



Catholic Research Resources Alliance

Agenda and Minutes for CRRA Board of Directors Monday, November 29, 2010

4:00 – 5:00 p.m. Eastern

3 – 4 p.m. Central

1 – 2 p.m. Pacific

Call-in Information Call-in number (US/Canada): 1-866-469-3239

Attendee access code: 216-605-75

Agenda

1. Confirm approval of minutes – September 20, 2010. The [draft minutes](#) are posted in the administrative area. Go to <http://www.catholicresearch.net/>. Choose admin area. User name is “catholic” and password is “portal.” Choose the tab for Documents, then Board of Directors, then 2010.
2. Membership and financial update – Jennifer Younger
 1. There are 19 members. Active conversations are underway with 6 institutions. Three additional prospects have been identified.
 2. Financial update on dues paid to date.
3. Review Budget & Personnel Committee recommendation on reappointment of CRRA Digital Projects Librarian – Janice Welburn / Artemis Kirk
4. Discuss recommendations and discussion points on governance and provide input - Steve Connaghan
5. Brief update from the Membership Dues and Cost Sharing Model Task – Janice Welburn
6. Identify agenda topics for January 6, 2011 CRRA Board meeting and program discussion for all participants (in-person for those in San Diego and conference call for all others) with one topic already identified as use statistics – Jennifer Younger
7. Other?

Minutes

Present: Theresa Byrd, Steve Connaghan, Artemis Kirk, Tom Leonhardt, Bob O’Neill, Tom Wall, Janice Welburn, Jennifer Younger

1. Artemis Kirk moved and Tom Wall seconded a motion to confirm approval of the minutes as posted. Motion passed unanimously.
2. Membership update. Jennifer confirmed that Dayton and DePaul Universities have joined as the 18th and 19th members. She reviewed the names of six current prospects, noting that three

are very interested but have not deferred membership for this year due to budget pressures. She identified nine additional prospects. To date, only one rejection has been received and that is from an AJCU institution. Jennifer will follow up with all prospects and call on Board members particularly in regard to AJCU institutions. Artemis suggested approaching the AJCU as an entire body and seeking time at the AJCU April meeting. All agreed a good idea. Janice, Artemis and Jennifer will follow up with Kris Brancolini, Loyola Marymount, who is hosting the April 2011 AJUC meeting. Jennifer noted the Association of Franciscan Colleges and Universities (AFCU) was brought to her attention and might also be a useful way to approach a number of libraries.

Quarterly financial update. At the end of the 1st quarter (Sept. 30, 2010), there were seventeen members and all but three are recorded as having paid dues for FY2011. Jennifer will follow up with those directors.

Jennifer reported on two questions. First, current year spending is on target: 72% of the budget remains to be spent with 75% of year remaining. Second, the cash on hand is sufficient to pay for budgeted expenses this year, which consist primarily of salary and benefits for the Digital Projects Librarian. Two institutions have joined since the 1st quarter and she will distribute an updated budget at mid-year as part of the mid-year financial update.

3. In executive session, the Board approved the reappointment of Pat Lawton, Digital Projects Librarian, for a three year term. Jennifer will convey the Board's approval to Susan Ohmer, Interim Library Director, Hesburgh Libraries, University of Notre Dame.
4. Steve reviewed the background (sent with the agenda and included below the agenda) and noted that governance issues for different levels of membership is also connected to the work of the Membership Dues and Cost Sharing Task Force. Janice invited Steve and Jennifer to join the next meetings of that task force. Further discussion was deferred to January.
5. Janice reported the Membership Dues and Cost Sharing Task Force held its first meeting. The group is focused on ensuring a sound financial future encompassing affordability for members and sustainability of the portal.
6. The Board agreed a longer meeting in San Diego would be useful for discussions on multiple issues including membership governance, levels, dues, and budget.
7. No other topics were discussed. Immediately following the Board meeting, the Board Budget & Personnel Committee met for further discussion on developing the budget for FY2011/12.

Background for agenda topic 4: Recommendations and discussion points re CRRA governance from Steve Connaghan and Jennifer Younger.

We used as our starting point the CRRA Bylaws which state: “Full members will have the ability to participate fully in the activities of the CRRA in accordance with the CRRA Prospectus. Full membership shall include participation in governance of the organization and the right to vote on membership decisions.” How can we enact full membership participation? Based on our review of other membership organizations, including the Digital Scriptorium, Center for Research Libraries, Association of Research Libraries, the MetaArchive Cooperative and others, a first step is to move beyond a self-perpetuating board and enable other voting members to participate in the selection and election of board members. Our immediate focus therefore is on enacting governance by giving full members the opportunity to elect Board members. We believe this action would be in harmony with the current provisions in the Bylaws (accessible at <http://www.catholicresearch.net>, click on the admin area, choose Bylaws and Membership, then choose Bylaws).

Recommendations

1. Continue definition of “Board of Directors” as separate from and smaller than the full membership.
2. The Board should be elected by the membership.
3. All official representatives of full members are eligible to be nominated and elected.
4. Only official representatives of full members are eligible to be nominated and elected.
5. Only the official representatives of full (voting) members are eligible to vote in elections for board members.
6. Each full (voting) member shall identify its official representative and a list of official representatives be compiled. (The *CRRA Bylaws* say that each member shall appoint one (1) official representative who shall have one (1) vote. The name and address of the official representative shall be submitted by the voting member to the Chair of the CRRA.)
7. There should be a permanent seat on the board for the secretariat or hosting institution(s).

Discussion points for Board composition and implementing member elections

1. How to ensure appropriate communication and coordination with CRRA committees?
Through ex-officio, non-voting representation for chairs of CRRA committees on the Board?
Through Board members serving as liaisons with individual committees?
2. What are the ways to implement an elected board? A slate developed by a nominating committee or by the Board? Should it be a single or multiple candidates per seat?
3. Should there be defined term lengths? Repeatable? Staggered rolling terms so full Board not elected at any single time?
4. A subsequent area to explore is what matters go to the full membership for a vote? Such as approval of the budget or dues, and/or strategic plan?