

Apereo Board Meeting Minutes:

28 January 2021

Officers:

Chair: Anne-Marie Scott

Vice Chair: Boeta Prestoria

Treasurer: Tim Carroll

Secretary: Francois Campbell

Executive Director: Ian Dolphin

Called to Order: 16:00 SAST

Adjourned: 17:02 SAST

ATTENDING

Ian Dolphin (nv)
Anne-Marie Scott
Francois Campbell
Salvador Pellicer
Sam Lee Pam
Boeta Pretorious
Shoji Kajita
Stuart Phillipson

Quorum is achieved: 7

Agenda

1. Apologies for Absence: Mathilde Guerin (U La Rochelle meeting Thierry Koscielniak s, (EUNIS meetings), Matthew Rascoff (W Coast Timezone)
 - a. Matthew Roscoff
 - b. Tim Carroll
 - c. Laura McCord
2. Minutes of the October 2020 Board Call
 - a. Proposed and Seconded (Boeta, Stuart)
3. Decisions taken between Board Calls by list (**to note for minutes**)
 - a. AXIES MoU **Approved**
 - b. Seating Shoji Kajita as AXIES nominee on Apereo Board **approved**
 - c. **Agreed IWG proposal** to transfer Shuhari to “Un-sponsored Contribution” status
4. Financial Reports
 - a. To Note: Audit progress.
 - b. Treasurer Position - Tim Carroll willing to continue. **Prop, Sec and vote required.**
 - i. **Proposer: Francois Campbell**
 - ii. **Seconded: Anne-Marie Scott**
 - c. Reports from Accountants . Linda Cooper from Rehmanns will be on the call to answer questions at ten-past the hour.
 - i. Discussion on the reports
 - ii. Presented by Linda Cooper from Rehmanns
 - iii. Questions and answers for Linda
 1. Covid impact on funding, not much impact at this stage. We are expecting changes in the coming academic year.
 2. Formatting of narrative, queried and answered
 3. Cash flow and invoicing.
 4. A better indication of renewals will be gained within 2 to 4 months.
 5. Scenario planning and Plan B for potential funding shortfalls added to agenda's of the financial committee and Board as a whole.
5. Strategic Foci for 2021 (conclude discussion)
 - a. Actions - Priority Areas and Board Volunteers. “Talking Points” Paper . A short note on developing partnerships is also available
 - i. Discussion on the material
 - ii. Conference is extremely well supported by volunteer efforts
 - iii. UN Sustainable development goals,

- iv. Discussion on the papers
 - v. Discussion on products
 - vi. Covid is going to cast a very long shadow, what will be the impact of this on the document going forward.
 - vii. A question on a focus on positive reinforcement of open source versus a more realistic focus on negative feedback on Vended software.
 - 1. Capturing the experience.
 - 2. Stability of vended solutions during the pandemic versus Open Source solutions.
 - 3. Social Media strategy redevelopment.**
 - viii. Partnerships
 - 1. Advocacy.
 - 2. Differentiating ourselves from other initiatives.
 - 3. How do we amplify our voice and those of our partners to create and sustain software supporting learning, teaching and research.
6. Elect Board Finance Group
- a. Currently
 - i. Anne-Marie Scott
 - ii. Jim Helwig (Board approved Jim continuing in this role)
 - iii. Boeta Pretorius
 - iv. Laura McCord
 - v. Tim Carroll
 - vi. Stuart Phillipson Volunteer
 - 1. Proposer: Stuart Phillipson
 - 2. Seconder: Francois Campbell
7. **To Note.** Volunteers sought:
- a. Liaison Roles (Internal): Each Software Community (NOTE 1)
 - i. Apereo OAE
 - ii. Bedework
 - iii. CAS
 - iv. ELMS Learning Network
- 8.

Items for Future Board Call/ongoing effort:

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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, and two non-voting directors.

Meeting adjourned: Moved (Francois) and Seconded (Anne-Marie)