

Minutes of the NFLS Executive Committee of the Nicolet Federated Library System held **Thursday, November 7, 2019 at 1:00pm, at the NFLS Office, 1595 Allouez Ave. Green Bay, WI 54311. Phone: 920-448-4410.**

Present:

Julia Wallace, Tony Yaggie, Marsha Hoeffs, Elizabeth Arnold

Absent: Kathy Pletcher, Ken Harter

Also present: Tracy Vreeke (NFLS)

1. **Call to order.** Wallace called the meeting to order at 1:03pm.
2. **Determination of quorum.** A quorum was determined
3. **Agenda revisions.** Agenda was accepted as is **(Yaggie/Hoeffs)**
4. **Review NFLS By-Laws** Wallace explained that the Bylaws function as the rules for the Trustees.
5. **Review NFLS Constitution & petition to dissolve.** Wallace stated the Constitution functions as the rules for the System. Many systems have combined the Bylaws and the Constitution. NFLS agreed to do this as well and can now move forward with it as due process was followed in regard to dissolving the current Constitution.
6. **Discuss possible changes to By-Laws** Wallace presented a rough draft of Bylaw changes and the committee made adjustments as it saw fit. The mission statement was added and additional counties added since the initial draft were included. Hoeffs added that there should be language stating that no one county of NFLS should constitute a majority for reasons of voting. Executive committee term limit was changed from 5 consecutive years to 6. Two new standing committees were added and defined (Finance and Personnel). Robert's Rules of Order and Trustee bonding was incorporated from the old Constitution. The process for amending the Bylaws was simplified. Deletions include: location of administrative headquarters, statutory requirement for advisory committee, and policy matters such as expense allowances. Motion to approve with these changes **(Arnold/Yaggie)**.
7. **Possible recommendation to full board for December meeting.** Wallace and Vreeke will formulate a clean copy and present to the board in December for approval.
8. **Discussion of future meeting date if needed.** TBD as needed.
9. **Other business.** An informal discussion followed on the Conflict of Interest form, PLSR initiatives, and marketing.
10. **Adjourn.** Wallace adjourned the meeting at 2:07 **(Wallace/Hoeffs)**.

Recording Secretary, Tracy D. Vreeke
November 7, 2019