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**PLA Board of Directors Meeting**

**Virtual Meeting – 11:00 am – 12:30 pm Central, April 15, 2022**

**Present:** Melanie Huggins, President; Michelle Jeske, Past President; Dr. Maria Taesil Hudson McCauley, President-elect; Directors-at-large: Erica Freudenberger, Candice Wing-yee Mack, Brandy McNeil; Dara Schmidt; Stephanie Chase, ALA Division Councilor; Clara Bohrer, Fiscal Officer

**Absent:** Toby Greenwalt, Amita Lonial

**Guests**: Larry Neal, ALA Executive Board; Co-chairs of ALA Operating Agreement Work Group: Maggie Farrell and Andrew Pace; Members of PLA Budget and Finance Committee: Karen Danczak-Lyons, Chris Jowaisas, Cindy Fesemyer, Steven Potter

**PLA Staff:** Mary Davis Fournier, Executive Director; Larra Clark, Deputy Director; Mary Hirsh, Deputy Director; Megan Stewart, Program Coordinator

**Agenda**

1. Welcome and Introductions, *Melanie Huggins, PLA President*
2. By consent, the board approved the adoption of the meeting agenda.
3. By consent, the board approved the consent agenda as presented.

**Consent Agenda Document Number**

1. *Organizational Excellence and Governance*
   1. Draft February 2022 Board Minutes 2022.24
2. 2022 Election Results 2022.24a
3. Preliminary Conference Results…………………………………………………………………… 2022.25

**Action/Discussion/Decision Items Document Number**

1. Operating Agreement Discussion 2022.26

Maggie Farrell and Andrew Pace joined the meeting to discuss the PLA Board’s March 5, 2022 letter regarding proposed changes to the operating agreement. The letter has been shared with members of the ALA Executive Board, ALA Executive Director Tracie Hall and ALA CFO Dina Tsourdinis. Pace prefaced the conversation by saying that the agreement has grown organically over the years, and ALA is now in a good position to make changes. The PLA board supports the proposed changes overall, but key questions remain.

PLA priorities with regard to updating the agreement include: transparent budgeting processes, including examining a two-year cycle to reflect division conferences; the ability to raise or retain funds to develop innovative programs and deliver quality services members expect; ability to determine appropriate staff levels and roles; and accountability from other ALA service units, including entering into service level agreements around shared infrastructure.

Pace and Farrell affirmed that these are important considerations, and they expect the new agreement to meet PLA’s priorities. The work group is proposing doing away with overhead reporting, not overhead itself. The work group needs to do more financial modeling to better understand what this will look like. It is anticipated that division will be able to transfer funds to endowments, based on established practice. These funds will be critical for support new projects. The OAWG supports measures that ensure ALA and divisions can continue to innovate *and* bring in revenue.

It was noted that ALA is not currently covering true overhead costs, so new cost savings or revenue is needed. Bold action (such as with Core merger) is needed to meet finance and sustainability goals. Tracie has a goal for unrestricted funds to support mission, rather than pass-through grants, for instance. The goal is to have 20% of the budget contributed revenue, which is a big change from current situation with most of budget earned revenue.

There were questions about the next steps and the role of the Executive Board and Council in approving the new agreement and implementing changes. Farrell reiterated that the policy is not the practice and Council will be limited in what it can dictated in terms of division budgeting process and priorities. The PLA Board asked to for the opportunity to provide input on any policy changes before they go to Council.

There is general agreement that the Board’s comments have been heard and incorporated in to the planning. The Board will await the next iteration of the agreement draft and will respond quickly. The Budget and Finance committee will be engaged in the more tactical budgeting process questions.

The PLA Board thanked the work group co-chairs for listening and considering PLA feedback.

1. New Business, *all* no document

Board discussed future meeting schedule: next meeting will be held virtually on May 6, and the following meeting will be held on June 25 at ALA’s 2022 Annual Conference in Washington, D.C.

With no further business, meeting was adjourned at 12:10pm Central