

## **MVLS Governance Structure Review Committee**

**Meeting, May 28, 2025**

**Meeting Notes (DRAFT)**

**Present:** Bill Bonner, Mary Donohue, Susan London, Terry Pavoldi, Madelyn Thorne, Eric Trahan, Erica Wing. **Excused:** Bev Osborne, Haileab Samuel. **Guests:** No guests

**Call to Order:** MVLS President Bill Bonner called the meeting to order at 2:30. Bill welcomed and thanked all.

**Future Meetings:** Bill reviewed that this is the last planned meeting of the committee. Bill again thanked committee members for their commitment, and for the impactful work done by the committee.

**Previous Meeting Minutes:** The committee voted to approve the May 7 meeting minutes. Motion: Madelyn Thorne; Second: Mary Donohue. All approved.

### **Conflict of Interest Policy:**

The committee reviewed the draft of the proposed Conflict of Interest policy, including the edits suggested by attorney Cole Adams. The committee requested a few formatting changes, and removed some stray text. On motion by Madelyn Thorne, seconded by Mary Donohue, the committee unanimously voted to approve the draft policy with the suggested edits, and to recommend it to the MVLS Board of Trustees for approval.

### **Ethics Statement**

The committee discussed the draft Ethics Statement, including the edits recommended by Cole Adams. On motion by Madelyn Thorne, seconded by Erica Wing, the committee unanimously voted to approve the Ethics Statement and to recommend it to the MVLS Board of Trustees for approval.

### **Review Bylaws Updates**

The committee reviewed a draft of the proposed bylaws amendments, as outlined in the minutes for the May 7 meeting. The committee suggested two typographical changes. On motion by Susan London, seconded by Terry Pavoldi, the committee unanimously voted to approve the proposed amendments as updated, and to send them to the attorney for comment, before presenting the proposal to the MVLS board.

### **Committee Closing Discussion**

Bill reviewed the status of the bylaws amendment that is currently before the MVLS board for action at the July 17 board meeting. Bill commended the committee for their dedication, their collegiality, and for the many initiatives accomplished. We discussed potentially reconvening the committee in 2026.

On motion by Madelyn Thorne, seconded by Mary Donohue, the committee voted to adjourn at 3:37.