CRL Board of Directors Chair Adriene Lim called the meeting to order.

CRL Director of Board & Member Relations, Felicia Owens, provided an overview of the voting rules as relevant to establishing quorum. The CRL Board of Directors officially voted to define quorum as “those voting members in attendance at this meeting.” Owens asked that during the day’s voting sessions, only the two designated voting members officially representing their institutions should cast a vote. The votes would be officially tabulated by CRL staff as part of parliamentary procedure. Owens explained that in the year ahead, additional governance and parliamentary procedures would be added to CRL’s policies and practice, as part of CRL leadership and the Board of Directors renewed focus on governance.

**President’s Report: State of the Consortium**

CRL President Gregory Eow noted that since his start in 2019, he has focused on a five-year leadership time frame, falling between CRL’s 70th and 75th anniversaries. His focus has been to implement the changes required during this five-year horizon to best position CRL for the future.

Eow commented on the importance of CRL, noting that CRL is not only a nonprofit organization, but a nonprofit organization with a cooperative business model. This distinguishes CRL from nonprofit organizations with vendor services models, and Eow emphasized the importance of the sustained success of this cooperative venture. Eow defined CRL as a place, a collective collection, and an association / community.

Providing organizational context, Eow noted that previous CRL leadership had identified CRL’s need for scale. During President Bernie Reilly’s tenure, CRL acquired several programs and partnerships to meet that need for scale. The leadership opportunity/challenge for Eow has been to support these programs while identifying a throughline and value proposition across these different programs and initiatives.

Eow outlined the organizational priorities for 2019 – 2024:

- Phase 1, 2019-2022: Strengthen the (Administrative) Core, focusing on optimizing foundational aspects of CRL, including facility/capital improvements, organizational
culture, and staff development. Eow noted that whatever CRL achieves is predicated on CRL building on a strong organizational foundation.

- **Phase 2, 2023:** Strengthen the Consortia, focusing on governance, by-laws, and committee structures and providing improved administrative support for CRL’s hosted programs.
- **Phase 3, 2024:** Strengthening the Community, focusing on ways that CRL can build service models to shape the scholarly communications ecosystem. Eow noted that the “sky is the limit” on phase 3, but only if CRL successfully establishes a strong foundation through phases 1 and 2 during his five-year tenure.

Eow explored three aspects of the phase 1 “Strengthening the Core” priority:

- **Facilities/Deferred Maintenance:** Recent capital improvements include a complete roof replacement, new windows, carpets, and staff breakroom. These capital improvements addressed the most critical needs; in the year ahead, CRL needs to reseal the exterior of the CRL facility and update the internal telecommunications environment.
- **HR and Staff Development:** CRL conducted an organizational climate survey in the winter of 2023 to gain insight into staff morale, particularly considering the COVID pandemic and transformative organizational change internal to the organization. The survey assessed staff alignment with organizational mission and values, job satisfaction, work environment and culture, management communication, and compensation/benefits. Staff responses trended positive, with strong agreement regarding alignment with mission and values, job satisfaction, and work environment and culture. There was softer agreement on benefits. Staff also noted that they were short-staffed.
- **Financial/Accounting Team:** There have been major upgrades to CRL’s financial reporting system, accounting workflows, and an entire remake of the CRL finance and accounting team. Eow noted that these changes, although at times disruptive to operations, had been necessary for building a modernized business intelligence unit within the organization.

Eow explored two aspects of the phase 2 “Strengthening the Consortia” priority:

- **Governance:** CRL needs to modernize and optimize its governance policies and practices. The CRL Board of Directors will launch a governance task force to review and update CRL bylaws. Eow described governance as an “operating system” which needed to have integration with the “hardware” that is the CRL facility/back-of-office systems as well as the “programs/apps” that rely on CRL as a foundation for collaborative work.
- **CRL-hosted Global Programs:** Eow emphasized CRL’s commitment to global collections, emphasizing that global collections and programs is “what CRL does.” He talked about the need to review and improve the administrative structures, governance, and programmatic relationship of current programs with CRL. Eow described the current atomized structure as introducing opportunity costs, operational costs, and fiduciary risks for the organization that require attention. Eow talked about bringing in the Edupedia Institute to work with CRL and the global programs community to identify pathways to address challenges and leverage opportunities in the year ahead.

In closing, Eow emphasized CRL’s unique role as a cooperative and a knowledge commons.
Secretary's Report: Lorelei Tanji presented the April 21, 2022 Council of Voting Members Meeting Minutes.

The 2022 Council of Voting Members Meeting Minutes were approved

[Voted: unanimously – 68 votes]

Treasurer’s Report: Roger Schonfeld, CRL Board of Directors Treasurer, recapped the process for developing the Fiscal Year 2024 Budget, which entailed presenting it first to the Budget & Finance Committee, then meeting with the Board in April to review the budget.

An overview of the revenue from the past few years showed a dip during the onset of the pandemic, with a subsequent recovery.

The FY2024 budget includes targeted investments toward reinvesting in staff, recalibrating and strengthening CRL Programs, and continued capital improvements.

The budget proposal assumes for revenue there will be preservation and strategic growth of membership, reimbursement by NERL for direct and shared costs, and revenue from collections storage pilot with Newberry Library. The expenditure budgeted for assuming full utilization of personnel with planned limited hiring of new FTE counts and unavoidable cost increases due to inflation on mandatory expenses.

Schonfeld explained that Area Materials Project fees were not reflected in membership revenue numbers and that capital projects are funded from reserves.

FY2024 Budget Approved

[Voted: 60 in favor; 1 opposed]

CRL Nominating Committee: Lim thanked the nominating committee members as well as the three outgoing BOD members whose terms expire this year, Alexia Hudson-Ward of MIT, Jasmin Lange (Brill), and David Marshall (University of California at Santa Barbara). There are two Board members whose term expires at the end of this Council meeting (Diane Bruxvoort and Roger Schonfeld). Both have agreed to serve a second term, if confirmed.

Slate of Nominees:

Candidates (Second Terms)

Diane Bruxvoort, University of North Texas
Roger Schonfeld, Ithaka S&R

Candidates (First Term)

Janet Bishop (Claremont College)
Paula Krebs (Modern Language Association)
Devin Savage (Illinois Institute of Technology

FY2024 CRL Board of Directors Candidates approved
The CRL Board of Directors Officers for 2023-24 are:

Chair: Denise Stephens, University of Oklahoma
Past Chair: Adriene Lim, University of Maryland
Vice Chair: Larry Alford, University of Toronto
Treasurer: Roger Schonfeld, Ithaka S+R
Secretary: Lorelei Tanji, U. California Irvine
Ex Officio: Greg Eow, CRL President

CSPC Report: Collections and Services Policy Committee (CSPC) Chair Denise Pan opened the session, introducing co-presenters Brian Vivier, International Collections and Content Group (ICCG), Chair, Amy Wood (CRL Staff Liaison to Sustainable Stewardship and Access Working Group) and Lisa Carter (CSPC Vice Chair).

From the CSPC Survey of CRL membership in 2020, to the ICCG Call to Action & Survey in 2021, the SSAWG Report (2022/23), and now the Eduopia Initiative in 2023, CRL has been engaging with members to assess community priorities and move forward together. The CSPC member survey demonstrated that CRL membership placed international collections at the top of their priorities and that members wanted CRL to serve as a hub for collaboration and a platform for coordination at the network level. CSPC convened ICCG in 2020 as a result. CSPC partnered with ICCG and CRL Staff to present a Call-to-Action shared with Area Studies and Global Resources Programs. ICCG surveyed Area Studies Materials Programs to assess community priorities.

Vivier discussed ICCG’s work past and present to inform the future work for developing strategy for global collections. One of ICCG’s subgroups led an effort to articulate values for open access in global collections. Developing the call to action and surveying the Area Studies groups identified member needs and shared challenges. The themes of requiring capacity, advocacy, linguistic expertise to describe, catalog, and fund the stewardship of material across the collections lifecycle were covered in the survey. Six categories were explored around institutional positioning, international engagement, opportunities for collective action, prioritizing collective action, open access, and future aspirations. The aspirations that came out of the survey were: equity in achieving collective goals; building an open access infrastructure in an Open Knowledge global economy; and decolonizing practices, partnerships, collections & institutions. Vivier explained that ICCG was focused on figuring out how to harness CRL to meet those aspirations.

Plans for the coming year include the establishment of a pathway for action on the Open Access Values Statement, the Diversity as Knowledge series, and the Call-To-Action survey results. The question was now how to build on the work of CRL, AMPs, and ICCG and other groups to move forward in access and sustainability.

Wood discussed CSPC’s charge for the Sustainable Stewardship and Access Working Group. The group’s charge was to explore ways of developing prospective collection development at the
network level, address full collections lifecycle stewardship. It also was the next step in addressing challenges identified in the Call-to-Action surveys.

The group’s recommendations acknowledge the need to adopt a long view regarding stewardship goals and finding balance over the long term. The group developed a vision of partner libraries sharing responsibility for purchasing and description, applying distributed expertise to focused collections, using systems designed to enhance cross-institutional and cross-functional cooperation. CRL is uniquely positioned to foster this work by employing strong organizational models, strong financial models, and an expert network that embeds its work in equity.

Carter discussed Educopia’s work. As vice chair of CSPC, she had been the liaison to ICCG. The previous surveys had offered opportunities for CRL to clarify its value proposition and pivot to action and targeted solutions. Carter encouraged the voting council and their staff to attend upcoming Educopia meetings.

**Closing Remarks**

In closing, Eow thanked those in attendance, the Board of Directors, the committee members who had presented, and CRL staff. Next year’s in-person meeting will celebrate CRL’s 75th anniversary.

Meeting adjourned.