

**Wisconsin Public Library Consortium**

**Board Meeting Notes**

**June 13, 2022, at 2:00 pm**

**by zoom**

{Alternate in-person location: 1300 Industrial Drive, Suite 2, Fennimore, WI 53809}

**PRESENT:** Arrowhead: Steven Platteter, Bridges: Mellanie Mercier, IFLS: Katelyn Noack, Kenosha: Rob Nunez, Lakeshores: Steve Ohs, Manitowoc-Calumet: Rebecca Scherer, Milwaukee: Steve Hesar, Monarch: Riti Grover, Nicolet: Tracy Vreeke, Northern Waters: Gina Rae, OWLS: Bradley Shipps, South Central: Martha Van Pelt, Southwest: David Kranz, Winding Rivers: Kristen Anderson, Winnefox: Jeff Gilderson-Duwe, Wisconsin Valley: Rachel Metzler

**GUESTS:** DPI: Ben Miller, Wisconsin Valley: Joshua Klingbeil

**PROJECT MANAGERS:** Melody Clark (WiLS)

**1. Call to order/Welcome & Introductions**

Chair D. Kranz called the meeting to order at 2:00 pm

**2. Consent Agenda**

- a. Review agenda
- b. Approval of minutes from [May 11, 2022](#)
- c. Acceptance of Digital Library Steering Committee minutes from [May 19, 2022](#)
- d. Acceptance of Technology Steering Committee minutes from [May 9, 2022](#)
- e. Acceptance of Digital Archives Backup Steering Committee minutes from [May 17, 2022](#)
- f. Acceptance of Technology Backup Steering Committee minutes from [April 19, 2022](#)
- g. Decisions made between May 10, 2022, and the current meeting: None
- h. [YTD Budget](#)

M. Van Pelt moved approval of the consent agenda, R. Nunez seconded. The consent agenda was approved by consensus.

**3. Updates from Previous Meetings/Projects**

- a. Advocacy Workgroup  
Update: S. Hesar shared that the workgroup will be going through a reconfiguration over the next few months, and asked for two or three volunteers to serve in the Workgroup and help guide and form the future of this group. T. Vreeke volunteered to serve on the Advocacy Workgroup.

**4. New Business**

**a. Discussion and action: 2023 Budget**

The Budget Committee has recommended a [budget for 2023](#). In 2020 the Digital Library Steering Committee recommended a buying pool amount that includes an increase for five years. This budget includes that increase.

M. Clark clarified that there have been no changes or updates to the budget since the last WPLC Board meeting. M. Van Pelt asked for clarification on whether the 5% increase for five years has

been formally adopted, and if there will be reevaluation points? It was noted that the Digital Library Steering Committee approved that recommendation but the Board approved the budget on an annual basis. In 2023 there will be an evaluation that will look at the previous three years to evaluate the effect of the increase.

B. Shipps moved approval of the 2023 budget, T. Vreeke seconded. The motion passed unanimously.

**b. Discussion and action: Fiscal Sponsorship**

At the October 2021 meeting of the Board, project managers notified the Board that the current MOU describes WiLS as WPLC's Fiscal Agent and WiLS has been legally advised to change this agreement to a Fiscal Sponsorship role. The formal change from agent to sponsor is to reflect the current practice that WiLS holds for WPLC. A summary of the change and purpose has been provided.

The group reviewed the [Fiscal Sponsorship Executive Summary](#) and [WiLS Sponsor and Project Management Agreement](#).

Discussion:

M. Van Pelt provided a brief history of fiscal responsibility for the WPLC: SCLS began as the fiscal manager when the WPLC was formed, but the WPLC quickly grew to be more than SCLS could handle. SCLS asked other systems to volunteer for this role, and when no found they'd be able to take it on, WiLS offered to take on fiscal responsibility.

The board asked for clarification on what would change in terms of legal responsibilities if WiLS were to become the fiscal agent? There would be a formalization of a legal relationship that currently doesn't exist. M. Clark stated that this change is making it official what is already being done in practice: right now WiLS is lending their 501 C3 status to the WPLC, which allows folks who donate gifts to the WPLC to take a tax credit from their donation, which is actually only to be done as a fiscal sponsor (not fiscal agent). Additionally, WiLS would legally have ownership of any items purchased by the WPLC (however since the WPLC is not a legal entity, it cannot legally hold ownership of any property- intellectual, physical, or otherwise). M. Clark will work with J. Chamberlain to get further details on these points to share with the board.

The board asked for clarification on wording between the executive summary and the agreement that was contradictory: In the executive summary there is a paragraph that says the agreement should be standalone and resigned annually, while in the agreement it says that WiLS as Fiscal Agent will be in effect for the term of the project. M. Clark will need to check back with J. Chamberlain, but thinks this is because the WPLC Board can choose which course of action they'd rather take: Reevaluate annually, or make it permanent.

The board discussed investigating incorporating the WPLC as a 501 C3. Historically, there is no evidence that the WPLC has formally pursued creation of a legal entity for the WPLC. Other options to explore include going through the South Central Foundation, which may be able to filter tax shared donations to the WPLC. T. Vreeke shared that their Administrative Assistant is an attorney and has done legal work for NFLS before, and would be willing to review the executive summary and agreement and to discuss options with them.

J. Gilderson-Duwe moved to asked T. Vreeke and NFLS to make an inexpensive initial assessment of legal options for the WPLC and to consult with the Board Chair, R. Grover seconded. There was no further discussion. Being a WiLS Board member, S. Platteter abstained from voting. The motion passed unanimously.

The WPLC board also discussed forming a workgroup to determine implications of the WPLC becoming a 501 C3 organization. A workgroup may be formed after NFLS's initial assessment.

T. Vreeke moved to table this discussion until the Board has the additional questions to WiLS answered, and a report back from NFLS, R. Nunez seconded. There was no discussion. The motion passed unanimously.

**c. Discussion and action: Bylaws**

At the February meeting of the Board, the Bylaws Committee presented a revision of the current [bylaws](#).

J. Gilderson-Duwe moved approval of the bylaws, B. Shipps seconded. There was no discussion. The motion passed unanimously.

**d. Discussion: SCLS Data Center Funding**

At the last meeting funding for the new SCLS data center was discussed. The Board requested a document identifying the needs and the ask from SCLS. The group reviewed and discussed the document.

Discussion:

M. Van Pelt provided an overview of the document, ending with the request from SCLS which is asking the WPLC to support the SCLS data center as an important part of the statewide technology and digital archives backup infrastructure that protects all the Wisconsin systems and their libraries. The request does not have an identified cost at this time, but will not exceed \$200,000.

D. Kranz reminded the board that this pitch document was brought to the WPLC by request of DPI, who wanted a show of statewide support before indicating that LSTA or other federal grant money would be available for this project. T. Vreeke also reminded the board that LSTA has approved sparsity grant funding for SCLS to use towards this project, meaning that if each system used their sparsity grant funding for the statewide backup project, this would amount to \$200,000.

The WPLC board would like a recommendation from the Backup Technology Steering Committee and from the Backup Digital Archives Committee, and would also like to see detailed long term operating and funding plans before making funding decisions.

K. Anderson asked if there had been any state funding for the LEAN (LEAN WI is IFLS, WVLS, and NWLS) infrastructure to start out with? J. Klingbeil explained that the initial investment used a combination of local funds and LSTA funds available to all the systems, and for the second

investment there had been a set amount of funding from LSTA funds not distributed to systems but to only this project, which was held by IFLS (as fiscal sponsor) for future costs and expenses.

D. Kranz asked that if the LEAN site had needs, could those also seek leftover funds in a similar fashion, depending on the amounts of money left and the need? B. Miller confirmed that it would be included in the needs of the backup project.

R. Scherer noted that some systems are not in need of data backup, so participation cannot be considered a given.

The Board asked B. Miller if there is a timeframe on a decision from the WPLC on this project? B. Miller said that DPI hopes to have a more detailed plan ready in the Fall for spending by the end of the year, so the WPLC does have time to decide on this project.

~~T. Vreeke moved for general support of the statewide backup project, Kristen seconded.~~

D. Kranz stated an overview of what the motion means, which is that this is a motion of broad based support for the project, and when the time comes for the money to be needed, there would need to be much more detail so that it can be justified as a grant expense. Additionally, the funding that is being sought is from unspent ARPA and/or LSTA funds that did not get used for established projects; that DPI is asking for WPLC's support to, at the end of a grant period, move any unspent grant funds in to this project as a one-time cost purchase in order to close the balance on that funding. B. Miller added that this fits in to the backup project's 5-year plan.

~~Motion passed with five No votes (K. Noack (IFLS), M. Mercier (Bridges), R. Metzler (Wisconsin Valley), G. Rae (Northern Waters), and R. Scherer (Manitowoc-Calumet)). NOTE: Motion and vote were noted as not official at the August 2022 meeting as this topic was note previously noted as an action item on the agenda.~~

## **5. Information Sharing from Partners**

S. Hesper announced that three people have volunteered to be on the advocacy group! J. Gilderson-Duwe suggested that the Advocacy Group could also reach out to WLA, as there is interest there to potentially join this group.

B. Shippy noted OWLS is in their new space! There are so many windows, and staff is flabbergasted that they can see the weather. They are loving it!

K. Anderson just finished an audiobook (from WPLC), *Braiding Sweetgrass*, and it was wonderful to be able to listen to an audiobook again, and it was a great read.

R. Grover said that Monarch is going through a lot of personnel changes lately. The Business Coordinator position will be opening soon, and if anyone knows of someone who would be great in this role, please send the position on to them.

D. Kranz shared that WAPL had more than 200 registrants, and was considered a success for the first in-person WAPL since the pandemic! Planning is well underway for the fall WLA conference, scheduled for November 1-4.

**6. Adjourn**

S. Platteter moved to adjourn, K. Noack seconded. Motion passed unanimously.

*Next meeting: Board Meeting on August 8, 2022, at 2:00 pm*