

# Apereo Board Meeting Minutes:

## 28 May 2020

**Officers:**

Chair: Anne-Marie Scott

Vice Chair: Lucy Appert

Treasurer: Tim Carrol

Secretary: Francois Campbell

Executive Director: Ian Dolphin

**Called to Order: 16:00 SAST**

**Adjourned: 17:00 SAST**

### **ATTENDING**

Ian Dolphin (nv)  
Boeta Pretorious  
Mathilde Guerin  
Jim Helwig  
Anne-Marie Scott  
Francois Campbell  
Salvador Pellicer  
Tim Carrol (nv)  
Laura Gekeler  
Laura McCord  
Thierry Koscielniak

Quorum is achieved: 9

### Agenda

1. Apologies for Absence: Lucy Appert
  - a. Noted Absences

- i. Matthew Roscoff
- 2. Minutes of the Previous Meeting (April 7)
  - a. Accuracy
    - i. Small adjustments made
    - ii. Moved and seconded.
  - b. Matters Arising
    - i. None
- 3. Officers decisions since inquorate April Call
  - a. Board Election and AGM Postponement to the Northern Fall (retiring Board members may retain Board membership until this point if they are willing)
    - i. Moved and Seconded
  - b. AXIES MoU - In principle agreement
    - i. Moved and Seconded
- 4. Financial Reports
  - a. Standard reports
    - i. Discussed and noted the impact of changes made to the collection process.
  - b. Membership list
    - i. Noted change in memberships and
    - ii. Changes to the reporting is requested and will be followed up on
- 5. Application for membership as Commercial Affiliate: Kanematsu Electronics
  - a. Moved (Boeta Praetorius ) and seconded ( Francois Campbell )
- 6. California Community College Tech Center Incubation Proposal for circulation to open list
  - a. Board reviewed and happy to approve for submission to list.
- 7. Open Apereo 2020 Online
  - a. Resilience Network update
  - b. General update and promotion
    - i. Africa general and South Africa to receive some additional focus.
- 8. OpenEdTech initial conversation - proposals for dialog
  - a. Further discussions and a focus on governance and transparency being imperative
  - b. Willingness to further explore and collaborate
- 9. ED Contract update (ID will leave the call for this item)
  - a. Discussing the bridging contract in order to draw up a longer term contract with a redrafted role description.
  - b. Moved ( Laura Gegler ) and Seconded ( Boeta Pretorius ), no votes against.

Items for Future Board Call/ongoing effort:

Apereo Values document / continuing revisions, please review

ED Performance Review

Welcoming policy/Code of conduct suggested addition

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**Note: 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 11 voting directors

**Meeting adjourned: Moved and seconded.**