

# Apereo Board Meeting Minutes:

## 30 July 2020

<b>Officers:</b> Chair: Anne-Marie Scott Treasurer: Tim Carrol	Vice Chair: Lucy Appert Secretary: Francois Campbell
Executive Director: Ian Dolphin	
<b>Called to Order: 15:00 SAST</b>	<b>Adjourned: 16:00 SAST</b>

### ATTENDING

Ian Dolphin (nv)  
Lucy Appert  
Boeta Pretorious  
Jim Helwig  
Anne-Marie Scott  
Francois Campbell  
Laura McCord  
Salvador Pellicer

Quorum is achieved: 7

### Agenda

1. Apologies for Absence:
  - a. Noted Absences: Mathilde Guerin, Tim Carrol, Thierry Koscielniak, Matthew Roscoff
2. Minutes of the Previous Meeting
  - a. Accuracy
    - i. Moved and accepted.
  - b. Matters Arising

- i. Meeting re Incubation/Acceleration sced late August
      - 1. Agreed
    - ii. Incubation process amendments with IWG. Board approve via email?
      - 1. Agreed
- 3. Financial Reports
  - a. Donation from Charles Severance - Note
    - i. 001 of Friends of Apereo
  - b. Membership list
    - i. Discussed current status and concomitant action
  - c. Open Apereo 2020 Out-turn
    - i. Better than break even achieved, funds will be deliberated upon and assigned to suitable funding pool(s).
  - d. Financial reports
    - i. Continued discussion on clearer status indicators for trends.
      - 1. Modeling based on scenarios
      - 2. Projections
      - 3. Contingencies
    - ii. Further discussion on attracting new members
    - iii. Covid-19 Impact being discussed in terms of budgets and contributions from institutions, and the efforts to be made.
      - 1. Mitigating factors discussed and required actions planned.
      - 2. Shifting funding, roles and models ( Strategic vs Commodities )
      - 3. Consultancies
  - e. Audit Progress
    - i. Critical documentation has been collected and final outstanding documentation to be collated and the process to be given energy and commitment.
- 4. Board Elections: Draft Timeline
  - a. Amendment to be made to consider US Holidays
  - b. Consensus achieved.
- 5. Open Apereo 2021 Discussion
  - a. (for consideration) "That Open Apereo 2021 be planned in the first instance as a virtual event, with face to face components added if they become feasible."
    - i. Visas, Travel, Budgets are leading us to believe that Virtual Events would be the most appreciated.
    - ii. Focus on discussions about planning and immediate actions.
    - iii. Moved (Lucy) and seconded ( Jim )
- 6. Value/Values Document refresh. Progress and discussion.
  - a. Board has committed to reviewing it
  - b. Intention and purpose of the document to be expanded upon
  - c. A reduced Single Pager to be developed for high level distribution
  - d. Decision on revisions to be finalised on-list.
- 7. August Board Call

- a. A poll on the August meeting will occur

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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 10 voting directors

Meeting adjourned: Moved and seconded.