

## **MVLS Governance Structure Review Committee**

**Meeting, March 19, 2025**

### **Meeting Notes (DRAFT)**

**Present:** Bill Bonner, Mary Donohue, Susan London, Terry Pavoldi, Haileab Samuel, Madelyn Thorne, Eric Trahan, Erica Wing

**Excused:** Bev Osborne

**Guests:** No guests

**Call to Order:** MVLS President Bill Bonner called the meeting to order at 2:32. Bill welcomed and thanked all.

**Future Meetings:** members reached consensus that the next meeting will be April 9, at 2:30.

**Previous Meeting Minutes:** The committee voted to approve the March 5 meeting minutes. Motion: Madelyn Thorne; Second: Haileab Samuel. All approved.

### **Board Member Election Process:**

The Committee reviewed attorney Cole Adams' response to the questions and ideas raised at the March 5 meeting. The committee wishes to go ahead with the proposed plan, with some alterations to address Cole's concerns.

The committee approved the proposed MVLS bylaws amendment to be brought to the March MVLS board meeting, for final approval at the May MVLS board meeting. The proposed amendment is posted online at: <https://www.mvls.info/wp-content/uploads/2025/03/Bylaws-Amendment-Draft-March-19-2025.pdf>.

The policy addressed in the proposed bylaws amendment will be developed to facilitate the trustee nomination and election process. Eric and Bill will produce a draft policy to be reviewed at the next committee meeting.

### **Next Topics**

The committee reviewed the committee charter to determine the next steps for the committee. Several items were discussed as topics for the committee to review:

- Evaluation process for the organization, the board of trustees and the executive director
- Conflict of Interest Policy and Procedures
- Ethics statement or policy
- Risk Management Review

Committee members agreed to next work on the evaluation process. Samples from other systems will be shared before the next meeting.

The meeting was adjourned at 3:55. Motion: Madelyn Thorne; Second: Susan London. Approved unanimously.

The next meeting will be on Wednesday, April 9, 2:30 at MVLS.