

# Board Minutes 2010 Oct 19

## Minutes of Sakai Foundation Board of Directors Meeting

October 19, 2010

Present: Josh Baron, Stephen Marquard, Michael Feldstein, Maggie Lynch, Ian Boston, John Norman, Chuck Severance, Ian Dolphin (ex officio), Mary Miles (staff)

Absent: Jutta Treviranus

Guest: Tamy Arthur (attended for the financial briefing only)

**Reminder:** The new meeting time will be the second Tuesday of each month, beginning at 11:00 a.m. Eastern time. Please allow 2 hours for these meetings. Mary Miles will add to the Board's Google calendar.

### Agenda:

- August minutes were approved.
- A Policy Committee, to be comprised of Maggie, Stephen and Ian Dolphin, was formed.
- The SCA agreement from Hallway Technology was approved.

### ED Updates:

- The timeline for upcoming board elections was reviewed. Several nominations have been received and are being contacted to verify their willingness to accept the position if elected. Specific nominations were not discussed with the Board. The board suggested changing the by-laws to require two (2) nominees for each open seat. This decision will be postponed until the JA-SIG merger is completed.
- The general financial situation continues as presented earlier, with a slight uptick in membership from both institutions and SCAs.
- Contingencies previously discussed will be enacted by January 1. Complete details will be sent to the Board in a matter of days.
- Ian will be actively involved in contacting members with outstanding receivables. Should help be required from the Board, Ian will request as needed.
- Looking at the organization as a whole (including all cash and all liabilities), there are more dollars in payables than in receivables. This does not include the cost savings that will be realized through implementation of the contingency plan. Ian and Tamy Arthur (Sakai accountant) are preparing projections for the next 3 months that would reflect those changes.
- The monthly cash flow has been brought into balance but the deficit has not been addressed. From January 1, the Foundation should be at break-even.
- The next issue to be addressed is a plan to increase income while holding expenses level, allowing the existing deficit to be reduced. As long as we are running at break-even, there is some time to address this. This issue, as well as a detailed report on receivables, will be a focus of the November board meeting.
- Foreign currency translations need to be addressed as many payables are being submitted in currencies other than US dollars.
- Maggie Lynch suggested that the Board consider identifying a policy regarding expenditures to include policies on both the approval of expenses and the collection of receivables.

### Other Business:

- **Treasurer's Role:** The Board suggested that an external Treasurer be sought to fill the role currently held by Michael Feldstein. This should be someone with financial background and experience in finance, with no interest in whether projects get done and how, but rather someone who would bring a strong financial perspective. This would not replace the work currently being provided by the Sakai accountant, but rather someone to review that work and provide their perspective. Maggie suggested that this should be someone external to the Board as well as external to both Sakai and JA-SIG. Ian has some suggestions and he and Josh will work on this until November, bringing it back to the Board for further discussion.
- **Apollo:** Michael Feldstein and Alan Marks were contacted by the Apollo Group regarding their interest in the Sakai Open Academic Environment. The Board agreed that the conversation should be shifted to the Steering Committee for consideration.
- **New Member Model Discussion:** At this time, Ian Dolphin is seeking agreement in principle only. There are three principles:
  - 1) Sakai is not adequately capturing hundreds of small schools and other small groups.
  - 2) Sustainability models - some schools have indicated they would be willing to pay more. Ian is seeking authorization to establish that "top tier" model.
  - 3) Allowing SCAs to re-sell memberships at the point of sale. That model is working with JA-SIG and there has been some uptick in memberships.
- **ACTION: Move forward rapidly but firmly on all three suggestions.**
- **Strategic Initiatives:** The response to the Sakai/JA-SIG merger has been very positive overall, with some taking a "wait and see" position. The next step is to form a joint working group to begin the more difficult task of planning next steps. The two strategic alliance committees will be combined into one to prioritize the remaining 10-16 items that need to be addressed in the next two weeks. A single joint mailing list will be created to address these questions, as well as a FAQ to answer some of the basic questions that have been received.
- **Sustainability Alliance Meeting:** Board Chairs and Executive Directors from the major open source higher education projects in the US (Kuali, Connexions, DuraSpace, Fluid, and OpenCast) met to discuss shared services and larger strategic alliance issues. The meeting was very positive and this group will come together for 1-1/2 - 2 days to work on these issues. Kim Thanos will facilitate and produce a report of this meeting.
- **Open Academic Environment Update:** There have been some server issues which have delayed the initial release. Ian is working with Alan Marks regarding finances. In the future, Alan Marks will produce a sort report on the status of this initiative.

- Naming of Sakai 3: There has been some discussion of a formal name for this project. Some concerns have been registered concerning the loss of branding. It was suggested that the Steering Group return to the issue, perhaps with the assistance of some marketing advice. Ian will return to Kim Thanos and the steering group on this issue.  
**Action: Josh Baron motioned and Maggie Lynch seconded that the Sakai 3 Project be put forward by the Board as an approved project. There was unanimous approval.**

With no further business before the board, the call ended at 1:05 p.m.

Respectfully submitted,

Mary Miles