**Committee Members Present:**

Mac Bracewell, Committee Chair

Kate Rowe

**Committee Members Absent:**

David Engdahl (e)

Charlie Joseph (e)

Rebecca Ryan-Gonzalez (e)

**Staff Present:**

Tony Allegretti

Patrick Fisher

Amy Palmer

**Call to Order**

The meeting was called to order at 10:15 AM.

**Review of Past Minutes**

The Committee discussed the errors noted in the January 18 Governance Committee minutes, as outlined by Charlie Joseph during the February 15 Board of Director’s meeting. The Committee agreed to update the minutes to reflect Mr. Joseph’s revisions.

**Articles of Incorporation**

Ms. Rowe asked if the agency has a hard copy of the Articles of Incorporation on file. She inquired if the original Articles state that the agency is a membership organization. This issue will be examined further so that an answer is provided to the Committee.

**Social Media / Communications Policy**

A discussion was had about guidelines for social media, which is still under ongoing review.

**Consideration of Sun-Ray/Library Relationship**

It was discussed that the agency has a number of relationships and partnerships with for-profit entities and that the collaborative program with Sun-Ray is not a conflict of interest or ethical issue, and therefore does not need further exploration at a Board level.

**Agency Bylaws**

**UPON MOTION** duly made, seconded and carried, the presenting the proposed Bylaws revisions to the Board was approved. The revised documents will be presented during the next Board of Directors meeting.

**UPON MOTION** duly made, seconded and carried, forming a Governance Subcommittee was approved. The first meeting was scheduled for 3/20/2018.

**New Business**

During the next Governance Committee meeting, the Committee will review attendance records for compliance and the roles and responsibilities of Officers.

**Closing**

The meeting came to a close at 11:06 AM.