# WSDLC Board Operational Guidelines
Revised January 2025

## Name and Office

The name of this organization is Wisconsin Schools Digital Library Consortium (hereinafter "Board"). The principal office of the Board is located at WiLS, 1360 Regent St. #121, Madison, WI 53715.

## Definitions

*"Partners"* for this project are CESA Statewide Network, DPI, and WiLS.

Districts that choose to participate in the consortium are *"participating districts."*

Each participating district will appoint a *"member representative"* for the project. This member representative will be eligible to vote and to be nominated to serve on the Board.

The consortium has a *project manager* who is responsible for:

- Developing and maintaining project plans with direction from the Board.
- Coordinating the governance process.
- Coordinating the selection and purchasing of materials, along with collection analysis and planning.
- Coordinating and managing consortium communications.
- Serving as the liaison with the vendor(s) for various tasks, including interface design and changes, support concerns, software upgrades, reports, and statistics.
- Developing and providing training and support materials as needed.
- Researching potential improvements to policy, governance, features, etc. and working with the governance bodies to implement improvements.
- Gathering feedback from participating districts on behalf of the Board.
- Creating an annual budget and reporting on the progress of the budget to the Board.

WiLS currently acts as the project manager.

The consortium has a *fiscal agent* who is responsible for:

- Managing procurement processes.
- Signing contracts for services on behalf of the consortium.
- Providing fiscal reports as needed.
- Providing day-to-day fiscal services, including paying invoices and invoicing participating districts.

   WiLS currently acts as the fiscal agent.

## Board Member Expectations

The expectations for a Board member are:

- To participate in all meetings.
- To come prepared to all meetings in order to effectively participate in discussions and decision-making.
- To work well in a collaborative group setting.

- To complete tasks on behalf of the Board between meetings.
- To responsibly represent the project to partners.
- To advocate for the project, as the position allows.
- To monitor and track the budget to ensure fidelity between the work conducted and the available funds. A monthly summary of the YTD budget will be shared with the Board.
- To review and approve the WSDLC contract annually with the project manager.
- To share local items of interest and to bring member input or suggestions to the Board that pertain to the project.

# Board Membership

The Board will consist of:

- One representative from each CESA area.
- One ex-officio member from each of the following organizations that are providing services to the consortium: DPI.
- Additional representatives may be appointed by the Board to ensure:
  - Representation from rural, urban, and suburban districts.
  - Necessary knowledge to sufficiently guide the project, including but not limited to:
    - Resource and fund development skills
    - Working knowledge in the use of ebooks in a school setting
    - Working knowledge of the Wisconsin K12 landscape

The Board will include a minimum of 12 members and a maximum of 24 members.

# Board Member Election Process & Terms

## Nominations

Each district's member representative, as described above, is eligible to be nominated for the board. Nominations for the following school year will begin in March. Anyone from a participating district can nominate a member representative to serve on the Board, with the member representative's consent. Nominations will close by the end of April.

## Voting

Each district will have a single vote, and that vote must be cast by the appointed member representative for the district. All district member representatives are eligible to vote for each open Board seat. Voting will conclude no later than May.

## Board appointments

The existing Board will appoint additional Board members as needed between April 1 and September 1. Non-members can serve as appointed members, however, they must be employed or retired in librarianship.

## Terms

Each elected member will serve a three-year term, beginning on September 1.

Appointed members will serve either one, two, or three-year terms to ensure that a majority of Board members will not have terms expiring in the same year.

Ex officio members do not have terms.

## Vacancies

If an elected member is no longer able to serve or decides to leave the Board, the Board will appoint a replacement from within the same CESA to fill any mid-term vacancies. Appointed individuals will serve out the remainder of the term.

# Officers and Committees

## Chair

The Chair is selected by the Board in an election at their final meeting of the school year, and must be employed at a participating district.  The Project Manager, in consultation with the current Chair, will solicit individuals from the Board to run for the Chair position. The Chair will serve a two-year term, beginning on September 1st. The Chair may volunteer to serve a second two-year term, however priority will be given to volunteers that have not served in the Chair role previously.

## Recording Secretary

The Project Manager shall serve as the Recording Secretary for all meetings.

## Standing Committees

The Board shall have the following standing committees:

*Selection Advisory Committee:* The Selection Advisory Committee will recommend scope and direction of collections included in the Wisconsin Schools Digital Library Consortium and advise the project managers and vendors on operational collection decisions, including content to be included in the collections and budget allocations, as directed by the Board and the Collection Development Policy.

Volunteers for the 5-9 member committee will be recruited annually and will serve 2-year terms that are staggered to ensure the entire committee will not turnover in the same year. Membership will be limited to library media specialists in participating districts. Board members are eligible to serve on this committee. Committee members will be chosen in order to have a diversity of geography, enrollment size, and grade level experience represented on the committee. The Board Chair with assistance from Board Members and Project Managers will develop a list of potential representatives from volunteers and the Board will have final approval of the committee roster. Committee members can serve two consecutive terms, however priority will be given to new members.

# Meetings

## Regular Meetings

The Board shall have a minimum of four meetings per year. At least one meeting annually shall be designated as the membership meeting for the consortium, with all participating districts invited to attend. Other meetings may be held in person or virtually as determined by the Project Managers and Chair.

## Agenda

The Project Manager is responsible for creating each meeting agenda, seeking input from and informing

the members. The final agenda will be sent to the Board no less than one week prior to the meeting. For regular meetings, the Board can add items to the agenda at the time of the meeting.

### Presiding Officer

The Chair of the Board shall preside at Board meetings if he or she is present. If the Chair is absent, the Board will appoint a presiding officer for the duration of the meeting.

### Quorum

A majority of the actual membership of the Board, excluding vacant seats, shall constitute a quorum.

### Decision making

*Any procedural actions* by the Board related to the Board itself must be adopted by at least a majority vote of those present.

The Board attempts to make all decisions about the *operations of the collection and project* by consensus. If a decision by consensus cannot be reached in a meeting, the Board has the opportunity to move to an online vote, provided a majority of board members participate in the vote. Discussion may occur online prior to the next meeting as well as at the meeting to allow for a majority of members to weigh in.

Setting member fees, determining the use of reserve funds, and annual budget changes to annual budget allocations are exempt from online voting and must be decided upon in a meeting.

### Minutes

The Project Manager shall prepare a draft of the meeting minutes that will be presented to the Board at the following meeting for approval. A meeting summary will be shared with the membership following each meeting.

### Attendance

Attendance at all Board meetings is required. If a Board member has more than one unexcused absence per school year, he or she may be asked to step down from their position. Board members should contact the Chair or Project Managers to be excused for meetings they will miss.

## Guidelines Review

The Board will review and approve the Board Operational Guidelines in odd-numbered years. The approved Guidelines will be shared prior to the annual member meeting with an outline of the updates.

## Dissolution

Dissolution of the consortium requires a vote in support of dissolution from ¾ of the participating districts. A motion to dissolve the consortium can be introduced at any regular Board meeting. Such a motion, if approved by the Board, would trigger a voting process in which the member representative from each institution would have the opportunity to vote on the motion approved by the Board.

Revisions approved by WSDLC Board 01/2025