**ITEM 2.A**

OHIO LIBRARY COUNCIL

BOARD OF DIRECTORS

Via Zoom

Jan. 10, 2023

10:00 A.M.

PRESENT Kathy Bach, Cincinnati

 Julianne Bedel, Medina

 Sarah Clevidence, Findlay

 Tom Dillie, Minerva

 Aimee Fifarek, Youngstown

 Carol Herrick, Centerville

 Mary Ellen Icaza, Canton (virtual)

 Robbie Jenkins, Gallipolis

 Cheryl Kuonen, Mentor

 Melissa Marolt, New Lexington

 Rick Rubin, Cuyahoga Falls

 Jennifer Slone, Chillicothe

 Laura Lee Wilson, Huron County, Willard

GUESTS Jason Elvers OLC Legal Counsel

 Wendy Knapp, State Library of Ohio

 Nick Tepe, ALA Councilor

 Don Yarman, OPLIN

STAFF Michelle Francis, Executive Director

 Jeanine D’Andrea, Director, Membership Services

 Angie Jacobsen, Director, Communications

 Denise Kise, Accounting/Data Services

 Laurie Miller, Director, Professional Development

CALL TO ORDER Vice-Chair Wilson called the meeting to order at 10:02 a.m.

 Wilson welcomed new Board Members, Bach, Jenkins, Bedel as official Board members, as well as re-elected Clevidence. She also welcomed Jason Elvers, OLC Legal Counsel from Vorys, Sater, Seymour and Pease LLP. Wilson thanked Tom Dillie for his service to the Board as 2022 Chair.

APPROVAL OF AGENDA Wilson reported that Jay Smith would not be joining us today and has submitted a written report. MAROLT MOVED AND FIFAREK SECONDED APPROVAL OF THE AGENDA AS PRESENTED. MOTION PASSED UNANIMOUSLY.

APROVAL OF MINUTES HERRICK MOVED AND ICAZA SECONDED APPROVAL OF THE NOV. 18, 2022, MINUTES AS PRESENTED. MOTION PASSED UNANIMOUSLY.

 HERRICK MOVED AND CLEVIDENCE SECONDED APPROVAL OF THE DEC. 20, 2022, MINUTES AS PRESENTED. MOTION PASSED UNANIMOUSLY.

ELECTION OF OFFICERS The Executive Committee submitted the following nominations as officers for the 2023 OLC Board of Directors:

 Laura Lee Wilson, Chair of the Board

 Sarah Clevidence, Vice Chair of the Board/Chair-Elect

 Mary Ellen Icaza, Secretary-Treasurer

 Tom Dillie, Past Chair

 No other nominations were received. RUBIN MOVED AND HERRICK SECONDED TO CLOSE THE NOMINATIONS. MOTION PASSED UNANIMOUSLY.

 WITH NO OTHER NOMINATIONS BEFORE THE BOARD, HERRICK MOVED AND KUONEN SECONDED ACCEPTANCE OF THE NOMNINATIONS AS PRESENTED. MOTION PASSED UNANIMOUSLY.

 Wilson congratulated Clevidence and Icaza on their elections and thanked them for accepting their leadership roles in the organization.

RECOGNITION Wilson thanked Tom Dillie for his service to the Board, and as 2022 Chair. A gift

OF OUTGOING CHAIR of recognition will be presented to him at the next in-person meeting.

2023 BOARD Francis introduced Jason Elvers of Vorys, Sater, Seymour and Pease LLP.

ORIENTATION Elvers discussed the roles and responsibilities as an OLC Board Member. He discussed the fiduciary responsibilities of board members through the Duty of Care and the Duty of Loyalty. Francis thanked Elvers for his time.

CONFLICT OF INTEREST Francis noted the OLC Board of Directors’ Conflict of Interest Policy

POLICY was included in the Board background materials. All members of the board are asked to sign the form indicating their receipt, understanding and willingness to abide by the policy and return it to Francis within the next week.

FINANCIAL REPORT Francis presented the financial report for month-end November 2022.

MONTH-END NOVEMBER

2022 Revenue. Institutional Dues are over budget and Individual Memberships are over budget. Continuing Education is over budget due to increased attendance. Convention and Expo is over budget due to sponsorships and registration. Contract income is under budget due to a decrease in use of the joint purchasing program. Other Income is under budget due to downturn in the market.

 Expenses. Salaries and benefits are under budget due to the timing of retirement plan contributions, and health insurance is under budget due to the selection of the plan. Consultants and Contractors are under budget due to timing of payments of Legal Services, and Expo contractors. Supplies are under budget due to Computer Software/supplies coding. Communications are under budget due to decrease in mailings. Printing and design under budget due to reduced printing and copying. Maintenance is over budget due to timing of payments. Space Rental under budget due to a temporary reduction in lease payments for office space, and the negotiated reduced rate for the Glass City Center for Convention/Expo. Travel and meals is under budget due to virtual meetings. Staff travel is over budget due to increased travel. Management expenses and Catering were over budget due to increased attendance at workshops of which much of the cost is recouped in registration fees.

 The net change in assets is over budget by $34,733.

 HERRICK MOVED AND SLONE SECONDED APPROVAL OF THE MONTH-END NOVEMBER 2022 FINANCIAL REPORT AS PRESENTED. MOTION PASSED UNANIMOUSLY.

OLC BOARD Wilson presented the 2023 committee assignments for the OLC Board

COMMITTEE of Directors. RUBIN MOVED AND HERRICK SECONDED APPROVAL OF

ASSIGNMENTS THE 2023 BOARD COMMITTEE ASSIGNMENTS AS PRESENTED. MOTION PASSED UNANIMOUSLY.

OLC BOARD LIAISON Francis presented the 2023 Board Liaison assignments. CLEVIDENCE

ASSIGNMENTS MOVED AND FIFAREK SECONDED APPROVAL OF THE OLC BOARD LIAISON ASSIGNMENTS AS PRESENTED. MOTION PASSED UNANIMOUSLY.

2023 OPERATING BUDGET Francis thanked the Finance Committee who met via Zoom on Jan. 17 to review the proposed operating budget for 2023. The Committee is recommending the following budget.

 REVENUE:

 Dues: Institutional Dues are based on the current dues formula of 0.27% of 2022 PLF plus 0.055% of 2022 property tax receipts; assumes retention of all 247 Institutional Member libraries from 2022. This also includes the new formula cap of $18,000.

 Other Institutions: includes membership dues for Associate Members and Other Institutions. Assumes no increase in $450.00 for Associate Membership Dues; and assumes no increase in $275 Other Institutional Dues category.

 Individual Dues: assumes maintaining membership revenue dues at the 2022 level. Individual membership dues are based on salary and the honor system.

 Friends: projections based upon past retention and membership trends.

 Publications: projections based on sale of publications in 2022.

 Continuing Education: Legislative Day projections are based on a registration fee of $60 per person. This covers Legislators meals as well. Convention and Expo proposes a $15.00 increase in registration fees; $10.00 in increase for exhibit booth rental and $10.00 increase for luncheons. Leadership Conference will be virtual again in 2023. Professional Development includes stand-alone conferences and workshops – proposes increases in registration fees across the board. $10 increase for in-person and hybrid workshops; $15 for in-person conferences and $5 for Trustee Dinners.

 Contract Income: projects $4,000 in revenue from joint purchasing contract.

Other Income: projects $52,950. Assumes $20,000 in interest; $30,200 from the Workers Comp Group Rating Program; $0 for Long-Term Investments; $750 Management/Consulting Services for background checks; and $2,000 for Jobline postings by non-member libraries.

 TOTAL PROJECTED REVENUE: $1,580,380

 EXPENSES.

 Average increase in salaries at 4.6%. Assumes an increase in health insurance premiums of 20.65%. Only 3 employees currently utilize OLC’s health insurance. OLC pays 90% and Employee pays 10%. Retirement Contribution – maintains OLC’s contribution to employees’ 401(k) plan at 6% of salary.

 Consultants/Contractors: assumes a slight increase in audit fees for 2022 financials. Speaker Honoraria includes anticipated costs for “non-library” speakers at Convention and Expo and professional development events. Legal Services based on projected utilization in 2023. Convention and Expo Contractors reflects projected cost for pipe and drape with an increase due to location of 2023 C&E and inflation.

 Supplies and Resources Materials: includes supplies for Convention and Expo, Awards, Certified librarian and staff programs and general overhead. Computer Software/supplies includes fees for broadcast e-mail, webinar software, survey software, OLC app, MS Office 365; Creative Cloud/Adobe, Basecamp and election software. Also includes website hosting fees and e-mail service. Francis thanked Jacobsen and Miller for their work with the Results at Hand App. Use of the app has allowed us to reduce costs and end other contracts like Expocad.

 Communications: includes costs for mailings, membership renewal, Convention and Expo promotion and other bulk mailings. Printing and Design includes cost of Convention and Expo promotional materials, regular printed materials and materials copied in house. OLC recently purchased re-usable signage that is environmentally friendly and will reduce printing costs over time.

 Maintenance and Equipment: includes office equipment, copier and postage machine; AV for Convention and Expo, Legislative Day and stand-alone conferences. Equipment Maintenance has been reduced with the elimination of the ComDoc contract on printers. Software Support includes outside support for association management software and licensure expenses. Staff will be researching new platforms and will return to the Board with a recommendation later this year. Space Rental includes rental fees for office and meeting room space; rental fees for Duke Energy Convention Center; and stand-alone conferences.

 Travel includes expenses for ALA Councilor to attend LibLearnX and Annual Conference. It also includes staff travel for ALA Annual in preparation for PLA 2024; reimbursement for mileage, hotel and meals for business-related travel. Includes travel and accommodations for Convention and Expo for presenters.

 Management Expenses includes Bank Services and Depreciation Replacement – reflects depreciation on value of current capital assts, new server, added firewall and new eco-friendly signage. Staff Development and Memberships – includes fees for employees’ memberships in ALA, PLA, ASAE and OSAP.

 Catering and other Meals $118,000. Is consistent where we were pre-pandemic. Food costs increase and attendance increasing. Normally 85% of costs are recouped though registration fees.

 **Total projected expenses $1,569,433**

 HERRICK MOVED JENKINS SECONDED APPROVAL OF THE 2023 OPERATING BUDGET AS PRESENTED. MOTION PASSED UNANIMOUSLY.

MERGER OF DIVISIONS The Reference and Information Services Division has put forth a request to merge with the Adult Services Division. There is significant overlap in subject matter and they are proposing to merge the two divisions. FIFAREEK MOVED AND KUONEN SECONDED FOR THE BOARD TO APPOINT AN AD HOC COMMITTEE TO HAVE FURTHER DISCUSSION. MOTION PASSED UNANIMOUSLY.

 The following Board members volunteered to serve on the Ad Hoc Committee: Dillie, Fifarek, Kuonen and Slone. Francis will be in touch to schedule a meeting. Francis thanked D’Andrea for her work researching files regarding other mergers.

ALA COUNCILOR In addition to his written report, Tepe reported on the following:

REPORT

 LibLearnX. The work is the new by-laws. Constitutional Convention on Friday. Intention is to support the bylaws as presented. Need responsive leadership from our national organization.

 Executive Board Candidates. Tepe assisted with the process of identifying candidates for the Executive Board. One of the candidates is Maria Estrella, Public Services Manager III for the Cleveland Public Library.

STATE LIBRARY In addition to her written report, Knapp reported on the following:

REPORT

 LJ Stars. SLO submitted a letter to the editor. They are also working on additional articles.

 SLO Board Member. Jeff Winkle was recently appointed by the State Board of Education and sworn in to serve as a member of the State Library of Ohio.

 ILEAD Ohio. The State Library of Ohio and OhioNet are pleased to announce ILEAD Ohio is back in 2023. The ILEAD steering committee hosted an informational webinar on Jan. 12 at 2 p.m. ILEAD Ohio 2023 applications open in early January.

 Summer Library Program. The Regional Library Systems are planning Summer Library Program Workshops around the state.

 Delivery Issues. While deliveries are much better, issues now are related to lost items.

OPLIN REPORT In addition to his written report, Yarman reported on the following:

 E-Rate. OPLIN’s 471 workshop is scheduled for Jan. 24. It will be recorded. OPLIN is hosting a hands-on “office hour” style form 471 walk-through at the OPLIN office on Feb. 16.

 Staff. Derek Zoladz has been hired as a software developer.

 Governors Executive Order. The Governor’s Executive Order preventing state agencies from downloading certain applications, platforms and websites on state owned and state leased devices does not apply to public libraries. Public Libraries are a subdivision of local government.

EXECUTIVE DIRECTOR’S In addition to her written report, Francis reported on the following:

REPORT

 LibLearnX. Francis is attending LibLearnX and has a meeting planned for possible sponsorships. Francis will also meet with ALA staff.

 PLA 2024. Francis had a call with Mary Davis Fournier. PLA is offering a pre-conference as OLC’s part of the event. PLA will be sending OLC an MOU which will detail OLC’s benefits. Francis will bring back to the Board final details when available.

 Institutional Membership Dues Billing. To date, responses have been received from 76 county auditors with information for each library’s 2022 PLF and local property tax receipts. All libraries should receive their initial invoice for 2023 dues by the end of the month.

 Institutional Dues Cap. Individual phone calls were made to each of the 16 libraries impacted by the change.

 Governor DeWine’s Inauguration. Individuals from OLC’s Board of Directors, Government Relations Committee, Legislative Network, Dolly Parton Imagination Library of Ohio and others were included in the special invitation from Governor DeWine’s Team to attend the swearing-in ceremony for his second term as the Governor of Ohio.

 OLC Staff Notes. D’Andrea’s 30th Anniversary was on Jan. 11.

GOVERNMENT AND A written report was included in Smith’s absence. Francis reported on the

LEGAL SERVICES following:

REPORT

 PLF. Francis reported the PLF for January was $28,410 more than ODT’s updated estimate issued in Dec. 2022. According to the Office of Budget and Management, overall state tax receipts for the month of December came in about $32 million above estimates.

 Speaker of the House. On Jan. 3, State Representative Jason Stephens (R-Kitts Hill) was elected Speaker of the Ohio House of Representatives. In addition, the House selected former Finance Chairman Scott Oelslager (R-Canton) to serve as Speaker Pro Tempore.

 Ohio Senate. Senate President Matt Huffman (R-Lima) was re-elected to his position during the Senate’s opening day session on Jan. 3. Joining President Huffman’s leadership team will be Sen. Kirk Schuring (R-Canton) as Senate President Pro Tempore, Sen. Rob McColley (R-Napoleon) as Majority Floor Leader and Sen. Theresa Gavarone (R-Bowling Green) as Majority Whip.

 State Budget Advocacy Webinar. To prepare library directors, fiscal officers and trustees to work with members of the new General Assembly, the OLC will be hosting a webinar on Feb. 8 from 2:00-3:30.

 Legislative Day. Legislative Day will be held at the Statehouse on April 26.

PROFESSIONAL In addition to her written report, Miller reported on the following:

DEVELOPMENT REPORT

 2023 Convention and Expo. The program submission form deadline is Feb. 6 and submissions are coming in through the Results at Hand App where the Program Committee votes on the content. Previous exhibitors will soon receive information on Early Bird pricing.

 Other Educational Events. The SMART Recovery Webinar is scheduled for Jan. 31. The Youth Services Conference registration will open in a few weeks. The Facilities Conference will be held at the Quest Conference Center.

 PLA 2024. OLC will be charged with creating the content for the pre-con meeting for either a full or half-day. The call for proposals opens beginning of March through beginning of May. 40 people participated last PLA Conference. Registration for the full event opens in October.

COMMUNICATIONS In addition to her written report, Jacobsen reported on the following:

REPORT

 Governor’s Inauguration. There was good coverage on social media for the Governor’s Inauguration.

 ODE Learning Grant. Ohio’s public libraries continue to receive significant media attention for the Ohio Department of Education’s Libraries Accelerating Learning Grants. Thanks to those libraries who sent out their own press releases.

 State Budget. Work has begun on the Library Funding microsite (libraryfunding.olc.org). This site will include Fiscal Year 2024-2025 state budget news and advocacy alerts; budget testimony; archived OLC state budget webinars, additional advocacy tools and templates, and much more.

 2023 Convention and Expo. The call for programs was issued on Nov. 16. A new online program submission form was created which ties into the OLC app and allows committee members to review and rate submissions online.

 Signage. A set of reusable, environmentally-friendly signs were purchased for OLC events.

 Website. The most popular pages on the OLC website over the past two months are: 1. JobLine; 2. Access LinkedIn Learning Courses with your Library Card; 3. FCC Broadband Map; and 4. Convention and Expo.

MEMBERSHIP SERVICES In addition to her written report, D’Andrea reported on the following:

REPORT

 Membership Renewal. The second membership renewal was sent electronically on Jan. 19. The Committee is scheduled to meet via Zoom on Jan. 26.

 Awards and Honors. D’Andrea is working with the Chair of the Committee and with Jacobsen to make updates to the website on new descriptions, eligibility information and nomination instructions. Once updated, nominations will open. The Awards and Honors Committee is scheduled to meet via Zoom on Feb. 23.

NEXT MEETING The next meeting will be March 10 at the OLC Office.

ADJOURNMENT With there being no further business to come before the Board, the meeting was adjourned at 11:48 a.m.