



Mesa County Libraries
BOARD
 OF **TRUSTEES**
 . C O M M I T T E E M E E T I N G .

Good Governance Committee

MINUTES

Date and Time: Thursday, January 18, 2018 – 11 a.m.

Location: Central Library, 443 N. 6th St., Grand Junction, CO – Monument Community Room

No.	Item Type	Agenda Item
1	Opening	Call to Order and Roll Call <ul style="list-style-type: none"> • Cyphers called the meeting to order at 11:02 a.m. • BOARD PRESENT: Elaine Barnett, Cindy Cyphers, Chris Mahre, Laurie Tashiro • COMMITTEE MEMBERS EXCUSED: Jean Yale • STAFF PRESENT: Joseph Sanchez, Stacey Smith (through agenda item #2) Approval of Agenda <ul style="list-style-type: none"> • Tashiro moved to accept the agenda as presented; Barnett seconded. Motion carried.
2	Information/ Discussion	2018 Updates to the Board Handbook <ul style="list-style-type: none"> • Smith explained suggestions and the board handbook update process for 2018. <ul style="list-style-type: none"> ○ Routine clerical changes include updates of trustee information, trustee terms, board committees, and the meeting schedule. Tashiro clarified that these changes would take effect after the January 25 board meeting. ○ Recommended edits include adding quarterly internal audit reports to the “Annual Agenda Items” document and updating “Board Reference Links.” ○ Routine changes do not require board action, but will be discussed with the entire board during the regular January board meeting. • Smith mentioned that it appears that the last comprehensive update of the board bylaws was done in 2013. The bylaws were amended in 2017 only to address a specific need. Bylaws section 11.4 prescribes review of the bylaws at least every five years. Smith recommended examining several elements of the bylaws including the mission statement, C.R.S. citations, the MCL Foundation name, and a clerical error. Cyphers advised convening another meeting of the Good Governance Committee with Smith to address bylaws updates after new committees are established. • The committee and Sanchez agreed that any documents or procedural descriptions of the internal audit process should be included in the board handbook rather than the bylaws. • Smith and Sanchez clarified how the handbook is currently distributed.
3	Information/ Discussion	2018 Committee Assignments <ul style="list-style-type: none"> • The committee reviewed 2017 committee assignments and discussed new committee assignments. Committees will determine committee chairs. • <u>2018 Committee Assignments:</u> <ul style="list-style-type: none"> ○ Personnel Committee: Barnett and Tashiro

		<ul style="list-style-type: none"> ○ Capital Projects Committee: Blanchard and Mahre (new committee) ○ Good Governance Committee: Cyphers, DiDario, Mahre ○ Audit Committee: Blanchard and DiDario ○ Finance Committee: DiDario and Mahre ○ Executive Committee: Barnett, Cyphers, DiDario, Tashiro ○ Mesa County Libraries Foundation Liaisons: Barnett and Cyphers ● There was general discussion about 2018 being Jean Yale’s last year on the district board and the anticipated board appointment process. Yale may be added to committees after speaking with Tashiro in spring of 2018.
4	Information/ Discussion	<p>Quorum Discussion</p> <ul style="list-style-type: none"> ● Sanchez explained board quorum needs during the district’s three-month budget approval process and asked that the board discuss the topic during the January 25 meeting. ● Board members discussed communication and teleconference options.
5	Closing	<p>Adjournment</p> <ul style="list-style-type: none"> ● Tashiro moved to adjourn the meeting at 11:38 a.m.; Mahre seconded. Motion carried.

Minutes submitted by Stacey Smith, MCPLD Executive Assistant.