

Apereo Board Meeting Minutes: May 16, 2017

Officers:

Chair: David Ackerman

Treasurer: Charlie Leonhardt

Vice Chair: Lucy Appert

Secretary: Doug Johnson

Executive Director: Ian Dolphin

Called to Order: 0904 AM EDT

Adjourned: 1101 AM EDT

ATTENDING

David Ackerman

Lucy Appert

Alan Berg

Susan Bramhall

Cheryl Brown

Tim Carroll

Ian Dolphin

Laura Gekeler

Mathilde Guerin

Jim Helwig

Doug Johnson

Shoji Kajita

Charlie Leonhardt

Theresa Rowe

Guest: Linda Cooper, finance agent

Apologies in Advance: John Lewis

Absent w/o notice:

Approval of Minutes:

- March Minutes were uploaded late last month and were tabled for review this month
 - **Moved:** Jim Helwig **Second:** Theresa Rowe
 - **Approved Nem Con**
- April Minutes
 - **Moved:** Jim Helwig **Seconded:** Lucy Appert
 - **Approved Nem Con**

Finance Reports

- Detailed discussion of budget to "catch up" on last couple months;
- Extended discussion of billing/invoicing process that identified points of lack of clarity in how Apereo invoicing is, and should be, taking place;
 - Ian took Board feedback and will discuss with Billing/Invoicing service
- Chuck Severance has personally funded the Sakai Fellows program for this year;
 - **The Board expressed its deep gratitude for Chuck's generosity**

Applications for membership

- Edalex
 - Australian development company; major source of software development for various projects, some of which are considering entering incubation
 - Because the projects in question have not yet requested incubation, Theresa Rowe **Moved to approve the Edalex request in principle** contingent upon resolution of licensing issues related to one or more of the interested projects; **Seconded:** Alan Berg
 - **Approved Nem Con**
- im+m
 - Educational consulting firm out of Washington, D.C.
 - **Approved Nem Con**

Board elections: Vacancies and timetable

- Candidates
 - There are 5 candidates for 5 seats. How should the election be handled?
 - Consensus is to use the past process as familiar to all participants, despite it being somewhat "cumbersome" under the circumstances.
 - **A volunteer is needed to manage of face-to-face ballots** prior to the AGM at the upcoming Open Apereo Conference.
- Individual Membership
 - Individual Membership to be promoted before and at the Open Apereo Conference
 - Election of Individual Member Director to be scheduled for Fall 2017

South Africa

- Report and a proposal from South Africa; Affiliate membership
 - Ian met with representatives of member and non-member institutions at the event, and there were signs that some institutions were or may be ready to join (Witwatersrand, Western Cape) at standard rates. A number of smaller institutions have adopted Sakai, but have significantly lower turnover, and operate against the backdrop of a sharp drop in the value of the Rand against the dollar. The consensus of the representatives I met was that a non-voting "affiliate" or "associate" membership around the R3500 mark (around \$260) would act as an on-ramp to engagement.
 - The Board liked the Affiliate Membership category but expressed some concern about modeling this specifically on South African currency;
 - Board is very supportive of the "on-ramp" concept.
 - Suggestion to move forward with this in the South African context while continuing discussion about whether or not Affiliate Membership and associated pricing needs to be defined more broadly.
 - Theresa Rowe **Moved to create a non-voting, Affiliate Membership with the "price point" to be determined by the Executive Director based on local circumstances;** **Seconded:** Lucy Appert
 - **Approved *Nem Con***

Licensing Report (Details are in the May Board Folder and were circulated Monday May 15th)

- Summary proposals from Licensing Group
 - 7.i Appoint Lars Kiesow (Opencast) and Travis Schmidt (CAS) to Licensing Group
 - 7.ii.a No longer require that Contributors signing the Individual Contributor License Agreement (ICLA) provide a phone number.
 - 7.ii.b Delegate to Licensing group whether to continue accepting phone number as an optional field, or remove the field entirely to simplify, or even to drop historically collected phone numbers from records, or whatever. That is, requesting a phone number from ICLA signatories and maintaining a registry of such phone numbers becomes an operational implementation detail rather than a policy.
 - 7.iii.a Start accepting an optional "preferred name" (Apache calls this "public name") from ICLA signatories, in addition to the currently required legal name.
 - 7.iii.b Prefer using "preferred name" when available for all public purposes (e.g., CLA signatory roster).
 - 7.iv.a There should be content on the Apereo website acknowledging the existence of the Apereo Licensing and Intellectual Property group.

- 7.iv.b That content should publicly document the group’s membership, in the interest of transparency.
- 7.iv.c Therefore the Licensing group is authorized to update the Apereo website in ways fulfilling this policy.
 - Jim Helwig: **Moved to accept the recommendations from the Licensing Group** **Seconded:** Alan Berg
 - **Approved *Nem Con***

Major Institutional Issues: Open discussion on the major challenges facing your institution currently

- *Tabled due to time constraints*

Consent Platform (See ED's Notes in May folder)

- *Tabled due to time constraints*

xAPI Profiles engagement from DISC (See ED's Notes)

- *Tabled due to time constraints*

Next Board Meeting will be face-to-face at Open Apereo, Monday 5 June

Adjournment:

- **Moved:** Laura Gekeler **Seconded:** Jim Helwig
 - **Approved by consensus**

Meeting adjourned at 10:05 (EDST)

Information Items

Forthcoming Events

- Open Apereo 2017 + Folio event, June 4th-8th, Philadelphia
- uPortal Collaboration at Open Apereo 2017
- OER '18, April 2018: <https://oer18.oerconf.org/>
- Ian has been asked to speak at the 2017 ICDE LEADERSHIP SUMMIT (<https://psummit2017.wordpress.com/>);
 - As this places Apereo before a new and significant constituency, he has agreed.
- **More events** will be listed at <https://www.apereo.org/events>

Pending Action Items

[Note: Recently completed Action Items are in **Brown** and will be removed in the next iteration of the Board Minutes. Changes and updates are in **Red** through subsequent Board meeting following the change.]

1. **Executive Director Performance Goals (On the agenda for the new Remuneration Committee)**
 - ED Performance Goals subsumed into Organisational Health Measures, subject of Board retreat in NYC in April, 2015
 - Ian will draw up a draft set of performance goals; these shall be a topic of conversation for a future meeting. Board will review, and Board Chair will approve the final set of goals. [Discussed Feb. 2016]

2. **Additional Position Discussion (21 January 2014)**
 - ***Tabled subject to available finances***
 - Primary thinking is a “community manager” to focus on growing existing communities (regional and others) and facilitating new communities.

2. **Inbound licensing**
 - Discussion tabled in Oct. and Nov. needs to be brought forward to completion