Friday, October 4, 9:08 am to 5:10 pm
Saturday, October 5, 9:04 am to 4:24 pm.

Present: Susannah Cleveland (presiding), Bruce Evans, Beth Iseminger, Mark McKnight, Tracey Rudnick, Jon Sauceda, Misti Shaw (recording), Anne Shelley, Rachel Fox Von Swearingen, Kimmy Szeto, Janelle West

Public reports to the Board were available at the time of the meeting at http://www.musiclibraryassoc.org/?page=BoardAgendas

The meeting was called to order by Susannah Cleveland at 9:08 am.

Actions approved by the Board via email prior to this meeting:

0a. It was moved by Misti and seconded by Bruce to approve the survey of the Task Force for MLA-L. The Board discussed the survey draft and agreed that the questions and the order they appeared in were good. The motion was approved.

0b. It was moved by Jon and seconded by Mark to update the FY20 budget to account for the increased income identified in our anticipated registration income. Janelle explained that MLA income was actually higher than anticipated, which was great news. The motion was approved.

0c. It was moved by Jon and seconded by Misti to approve the Diversity Scholarship Award Committee’s recommendation for the 2019-2020 award recipient. The Board agreed that the recommended recipient is outstanding. The motion was approved.

0d. It was moved by Misti and seconded by Mark to approve the ATMLA chapter grant request brought forward by Mark McKnight. The motion was approved. An MLA chapter grant of $500 will cover the honorarium for Alice Carli, who will give a music preservation workshop at the ATMLA chapter meeting in 2019.

0e. It was moved by Misti and seconded by Mark to approve the GNYMLA chapter grant as brought forward by Mark McKnight. The motion was approved. An MLA chapter grant of $500 will be matched by $500 of funds from the GNYMLA chapter. The funds will be awarded to an applicant to use as travel costs to attend the annual meeting in 2020. Applicants will be those in MLS programs, early career professionals, or paraprofessionals.
0f. It was moved by Mark and seconded by Misti to approve the pre-conference proposal submitted by the Education Committee, “Creating Linked Data for Music with RIMMF4.” The Board agreed that this pre-conference promises to be interesting and valuable. The motion was approved.

0g. It was moved by Misti and seconded by Rachel to approve the Music Reference Services survey from the Reference and Access Services Subcommittee of the Public Services committee. The Board had no concerns with the survey. The motion was approved.

0h. It was moved by Bruce and seconded by Mark to acquire Minaret via an institutional subscription to ClassWeb. The motion was approved.

Minaret is required for the SACO Music Funnel coordinator to do their job.

0i. It was moved by Misti and seconded by Rachel to approve the recommended appointment for SACO Music Funnel coordinator from its search committee. The Board agreed with the appointment recommendation. The motion was approved.

0j. It was moved by Rachel and seconded by Anne to approve the recommendation for the BIBCO Music Funnel coordinator from its search committee. The Board agreed with the appointment recommendation. The motion was approved.

01. Approval of Agenda

It was moved by Rachel and seconded by Mark that the Board approve the agenda. The motion was unanimously approved.

02. Recording Secretary’s Report Misti Shaw

It was moved by Misti and seconded by Rachel that the minutes of the May 2019 Middleton, WI Board meeting be approved. The motion was quickly withdrawn after a couple Board members pointed out small errors (typos) that needed to be corrected. The secretary (Misti) immediately corrected them.

It was moved by Rachel and seconded by Beth that the minutes of the May 2019 Middleton, WI Board meeting be approved. The motion was unanimously approved.

Susannah noted that the May 2019 minutes were excellent and were turned around quickly.

03. Parliamentarian’s Report Rachel Fox Von Swearingen

Proposed BAR: Approve the updated charge for the Administrative Officer

From the Parliamentarian’s Report:

The Board decided in May 2019 that certain duties would be removed from the
Administrative Officer and given to the Assistant Parliamentarian, starting in spring 2020. In the process of updating the Administrative Handbook, a few additional changes need to be made to clarify the Administrative Officer charge. Notably, there were two sections (both II.F.19 and II.F.12) that were both titled “Maintenance of Records.”

**II.F.19. MAINTENANCE OF OTHER RECORDS**

The Administrative Officer maintains the records of the office of Administrative Officer so that they can be passed on to the next appointee in a timely fashion. The Administrative Officer also maintains an annual set of chapter, finance and committee reports, the lists of the administrative and committee structure for five years past, a calendar of appointees (with the year of their appointments), and the membership lists for five years past. The Recording Secretary maintains the past 10 years of Board minutes. The Assistant Parliamentarian maintains the lists of the administrative and committee structure for five years past and a calendar of appointees (with the year of their appointments). The Vice-President/Past-President maintains an annual set of chapter reports, which are published in the MLA Newsletter. The Planning and Reports officer maintains an annual set of reports from committees, representatives to other organizations, and special officers, which are published in the MLA Annual Report.

The Administrative Officer works with these officers if consultation or direction is needed in maintaining the records of the Association. When appropriate, papers and correspondence are submitted to the MLA Archives. For further information, consult the MLA Archives page on the MLA website. (rev. 5/2015) (rev. 2/2017) (rev. 10/2019)

The Board discussed Rachel’s proposed motion to modify the administrative handbook in a section that includes the charge of the Administrative Officer. Within this discussion, members noted that the modification occurs in a section (II.F.19) that does not actually need to be included in this area of the administrative handbook. Responsibilities of officers pertaining to maintenance of records are listed elsewhere, such as in the handbooks of officers. Thus: the modification of this section should not be made; instead, the section should be deleted altogether.

**Rachel withdrew her motion.**

**It was moved by Bruce and seconded by Mark to remove section II.F.19 from the AO portion of the administrative handbook.** The motion passed.

**BAR: Approve the updated charge for the Career Development and Services Committee.**

From the report:

The changes below bring the Administrative Handbook into alignment with current practice, the administrative structure, and other parts of the Administrative Handbook.

**VI.H.8. CAREER DEVELOPMENT and SERVICES COMMITTEE**
The Career Development and Services Committee exists to provide ongoing programs that assist music librarians to secure suitable and relevant employment and to establish and maintain viable and meaningful career paths. The membership of the Committee seeks to provide experienced and unbiased mentoring and counsel on matters pertaining to career development and workplace dynamics. In addition, the Committee monitors developments in personnel-related areas and seeks to provide guidance through individualized counseling and, as deemed beneficial, sponsor or provide relevant Conference programming. The New Members Forum Coordinator, the Conference Mentoring Program Coordinator, the Diversity Committee chair, the Placement Officer, and an MLStEP representative serve ex-officio on the Committee. (rev. 4/2009) (rev. 10/2019)

VI.H.8.a. NEW MEMBERS FORUM

The purpose of the New Members Forum is to welcome first-time attendees and new members of MLA at the start of each annual meeting; provide an overview of MLA, including the structure of the organization, and how to navigate the annual meeting itself; provide an opportunity for new members to meet members of the MLA Board and various committee members and learn what MLA has to offer, especially to a new member. The New Members Forum Coordinator will serve as an ex-officio member of the Career Development and Services Committee. (10/2019)

The Subcommittee will plan an event just prior to the opening reception of MLA at each annual meeting. New members and first-time attendees will be invited, as well as various speakers and mentors participating in the Mentoring Program. (rev. 4/2009)

The motion passed.

BAR: Discontinue the ex-officio appointment of the Chair of the Diversity Committee serving as a member of the Diversity Scholarship Committee.

From the report:

“After discussion with Joy Doan (current chair for the Diversity Committee) and Treshani Perera (current chair of the Diversity Scholarship Committee), they recommend that the administrative connection between their committees be transitioned from a formal ex-officio appointment over to a documented recommendation for them to consult with each other. In practice, Joy has been serving a non-voting member of the committee, as she and Treshani agreed that it seemed like a conflict of interest. This change would also bring the scholarship committee more in alignment with the other scholarship awards committees which only have three members.

VI.H.9.f. DIVERSITY SCHOLARSHIP AWARDS COMMITTEE
The Diversity Scholarship Awards Committee consists of three members, with staggered three-year terms, appointed by the President. The chair rotates each year to the member beginning the third year of their term. All members must be personal members. The Chair of the Diversity Committee serves ex officio on the committee. The Committee reviews applications and recommends to the Board annual recipient(s) of the MLA Diversity Scholarship Award. The scholarship award supports eligible student(s) in a master's program in library and information science (MLIS), and reflects the ongoing commitment of MLA to address the growing need for professional staff in music and performing arts libraries to better reflect the evolving demographics of students and faculty in these fields. In addition to financial benefits such as tuition support or relocation costs, successful applicants also receive a complimentary student membership in MLA, career placement assistance (mentoring program, resume review, career advisory service), and a forwarding of their application to the Kevin Freeman Travel Grant Committee. Selection is based on criteria reviewed annually by the Committee to ensure focus on outreach to underrepresented populations. The Committee will consult with the Chair of the Diversity Committee as needed. (added 5/2017; rev. 4/2018) (rev. 10/2019)

VI.H.23. DIVERSITY COMMITTEE

The committee will work to advance the organization’s efforts in diversity by encouraging the participation of groups historically under-represented in music librarianship; including, but not limited to: African Americans, Asian Americans, Latin Americans and Native Americans. The committee will advocate for the recruitment, retention and advancement of members of these groups in MLA and in the profession. Activities will include advising the organization on issues of diversity, monitoring the organization’s efforts in this area, and supporting activities, events and initiatives advancing diversity in MLA. The Chair will also serve ex officio on the Diversity Scholarship Awards Committee, the Membership Committee, and the Career Development and Services Committee, and will consult with the Diversity Scholarship Awards Committee as needed. (approved 6/2014; added 5/2017; rev. 4/2018) (rev. 10/2019)

The motion passed.

BAR: Approve the updated charge for the Legislation Committee.

BAR: Approve the updated charge for the Editor of the MLA Copyright for Music Librarians website.

From the report:

“The changes below bring the Administrative Handbook into alignment with current practice, the administrative structure, and other parts of the Administrative Handbook.”
VI.H.11. LEGISLATION COMMITTEE

The Legislation Committee provides current information to the membership regarding the status of legislation and other legal matters likely to affect music libraries. When appropriate the committee prepares position papers representing the opinion of the membership for government agencies such as the Copyright Office. The Editor of the MLA Copyright for Music Librarians website serves as an ex-officio member of the Legislation Committee. The Chair of the Legislation Committee serves as the Association’s liaison to the ALA Legislation Assembly Subcommittee. (rev. 11/2013) (rev. 5/2014) (rev. 10/2019)

V.I.2. EDITOR

The editor of the Copyright for Music Librarians website solicits and develops content in collaboration with the MLA Legislation Committee, the MLA Web Manager, and the MLA Board and keeps content current. The editor responds to queries sent to the copyright website or forwards them to the Chair of the Legislation Committee for further consideration. The editor submits three Board reports each year (see V.A.3.a) plus an Annual Report (see section VI.D.7.) and sends copies to the chair of the Publications Committee. The editor serves as an ex-officio member of MLA’s Publications Committee and the Legislation Committee, and receives gratis MLA regular membership and MLA annual meeting early-regular-member registration. (rev. 7/2011) (rev. 3/2014) (rev. 2/2017) (rev. approved 5/2013, updated 7/2018) (rev. 10/2019)

The motions (updated charges to Legislation, Copyright website editor) passed.

BAR: Institutional Members and Corporate Members may only submit one letter per membership per Interest Group to support establishing or renewing an Interest Group.

From the report:
This question came up during the most recent round of interest group renewals. The Administrative Handbook prescribes that the letters of support be “from members in good standing” (section II.B.1). Rather than trying to restrict letter submission to only certain membership types, it would be simpler and more inclusive to limit the number of letters to one per membership.

The motion passed.

BAR: Approve the proposed updated language for the Administrative Handbook, which eliminates duplication in listing types of memberships in more than one place.

From the report:

“II.A.5.c. FISCAL DUTIES"
1) **Dues.** Membership dues (regular, paraprofessional/non-salaried/part-time, sustaining, student, early career, retired, corporate, and institutional membership categories) for all membership categories are set by the Board. (rev. 5/2013) (rev. 1/2019) (rev. 10/2019)

2) **Authorizes Financial Depositories.** In consultation with the Administrative Officer, the Board approves the depository for monies and negotiable instruments in the name, and to the credit, of the Music Library Association. Investments in long-term instruments are designated as Unrestricted, Temporarily Restricted, and Permanently Restricted. (rev. 6/2008) (rev. 3/2011)

3) **Budget and Expenditures.** The Board approves an annual operating budget prepared by the Finance Committee for each fiscal year, authorizes expenditures as specified therein and approves amendments to the budget as they occur throughout the fiscal year. The fiscal year begins July 1 and ends the following June 30. The Board also approves requests for extraordinary disbursements. Financial matters brought to the Board's attention are usually referred to the Finance Committee before official action is taken. No money, beyond that which is budgeted, is spent in the name of the Music Library Association without prior, formal approval by the Board. In consultation with the Fiscal Officer, emergency budget action may be taken between Board meetings if it is preceded by a unanimous vote of the President, the Vice-President/Past President and the Recording Secretary. Such action is subject to ratification at the following Board meeting. If during the course of a fiscal year the Board approves unbudgeted expenditures, it amends the budget and identifies the source of income that is to cover the expenditures. Depletion of the Association's reserves is to be avoided. (rev. 5/2014) (rev. 5/2015) (rev. 3/2016)

4) **Definition of “Budget”.** MLA’s annual operating budget lists all of the planned income and expenses for the organization for the coming fiscal year, including programming and administrative expenses; this includes the convention and awards. MLA also issues separate financial reports and statements about financial positions, such as balance sheets, investments, assets, liabilities, and general indications of financial soundness and organizational stability. (added 3/2016)"

The motion passed.

**BAR: Approve the proposed updated language for the Administrative Handbook, which clarifies how the Board conducts business electronically between Board meetings.**

From the report:

“Article V Section D of the MLA Constitution governs action and voting outside Board meetings, and II.A.4.f.2 in the Administrative Handbook describes the procedure. Robert’s Rules of Order is not clear on issues pertaining to how to conduct business using electronic communication, especially over email. In adapting our in-person voting procedures over to an asynchronous platform, there is a conflict with how abstentions
are communicated. This revision updates the Administrative Handbook based on our current practice, to the level of detail that clarifies where the procedure is different from voting in person at a Regular Board meeting. Similar passages are found in sections pertaining to the President, Vice President, and Recording Secretary (II.B.4.d, II.C.7, II.D.11). These passages do not conflict with this revision, and will be re-visited at a later time.

**II.A.4.f.2. VOTING AND OTHER ACTION BETWEEN MEETINGS**

Voting and other action between meetings should be restricted as much as possible to items that require action, due to deadlines or other need for expediency, before the next formal Board meeting. The President shall provide a timeframe for discussion and voting when introducing the issue, warn when discussion is to end, and call a formal vote as if in a regular Board meeting. These actions may occur through any reasonable form of remote communication that allows for participation from all Board members. As if in a Regular Board meeting, upon a motion and a second, the President states the motion and the period of discussion, followed by closing the discussion and putting the question to a vote, if applicable. The President states the period for voting and, when the vote has been taken, announces the result. To facilitate a more timely voting process in asynchronous communication, it is recommended that Board members specifically state abstentions before the end of the voting period. The Recording Secretary shall take minutes of the discussion, record the vote, and add it to the minutes of the following formal meeting of the Board. Personal approval obtained separately from Board members outside this formal structure does not constitute a vote. (rev. 3/2011) (rev. 10/2019)

The Board discussed alternative sentences that can further clarify how and when Board members should register an abstention. Beth suggested a revision that all members liked. **Instead of** “...it is recommended that Board members specifically state abstentions before the end of the voting period.”

**Replace with:** “Board members should specifically state their vote, including abstentions, before the end of the voting period.”

**It was moved by Misti and seconded by Beth to amend Rachel’s motion.**

*The motion passed, but then, the vote was nullified.*

Even though this motion passed, the majority of voters did not realize they were voting to consider an amendment to the motion, as moved by the secretary. Rather, most voters believed that they were voting to approve the newly amended motion. Thus, the vote became null and void, because an amended motion cannot be voted on until the original motion on the table has received a passed motion to be amended.

**It was moved by Rachel and seconded by Misti to amend Rachel’s motion.**

The amendment to the motion appears just above in these minutes, but also appears here for clarity:
Instead of “...it is recommended that Board members specifically state abstentions before the end of the voting period.”
Replace with: “Board members should specifically state their vote, including abstentions, before the end of the voting period.”

The motion to approve the amendment passes.

It was moved by Beth and seconded by Mark to approve the amended motion.

The full motion now becomes:

“Article V Section D of the MLA Constitution governs action and voting outside Board meetings, and II.A.4.f.2 in the Administrative Handbook describes the procedure. Robert’s Rules of Order is not clear on issues pertaining to how to conduct business using electronic communication, especially over email. In adapting our in-person voting procedures over to an asynchronous platform, there is a conflict with how abstentions are communicated. This revision updates the Administrative Handbook based on our current practice, to the level of detail that clarifies where the procedure is different from voting in person at a Regular Board meeting. Similar passages are found in sections pertaining to the President, Vice President, and Recording Secretary (II.B.4.d, II.C.7, II.D.11). These passages do not conflict with this revision, and will be re-visited at a later time.

II.A.4.f.2. VOTING AND OTHER ACTION BETWEEN MEETINGS

Voting and other action between meetings should be restricted as much as possible to items that require action, due to deadlines or other need for expediency, before the next formal Board meeting. The President shall provide a timeframe for discussion and voting when introducing the issue, warn when discussion is to end, and call a formal vote as if in a regular Board meeting. These actions may occur through any reasonable form of remote communication that allows for participation from all Board members. As if in a Regular Board meeting, upon a motion and a second, the President states the motion and the period of discussion, followed by closing the discussion and putting the question to a vote, if applicable. The President states the period for voting and, when the vote has been taken, announces the result. To facilitate a more timely voting process in asynchronous communication, Board members should specifically state their vote, including abstentions, before the end of the voting period. The Recording Secretary shall take minutes of the discussion, record the vote, and add it to the minutes of the following formal meeting of the Board. Personal approval obtained separately from Board members outside this formal structure does not constitute a vote. (rev. 3/2011) (rev. 10/2019)”

The motion passed.

BAR: Confirm the practice that minutes from non-executive session Board business conducted between meetings will include a brief summary of the discussion in addition to the voting results.
From the report:
Some business conducted by the Board between meetings is in executive session, and some is not. Currently, for both types of sessions, only voting results have been recorded in the minutes of the next meeting. To match the procedures for taking minutes during formal Board meetings, and to follow what is implied in II.A.4.f.2, discussion summaries for non-executive session business between meetings should be documented in the minutes, not just the voting results.

The motion passed.

BAR: At the discretion of the current President, information from past executive sessions that informs or affects a Board discussion may be shared with current Board members while in executive session.

From the report:
A question on how the Board could share past executive session information with newer Board Members was raised during the May 2019 Board Meeting. Robert’s Rules of Order prescribes that minutes from executive session are only retained by the President and are passed on to the next President for their reference and use. To maintain the privacy of this information if the President chooses to share it, this should only occur during an executive session.

Board discussion: It is agreed that if paper documents are used during executive session, they will be collected and destroyed at the end of the meeting.

It was moved by Rachel to amend her motion; this motion for amendment was seconded by Mark. This motion passed.

Rachel suggested that she amend her motion to add: “Documents of record in any format must be destroyed at the end of executive session.” Therefore, the complete motion became: “At the discretion of the current President, information from past executive sessions that informs or affects a Board discussion may be shared with current Board members while in executive session. Documents of record in any format must be destroyed at the end of executive session.” Mark seconded this motion.

The motion passed.

BAR: The Board may exclude a voting Board member from the portion of executive session business that concerns the nomination, recommendation, or appointment of that Board member to another position in the Association.

According to Robert’s Rules of Order, all voting Board members have the right to participate in all discussions and votes, including during executive session. They cannot be compelled to recuse themselves if there is a conflict of interest, though they usually do. This policy would
explicitly allow the Board to deviate from Robert's Rules of Order and exclude a Board member under very narrow circumstances, if deemed appropriate.

The motion passed.

The following changes were made to the Administrative Handbook that are the result of previous Board votes:

“VIII. INTEREST GROUPS (rev. 1/2018)

VIII.A. PURPOSE

Interest groups are assemblies of members of the Association that convene at the Association's annual meeting to exchange ideas on topics not specifically addressed by the committees of the Association. System User Groups are considered Interest Groups and are governed by the same policies. A list of existing interest groups may be found in the MLA Administrative Structure. Interest groups should use the Interest Group Guidelines on the MLA website. (rev. 9/2012) (rev. 9/2016) (rev. 2/2017) (rev. 1/2018) (rev. 5/2019)

VIII.C. MEETINGS

Interest group meetings and other interest group activities may be announced in the MLA Newsletter and listed in the program of the annual meeting. System User Groups are scheduled to meet simultaneously in an unopposed time slot during the Annual Meeting. (rev. 9/2016) (rev. 5/2019)

VI.H.2.b. MEMBERSHIP

The Development Committee includes the Publicity & Outreach Officer ex officio, the President ex officio, the Vice-President/Past President ex officio, the Administrative Officer ex officio, the Assistant Administrative Officer ex officio, the Marketing Subcommittee chair ex officio, the Advertising Manager ex officio, and one other MLA member not currently serving on the Board. (rev. 5/2013) (rev. 3/2019)

II.A.5.h. CATEGORIES OF MEMBERSHIP

Categories within each classification of membership may be established by the Board.

The current categories within each class:
- PERSONAL: Regular, Early Career, Associate, Family Associate, Paraprofessional/Non-salaried/Part-time, Retired, Sustaining, Honorary (rev. 5/2013) (rev. 5/2019)
- STUDENT: Student
- INSTITUTIONAL: Institutional
VI.H.24 MUSIC LIBRARY ADVOCACY COMMITTEE

VI.H.24.a CHARGE

This committee supports both individual and Association-wide efforts to promote music library resources, advocate for our users, and communicate the value of staff expertise.

The Music Library Advocacy Committee
- Maintains an online clearinghouse of user-submitted advocacy resources
- Supports the Newsletter Editor in managing the online Advocacy Forum
- Creates new materials, subject to Board approval, that convey MLA’s positions on advocacy topics (e.g. a brochure on “Why we need music librarians”)
- Collaborates with other MLA committees and groups to develop resources supporting music library advocacy (e.g. Education Committee, for advocacy training; Web Committee, for online advocacy resources; committees and roundtables representing various types of music libraries, to help address specific advocacy needs)
- Acts as a resource and sounding board for MLA leadership when the opportunity arises for official responses to advocacy-related issues
- Works with outside organizations that have an interest in music library advocacy.

The Chair of the Music Library Advocacy Committee serves as a liaison to IAML’s Advocacy Committee (IAML membership is encouraged but not required) (approved 8/2018, added 1/2019) (rev. 2019)

VI.H.6.b. MEMBERSHIP

The Program Committee consists of six regular members; two members will be newly appointed each year for three-year terms; of these two, one will chair the committee the following third year. Once selected, the incoming Chair’s term will be extended for an additional, fourth year.

In addition, there are the following ex-officio members: the liaison from the board (the Planning and Reports Officer), a representative of the Education Committee, a MOUG representative, and the Convention Manager. An MLStEP Liaison is appointed ex-officio for 2020. Regular members shall serve through the end of the annual meeting for which they were appointed. The Program Chair works closely with the chair of the Education Committee. (rev. 4/2009) (rev. 12/2013) (rev. 5/2014) (rev. 3/2016) (rev. 1/2019) (rev. 5/2019)

II.E.13.a. CHARGE

The Parliamentarian advises the Board on matters pertaining to interpretation of the constitution and by-laws, and this Administrative Handbook, and serves as the authority
on parliamentary procedures at Board meetings and the annual business meeting of the Association.

The Assistant Parliamentarian assists the president with generating appointment and thank you letters, updating the website with appointments, updating the chair and coordinator email distribution lists and related web pages, and generating the annual snapshot of the administrative structure for the archives.


II.A.5.e. ANNUAL REPORTS; ACTIVITIES, FINANCIAL, COMMITTEE, SPECIAL OFFICERS, AND CHAPTER

The Board maintains free and open communications with the membership. To this end, at or prior to the annual meeting of the Association, the Board receives and distributes the following reports to the members: through the Recording Secretary, an annual report of the Board's activities and the minutes of the Association's last meeting; an annual, audited financial report which the Administrative Officer submits to the membership at the annual meeting and which is published annually in the MLA Annual Report; annual reports of the committees, the representatives to other organizations and special officers collected by a member-at-large; annual reports of the chapters collected by the Vice-President/Past President. (rev. 3/2011) (rev. 5/2014) (rev. 5/2012; edited 9/2019)

Susannah thanked Rachel for her substantial work.

04a. Administrative Officer's Report Tracey Rudnick

From her report:

BUDGET REPORT FY2019 (year-end summary)

Total operating income for FY19 was $445,701 ($10,332 more than budgeted). $19,790 was transferred into the operating budget from MLA’s named funds to supplement designated awards and other expenses. Expenses for FY19 totaled $448,695, yielding a net income of $16,797. FY19 had been budgeted with a planned deficit, with the intent to use approved amounts from the MLA Fund (up to $43,000) if necessary. However, the deficit did not materialize, and the MLA Fund was not used. Additional FY19 comments appear below, for comparisons and final reporting.

BUDGET REPORT FY2020 (YTD through 9/5/2019), plus selected FY2019 commentary
INCOME
As of September 5, 2019, total income was $119,007, which is 27% of the budgeted income of $435,970. As the year progresses, we can expect a significant boost of income from royalties, annual meeting registrations, and additional membership renewals in advance of the annual meeting.

Dues (1.0) and Membership – MLA and IAML
As of September 5, 2019, FY20 dues income was $95,615, which is 64% of the budgeted amount of $148,605. This includes MLA and IAML dues. That figure will rise with IAML CY2020 renewals starting in November. MLA dues alone are at $95,375, or 71% of the budgeted $134,035. Institutions lead with 85% of budgeted amount received, then corporate at 68%, and individuals trailing at 65%. IAML dues received for CY2019 YTD are $16,115, at 94% of the budgeted CY2019 $17,150.

Total membership as of September 5, 2019 is at 67% of last year's final totals.”

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<tr>
<td>Paraprofessional non-US</td>
<td>0</td>
<td>2</td>
<td>2</td>
</tr>
<tr>
<td>Early Career Member (new FY20)</td>
<td>N/A</td>
<td>N/A</td>
<td>24</td>
</tr>
<tr>
<td>Early Career Member non-US (new)</td>
<td>N/A</td>
<td>N/A</td>
<td>0</td>
</tr>
<tr>
<td>Total</td>
<td>904</td>
<td>898</td>
<td>604 603</td>
</tr>
</tbody>
</table>

*Including FY20 gratis for 6 Individual, 2 Student, and 9 Sustaining ($140 gratis, paid $140).

<table>
<thead>
<tr>
<th>IAML</th>
<th>CY18</th>
<th>CY19 YTD</th>
</tr>
</thead>
<tbody>
<tr>
<td>Individual</td>
<td>79</td>
<td>88</td>
</tr>
</tbody>
</table>
Dues (1.2) – Chapters
$3,824 ($3,928 by 9/20/2019) in FY20 chapter dues were received on behalf of eight chapters during summer FY20 renewals, including NEMLA for the first time; remittance to chapters occurred in September. Any additional dues will be remitted later in the fiscal year. For FY19, $5,062 was remitted to chapters.

Sales (2.0)
FY19 sales ended strongly, at $157,043 ($15,019 more than budgeted). *Notes* advertising ended at $26,506 (50% more than budgeted, thanks to outgoing Advertising Manager Scott Stone), and *Notes* FY19 royalties ended at $99,273 ($4,273 more than expected).

As of September 5, FY20 *Notes* advertising income is $7,085 (37% of that budgeted) and online advertising income stands at $4,150 (72% of that budget); new Advertising Manager Steve Mantz is working on up-front payment. FY20 *Notes* royalties have not arrived; the majority will be received from Project MUSE and JSTOR later in the fiscal year.

MCB subscription income ($6,440) ended strong in FY19, exceeding budgeted amounts by 7%. FY20 subscriptions have not commenced.

MLA received $12,851 in royalties from ALA in FY19, with $4,379 coming from *Basic Music Library* sales and $8,473 coming from webinars/e-courses. FY20 income has not commenced.

Jim Zychowicz reported on September 9 that for A-R Editions’ MLA books “the estimate to date for sales in CY2019 results in a royalty of $4,125,” which already exceeds the budgeted amount of $2,500. This is not yet in budget actuals, as payment will not occur until spring 2020. (CY2018 royalties from A-R ended at $6,236.). Looking ahead, Zychowicz hopes to have Lois Kuyper-Rushing’s new Bozza thematic catalog published by December 2019. Thanks goes to Jim for his dedicated stewardship.”

Meetings (3.0)
Meeting registration does not open until late October or early November. There is no income to report.

Other Income (5.0)
Amazon Smile has brought in $58 since last reported, for a FY19 total of $330. See Open Access projects below.
EXPENSES
As of September 5, 2019, total expenses were $28,577, which is 6.26% of the budgeted $456,676.

Meeting (10.0)
2020 meeting expenses thus far include a $5,000 deposit paid to the Hilton Norfolk (to be applied to the catering line), $2,670 deposit for exposition services, and $750 for the conference app Sched. Activity will increase as the meeting approaches. The largest bills will be paid immediately after the meeting.

Miscellaneous (11.0)
$1,000 in FY20 chapter grants were distributed to the Atlantic and Greater New York chapters ($500 each).

Awards Issued (12.0)
$2,500 was paid to Hang Nguyen, the Diversity Scholarship winner in August 2019. All other award winners have yet to be determined.

Management Services (6.0)
Total management costs for FY19 were $162,031, which is 98% of the budgeted $165,248. Savings in some 6.0x lines (mostly travel) absorbed significant overages in the 6.01 headquarters functions, which were over-expended by $5,076 (104.3% of the total budgeted $116,819).

Over-expenditures were related to newer initiatives, including unbudgeted A-R project management fees totaling $790 (OA Songbook), plus minor web programming costs to add NEMLA to the renewal process. FY19 legal fees totaling $6,580 exceeded the budgeted $2,500 by 263%. Fees were for open-access projects (e.g., Open Access Songbook, potential Scarecrow author agreement terminations, and Broude Trust). Some surprise costs and process snags suggest a need to better understand and plan for requirements, workflows, impacts, and costs associated with these initiatives.

Program Expenses (7.0)
FY19 program expenses were $23,567, or 74% of the $31,905 allocation. Committee travel totaled $11,902 and was $7,504 under budget (expending 62% of the $19,405 allocation). Annual expenditures for this line can fluctuate, depending on city of origin, in relation to conference locations.

A $1,000 subvention was paid July 2019 (FY20) to the National Recording Preservation Foundation (NRPF). This is the first of five annual subventions, eventually totaling $5,000 (approved Feb. 2019). The FY20 RILM subvention ($10,000) was paid in September.

Other Member Services (Including Organizational Dues) (8.0)
Other Member Services for FY19 were at $17,436, or 94% of the budgeted amounts. Publicity and Outreach Officer conference attendance was the largest expense, outside of IAML dues. For FY19, MLA paid $5,322 total for Publicity & Outreach Officer travel/exhibits for ALA, AMS, and ACRL.

Publications (9.0)
Scarecrow (CY2017) and A-R monograph royalties (CY2018) paid in FY19 totaled $286 (We do not have Scarecrow CY2018 statements yet.)

$3,400 total was paid for FY19 monograph honoraria. Since the last report, this included $500 paid to Anna Kijas in June 2019 for her book, *The Life and Music of Teresa Carreño (1853-1917): A Guide to Research* (IB41). It included series editor honoraria for four books published in FY19 paid in June to Mark McKnight ($350, TR36), Dick Griscom ($700, IS40 and IB41), and Kathleen Abromeit ($350, BMS11), totaling $1400. For FY20 YTD, unpaid editor honoraria for books published prior to FY19 were paid using board-approved funds (totaling $1,750) to Abromeit ($350, BMS10), Jonathon Saucedo ($350, TR35), Mcknight ($350, TR34), and Griscom ($700, IS38 and IS39). Editors Peter Munstedt and Deborah Campana declined the $350 honorarium (BMS9). No honoraria have been paid for FY20 yet.

There were no more payments in FY19 after the last AO report for ALA webinars, ecourses, and *Basic Music Library*, and none have been paid yet for FY20.

*Notes* printing finished FY19 at $38,585 (out of $50,000 budgeted). FY20 has not been billed. Invoicing has been streamlined from twelve annual invoices to eight. 12% of FY20’s $3,872 Website Development budget (9.083) has been expended, with more expected as MLA rolls into the WordPress platform.

See below for Open Access projects.”

**INVESTMENTS**
Investment account earnings continued to recover from the market losses suffered in the Oct-Dec 2018 quarter, but not at the same pace as in Jan-Mar 2019. All accounts had gains (net of MLA’s own deposits and withdrawals) of $53,285 compared to gains of $118,620 in the prior quarter. For the full fiscal year, investment earnings totaled $104,635, approximately a 6.8% return on the beginning balance July 1, 2018. (Thank you to Pat Wall, Business Office, for his ongoing assembly of reports and summaries.)

A. Fund totals for FY19:

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</tr>
</thead>
<tbody>
<tr>
<td>Fidelity</td>
<td>$ 1,256,873.92</td>
<td>$ 1,176,503.18</td>
<td>$ 1,251,268.38</td>
<td>$ 1,290,304.21</td>
</tr>
<tr>
<td>Calvert</td>
<td>$ 329,812.53</td>
<td>$ 303,861.14</td>
<td>$ 363,596.56</td>
<td>$ 383,738.20</td>
</tr>
</tbody>
</table>
In August 2019, Fidelity representative Charles Cristin conducted the Annual Strategic Review of MLA’s managed accounts. Strategies for each account continue as outlined in last year’s November 2018 Montreal minutes. (Summary: the account where the unrestricted MLA Fund resides has a balanced profile with a risk tolerance level of 7, on a 1–10 scale, compared to the conservative account where awards reside, which has a risk tolerance level 1.) Cristin said raising the risk tolerance on the latter (e.g., to a still-conservative level 3) doesn’t change the investing profile. He identified areas where information about MLA’s finances and goals needs updating, and suggested an alternative approach to what MLA does now. His thoughts align with what Pat Wall (MLA Business Office) suggested last spring (see 2019 spring minutes). In short, fund sublines can be placed in any of the three Fidelity accounts. (Temporarily and permanently restricted are board designations that are separate from each account’s investment profiles.) The board could choose to park selected awards and/or surplus funds in the same account as the MLA Fund, under separate sublines, with separate spending
policies, and aim to achieve better growth. Rudnick will share more under separate cover and bring actions to the board and/or Investments Subcommittee. (Another outstanding topic… moving socially responsible investments to Fidelity—away from Calvert—would streamline operations. Investigation is still underway.)

OPEN ACCESS PROJECT(S)
Reporting will be left to OA Editor Kathleen DeLaurenti. Below are some financial details.

OA Income: The OA Songbook campaign raised $39,811. Donations through MLA were $33,500 (FY19) and $1,500 (FY20 YTD). The IndieGoGo Open Access Songbook campaign raised $5,252, with $4,811 transferred to MLA checking after IndieGoGo fees. Funds will be classed as temporarily restricted.

OA Expenses associated with publishing the Open Access Songbook have not been invoiced or paid. It is already noted under Management Services (6.0) that the OA initiatives are incurring new expenses that will need more discussion, budgeting, and perhaps future A-R contract addenda. Note: some FY19 OA expense lines (9.09) had the appearance of being over-expended, but were not. QuickBooks does not reflect the correct FY19 OA budget as approved by the board in May 2018. The amounts should have said 9.0953 OA travel $1,200 and 9.095 OA Other $1,000 (to support a copyright conference sponsorship), for a total of $2,200. Actual travel costs plus sponsorship were under budget at $1,840.”

AUDIT
As of September 5, auditors SVA had wrapped up the FY19 audit file, and moved it to review. They did not have any audit adjustments, other than entries provided by Pat Wall and Jim Zychowicz during fieldwork. A report became available just before the board’s fall meeting. Preliminary comments from the Business Office suggest that the audit went smoothly and quickly, that the books were very clean, and that this audit was one of the better ones.

The auditors came back with questions about the Open Access Songbook, e.g., evidence of donors stipulating what the funds should be used for, on the check or by matching invoices to the check; this should be kept in mind in future years. They also specified classing OA revenue as temporarily restricted. [Postscript 9/29/2019: IRS form 990 asks questions about grant monitoring to ensure grants are used for proper purposes, and not diverted [by recipients] from intended use. The AO referred the question to the Finance Committee for future consideration. The audit report has a new section about cash reserves that could use clarification for next year, and a new section that classifies types of expenses. ]

In some years SVA has identified one material weakness in the area of internal control:
There is a lack of segregation of duties over the accounts payable function. The Administrative Officer has the ability to create a vendor, submit a request for payment to A-R Editions without supporting invoices or other documentation to process payment, and is a signatory on the bank account” (see 04.j., sec. Exhibit B: Internal Control Communication). [From FY18 audit.]

The main issue is that RFPs need to be accompanied by invoices (currently the practice), and RFPs need to where possible originate outside of the AO (which has also been tightened up). The latter leaves a trail showing that payment originated elsewhere in the organization. It is a signal that more than one set of eyes (in addition to the AO) scrutinized the invoice, confirmed expenses, and reconciled discrepancies. This is in addition to the Approved Vendor list. The auditor said they would update this issue as resolved.

Our sincere gratitude is due once again to Pat Wall and Jim Zychowicz for their expertise, hard work, and diligent preparation. We thank them for another [hopefully] successful audit!"

OTHER ACTIVITIES

Notes Copyright
AAO Janelle West filed for copyright on Notes, volume 74 and 75 in August 2018 and 2019. We have not received certificates for either yet.

Election
For the 2019 October/November election (and likely future elections), a Web Committee member (Steve Henry) will work with Nominating Committee chair (Gerry Szymanski) and AO Tracey Rudnick to post candidate biographies online and set up secure ballots in the survey app. The AO will still administer the election and report results to the president.”

Reassignment of Selected AO/AAO Duties
It was noted at the spring 2019 Middleton meeting that several labor-intensive tasks have gradually been added to the Administrative Officer and Assistant Administrative Officer positions. It is not sustainable or reasonable. The AO/AAO’s are streamlining processes where possible, but it is also important to MLA’s well-being (and to the incumbents) to strategically shift some tasks out of the roles. The board voted in Middleton to shift Administrative Structure tasks to the Assistant Parliamentarian (commencing February 2020, with AO oversight), since that duty is the least tied to other AO/AAO administrative and financial qualifications and duties, and can be handled by others on the board or in MLA.

AO Tracey Rudnick and AAO (and past AO) Janelle West have identified additional items. These are a small fraction of AO/AAO duties, but assistance or re-assignment would relieve pressures, help ensure payments originate outside of the AO/AAO, and
help AO’s focus on activities that require more specialized knowledge, problem-solving, or coordination. Experiments (launched out of a need to address an acute situation) are now underway. This includes the aforementioned Web Committee assistance with election website setup, and re-assignment of some new board member setup tasks. We are experimenting with having the Assistant Fiscal Officer prepare recurring honoraria RFPs, and Amex RFPs. (The Amex bill paying has additional steps that remain with the AO.) Other possibilities are under discussion. In some cases, we will likely find that a particular task is less time consuming or more effective for the AO/AAO’s to just do. The AO/AAO’s thank President Susannah Cleveland for her responsiveness on this issue, and thank those who took on duties.

Closing Comments
I would like to thank AAO (past AO) Janelle West, Jim Zychowicz, and Pat Wall for their extra support and assistance during an acute outside situation this quarter. Janelle particularly went above and beyond. Thank you also to President Susannah and the board for their support and well wishes. It remains a pleasure and an honor to serve this organization.”

Board discussion:
The Administrative Officer positions entail numerous responsibilities that should be delegated to others in order to make those positions more manageable. It is possible that a task force will be created in Spring 2020 to look at responsibilities that can be assigned elsewhere.

05. Past President's Report Mark McKnight
From his report:

“As chapter liaison, following my call for chapter grant proposals this past spring, I received requests for chapter grants from the Greater New York (GNYMLA) Chapter and the Atlantic (ATMLA) Chapter. GNYMLA requested $500 in matching grant money to help send a student, early career professional (first 3 years), or paraprofessional chapter member to the 2020 MLA Annual Meeting in Norfolk. The chapter will kick in a matching $500. After some discussion by the Board as to whether this was an appropriate use of chapter grant funds, the request was approved. I recommend that the Board discuss the parameters for use of chapter grants further.

ATMLA requested $500 for a half-day, hands-on Music Preservation Workshop, to be held in conjunction with the chapter’s fall meeting in College Park, MD, October 4-5. The funds will be used for an honorarium for Alice Carli, who will lead the workshop. The Board approved this request.

I plan to attend the Greater New York chapter meeting, November 15, at the New School in New York.”

06. President's Report Susannah Cleveland
From her report:

Because we have a number of special officer and editor positions with incumbents approaching the end of their terms, I have been busy forming and appointing search committees, and all are now in place. The three editor positions are for Notes, Newsletter, and Music Cataloging Bulletin, and the three Special Officer positions are Assistant Administrative Officer, Assistant Convention Manager, and Web Manager. In response to questions from potential committee members, I created a search committee handbook to help clarify the process and expectations [see 06.a in Board Reports/Agenda for 2019 Fall Board Meeting for reference]. I’ve almost completed appointing a committee to the Lenore F. Coral IAML Travel Grant (given in even-numbered years) and should have that wrapped up by the time we meet. Most other appointments have been done, though we’ve had a few changes in recent months. I thank the many people willing to serve on these committees and look forward to welcoming new members to these roles.

I attended IAML in Krakow as the US representative in July. It was a robust program, including many great presentations from IAML-US members. Much of the conversation with national representatives was about declining membership, which seems to be an international problem. There were also conversations about ways to raise funds for branches, many of whom don’t have the cushion of publication royalties to help support other activities; no great solutions were proffered, alas.

The Broude Trust discussions are continuing; for some time now, our lawyer and Mr. Broude’s lawyer have been working out details of the agreement—that Kathryn Goldman, our attorney, likens to a merger and acquisition—and we are still hopeful about getting the agreement in place by the end of the calendar year. She is currently reviewing contracts that Mr. Broude had with editors of each title to be sure that MLA is well positioned to honor commitments made for those publications.”

07. Editors’ Reports
The Board reviewed all reports received. Commentary follows for those reports discussed during the meeting and for those with Board action requests. In all instances, the Board thanks the editors for their service to MLA.

a. Basic Manual Series (Kathy Abromeit)
b. Basic Music Library (Daniel Boomhower)
c. Copyright Web Site (Marci Cohen)
d. Index and Bibliography Series (Maristella Feustle)
e. Music Cataloging Bulletin (Chris Holden)
f. Newsletter (Michelle Hahn)
g. Notes (Deborah Campana)
h. Technical Reports (Jon Saucedo)
i. Open Access (Kathleen DeLaurenti)
08. Special Officers’ Reports
The Board reviewed all reports received. Commentary follows for those reports discussed during the meeting and for those with Board action requests. In all instances, the Board greatly appreciates the officers’ contributions to the organization.

a. Advertising Manager (Scott Stone)
b. Convention Managers (Wendy Sistrunk and Andrew Justice)
c. Development Officer (Lindsay Brown)
d. Placement Officer (Sara Outhier)
e. Publicity and Outreach Officer (Lisa Shiota)
f. Archivist (Melissa Wertheimer)
g. Web Manager (Katie Buehner)

BAR:
Currently, there is not an SSL certificate for the MLA’s installation of WordPress. It is recommended that MLA purchase a certificate through Site5. It is recommended that MLA purchase a wildcard SSL to cover its primary domain and its many subdomains (chapters, copyright site, CMC site, etc.). Cost is $139.95 per year.

It was moved by Misti and seconded by Mark to discuss Katie’s proposal. The Board discussed the proposal. A member of the finance committee wondered which fiscal year this would apply to; the answer is: this year. The cost seems reasonable for such a sensible use.

The motion passed.

h. Management Services (Zychowicz)

09. Committee Reports
The Board reviewed all reports received. Commentary follows for those reports discussed during the meeting and for those with Board action requests. In all instances, the Board greatly appreciates the committees’ contributions to the organization.

a. Awards (Various)
   i. Best of Chapters (Carolyn A. Johnson)
   ii. Bradley (inactive)
   iii. Epstein (Charley Roush)
   iv. Freeman (Jason Imbesi)
   v. Gerboth (Archer-Capuzzo)

BAR:
The committee submitted a proposed draft of the scope and criteria for a revised Carol June Bradley award that would work in concert with the Walter Gerboth award. The committee has requested feedback on the draft (09.a.vA)

It was moved by Misti and seconded by Jon to accept a revised proposal from the Gerboth committee for the Carol June Bradley award.
The Board discussed the draft, and agreed that better clarity from the Board would help lead to an award that would be a stronger complement to the Gerboth.

The motion did not pass.

Susannah will relay feedback and suggestions to the committee for their draft.

It was moved by Mark and seconded by Bruce to move into executive session.

vi. Publications: Duckles, Hill, O’Meara (Allison McClanahan)
BAR:
The committee asks the Board to review and approve its list of recommended recipients for Publications awards.

It was moved by Mark and seconded by Bruce to accept the recommendation of the Duckles award.
The Board discussed the recommendation for the Duckles award.
The motion passed.

It was moved Mark and seconded by Rachel by to accept the recommendation for the O’Meara award.
The Board discussed the recommendation for the O’Meara award.
The motion passed.

It was moved Rachel and seconded by Beth to accept the recommendation for the Richard S. Hill award.
The Board discussed the recommendation for the Hill award.
The motion passes, with one member who self-recused.

vii. Coral (inactive)
viii. Diversity Scholarship (Treshani Perera)

While still in executive session, the Board moved ahead in the agenda to section 09.I., Nominating committee (see below).
The Board then moved out of executive session, and returned to this point in the agenda.

b. Archives & Special Collections (Maristella Feustle)
c. Cataloging & Metadata (Tracey Snyder)
d. Career Development and Services (Dederick/Sestrick)
e. Development (Lindsay Brown)
BAR:
Brown asks the Board for guidance on how to announce/advertise that MLA members without institutional access to JSTOR may get discounted access through a JPASS.
The Board discussed Lindsay’s request for guidance, and brainstormed who would assist in announcing and advertising this perk. It could appear as an option under “For Members” on the website. This could be something for the Membership committee to discuss. Many members agree that the Membership committee might be the most logical answer. Susannah will forward this topic to the Membership committee.

f. Diversity (Joy Doan) (report not received)
g. Education (Archer-Capuzzo)
h. Emerging Technologies & Services (Jonathan Manton)
i. Finance (Beth Iseminger)

BAR 1: Vote on Approved Vendors List
AAO Janelle West has updated the Approved Vendors List, and the Finance Committee discussed and approved the new list. This spreadsheet identifies individuals and other entities who receive recurring payments or reimbursements.

The motion passed.

FOR BOARD DISCUSSION: Survey Account Options
MLA has two SurveyMonkey accounts: a secure account and a general account. AAO Janelle West discovered a restriction with the general access account that makes it difficult to share access. The Committee discussed alternatives to SurveyMonkey for this account and possibly the secure account. Adding additional users to the general account would involve a significant expense, so the Committee, along with Web Manager Katie Buehner, also discussed migrating to Google Forms among other options for general (not secure) survey needs.

j. Legislation (Kyra Folk-Farber)
k. Membership (Mallory Sajewski)
l. Nominating (Gerry Szymanski)

BAR: Approve slate of nominees for Vice-President / President-Elect, Recording Secretary, and Board of Directors Members-at-Large (Appendix A, available only to Board); approve nomination for MLA Citation (Appendix B, available only to Board)

It was moved by Rachel and seconded by Jon to approve the slate of board member and member-at-large candidates list from the Nominating committee.

The Board discussed the ballot for candidates for Board members-at-large that the Nominating committee forwarded.

The motion passed.

Candidate A
It was moved by Mark and seconded by Beth to approve Candidate A for the Citation award.

The Board discussed the nomination of candidate A for the Citation award.

The motion passed.

Candidate B

It was moved by Mark and seconded by Beth to approve Candidate B for the Citation award.

The Board discussed the nomination of Candidate B for the Citation award.

The motion did not pass.

Candidate C

It was moved by Mark and seconded by Beth to approve Candidate C for the Citation award.

The Board discussed the nomination of Candidate C for the Citation award.

The motion did not pass.

Candidate D

It was moved by Mark and seconded by Beth to approve the Citation award for Candidate D.

The Board discussed the nomination of Candidate D for the Citation award.

The motion did not pass.

It was moved by Rachel and seconded by Anne to move out of executive session. The motion passed.

At this point in the agenda, the Board returned to section 09.b

m. Oral History (Therese Dickman)
n. Planning (Bruce Evans)
o. Preservation (Treshani Perera)
p. Program (Erin Conor)
q. Public Libraries (Kristine Nelsen)
r. Public Services (Sara Manus)
s. Publications (Liza Vick)
t. Resource Sharing and Collection Development (Mike Duffy)
u. Web Committee (Kerry Masteller)
v. Music Library Advocacy (Linda Fairtile)

10. Joint Committees
The Board greatly appreciates the joint committees’ service to MLA.

a. AMS, Joint Committee on RISM (Jim Cassaro) report not received.
b. MPA/MOLA Joint Committee (Jane Gottlieb) report not received.
c. U.S. RILM Office (Jane Gottlieb) report not received.

11. Representatives to Other Organizations
The Board greatly appreciates the representatives’ work for the association.

a. MOUG (Jennifer Vaughn)
b. NISO (Nara Newcomer)

12. Old Business

a. Scope and use of Ratliff Fund

The Board discussed the scope, criteria for selection, and eligibility guidelines that can be used to assist in identifying Ratliff Fund requests that merit funding. This information will also assist applicants, so they can better understand what types of requests will receive funding. Several suggestions were given by members, and the Board will continue to work on finalizing a description that can be shared and posted publicly.

View the current description of the fund on the MLA website at: https://www.musiclibraryassoc.org/page/RatliffGrant

b. Scope and use of MLA Fund

The Board discussed the scope and use of the MLA Fund, since the fund is viewed as having grown to a healthy amount. Susannah notes that it would be good for the MLA membership to have a better understanding of the MLA Fund, and how its funds are used. She intends to submit an article to a future issue of the Newsletter. She also plans to investigate the creation of a 5-year plan for the fund, but will need time to gather necessary details.

People agreed that the following goals might be part of a five-year plan for the fund, though further work needs to be done:
Fundraising goals potential:

- Always maintain a relative goal of keeping the fund twice the annual operating budget (as 3 year average)
- Limiting capital projects until we attain another funding/monetary goal
- But, special projects for the association would be less conservative, spending-wise (mostly by “capital” we mean “special projects” or one-time spending projects)

c. Revisiting MLStEP membership on committees

In the Board meeting in Middelton in 2019, the following motion passed (under 9.Oi):
MLA committees that currently have MLStEP members appointed ex-officio should instead be required to have at least one regular committee member called “Student/early career Member,” from either the student or early career membership category of MLA, in the administrative structure. These committee members are not ex-officio and follow the same cycle of appointment terms unless otherwise specified.

Yet, the Education committee specifically requests a MLStEP ex-officio representative (rather than an Early Career member) so that the rep can act as a liaison for the committee, reporting back to the larger MLStEP members on relevant topics. And, since MLStEP is a special project under Career and Development Services committee, it makes sense for an MLStEP representative to also serve as ex-officio under that committee.

Thus, it was moved by Misti and seconded by Bruce to modify our requirements on Early Career members in committees to allow for ex-officio MLsTEP members on the Education committee and Career and Development Services committee. The motion passed.

It was moved by Mark and seconded by Anne to move into Executive session.

13. New Business

  a. Review of Special Officers

The Board reviewed special officers by way of discussion.

It was moved by Mark and seconded by Anne that we move out of exec session. The motion passed.

  b. Investments

MLA has three accounts with Fidelity:
● Z49 money market (parks awards after voting but before going to checking; also holds Austerity Fund)
● Y94 conservative account (risk level 1 of 10; holds award lines; can hold other temporarily restricted or unrestricted lines)
● Y99 balanced account (risk level 7 of 10; holds the MLA Fund line; can hold other TR or UR lines).

Tracey summarized the reasoning behind her 4 suggestions for Board Action Required requests relating to investments. (See her report addendum and details under 04.f.i and 04.f.ii.) BARs and comments are an amalgam of board discussion and conversations with Pat Wall (Business Office), Charles Cristin (Fidelity Advisor), AAO (former AO) Janelle West, and the Investments Subcommittee.

BAR 1: Transfer the $49,587.60 Austerity Fund from Fidelity Z49 money market to the Fidelity Y99 account. (Keep separate from MLA Fund, in its own subaccount in QuickBooks.)

Tracey’s report notes:

“Aims to achieve better growth until the board further defines the use of these funds or designates some or all of the funds for another purpose. Suggesting Y99 since funds are sitting long term. ALTERNATIVE: Y94. Pat Wall commented in email to Rudnick 9/25/2019: ‘This makes great sense. The Y99 fund has earned 11.74% YTD and its 5-year average annual return has been 4.72%.’"

The motion passed.

BAR 2: Create a new subaccount designated “Surplus” in the Fidelity Y94 account, to hold amounts that substantially exceed operational reserves as defined by board policy, with use of funds and transfers to and from that account to be authorized at will by board vote.

Tracey’s report notes:

“See notes [in the separate Investments report] about an operational reserves policy/guideline. In short, if following that guideline, MLA aims to keep ca. $150,000 in the First Business Bank (FBB) checking and money market. This BAR address surpluses beyond that amount. Parking surplus funds in the Y94 or Y99 account aims for better growth until the board designates some or all of the funds for expenditure, assigns them to another award or fund, further defines policy, or re-assigns funds to an account with a different profile. ALT: Y99. ALT: different name. Pat Wall commented: ‘This makes sense to me too unless Fidelity has restrictions on moving large amounts out on short notice. You might consider setting up this Surplus account in the Y99 account for better earnings.’"

The motion passed.
BAR 3: Transfer $140,000 from the First Business Bank money market to the Fidelity “Surplus” subaccount as defined above.

Tracey’s report notes:

“As of 9/5/2019, the FBB checking and money market accounts held $290,385 (not including the $33,500 for the OA songbook, and before Norfolk conference registration opens). This amount exceeds the amount that is needed for day-to-day operations and cash floors. Transferring $140,000 (subject to verification of balances) would leave a $150,000 cash reserve in the FBB checking and money market, as articulated by board vote in 2008 (see notes below on this). ALT: transfer some or all of $140,000 surplus into Austerity Fund or MLA Fund. Pat Wall commented: ‘See my comment directly above.’”

The motion passed.

BAR 4: Review, make relevant changes, and affirm MLA’s financial status and goals in the Fidelity Y94 and Y99 profiles, to give Fidelity more precise information that better informs Fidelity’s recommendations.

For this portion of the agenda, Tracey led the Board through the Y94 and Y99 Fidelity investment profiles to ascertain whether changes to the profiles were warranted. The Fidelity representative can make more informed choices on MLA’s behalf if we ensure the profiles are up-to-date and accurate. (Note: the Investments Subcommittee can review investing options, but the board (or Finance Committee) has to articulate MLA’s financial status and goals first, and makes final investing decisions.) More information about the profile questions can be viewed in 04.f.ii. Below are summaries for each profile question Tracey asked the Board about.

How does the Board feel about MLA financially: are we secure? Or are we somewhat secure?

- The Board has reached consensus: we are secure. Janelle points out that based on a previous document about what it’d take to reach the secure stage, we’ve reached that point. Susannah reminds us: if we had a sudden decline in membership, do we have the resources to keep going? The answer is: yes. We do have this ability now, which means we are secure.

Corporate risk tolerance: are we novice, average, or sophisticated?

- We have reached consensus: while individuals (including a given AO) may have average or sophisticated knowledge, personnel turns over frequently, and we are collectively novice.

For the next two questions, the Board discussed the hypothetical reaction to major changes in the stock market. These answers do not, and are not intended to, set actions, but rather to give Fidelity a better sense of our organization’s goals and tolerance for risk.
Risk tolerance/numbers: If the market got really bad, how much emotion or anxiety would we have?

- The more conservative Y94 account (which holds the award funds) is currently marked as a “1,” which is the lowest risk tolerance. Pat and the Fidelity rep, and some on the board, think that probably the Y94 (with awards) could bump up to a risk tolerance number of 7; back in the day, those accounts didn’t have enough funds, but now, we have plenty of funds there. Even if we had a bad year, these awards could be paid for. So, we can be more risk tolerant now.

- Board discussion on whether we should move the risk tolerance number for Y94: A jump from 1 to 7 feels a bit wild for some, while others were comfortable, and one person suggested a 10; for some board members, it’s a bit risky to have a 7 for the awards since the awards are a strong and emotional part of our organization. We do want to go up in risk tolerance number, but not all the way to a 7. Thus, the consensus was to go with a 5.

If the stock market did decline, what would our emotional reaction be? Quick, sell it all? Or hold? With the Y94/awards account, it’s currently set at “sell more than 75%.” For the other fund (Y99), it’s marked at “sell less than 25%” (stay patient and ride it out). Again, this is not a standing sell order. It’s a tool to judge risk tolerance.

- Several parties (Pat, Fidelity’s Charles Cristin, Tracey)suggest that the Y94 account be changed to “sell less than 25%” (buy low, sell high, ride it out). Janelle reminds us we’re using 5 year averages to calculate awards, so a single bad year will not necessarily have a detrimental impact on award amounts.

- Board consensus: change the Y94 to be “sell less than 25%” and set both accounts at 0% if that is an option (sell nothing, and hold if market declines); Tracey will check with the Fidelity rep about the possibility, and see if there are any downsides).

For the next question, “corporate liquidity” refers to the average percentage of withdrawal that takes place in the Y94 and Y99 accounts. To be clear: the accounts are fully liquid, and with a single phone call, a withdrawal of any amount could be accomplished within a day. Any withdrawal limitations come from MLA’s own fiscal policies, which are stringently adhered to, and that are changeable only by board vote. Nevertheless, Fidelity asks us to target percentages so that they can make better investment purchases and recommendations for us.

Corporate liquidity needs

- Y94 annual withdrawals: Board consensus: set range at 10-20% (formerly 30% to 50%) The revised percentages are based on past typical withdrawals in recent years (the funds are larger now, so the percentages are smaller); a much lower (and more accurate) percentage, combined with the different risk/sell profile might change the account investment recommendations; note that “typical” does not preclude unusual or emergency uses.

- Y99: keep the same (0.1% - 4.5%)
For the next question, “corporate contribution” is the estimated percentage in terms of current account balance that MLA intends to contribute annually to our Portfolio Advisory Services Account.

Corporate contribution

- Change from variable with average less than 5% per year to 16%, based on past reports. This can be revisited if needed.

c. Strategic Planning

**BAR: Approve the Strategic Planning Task Force charge from the Planning committee.**

Charge: The Strategic Planning Task Force shall create a strategic plan for the organization for 2021-2030. As part of this process, the Task Force will develop a) four or five main goal areas, and b) two to three measurable and actionable annual objectives for each goal area. All goals and objectives should reflect the values of diversity, equity, and inclusion. This plan should incorporate input from the membership through several feedback opportunities. Once the plan is drafted and approved, the larger goal areas will be reevaluated every three years by the Planning Committee, incorporating new information from the organization’s regular Climate Surveys and updating and rolling over the goal areas as necessary. The annual objectives will also be evaluated annually by the Planning Committee at each Spring Board Meeting.

The completed plan with initial goal areas and objectives should be completed in April 2021.

The motion passes.

d. Recommendations for Annual Meeting

The board discussed the recommendations for annual meeting forwarded from program chair Erin Conor (see report 13.d)

- Annually, the incoming program chair should host a webinar informational session for first-time presenters; this would include how to handle violations of code of conduct during presentations (2021 program chair Joy Doan is working on this)
- Sharing the MLA code of conduct at the beginning of the conference
- Delivering a land acknowledgement: perhaps we do this in the opening session/plenary, rather than stating this at the opening of every session. Or, perhaps we make this announcement during each day’s opening or plenary? In any case, Board thinks that delivering a land acknowledgement is a good idea.
• Providing childcare: how do we manage the liability? And is there a need? The planning committee will consult with AMS and ARLIS as well as talk to hotels about childcare during conferences.

e. Joint meeting with TLA/other arts organizations
There are many librarians who are in the work of music and fine arts and/or performing arts. It might benefit us to learn from those colleagues and support each other. MLA member Scott Stone has floated the idea of a joint meeting with TLA or other arts organizations. Perhaps MLA could invite theatre librarians to one of our existing meetings? Additionally, we could reach out to ALA’s dance librarian group to invite them as well.

Timeline suggestion: Cincinnati 2021; hopefully this gives TLA members time to plan if they want to add this meeting. The Board will continue discussing this.

f. Comped room policy

The Planning Committee was charged to make it more transparent that some MLA receives some free rooms from conference hotels, that we distribute them a certain way that is aiming at as much fairness as possible, and that there are also some rooms that MLA pays for because it just ends up being more straightforward. See their separate report.

The Planning Committee recommended that the following personnel receive comped rooms no matter what:
   i. Convention Manager
   ii. Assistant Convention Manager
   iii. President
   iv. Past/Vice President
   v. Administrative Officer
   vi. Assistant Administrative Officer
(Rationale: the list shown above represents those who consistently miss attending a large percentage, or almost all, of the conference programmatic content. It was noted that this is already the policy, as voted upon in St. Louis, so no further policy clarification is necessary.)

It was noted that the Program Chair also misses a good amount of the conference, and suggested that they be added as a seventh person who gets a comped room. See BAR below.

The Planning Committee recommended that rooms for the six (or seven) people be reflected in full in the bookkeeping as expenses for MLA, then treat any rooms partially or completely comped by the hotel as rebate, discount, or income (TBD).

It was also noted that sometimes, the annual conference hotel will offer additional complimentary or discounted rooms. In the past, information about who is “in line” after those initial six (or seven) people to receive these rooms (such as Officers and Editors) has been inconsistent. Inconsistency from year to year about who receives additional comped rooms can result in confusion about fairness. As such, the Planning committee suggests that MLA revise its
practice and instead receive a credit to its overall hotel bill in lieu of doling out extra comped rooms beyond the initial six (or seven) people. Tracey will discuss this option with auditors and the business office.

**BAR:** It was moved by Bruce and seconded by Misti to add the Program Chair to the MLA master account list of those whose hotel stays are covered by MLA.

The motion passed with one abstention

**g. Discussion of 5-year Hilton hotel contract**

The Board discussed whether MLA should continue negotiating 5-year contracts for hotels for annual conferences. Pros and cons were discussed. On the pros list, the Board appreciates that the 5-year contract results in better rates and more ease in getting sound and audiovisual services for conferences; these contracts are often with hotels that really understand the convention business, and that working with a large company gives us more options if something goes wrong (such as finding out a hotel will be under construction during a planned conference). It is good to know so far advance where a conference will meet, and locked-in rates have been another benefit.

Yet, there are cons: members feel as though they have less control over where MLA meets for its conferences; it’s harder to try creative new ideas, such as meeting on a college campus; we have little recourse if we grow angry with a hotel. Yet, maybe when negotiating the next 5-year contract, MLA could state that it would like to give input about how cities/locations are determined.

Generally, the Board thinks this has been an overall positive experience, and that we should build on success. There are topics we might want to see addressed in proposals for new 5-year contracts:

- Our ability to make location changes based on ethical grounds; options for exit strategies
- The ability for MLA to give a list of value statements that would influence hotel selection, including sustainability, accessibility, and similar
- Inclusive options in catering
- Restaurant preferences, including walkability
- Double-bed availability
- Billing issues--such as ease in splitting a bill
- Public spaces planning (not reserving public spaces for private events)

**h. Editorial Boards for Publication**

An advisory board has been created for the Open Access officer (see report 07.i; but note that where the term “committee” is used, that is a mistake--it is an advisory board, not a committee).
Consideration has been given as to whether we should create advisory/editorial boards for MLA publication series. Do we want more standardization when it comes to what someone should expect if they serve on a publication editorial board?

It seems that the Basic Manual Series functions similarly to a working group. Do we need to define this situation better administratively (without influencing how the group operates)? And should we encourage a similar set up for the other series?

The Board will encourage series editors to explore whether there is any interest in editorial boards, if they want terms or roles to be defined, or any other changes.

i. Final review and approval of Mission Statement draft

Susannah reminded the Board that the mission draft did appear in the Newsletter with an offer to solicit ideas and comments from MLA members (old and new version available in 13.i report).

It was moved by Mark and seconded by Beth to approve the new MLA Mission Statement.

The revised statement is:

“MLA's mission is to support, preserve, and enhance equitable access to the world's musical heritage.

To achieve this mission, we:

● provide an inclusive forum for music information professionals and other scholars and researchers;
● provide leadership for the collection and preservation of music of all kinds and information about music in libraries and archives;
● develop and deliver programs that promote continuing education and professional development for information professionals who work with music materials and provide or support access to music research;
● ensure and enhance intellectual access to music for all by contributing to the development and revision of national and international standards and vocabularies for the description, organization, and retrieval of music information;
● facilitate best practices for housing, preserving, and lowering barriers to access to music materials;
● promote legislation that strengthens universal access to music and music library services;
● foster information literacy and lifelong learning by promoting music reference services, information literacy instruction, and publications; and
● collaborate with other groups in the music and technology industries, government, and librarianship, to promote our mission and values.”

The motion passed.

14. Adjournment
It was moved by Rachel and seconded by Bruce that the meeting adjourn at 4:24 pm.

APPENDIX I: New Policies Adopted by the Board:

The charge for the Career Development and Services committee was updated, adding that an MLStEP representative serves as ex-officio on the committee. The New Members Forum coordinator also serves as ex-officio on the committee. 03.
The Chair of the Diversity committee will no longer serve as ex-officio on the Diversity Scholarship Committee. The AH now notes that the committee chair will instead consult with the Diversity Scholarship committee as needed. 03.
Institutional members and Corporate members may only submit one letter per membership per Interest Group to support establishing or renewing an Interest Group. 03.
The AH now has language clarifying how the Board conducts business electronically between Board meetings, including how voting happens. 03.
Requirements for Early Career members on committees has changed; the AH now reflects that the Education committee and Career Development and Services committee allows for an ex-officio member from MLsTEP. 12.c
The chair of the Program committee will be added to the master account list of those whose hotel stays are covered by MLA. 13.f