Board of Directors, Executive Committee
Tuesday, 9 January 2024, 10 AM - Noon

MINUTES

Committee Membership:
- **Voting:** Alissa Williams, Jenny Sevier, Genna Buhr, Beth Duttlinger, Richard Young
- **Non-voting:** Kendal Orrison, Antony Deter, Tony Hahn (minutes)

Agenda:
1. **Welcome and Call to Order (A. Williams)**
   1.1 **Review and adoption of agenda**

*Motion Moved by **G BUHR**, seconded by **B DUTTLINGER***

THE RSA NFP BOARD OF DIRECTORS, EXECUTIVE COMMITTEE AGENDA FOR 9 JANUARY 2024 BE APPROVED.

   1.2 **Review and approve minutes from 5 Dec 2023**

*Motion Moved by **R YOUNG**, seconded by **G BUHR***

THE RSA NFP BOARD OF DIRECTORS, EXECUTIVE COMMITTEE MINUTES FROM 5 DECEMBER 2023 BE APPROVED.

2. **Review of current state of the RIP**
   2.1 **RAILS / Amanda Standerfer Communications Plan Discussion**
      2.1.1 **Updates if available**
      No significant updates. Antony sent their team info at end of December. They received them and are working on it.

   2.2 **Communication Package Survey in-progress**
      New document added: "What to do if we are leaving RSA?" Best resources departing libraries will have will be RAILS listservs, not RSA as we don't work with standalone ILS systems. It's received 71+ responses so far. The New Fee Structure document was most popular, "Value of RSA" was 2nd, "RSA vs RAILS" was 3rd, Ranking of libraries was 4th and then the Breakout of Services (listing Basic Online 2007 vs today). Few comments: simple documents for board – but more extensive docs for us librarians. There were no suggestions of what to add. Q: Have we gotten concerns about costs? None out of the replies. There's a lot of "Depends on the price" answers to the question about needing a visit.

3. **III Governance Document Review**
   3.1 **Draft Intergovernmental Agreement –no updates**
      Committee reviewed all revised docs. Exhibit A added; is list of current libraries, 51% of which need to vote in favor. Formatting was standardized, letterhead, and logo replaced to one without NFP.
   3.2 **Draft Bylaws – newest version**
      Is also ready to go. It now has wording for a $1000 rebate has been included. The one-time election of a new board isn't included since it will only be done once. Some discussion around the timing of appointment (9 months before election) in case of a seat is vacated on the board.

3.3 **Draft Board Make-up – reworked to reflect full election in May/June**
Some slight modifications include At Large elections being spaced out, as well as Regions, Types, and Bands of eligibility. Election must include brand new board before Jul 1. Formal appointment needs to happen in meeting, election in June. Of the 12 people we have now, 11/12 fit into the slot that worked for them, but they may want to run for a different board slot. On 30 Jan, board will set up Nominating Committee.

3.4 **Representation regions – finished**
County maps and a listing of all libraries has been broken out into a second page, that way a library could look up which region they are in.

3.5 **Draft Decision-making Breakout – no updates**
No changes since last time.

3.6 **Board Code of Ethics – no changes**
No NFP in the letterhead, but there have been no changes.

3.7 **Board Member Responsibilities – still being drafted**
Board will approve these at 30 Jan meeting, and these then transfer over to the new III.
Will board members have to fill out SEI form for Tazewell county? No, (KO will double check notes.) Board members will need to take OMA training, an OMA officer appointed. Q: will want to have OMA certificate of the training on file (RAILS currently has it filed.) Added to the responsibilities: complete training and submit certificate.

4. **Fee Structure Discussions**

4.1 **Public Library Structure – revisions and simplifications to layout**
Talked about this at length already and it is in a good place.

4.2 **Non-public Library Structure – many revisions and simplifications**
The schools demographic was difficult to iron out into a fair structure. Two were manually smoothed. Several fall under minimum. No one has over 200% increase. A cheat sheet is being made to help clarify how your step up to full FY29 will look, year over year. These have gotten us fully funded through fees/grants up to the best estimated expenses by FY29 .

4.3 **Discuss thoughts of providing targeted help/rebates/longer phase for hardest hit?**
Committee looked at the costs differences overall (largest dollar increase vs largest percentage). Not as clear cut as it could be, and assessing library need is very difficult. The suggestion was made to just put fee structure out there and see what the reaction is. We've consistently undercharged for decades, and we may need reserves to fund operations to move forward. It would be smart to keep those funds and ensure RSA's future viability. Once people have numbers, we can see what complaints come out. Out of everyone, there are very few that were paying almost enough, everyone else gets a decent size of increase. At board meetings, we may want to sus out who may need help. Full board would have to each take about 3 libraries and call them. (This would not be to talk about discounts and rebates, just to see how pain is.) If there are those having problems, Kendal suggests maybe it's something the board works with them individually on. Everyone agrees that we wait to see what kind of budget shortfalls libraries experience. Board is representing RSA members, so it is ideal that they are the ones who are reaching out. Week of Feb 26th is possibly when board may begin to start reaching out. This may include manually reaching out to every individual school library's superintendent. It might not be a good idea to start contacting publics until they've had a chance to talk to their library boards.

4.4 **Updated fee structure support docs (fee history & member rankings)**
To phase it in over 5 years, we're giving libraries a rebate in not charging them the full costs FY25-28. For example, we need to provide documentation to libraries saying over this period we're burning up this $XX,XXX much of reserves. Selling this change: we are giving you a rebate because it's not the full cost of the system. We're phasing it in as a grace period. Libraries have been dealing with minimum wage increases (costs are up everywhere) and adjusting budgets accordingly. Database for all (in IL) might help libraries with databases reduce costs in online services to put toward consortium fees. What to do if you think you're pulling out of RSA: still sign the III agreement, because you'll need the FY25 year to get a standalone or other setup in place.

5. **Formally approve all fee structure and other documents to full Board 30 Jan meeting**

Motion Moved by G BUHR, seconded by R YOUNG

MOTION TO BRING THE FEE STRUCTURE AND ALL AFOREMENTIONED DOCUMENTS TO FULL BOARD AT 30 JANUARY MEETING IS CARRIED.

6. **Chair's Time, Discussions, Adjournment (A. Williams)**
   Alissa will not be able to attend next meeting March 12. If needed, meeting may be promoted to a full board meeting since this potentially may be about response to fee structure fallout.

   Meeting Adjourned at 11:10 AM

Upcoming Meeting Dates: 2 – 4 PM on Zoom unless otherwise noted.
   - 12 March (week later due to COSUG conference) - *10 AM – Noon*
   - 2 April
   - 4 June
   - Note: Additional meetings scheduled as workload requires

FINAL VOTE OR ACTION MAY BE TAKEN AT THE MEETING ON ANY AGENDA ITEM SUBJECT MATTER LISTED ABOVE, UNLESS THE AGENDA LINE ITEM SPECIFICALLY STATES OTHERWISE.

Minutes compiled by Tony Hahn