

# welcome

## **Welcome to the 2021 WPLC Board!**

The following packet includes several documents that will help you to understand your role and responsibilities as a WPLC Board Member.

The packet includes:

- WPLC Organization Chart
- WPLC Governance Explanation of WPLC Board and Steering Committees Roles
- WPLC Board Position Description
- WPLC Board and Steering Committees Communication Best Practices
- WPLC Budget Explanation Document
- 2021 Current WPLC Budget
- WPLC Bylaws
- 2021 WPLC Meeting Dates

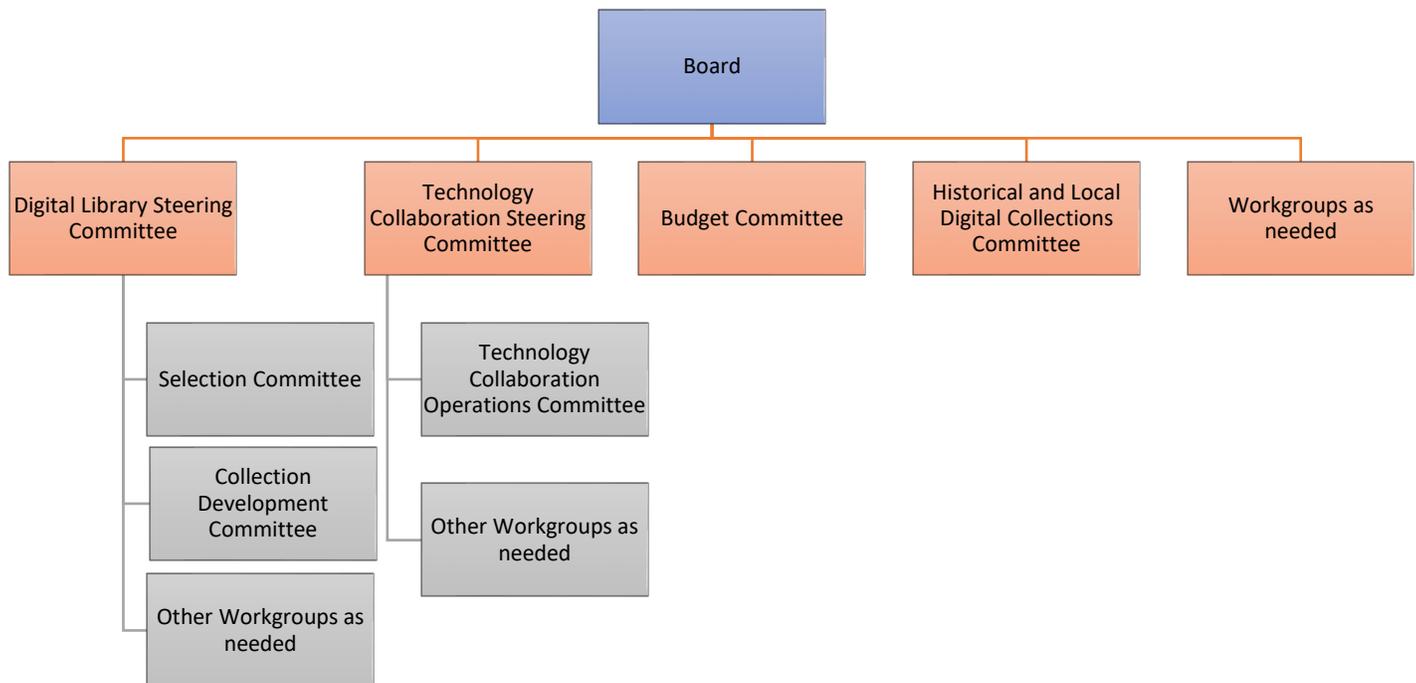
All meeting agendas will be emailed out to the Board a week before the meeting. All agendas, meeting documents and meeting minutes can be found online on the [wplc.info](http://wplc.info) website in the Board section of the site. The first meeting of the WPLC Board is February 23, 2021 at 1:00 pm.

I look forward to a productive year with you all! If, at any time, you have any questions regarding the WPLC, the Board or any related topics, please let me know. You can also reach all of the WPLC project managers via email at [wplc-info@wils.org](mailto:wplc-info@wils.org).

Thank you!

Melody Clark  
WPLC Project Manager  
WiLS  
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# WPLC Organization Chart



Body	Makeup	Charge	Reports to
Board	The Board consists of one representative for each Partner (public library system) with sixteen total members. A chair among the representatives is elected each year.	The Board is charged with conducting all official business of the WPLC. They make decisions regarding the assessment of fees, expenditure of funds, and determine eligibility for participation in WPLC projects and services. They may undertake other projects and make decisions regarding such projects. The Steering Committee, Budget Committee, and Historical and Local Digital Collections Committee report to the Board.	N/A
Digital Library Steering Committee	The Digital Library Steering Committee is comprised of one or more representatives from each public library system with a total of twenty-five members. The number of representatives from each Partner shall be determined by the aggregate annual investment in the Digital Library Buying Pool made by each Partner and its Members. A chair among the representatives is elected each year.	The Digital Library Steering Committee makes budget and policy recommendations to the WPLC Board for formal approval, makes all decisions relating to the day-to-day operation of the Digital Library and is empowered to establish, specify composition, and specify duties for any committees needed for the continuing operation of the Digital Library. The Selection Committee and other current committees relating to the operation of the Digital Library report to the Steering Committee.	Board

Body	Makeup	Charge	Reports to
Technology Collaboration Steering Committee	Membership on the Technology Collaboration Steering Committee will be open to one administrative-level representative appointed by each Wisconsin public library system. The Committee shall have a minimum of seven members, with a liaison from the WPLC Board. The Wisconsin Department of Public Instruction, Division for Libraries and Technology may appoint up to two staff members to participate on this Committee on a standing, advisory basis.	<p>The Technology Steering Committee will review proposals from the Operations Committee. They will be responsible for:</p> <ul style="list-style-type: none"> <li>• Developing member agreements for members participating in a collaboration initiative</li> <li>• Soliciting legal advice when necessary</li> <li>• Developing budgets and breakdown of costs and fees for a collaboration initiative</li> <li>• Recruiting and recommending a Fiscal Agent from systems participating in a collaboration initiative.</li> </ul> <p>The Technology Steering Committee will work with members of the Operations Committee on the above responsibilities as appropriate. The Technology Steering Committee will submit collaboration initiative proposals to the WPLC Board. It is not authorized to sign agreements or expend funds.</p>	Board
Budget Committee	The committee includes WPLC Chair, Steering Committee Liaison, a representative from any standing committees, and at least one additional WPLC Board member.	The Budget Committee is constituted annually to develop the budget for WPLC. It is populated in February and presents a budget to the Board in early May. The Committee determines the recommendation for operating expenditures for the following year and utilizes the recommendation of the Steering Committee for the annual buying pool.	Board
Historical and Local Digital Collections Committee	This Committee consists of at least one Board representative along with partner and member representatives with interest in the Committee's charge.	<p>This committee will consider ways to leverage collaborative projects and partnerships to foster enhanced digital access and preservation services for these collections. Specifically, the committee will:</p> <ul style="list-style-type: none"> <li>• Provide direction for existing WPLC projects related to aspects of historical and local collections including the historical newspaper project and development of digitization training and guidelines.</li> <li>• Develop projects, supporting budget requests, and collaborative efforts to foster enhanced digital access and preservation services for historical and local collections in an efficient manner.</li> </ul>	Board
Selection Committee	The Selection Committee consists of two representatives from each of the 16 public library systems in Wisconsin.	The Selection Committee is charged with the selection and purchase of materials for Wisconsin's Digital Library.	Digital Library Steering Committee

Body	Makeup	Charge	Reports to
Collection Development Committee	The Committee consists of three representatives from each of the following bodies: Board, Steering Committee, and Selection Committee.	To evaluate the composition of the collection purchased by the digital buying pool with particular attention on known concerns and potential additions to the collection. Specifically, the workgroup will: <ul style="list-style-type: none"> <li>• Solicit feedback from the community regarding collection areas.</li> <li>• Create recommendation of allocation of the buying pool to go to the Steering Committee.</li> <li>• Develop an updated selection policy.</li> <li>• Document process for consideration of new collection areas/formats and creation of a recommendation for buying pool allocation.</li> </ul>	Digital Library Steering Committee
Technology Collaboration Operations Committee	Membership is open to any technology professional from any Wisconsin Public Library System. Members may contribute in any capacity and on any project. Members may come and go as appropriate. Members are responsible to their Public Library Systems. The Wisconsin Department of Public Instruction, Division for Libraries and Technology may appoint one staff member to participate on this Committee on a standing, advisory basis. Membership shall not exceed more than 25.	The Operations Committee will be responsible for driving technology collaboration. They will identify appropriate projects for collaboration, create implementation plans, solicit proposals from vendors and present proposals to the Technology Collaboration Steering Committee. It is important that the Operations Committee be free to be creative and be open to all ideas and viewpoints. This Committee will submit collaboration initiative proposals to the Technology Collaboration Steering Committee. It is not authorized to sign agreements or expend funds.	Technology Steering Committee

## WPLC Board & Steering Committees

Roles & Other Information, January 2021

The chart below outlines basic information about the WPLC Board and Steering Committees. For more information about the WPLC governance, including links to meeting agendas and notes, members, chair information, and bylaws, see <http://www.wplc.info/governance>

For questions or concerns regarding WPLC governance, please contact the chairs of the bodies, or WILS ([wplc-info@wils.org](mailto:wplc-info@wils.org)). WILS, as project manager for WPLC, provides coordination for all WPLC governance activities, and can answer questions or relay information to the appropriate body.

	<b>Number of members</b>	<b>How members are selected</b>	<b>Meeting frequency</b>	<b>Role of the governance body (from WPLC Bylaws)</b>
<b>WPLC Board</b>	One representative per system partner (currently 16)	System selects staff member to represent them.	5 meetings per year.	<ul style="list-style-type: none"> <li>• Conduct all official business of the WPLC.</li> <li>• The WPLC Board may undertake other projects or entertain Partner or Member requests to undertake such projects. The WPLC Board retains full decision making authority regarding such projects, including any grant funds to be allotted to them, who may participate, at what cost, and on what terms.</li> <li>• The WPLC Board makes decisions regarding the assessment of fees, expenditure of funds, and in determining eligibility for participation in Consortium projects and services. It is expected that each Partner will include its assessment in its budget and have the assessment approved by its governing board.</li> </ul>
<b>WPLC Digital Library Steering Committee</b>	<p>25 total representatives.</p> <p>Number of reps per system are determined by amount contributed to the buying pool with a maximum of 25.</p> <p>In addition, there is one WPLC Board member elected each year as the Steering Representative Liaison.</p>	Each system chooses who will represent them by whatever process they deem appropriate. It is the intent that these reps be from the public libraries and systems that contribute funds to the Digital Library.	6 meetings per year.	<ul style="list-style-type: none"> <li>• The Digital Library Steering Committee is established to oversee WPLC's Digital Library program.</li> <li>• The Digital Library Steering Committee shall make policy and budget recommendations for the Digital Library Buying Pool and the Digital Library to the WPLC Board for formal approval. The Steering Committee shall make all decisions relating to the day-to-day operation of the Digital Library.</li> <li>• The Digital Library Steering Committee shall establish and oversee a Selection Committee to select materials for inclusion in the Digital Library, and the Selection Committee shall report to the Steering Committee.</li> </ul>

<p><b>WPLC Technology Collaboration Steering Committee</b></p>	<p>No more than 25 total representatives with a minimum of seven members and a DPI, Division for Libraries and Technology, rep on a standing, advisory basis.</p> <p>In addition, there is one WPLC Board member elected each year as the Steering Representative Liaison.</p>	<p>Representatives appointed by each Wisconsin public library system.</p>	<p>4 meetings per year.</p>	<ul style="list-style-type: none"> <li>• The Technology Steering Committee is responsible for the following: <ul style="list-style-type: none"> <li>• Reviewing and approving proposals from the Technology Operations Committee.</li> <li>• Developing member agreements for members participating in a collaboration initiative</li> <li>• Soliciting legal advice when necessary</li> <li>• Developing budgets and breakdown of costs and fees for a collaboration initiative</li> <li>• Recruiting and recommending a Fiscal Agent from systems participating in a collaboration initiative.</li> </ul> </li> </ul>
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## WPLC Board Representative Job Description

- Board representatives support the consortium in its purpose and mission as stated in the consortium bylaws:
  - To maintain a decision-making and fiscal model for public library cooperation that will allow libraries to explore and implement collaborative projects, sharing the costs as well as the knowledge and resources.
  - To provide Wisconsin citizens with access to a collection of electronically published materials in a wide range of subjects, which they may access from home, work or school or from any Member library.
  - To undertake such other collaborative projects, primarily concerned with research and development and/or the advancement of public libraries, as the Consortium shall from time to time determine. The Consortium may choose to provide ongoing maintenance for a project or may choose to transition this maintenance to another entity at the discretion of the Board.
  - To increase public awareness about the availability and advantages of projects and services the Consortium may from time to time undertakes.
  - To increase public library staff understanding of Consortium undertakings, and to develop training programs so that staff may help the public understand and use these products and services.
  
- Board representatives participate in the board's role as stated in the consortium bylaws:
  - Conduct all official business of the WPLC.
  - The WPLC Board may undertake other projects or entertain Partner or Member requests to undertake such projects. The WPLC Board retains full decision making authority regarding such projects, including any grant funds to be allotted to them, who may participate, at what cost, and on what terms.
  - The WPLC Board makes decisions regarding the assessment of fees, expenditure of funds, and in determining eligibility for participation in Consortium projects and services. It is expected that each Partner will include its assessment in its budget and have the assessment approved by its governing board.
  
- Board representatives are expected to attend and be prepared for board meetings, which occur not less than quarterly.
  
- Board representatives will be responsible for reporting information to the libraries they represent and gathering feedback and input as needed.
  
- Board representatives have the authority to represent the system and to vote on budgetary and other issues brought to the WPLC board.

# WPLC Board and Digital Library Steering Committee

## Communication Best Practices

In August of 2017 a survey of WPLC current Board and Digital Library Steering members was conducted on how they communicate WPLC related information with one another and within their systems. From the survey and conversations by both bodies, the following guidelines for communication were created.

### **Before Meetings**

- Representatives should read through the prepared agendas and related documents before the meetings.
- Inform Board/Steering counterpart of any new business that may require feedback.

### **After Meetings**

- Report out general information to the system members after meetings. Either forward notes or highlight activities or decisions made during the meetings.
- Touch base with Board/Steering counterpart to inform them of any decisions, recommendations or suggestions that may be discussed at their next meeting.
- Gather feedback from counterpart or library system members as a whole, if necessary.
- Share out any vendor (OverDrive, BiblioBoard, etc.) updates or features that are coming soon to the rest of the system members to help prepare them in assisting patrons.

### **General Information Sharing**

- Set a way within your system to disperse information; email, newsletters, directors' meetings, etc.
- Be consistent with communication channels so your system and library members know where to expect to receive WPLC related information.

### **Decision Making and Voting**

- Board and Steering representatives should communicate with one another and with their system members before meetings to determine how a vote should be placed.
- Decision making should be done through standard communication channels.

### **2021 WPLC Board Members**

Arrowhead: Steven Platteter  
Bridges: Mellanie Mercier  
IFLS: Maureen Welch - Liaison to Steering Committee  
Kenosha: Rob Nunez  
Lakeshores: Steve Ohs  
Manitowoc-Calumet: Rebecca Schadrie  
Milwaukee: Steve Hesel  
Monarch: Kimberly Young  
Nicolet: Tracy Vreeke  
Northern Waters: Sherry Machones  
OWLS: Bradley Shipps  
South Central: Martha Van Pelt  
Southwest: David Kranz -Vice Chair  
Winding Rivers: Kristen Anderson - Chair  
Winnefox: Jeff Gilderson-Duwe  
Wisconsin Valley: Anne Hamland

### **2021 WPLC Digital Library Steering Representatives**

Arrowhead: Michael DeVries, Beloit Public Library  
Bridges: Shawn Carlson, Waukesha Public Library  
Bridges: Abby Armour, Johnson Creek Public Library  
IFLS: Amy Stormberg, Amery Public Library  
IFLS: Martha Spangler, Altoona Public Library  
Kenosha: Shannon Urban, Kenosha Public Library  
Lakeshores: Darcy Mohr, Racine Public Library  
Manitowoc-Calumet: Rachel Hitt, Brillion Public Library  
Milwaukee: Jennifer Loeffel, Franklin Public Library  
Milwaukee: Judy Pinger, Milwaukee Public Library  
Milwaukee: Eric Branske, Hales Corners Public Library  
Monarch: Annie Bahringer, Hustisford Community Library  
Monarch: Kelly Rohde, Mead Public Library  
Nicolet: Clare Kindt, Brown County Library  
Nicolet: Tina Kakuske, Door County Library  
Northern Waters: Sue Heskin, Superior Public Library – Vice Chair  
Outagamie-Waupaca: Jamie Hein, Clintonville Public Library  
South Central: Lori Belongia, Marshfield Public Library  
South Central: Heidi Cox, McFarland Public Library  
South Central: Molly Warren, Madison Public Library  
Southwest: Karina Zidon, Platteville Public Library  
Winding Rivers: Noreen Fish, La Crosse Public Library  
Winnefox: Nicole Hardina-Wilhelm, Neenah Public Library – Chair  
Wisconsin Valley: Dominic Frandrup, Antigo Public Library  
WPLC Board Representative: Maureen Welch, IFLS

## An Explanation of the Wisconsin Public Library Consortium (WPLC) Budget January 2021

There are two components to the WPLC budget:

1. Digital buying pool
2. WPLC member shares

Each component has a different purpose and a different decision-making process as described below.

### **Digital Buying Pool**

The digital buying pool is used to purchase content for the Wisconsin Digital Library. For 2021, the buying pool amount has been set at \$1,274,222. The buying pool is divided into a “base” amount that is applied to share collection and a “holds reduction” amount that is contributed to an Advantage account for each system. For 2021, the base amount is \$1,116,722 and the holds reduction amount is \$157,500.

Each of the 16 public library systems contributes to the buying pool based on a formula that involves the following steps:

1. Determine each system’s percentage of the total population of the state (using the Extended County Population from DPI).
2. Determine each system’s percentage of the previous year’s circulation of the Wisconsin Digital Library shared collection materials.
3. Multiply the percentage of previous year’s circulation by 3 (to weight it at 75% of the total) and add the system’s percentage of the total population of the state.
4. Divide the number by four to find the percent of the buying pool base that system will contribute.
5. Multiply that percentage by the buying pool base amount for the dollar figure.
6. Determine each system’s percentage of the previous year’s holds in the Wisconsin Digital Library.
7. Multiple that percentage by the holds reduction amount for the dollar figure.
8. Add the two dollar amounts together to determine the total contribution for the system.

Let’s walk through an example of the steps:

1. Determine each system’s percentage of the total population of the state.  
*For purposes of this example, let’s say the system has 25% of the total population of the state.*
2. Determine each system’s percentage of the previous year’s circulation of the Wisconsin Digital Library materials.  
*Again, for purposes of this example, let’s say the system has 15% of the previous year’s circulation.*

3. Multiply the percentage of previous year's circulation by 3 (to weight it at 75% of the total) and add the system's percentage of the total population of the state.

$$(15*3) + 25 = 70$$

4. Divide the number by four to find the percent of the base buying pool that system will contribute.

$$70/4 = 17.5\%$$

5. Multiply that percentage by the base buying pool amount for the dollar figure.

$$17.5\% * \$1,116,722 = \$195,426$$

6. Determine each system's percentage of the previous year's holds in the Wisconsin Digital Library.

*For the purposes of this example, let's say the system has 10% of the previous year's holds.*

7. Multiple that percentage by the holds reduction amount for the dollar figure.

$$10\% * \$157,500 = \$15,750$$

8. Add the two dollar amounts together to determine the total contribution from the system.

$$\$195,426 + \$15,750 = \$211,176$$

The process to determine the total buying pool amount involves multiple bodies and provides opportunity for feedback from the entire community. It begins with the Collection Development Committee, which reviews issues and requests related to the collection, asks for feedback from patrons and library staff, and analyzes usage statistics to create a recommendation for the following year's buying pool amount. This recommendation is proposed to the Digital Library Steering Committee, who either accepts or modifies the recommendation, and then sends the recommendation on to the WPLC Board, who incorporates the recommendation into the following year's budget.

Once a recommendation is made by the Collection Development Committee, the amount of the buying pool for each system is calculated based on the formula described above. The amounts are distributed to each system's representatives on the Steering Committee and Board for their review and for them to collect feedback from their member libraries.

Opportunities for feedback are provided for member libraries and system staff prior to the Steering Committee meeting where the recommendation is acted upon.

A complete schedule of the budget process is included on the following page.

## WPLC Member Shares

The WPLC member shares budget is used to *provide support and funding for the WPLC consortium itself*. The member shares pay for project management, the consortium’s website, platform fees, a designated fund for research and development, and a designated reserve fund. In 2021, the amount of the member shares is \$93,675. The amount is divided equally among the 16 systems.

The annual WPLC member shares amount is determined by the WPLC board.

## Budget Schedule

The table below outlines the activities for the WPLC budget process and when each activity takes place:

WPLC Collection Development Committee begins work on creating a recommendation for the buying pool amount.	October
WPLC Board creates Budget Committee to discuss member shares.	February
WPLC Collection Development Committee sends a final recommendation to the Steering Committee.	Mid-April
Buying pool amounts for each system are calculated and distributed to the system’s Board and Digital Library Steering Committee representatives.	Mid-April
Digital Library Steering Committee discusses the recommendation.	Late April
Recommendation is presented at the WPLC Annual Meeting (which includes Board, Digital Library Steering Committee, and anyone interested in attending).	Early May
Digital Library Steering Committee takes action on the recommendation.	Late May
WPLC Board approves complete budget for following year.	June

WPLC Budget  
2021

		<b>2021 budget</b>	<b>2020 budget</b>
	<b>Income</b>		
a.	Member shares	\$93,675	\$89,680
b.	Carryover*	\$0	\$0
c.	Other income	\$0	\$0
d.	Buying pool income	\$1,274,222	\$1,207,500
e.	Transparent languages	\$24,041	\$23,019
	<b>TOTAL</b>	<b>\$1,391,938</b>	<b>\$1,320,199</b>
	<b>Expenses</b>		
	<b>Operating/project expenses</b>		
a.	Website	\$1,000	\$1,000
b.	Program management	\$56,000	\$55,000
c.	OverDrive Vendor Fees	\$18,000	\$18,000
d.	Digital Content		
d. 1.	OverDrive Content	\$1,274,222	\$1,207,500
d. 2.	Transparent languages	\$24,041	\$23,019
e.	Digital Newspaper Hosting	\$1,925	\$1,925
f.	ContentDM Hosting	\$1,750	\$1,750
	<b>Reserve/R&amp;D Fund Allocations</b>		
g.	R & D	\$5,000	\$10,000
h.	Reserve	\$10,000	\$5,000
i.	Other	\$0	\$0
	<b>TOTAL</b>	<b>\$1,391,938</b>	<b>\$1,323,194</b>
	*We do not assume any carryover in our budget. As of 4/29, there is \$39,000 in R&D and \$36,118.73 in Reserve.		

# Wisconsin Public Library Consortium Organizational Bylaws

Adopted 3/5/03; Revised 2/13/08; Revised 12/2/09; Revised 9/25/13; Revised 8/27/14;  
Revised 02/19/18.

## Article 1 – Definitions

The following terms are used in these bylaws:

1. *Partners*: Wisconsin public library systems that pay ongoing partner assessments to the Wisconsin Public Library Consortium.
2. *Members*: Public libraries that belong to one of the Partner public library systems.
3. *Shares*: The amount contributed by the Partners to the general operating budget of the Wisconsin Public Library Consortium.
4. *Digital Library Buying Pool*: The collective amount contributed by the Partners, often through assessments to the Members, for the purchase of materials for the Digital Library.
5. *Digital Library*: The collection of resources available to Partners and Members of the Wisconsin Public Library Consortium.

## Article 2 – Name and Authority

The name of the organization shall be the Wisconsin Public Library Consortium (hereinafter referred to as WPLC or the Consortium). The WPLC is created and organized as a voluntary association between and among Wisconsin public library systems who are Partners in the Consortium. The WPLC is separate and autonomous from the Wisconsin public library systems and the boards of those systems.

## Article 3 – Purpose and Mission

WPLC was created and is intended for the following purposes:

1. To maintain a decision-making and fiscal model for public library cooperation that will allow libraries to explore and implement collaborative projects, sharing the costs as well as the knowledge and resources.
2. To provide Wisconsin citizens with access to a collection of electronically published materials in a wide range of subjects, which they may access from home, work or school or from any Member library.
3. To undertake such other collaborative projects, primarily concerned with research and development and/or the advancement of public libraries, as the Consortium shall from time to time determine. The Consortium may choose to provide ongoing maintenance for a project or may choose to transition this maintenance to another entity at the discretion of the Board.
4. To increase public awareness about the availability and advantages of projects and services the Consortium may from time to time undertakes.
5. To increase public library staff understanding of Consortium undertakings, and to develop training programs so that staff may help the public understand and use these products and services.

#### Article 4 –Participation

1. Participation shall be open to all Wisconsin public library systems and public libraries that participate in those systems. Participants shall be designated either as Partners or Members, as defined in Article 1.
2. Ongoing Partner Assessment: The WPLC Board sets an annual general operating budget and Buying Pool amount. The Buying Pool amount is recommended by the Steering Committee annually. Each partner must pay an annual assessment of an equal Share of the general operating budget and an assessment toward the buying pool, as determined by a formula created by a joint committee of the Steering Committee and Board and recommended to the Board by the Steering Committee. Each Partner must pay the annual assessment adopted in order to continue to participate as a Partner. It is expected that each Partner will include its assessment in its budget and have the assessment approved by its governing board.
3. Opt Out: A partner may opt out of WPLC Partner status and give up access to all WPLC services, including any digital collection maintained by the Consortium, as well as a seat on the WPLC Board. Partners that opt out of the Consortium but wish to return to the group at a later time will be assessed a “rejoining” fee. This fee will be determined on a case by case basis by majority vote of the remaining WPLC Partners.

#### Article 5 – WPLC Board

1. All official business of the WPLC is conducted by the WPLC Board.
2. Meetings
  - a. The WPLC Board shall meet not less than quarterly, at a time and place to be set by the WPLC Board, and noticed to the Partners not less than two weeks before the date of the meeting.
  - b. A portion of one meeting per year shall be designated as an annual meeting, which will be considered a joint meeting of the Board and Steering Committee and at which several representatives from each Partner and its Members shall be encouraged to attend. In addition to other business, this meeting shall be used to evaluate the activities and progress of WPLC to date and to consider the future of the Consortium.
  - c. Any three or more Partners may call for a special meeting of the WPLC Board at any time, upon at least two weeks’ notice.
  - d. Electronic meetings may be supported by the WPLC for regular, special, and other meetings of the Board and its committees. The technology used shall allow for roll call and interactive dialogue. A physical location shall be designated for each electronic meeting as an alternative for attendance.
  - e. Meetings shall be run in accordance with the most recent edition of “Robert’s Rules of Order.”

### 3. Voting

- a. The Board shall consist of one voting representative from each of the Partners. Each Partner shall designate its own voting representative, and may change that voting representative at any time. Partners may send more than one representative to participate in the deliberations of the Board, but each Partner shall have only one vote. The voting representative may designate a proxy for any meeting by providing the name of the proxy in writing to the Chair and Project Manager prior to the meeting.
- b. Most issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place. Any recommendation from the Steering Committee may be approved by a simple majority, or may be rejected by a 2/3 majority of all members of the Board, or shall be returned to the Steering Committee for further consideration.
- c. An item cannot be voted upon unless it was included on the agenda as an action item.
- d. On a tie vote, the motion is lost. The Chair does not have the ability to vote to break a tie.
- e. Board actions may be taken by written consent, including via electronic communication, if timely action is required prior to the next regularly scheduled meeting and if the Chair determines that the decision can be appropriately made through written consent without discussion during a meeting. Written consent must be given by 2/3 of the total membership of the body in order for the action to pass. The mechanism for voting will be specified at the time the question is called.

### 4. Miscellaneous

- a. WPLC may annually hire a project manager who, among other duties, shall be responsible for creating each meeting agenda, seeking input from and informing the Partners, creating the meeting minutes, and ensuring that decisions made in the meeting are carried out in a timely manner.
- b. The WPLC Board will annually elect a chair who shall preside at all Consortium meetings, ensure the development of meeting agendas, and ensure timely execution of the decisions of the WPLC Board. The WPLC Board will annually elect a vice-chair who shall preside at Consortium meetings when the Chair is absent and will fulfill the duties of the Chair if the Chair is unable to do so.
- c. A Nominating Committee of the Board, consisting of no fewer than 3 Board members, shall be formed by September 1 of each year to nominate candidates for Chair and Vice-Chair.
- d. The Chair and Vice-Chair shall be elected from among the Partners at the last meeting of the calendar year and shall serve a one-year term of the following calendar year.
- e. If the Consortium does not choose to hire a project manager, the Board will determine how to delegate the duties described in 5.4.a.

5. The Board shall be empowered to establish, specify composition, and specify duties for any special committees or workgroups it deems necessary. The Board shall be empowered to dissolve any such special committee or task workgroups that it no longer deems necessary .
6. The WPLC Board may undertake other projects or entertain Partner or Member requests to undertake such projects. The WPLC Board retains full decision making authority regarding such projects, including any grant funds to be allotted to them, who may participate, at what cost, and on what terms.
7. The WPLC Board may contract with any other agency, as appropriate and within the agreed upon budget, to provide goods or services or to receive goods or services. The terms for the provision or receipt of goods or services will be specified in an agreement executed by the WPLC Board and the other agency
8. A quorum of the board shall consist of a simple majority of the Partners.

#### Article 6 – Digital Library Steering Committee

1. The Digital Library Steering Committee (hereinafter referred to as the Steering Committee) is established to oversee WPLC’s Digital Library program.
2. The Steering Committee shall consist of one or more representatives from each Partner. Representatives are chosen by the Partner through a method of the Partner’s choosing and will represent the Partner for a term length determined by the Partner. Partners may send additional representatives to participate in the deliberations of the Steering Committee, but only appointed Steering Committee representatives shall vote. The voting representative may designate a proxy for any meeting by providing the name of the proxy in writing to the Chair and Project Manager prior to the meeting.
3. The number of representatives from each Partner shall be determined by the aggregate annual investment in the Digital Library Buying Pool made by each Partner and its Members. Annually, the WPLC Board shall determine the percentage of the aggregate investment in the Digital Library Buying Pool that shall entitle a Partner to have one representative on the Steering Committee. The Steering Committee shall not include more than 25 representatives.
4. The Steering Committee shall meet not less than quarterly, at a time and place to be set by the Steering Committee, and noticed to the Committee representatives not less than two weeks before the date of the meeting. Any three or more Committee members can call for a special meeting of the Steering Committee at any time, upon at least two weeks’ notice.
5. Meetings shall be run in accordance with the most recent edition of “Robert’s Rules of Order.”
6. A quorum of the Steering Committee shall consist of a simple majority of the Steering Committee representatives.
7. Motions pass on a simple majority. On a tie vote, the motion is lost. An item cannot be voted upon unless it was included on the agenda as an action item.

8. Steering Committee actions may be taken by written consent, including via electronic communication, if timely action is required prior to the next regularly scheduled meeting and if the Chair determine that the decision can be appropriately made through written consent without discussion during a meeting. Written consent must be given by 2/3 of the total membership of the body in order for the action to pass. The mechanism for voting will be specified at the time the question is called.
9. Officers
  - a. The Steering Committee will annually elect a Chair who shall preside at all meetings, ensure the development of meeting agendas, and ensure timely execution of the decisions of the Steering Committee, and fulfill other duties as described in these bylaws. The Steering Committee will annually elect a Vice-Chair who shall preside at Consortium meetings when the Chair is absent and will fulfill the duties of the Chair if the Chair is unable to do so.
  - b. A Nominating Committee of the Steering Committee, consisting of no fewer than 3 committee members, shall be formed by September 1 of each year to nominate candidates for Chair and Vice Chair.
  - c. The Chair and Vice Chair shall be elected from among the committee members at the last meeting of the calendar year and shall serve a one-year term of the following calendar year.
10. The Steering Committee shall make policy and budget recommendations for the Digital Library Buying Pool and the Digital Library to the WPLC Board for formal approval. The Steering Committee shall make all decisions relating to the day-to-day operation of the Digital Library.
11. The Steering Committee shall establish and oversee a Selection Committee to select materials for inclusion in the Digital Library, and the Selection Committee shall report to the Steering Committee.
12. The Steering Committee shall be empowered to establish, specify composition, and specify duties for any special committees or workgroups necessary for the continuing operation of the Digital Library. The Steering Committee shall be empowered to dissolve any special committee or workgroup that it no longer deems necessary for the continuing operation of the Digital Library.
13. The WPLC Board shall select from among its members an official representative to the Steering Committee at the last meeting of the calendar year and who shall serve a one-year term of the following calendar year. The WPLC Board representative shall be a non-voting member of the Steering Committee.

#### Article 7 – General Operating Principles

1. The WPLC Board makes decisions regarding the assessment of fees, expenditure of funds, and in determining eligibility for participation in Consortium projects and services. It is expected that each Partner will include its assessment in its budget and have the assessment approved by its governing board.

2. All Partners may choose to participate in any project or service undertaken by the Consortium, with the exception of pilot projects that may require a smaller scope of participation. Members may be eligible to participate in a project or service without the participation of their Partner system at the discretion of the WPLC Board.
3. All Consortium Partners that choose to offer remote (i.e., outside the library) to any WPLC project or service must make such access available in accordance with methodologies determined by the WPLC Board.
4. The WPLC Board will contract annually with one of the Partners or another agency of its choosing to act as its agent and business manager on such terms as are mutually acceptable.
5. The WPLC fiscal agent will invoice Partners for annual assessments and services as required. Payment of such invoices is due within 60 days of receipt.
6. The WPLC Board or its appropriate subgroup will develop guidelines to accompany these operating principles. These should include materials selection methodologies and policies, the determination of circulation periods, and so forth.
7. The WPLC Board may develop additional operating principles as required.

#### Article 8 – Dissolution

1. If the Partners ever decide not to continue any activities as the Consortium shall have undertaken, then any funds set aside for such activities (other than any legally restricted funds such as grants received or outstanding debts arising from such activities), will be apportioned to current Partners based on their assessment levels. The Digital Collection will be apportioned or transferred to another appropriate organization as determined by the Board.

#### Article 9 – Amendments

1. These Bylaws, except as otherwise specified in this document, may be amended at any meeting of the WPLC Board where a quorum is present by a two-thirds vote of the members present, providing a copy of the proposed amendments were presented and discussed at the previous meeting. These Bylaws shall be reviewed every four years.

### 2021 WPLC Board and Committees Meeting Dates

Meeting Date & Time	Who	Meeting Actions
January 27, 2021, 2:00 PM	Technology Operations	Discuss potential projects and review current, on going projects.
February 2, 2021, 10:00 AM	CDC	Committee reviews any additional requested data from last meeting and finalized draft recommendations for review by Steering.
February 11, 2021, 1:00 pm	Selection	Review committee charge and member expectations, review collections areas and assign any new members areas, review budget allocations for each collection area and approve increases or decreases, review summary of previous year spending and selection, answer questions about Consortium and Advantage Selector Guidelines, review and discuss reports and other tools available to selectors
February 18, 2021, 1:00 PM	Digital Library Steering	Review draft recommendations from CDC. Provide comments and ask for any adjustments. Annual review of documents/orientation.
February 23, 2021, 1:00 PM	Board	Annual Meeting preparation, form budget committee, annual review of documents/orientation.
March 9, 2021, 2:00 PM	Technology Steering	Discuss potential project proposals.
March 16, 2021 10:00 AM	CDC	Committee reviews the feedback from the Steering Committee and revises recommendation as appropriate.
April	Budget	Develop budget recommendation for 2022.
April 6, 2021, 10:00 AM	Technology Operations	Discuss potential projects and review current, on going projects.
April 15, 2021, 1:00 PM	Digital Library Steering	Review and discuss recommendation from Collection Development Committee (amount of the buying pool and content allocation recommendations). The Steering Committee develops draft buying pool recommendations.
TBA	All	Annual member meeting: Project manager presentation (WPLC projects update, Collection Development Committee findings, and buying pool recommendations), and discussion of WPLC projects and buying pool recommendations.
May 13, 2021, 1:00 PM	Selection	Review Holds Manager and RTL Carts and make suggestions for any setting changes, review wait time reports and look for collection areas that could be helped by Advantage purchases, YTD budget review
May 20, 2021, 1:00 PM	Digital Library Steering	Steering Committee approves CDC recommendations and buying pool recommendation to the WPLC Board.
May 4, 2020, 1:00 PM	Technology Steering	Discuss potential project proposals.
June 10, 2021, 10:00 AM	Board	Approve 2022 WPLC Budget, including buying pool and other partner fees.
July 8, 2021, 1:00 PM	Technology Operations	Discuss potential projects and review current, on going projects.
August 9, 2021, 1:00 PM	Board	Discuss potential 2022 R&D projects, form Board nomination committee, Steering Committee seat apportionment and discussion of Steering Committee job description.
August 19, 2021, 1:00 PM	Technology Steering	Discuss potential project proposals.
August 12, 2021, 1:00 PM	Selection	Review Collection Development Policy and make suggestions for changes , discuss changes to Lucky Day Collections and Sim Use Plans, YTD budget review and discuss
September 16, 2021, 1:00 PM	Digital Library Steering	Discuss digital library wishlist/focus items for 2022, form Steering nomination workgroup, approves collection policy.
October 5, 2021, 10:00 AM	CDC	Begin annual process for collection/buying pool recommendations: - Review and discuss issues and data collected. - Review drafts of patron and library surveys. - Discuss potential recommendations and need for additional data.
October 25, 2021, 1:00 PM	Board	Approve potential 2022 R&D projects, project manager contract review and approval, vote on 2022 board nominees, start discussion of annual meeting, reaffirm Digital Collections Committee and reappoint/appoint members.
October 19, 2021, 10:00 AM	Technology Operations	Discuss potential projects and review current, on going projects.

November 4, 2021, 1:00 PM	Selection	Review what worked well, where do changes need to be made in collections areas for budget, discuss title lists for new Sim Use Collections, review who will be leaving/returning to the committee for the following year, YTD budget review
November 11, 2021, 1:00 PM	Digital Library Steering	Determine digital content platforms and market options to be explored, vote on 2022 Steering Chair nominees.
November 2, 2021, 1:00 PM	Technology Steering	Discuss potential project proposals, review committee members for next year.
December 7, 2021, 10:00 AM	CDC	Committee begins recommendations for following year and budget year 2023.
<i>All meetings are held online unless otherwise indicated.</i>		