Sid Stanfill, Secretary is Diane Adler, Treasurer is Brenda McGinnis, other members are Jodi Quesnell, Barbara Oakleaf, Sally Hoover, ex officio, non-voting member (term of office coincides with the WYLD Network President's term): Jill Mackey, Director - Crook Co. Public Library and the other ex-officio, non-voting member is fiscal agent : Melanie Reedy, from the Wyoming State Library Business Office.

1. Wyoming Libraries Foundation FY14 Annual Report (1July2013-30June2014)

- Foundation officers were elected with term lengths established for each member.
- A simplified Mission Statement was adopted.
- Dues from member libraries to the Foundation were abolished.

- Revised Foundation Bylaws were written and adopted.
- The Foundation filed its FY13 IRS 990EZ on time.
- A FY2013 financial statement was created and posted on the website.
- The Foundation's Fiscal Agent continued to manage the organization's funds within the WSL Acquisitions Account.
 - A Gift Policy was created and adopted.
 - The Board discussed the Foundation's future, requesting input from Library Directors through a letter and at the Annual Directors' Work Session.
 - The consensus of Foundation Board was to proceed with steps to dissolve the Foundation.
 - Members agreed on a Dissolution Plan including the manner in which to transfer assets. The plan to dissolve the Foundation is contingent upon a vote of the WYLD members at their annual meeting on Friday June 13th.

2. Dissolution of the Wyoming Libraries Foundation

a. Background & Discussion – Bill Nelson provided a brief history of the Wyoming Libraries Foundation, that is was founded as an extension of the WYLD Members and thus as such can only complete the plan to proposed plan of dissolution with a majority vote from our voting membership. Next he launched into the plan outlined below.

b. Plan of Dissolution

“Wyoming Libraries Foundation Proposed Dissolution Plan”

- The Wyoming Libraries Foundation's Articles of Incorporation state that upon dissolution the remaining assets are to be distributed to one, or more than one, federally tax-qualified charitable organizations in the State of Wyoming with charitable purposes similar to those of this Wyoming non-profit corporation, and then exempt from federal taxation under Internal Revenue Code Section 501[c]3.
 - If the members elect to dissolve the Wyoming Libraries Foundation, funds shall be distributed by the Wyoming Library Foundation Fiscal Agent as follows:
 - UNRESTRICTED \$550 to each of Wyoming's 23 public library foundations for a total of \$12,650. Each Wyoming public library foundation is a 501(c)3 organization.
 - \$7,150 to the Natrona County Public Library Foundation, a 501(c)3, designated for the benefit of five school libraries (Cheyenne Central HS, Newcastle HS, Cheyenne East HS, Sundance Secondary School, Carbon County School District #2), seven community college libraries (Laramie County Community College Library, Central Wyoming College Library, Eastern Wyoming College Library, Casper College Library, Northwest College Library, Western Wyoming Community College Library, Northern Wyoming Community College Library), and the Sheridan Veterans Administration Hospital Library; with \$550 designated for each beneficiary. Within ten days of receipt of the \$7,150, the Natrona County Public Library Foundation shall forward the funds to the Wyoming State Library as \$550 credit toward each entity's (five schools, seven community college libraries, VA Hospital Library) WYLD Network Account.
 - Approximately \$500 will be retained for filing the final IRS 990 and any costs associated with the dissolution process.
 - Any residual Wyoming Libraries Foundation funds shall be distributed to the Converse County Public Library Foundation, a 501(c)3 organization.
- End of Dissolution Plan

c. Wyoming Libraries Foundation Board's recommendation to proceed.

d. VOTE TO DISSOLVE the Wyoming Libraries Foundation by the WyLD Network Members – Vice President Marci Mock, again performed a roll call vote resulting in a unanimous vote to dissolve the foundation. (A copy of the roll call and vote has been given to Bill Nelson).

3. Next Steps

a. Foundation Board Member Retention

WYLDCat Members voted to retain Bill Nelson and Jodi Quesnell on the board so they could complete the dissolution plan which is projected to be completed within the next three months.

b. Filing IRS 990 – they will complete the paperwork.

c. Other Wyoming Libraries Foundation matters – none just finish the dissolution.

E. Other WyLD Network Business or Announcements - (Jill)

Lunch (box lunches) aren't quite ready but will be at the registration tables when they are available. We were invited to either join others at the WYLD Hangout or remain and network with others.

VII. Adjournment of the WyLD Network Meeting – Jill adjourned the meeting at 9:30 am