

OCLC ONLINE COMPUTER LIBRARY CENTER, INC.
Annual Meeting of the Trustee Members
November 11, 2013

The Annual Meeting of the Trustee Members of OCLC Online Computer Library Center, Inc., pursuant to the notice of the Secretary dated October 31, 2013 and in accordance with Article VI, Section D of the Code of Regulations of OCLC Online Computer Library Center, Inc., convened at 11:50 a.m., November 11, 2013, at OCLC, 6600 Kilgour Place, Dublin, OH. Ms. Yee presided, and Mr. Houfek kept the records of the meeting.

Larry Alford
Edward W. Barry
Maggie Farrell
Tony Ferguson (via conference call)
Cindy Hilsheimer
Kathleen Imhoff
Barbara Lison
Bernadette Gray-Little
James Neal
Loretta Parham
John Patrick
David Roselle
Brian Schottlaender
Sandra Yee
Jennifer Younger

Trustees Absent:
None

Also, present for all or portions of the meeting:

Berndt Dugall, Guest & Trustee Elect
James T. Houfek, Vice President, General Counsel and Secretary
David (Skip) Prichard, President and CEO
Rick J. Schwieterman, Executive Vice President, Chief Financial Officer
Tammi N. Spayde, Vice President, Corporate Human Resources

Upon motion duly made and seconded, the Trustee Members unanimously approved the minutes of their November 5, 2012 meeting.

Upon further motion duly made and seconded, the following resolution was considered:

RESOLUTION

RESOLVED, that the actions of the Board of Trustees and the Officers of OCLC taken in the past twelve months are hereby ratified and affirmed.

There being no further discussion, the above resolution was unanimously approved by the Trustee Members.

The Board Governance Committee then proffered the following resolution to the full Board for approval:

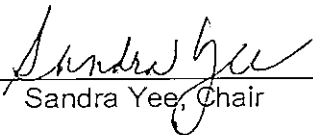
RESOLUTION

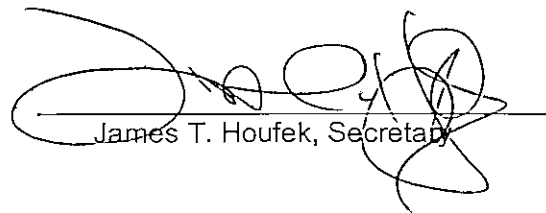
RESOLVED, That Bernadette Gray-Little and Kathleen Imhoff are hereby elected to a one year term on the Board of Trustees, which will end November, 2014, and James Neal and John Patrick are hereby elected to a four year term on the Board of Trustees, which will end November, 2017, and,

FURTHER RESOLVED, That the Board acknowledges the actions of the Global Council on April 25, 2013, wherein Berndt Dugall was appointed to the Board of Trustees for a four year term, which will begin following the Trustee Member Meeting on November 11, 2013 and end in November, 2017.

Coming from the Committee and no second being necessary, the above resolution was unanimously approved, with the exception of Ms. Imhoff, Ms. Gray-Little, Mr. Patrick and Mr. Neal, all of whom abstained.

Ms. Yee then called for other business, and there being none, she requested a motion for adjournment and upon motion duly made, seconded and unanimously approved, the meeting was adjourned at approximately 11:55 a.m.


Sandra Yee, Chair


James T. Houfek, Secretary