Apereo Board Meeting Minutes: January 15, 2019

Officers:

Chair: David Ackerman   Vice Chair: Lucy Appert
Treasurer: Charlie Leonhardt   Secretary: Doug Johnson
Executive Director: Ian Dolphin

Called to Order: 1003 PM EST	Adjourned: 1100 PM EST

ATTENDING

David Ackerman	Mathilde Guerin	Charlie Leonhardt (nv)
Lucy Appert	Jim Helwig	Jeremy Rosenberg
Francois Campbell	Doug Johnson	Anne-Marie Scott
Ian Dolphin (nv)	Shoji Kajita	
Laura Gekeler	Boeta Pretorius	

Apologies in Advance: Cheryl Brown
Absent w/o notice:

Determination of a Quorum:[1] Quorum is achieved.

Approval of December 2018 Minutes:
- Suggested edits: Minor edits to phrasing of RFP process and results.
- **Moved to Approve**: Lucy Appert   **Seconded**: Francois Campbell
    - **Approved *Nem Con***

Matters Arising from December Meeting:
- None raised.

Decisions made by the Board between December and January meetings:
- The Board discussed and voted by email to give Ian a small bonus for his efforts over the 2018 year.

Financial Reports & Narrative
- Finances continue to be stable and reflect rough parity with this point in previous years.

Growing membership
- Progress in Strategic Development work:
    - Challenges to open source

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[1] **Article VI (7) Quorum**
"Fifty percent (50%) of the entire Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The Board of Directors shall not conduct any formal actions, motions, decisions, policies or any related functions on behalf of the Foundation absent a quorum, unless specifically allowed under these Bylaws. The Directors present at a duly organized meeting of the Board of Directors may continue to do business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum. Less than a quorum may adjourn any meeting of the Board of Directors." The Board currently has 12 voting Board members (nv = non-voting).

- o Documents *Benefits of Open Source in General Terms*, *Benefits of Open Source in Higher Education*, *Join Apereo* message (articulating a core message) were developed and being made public;
  - o Re-working of the Apereo website has been presented for community consideration and feedback
  - o
- Recruitment challenges
  - o Reworking dues structure to address variations in higher education funding, currency exchange rates, types of relationships (e.g. communities rather than software adopters), including flexibility for other, sometimes "on-the-fly" strategic benefits.
  - o Not all Apereo-supported products are necessarily "mission critical." Therefore, some may not "appear" to institutional executives and may fly "below-the-radar" (e.g. Xerte); which makes getting agreement to make some kind of dues or other payment in support of Apereo and the software community.
  - o What are the barriers to getting institutions to join Apereo? How can we remove or lower those barriers?
- Role(s) of the Board
  - o Shaping messaging
  - o Communicating with external professional and other networks
    - ▪ Need to avoid being perceived as "commercial advertising"
    - ▪
  - o Communicating with software communities with which they (or their institutions) are connected
  - o

Other Business

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Motion to Adjourn: Anne-Marie Scott   **Second:** Boeta Pretorius
          Approved *Nem con*.
          Adjournment: 1100 hrs (EST)

Forthcoming Events

- 2-6 June -- **Open Apereo** (7 June: Board Meeting)

- **Apereo Webinars:** https://www.apereo.org/content/apereo-events

- **More events** will be listed at https://www.apereo.org/events

Executive Director's Notes
Items presented to the Board but not discussed in the Board meeting

1. **Strategic Development work** is progressing more slowly than anticipated, with fewer active volunteers than was anticipated.
    1. **Theme 1: Membership and Financial Health**
       Members: Cheryl Brown, Boeta Pretorius, Ian Dolphin
        1. Three key documents – the case for joining Apereo, and the Benefits of Open Source software have been completed. The case for joining Apereo has been deployed, the remaining two documents await the website refresh.
        2. Accounting RFP – oral report at Board meeting.
        3. Advice has been provided by Rehmann's on cash vs accrual accounting. Under review.
        4. The group is moving to review actual membership dues levels in the new year
        5. **Given the significance of this strand, the Board should consider whether current levels of volunteer support are appropriate .**
    2. **Theme 2: Partnerships**
       Members: Anne-Marie Scott, Laura Gekeler, Ian Dolphin
        1. A meeting with ESUP-Portail took place in Edinburgh in November. This laid the basis for a renewed MoU
        2. A call with LAMP took place in early December, focussing on information exchange around current activities
    3. **Theme 3: Communications, Outreach and Engagement**
       Members: Jim Helwig, Lucy Appert, Mathilde Guerin, Christian Murphy, Ian Dolphin.
        1. See Theme 1 above for content development.
        2. An outline structure for a major revision of the Apereo Web site has been drafted
        3. A proposal to solicit community discussion on an appropriate platform was agreed and drew comments from the community via the open list. An initial platform conversation took place in early December to discuss criteria, and draft criteria produced. Arlen Johnson, Christian Murphy are taking technical considerations around platform choice forward and are seeking to engage Bryan Ollendyke in this conversation
        4. New best-practice vignettes have been requested from LAMP and openEQUELLA
        5. A catalogue of survey work around faculty and student expectations has commenced and is available in draft form.
        6. A catalog of existing dissemination channels is taking shape
    4. **Theme 4: Recognition Programs and Development Opportunities**
       Members: Cheryl Brown, Lucy Appert, Anthony Whyte, Ian Dolphin
        1. ID progressing this with Cheryl B and Anthony W. ATLAS planning is proceeding well.
    5. **Theme 5: Software Community Health**
       Members: Laura Gekeler, Anne-Marie Scott, Miguel Laginha, Julian Tenney, Janice Smith, Ian Dolphin
        1. Draft metrics have attracted some discussion on the open list, although insufficient to judge consensus. Immediate next steps are to review the proposal in the light of discussion, amend if appropriate and republish. Scheduled for January
    6. **Theme 6: Foundation Services and New Ideas**
       Members: Francois Campbell, Julian Tenney, Jacques Raynauld, Miguel Laginha
        1. Process for new service ideas agreed and published. Awaiting proposals to test.

2. An Apereo Software Community infrastructure catalog is growing – aiming for completion in early January

2. **Incubation**
   1. The Incubation Working Group met and reviewed reports on
      1. Tsugi
      2. Notifications Backbone
   2. The group also considered the Ethical OS Toolkit, and its relevance for Apereo. Agreed further investigation and discussion would take place
   3. The group reviewed current incubation material on the Apereo website and agreed finer granularity was required
3. **OAE Migration**
   1. The ESUP-Portail hosted Apereo OAE tenant requires some further cleanup. It will be complete by the new year. (Currently waiting for action by ID)
4. **Open Apereo 2019 Call for Proposals** issued Wednesday 12th December. Event them "Affordability and Innovation for Higher Education". Good twitter coverage, will need renewed cover in the new year. Thanks to all who helped.
5. **Other Events**
   1. Sakai Camp, 27th-29th January, Orlando
   2. Apereo Europe/ESUP-Days 2019 5th February, Paris
   3. Ja-Sakai – end March
   4. Apereo Africa 15th-17th April, Cape Town

Action Items

Date	Item	Target Completion	Responsible
17 April 2018	Review actions and effort required of accounts; use this to evaluate performance vs. cost; develop ITN if necessary.		Charlie
17 April 2018	Ian will set up email list for Welcoming Policy Duty Officers; finalize wording and update policy; distribute.	*Completed*	Ian
17 April 2018	Ian will schedule subcommittee meeting to finalize Strategy Document; subcommittee will prepare that document for release to the Apereo Community.	*Completed*	Ian
15 May 2018	Review and update welcoming policy based on comments in May Board call.	*Completed*	Ian
15 May 2018	Review recent open forum posts in light of suggestion that some "guidelines for appropriate participation" might be in order. Suggest guidelines as appropriate.	*Completed*	Jim, Theresa
July 2018	RFP for accounting firm.	*Completed*	Charlie, Ian
18 Sept 2018	Clarify timeframes, means of measuring, and who is gathering data for different KPIs and add to document.	October 2018	Ian