

Apereo Board Phone Call, 22 April 2014

Officers:

Chair: Theresa Rowe

Secretary: Doug Johnson

Vice Chair: Jim Helwig

Treasurer: Charlie Leonhardt

Executive Director: Ian Dolphin

Called to Order: 4:04 PM EDT

Adjourned: 5:00 PM EDT

ATTENDING

Theresa Rowe, Chair

David Ackerman

Josh Baron

Tim Carroll

Ian Dolphin

Jim Helwig

Doug Johnson

Shoji Kajita

Charlie Leonhardt

Robert Sherratt

Steve Swinsburg

Absent: John Lewis, Alain Mayeur, David Kahle

AGENDA

(1) Approval of Minutes from 12/17 and 1/21 (Doug Johnson)

- Edits for the March minutes were proposed and approved.

(2) Review of Financial Reports (Charles Leonhardt)

- Recent pattern of deficit spending is a concern; though incoming membership dues are starting to redress some of the imbalance.
- Intent to finalize budget within next month with adjustments primarily to travel.
- Need to work with membership to develop a new dues structure. This is already being brainstormed with intent to involve broad input.
- Suggestions we should align timing with July 1 to June30 FY in North America (while considering alignment with non-NA FYs)
- How do we get this up and running? Two or three Board members (Charlie, David, Doug) plus Ian and Charlie plus a small number of community members will sketch out a proposal for next Board meeting with goal to present to community at OpenApereo Conference.
- Josh: We should consider an assessment of current membership to project/speculate about schools that, in particular, might be looking at other LMS solutions.
- Ian: Strategy of working on diversification of projects so that no one project (i.e. Sakai) becomes critical to the success of the organization.

(3) Executive Director Notes

- Board Elections - A timetable has been put forth [see document "Board Elections Timeline 19Mar2014]. With the closing date for nominations coming on 22 April, we have two nominations for four positions.
- Moving carefully but positively working on possible agreement between Apereo and InCommon
- A number of new commercial affiliate applications have been received and are put forward for approval. Jim Helwig moved approval; Theresa Rowe seconded. All approved and will be announced at a future date.
- Incubation is going extremely well. All projects but one are moving forward effectively. But: we have a small group of mentors who have been very effective; but we need to draw in more mentors in order to maintain and expand program. Suggestion: Review conference registrations for likely mentors and approach them personally.
- Incubation candidate: PESC CDS Taskforce EDexchange Project. "EDexchange provides the open source building blocks necessary to create and maintain a web services network for the secure exchange of education data." Consensus of Board is that this would add an interesting diversification of the Apereo Portfolio. Current state of approval by Incubation Working Group is unclear; but Josh Baron moved and David Ackerman seconded. Approved pending Incubation Working Group decision.

(4) New Business

- Draft ED job description. Jim Helwig moved to table until next meeting to allow more time for edits/comments; Josh Baron seconded. **Tabled**. Doug will put draft in Board Google Docs site.
- Volunteers for membership structure work. Discussed earlier (cf.)

(5) Old Business

- Review and recording of Board Elections. Timeline circulated by Ian. Need to update with date for Apereo General Meeting. Need to update process with Institutional representatives allowed to identify another representative from their institution AND for proxy voting.
- Status of nominations: Current state is two nominees for four positions. We also know of two or three nominations "in the pipeline" before midnight tonight (EDT).
- Discussion on Sakai talking points distributed by Josh

(6) Events Updates and Feedback - Quick Comments

- Conference Board Activities – Board meeting 10 AM Sunday before the Annual General Meeting at OpenApereo
- OpenApereo registrations open.
- Should we schedule an interim Board meeting? – Email Theresa if you think we need to

Meeting adjourned at 5:00PM (EDT)

Future Agenda Items

- **Discussion - Performance Goals for Executive Director**
 - Ian Dolphin. 2-3 goals

- **Planning for future events**
 - Educause National - proposals.

Pending Action Items:

1. **Best Size of Board** (21 January)
 - a. David Ackerman suggested that interim Board appointments not count against the two-term limit. **Approved by consensus, 18 March 2014.**
 - b. Ian suggested newly elected offices not be on the roll-off list. **Approved by consensus, 18 March 2014.**
 - c. Ian will draft an election schedule and an email calling for nominations. **[Done]**
 - d. Details for next election cycle to be finalized at an upcoming Board meeting

2. **Executive Director Performance Goals** (21 January)
 - a. Ian will draw up a draft set of performance goals; these shall be a topic of conversation for a future meeting. Theresa will approve the final set of goals.
 - b. Draft job description is now in review; performance goals will be drafted in light of the final job description. **[22 April]**

3. **Additional Position Discussion** (21 January)
 - a. Adding an additional staff member is primarily a budget issue. Chicken-egg issue: budget for staff not really available; but the new position may be important for generating additional revenue.
 - b. Board will discuss this as part of the financial discussion next month. **Note: Discussed but not yet resolved.**

4. **Posting Minutes** (21 January)
 - a. Ian, Tim, and Doug will coordinate on a process for approving and posting minutes.
 - b. Current process appears to be that Doug will submit minutes to Theresa and Ian for edits as necessary; minutes are then placed before Board for approval. Upon approval, Ian will forward minutes to Web services.

5. **Discuss presence of commercial affiliates on Board** (18 March)
 - a. There is broad agreement across the Board that the vendor viewpoint is a valuable perspective
 - b. How to deal with vendors and board representation should be defined and rules added to the by-laws.

6. **ED job description** (22 April).
 - o Draft composed from web-posted job descriptions of Executive Directors of not-for-profit organizations, non-governmental organizations, and higher education foundations.
 - o Doug will put draft in Board Google Docs site for comments/suggestions. **[Done]**