

# Draft Apereo Board Meeting Minutes

28 February 2024

## Officers:

- Chair: Anne-Marie Scott
- Vice Chair: Josh Wilson
- Secretary: Francois Campbell
- Treasurer: Theresa Rowe
- Executive Director: Patrick Masson

## Attending:

- Francois Campbell
- Inge Donkervoort
- Shoji Kajita
- Thierry Koscielniak
- Patrick Masson (ex officio)
- Sam Lee Pan
- Salvador Pellicer
- Theresa Rowe
- Anne-Marie Scott
- Wes Turner
- Josh Wilson

## Absent with apologies:

- Clint Lalonde
- Stuart Phillipson

## Absent:

- **None**

## Guests:

- **None**

**Quorum: 9**

**Called to Order: 09:01 EST**

**Agenda:**

**1. Secretary's Report**

- a. Minutes of the January 2024 Board Meeting
  - i. Review of minutes
  - ii. **MOTION (Forwarded Anne-Marie Scott :, Seconded: Inge Dokervoort ):**

**2. Treasurer's report**

- a. February 2024 Finance Committee meeting minutes (CANCELLED).
  - i. No concerns at this point. Open for discussion and questions as it is quiet at the moment.
- b. December 2023 Financial Reports (Directory of all files).
  - i. No concerns at this point.
- c. January 2024 Financial Reports (Directory of [all files](#)).
  - i. No concerns at this point.

**3. Executive Director's report**

- a. Key activities for February 2024
  - i. Overview provided and open to comments and queries.
- b. **MOTION:** Approve six month leaves of absence for Clint Lalonde and Stuart Phillipson to run February 28, 2024, through August 27, 2024, reducing the membership of the entire Board by two members. **(Forwarded: Francois Campbell, Seconded: Sam Pam Lee ):**

**4. Old Business (Matters Arising)**

- a. Review of final Development and Sustainability Sub-Committee *(Previously approved, the Board requested the final wording.)*
  - i. Enquiries included, timeline discussed.
- b. Contracting
  - i. Apereo Community Mgmt Agreement and SOW March 2024
    - 1. **MOTION: (Forwarded Anne-Marie :, Seconded: Inge ):**
      - o Overview provided.
  - ii. Professional Services Agreement, Communications Manager
    - 1. **MOTION: (Forwarded: Josh , Seconded: Francois ):**
      - o Overview provided.
      - o Clarifications requested and provided.

- c. Draft membership types, services, and contributions.
  - i. Previously Reviewed (provided for context)
    - 1. Community Membership
      - o Community Member Agreement
        - i. Fee : Discussed
    - 2. Foundation Membership
      - o Professional Services
  - ii. For Review
    - 1. Individual Membership
      - o Proposed Membership Schedule
    - 2. Sustaining Membership
      - o Proposed Membership Schedule
    - 3. Commercial Membership
      - o Commercial memberships are based on Moodle's and OpenEdX's "preferred partnership" programs.
    - 4. Friends of Apereo (unchanged)
    - 5. Working Membership Revenue
  - iii. Discussion & Questions
    - 1. General issues (likes/dislikes)?
      - o Still concerns over clarity of each (simplify and streamline).
      - o Still some concern of naming conventions and prior Apereo memberships.
      - o Buckets are generally correct (membership types), branding and messaging is off.
      - o
    - 2. From an institutional perspective, can you differentiate between these membership types?
      - o Deep dive into making it much more consumable for stakeholders at various levels for comprehension and how it is experienced by the leadership.
    - 3. What areas are confusing, unclear, or verbose?
      - o Review of the content being presented to stakeholders
      - o Further refinement to be made and per suggestions.
      - o Marketing material in future development.

## 5. New Business

- a. Board Development
  - i. Board Profile – fill out your line!
    - 1. Discussed, ACTION: Request for completion of the form.
  - ii. Introduce job descriptions
    - 1. Board Director roles, draft
      - o Emphasized.
    - 2. Officers

- Chair
  - Vice Chair
  - Secretary
  - Treasurer
- iii. Discussion:
    1. Question for the board: what skill sets and domains of experience/expertise do we need?
    2. Suggestion: we need more external viewpoints as we recruit new board candidates. (Ask for board's reaction to that)
  - b. Elections
    - i. Anne Marie and Francois rolling off (Organizational seats)
      1. Process for/behind recommendations/nominations: promotion, recruitment?
    - ii. The General Meeting will be at OW2 in June.
    - iii. First Monday in April call for nominations
      1. Emphasized.
  - c. Individual Membership Campaign
    - i. Add two individual seats, one this year?
      1. Requested change and motivated.
    - ii. Outreach to project communities for individual memberships
      1. Process to enable and implement this.
    - iii. Discussion
      1. Queries and responses.
    - iv. **MOTION:** Add one Apereo Board Individual Member Board Seat. With the seat up for election in 2024. (**Forwarded: Josh , Seconded: Salvador )**
  - d. Strategic planning
    - i. Feedback from the survey.
    - ii. Five proposed Strategic Pillars for Apereo
    - iii. What feedback can people offer about the pillars? (Complete the survey before the meeting: <https://forms.gle/KEAgrfwNyda2jbz9>)
  - e. **MOTION:** Suspend the Dolphin Awards until they can be better aligned with Apereo values/mission/scope. (**Forwarded: Anne-Marie Seconded: Thierry ):**
  - f. Support for the open source software Apereo relies on (CiviCRM, Drupal, OSL).
- 6. MOTION:** Adjourn the Meeting (**Forwarded: Josh, Seconded: Francois ):**

Adjourned 10:02 AM EST