OLF Board Meeting December 12, 2018 – Washington DC, – Minutes

In attendance: David Carlson (President) (DC), Sam Brooks (SB), Deborah Jakubs (DJ), Ross MacIntyre (via Skype) (RM), Kristin Antelman (KA), Mike Winkler (treasurer) (MW), Christopher Spalding (secretary) (CS), Stephanie Buck (assistance secretary) (SBu), Ginny Boyer (guest - OLE) (GB)

- Call to order and welcome from DC.
- *Approved:* Minutes: 10/29/2018 (Videoconference)
  - DJ moved for approval. Approved.
- Board Membership:
  - Update on Nominated Members: Cramer (Stanford), Chen (CALIS).
    - Mr. Tom Cramer (TC) has accepted seat on the OLF Board.
    - Mr. Chen has signaled interest to join, but is checking with his university policies (Peking Univ).
- Discussion: Representational structure of communities to Board membership.
  - Proposed approach to give OLF projects a voice:
    - Each board member will liaise with one of the foundation's communities.
    - The foundation's projects will self organize a Projects Committee. Said committee will have an ex-officio representative on the board.
    - Once a year, a member from each community will join a board meeting for updates and operational decision making.
    - The board will continue to focus and address on ways to give representational voice to the foundation's communities.
  - Proposed committees:
    - Project Committee -
      - Communities / projects will identify their own liaison to the board. Communicate with board each quarter. Committee of communities represented with an ex officio seat at each board meeting.
    - Infrastructure Committee -
      - Community volunteered systems and dev ops .
    - Marketing Committee -
      - Community volunteered marketing and outreach people. Help to organize WOLFCon.
      - Discussion on WOLFCon planning and dates:
        - Push out to later this year or next year.
        - Size, dates and cost not feasible this year.

- ○ Push for a FOLIO only meeting for May.
- ○ *Approved:* Liaisons from OLF Board to each project of community. **Description of responsibilities to be drafted and circulated to group early next year - SBu**.
  Decision made on who would liaise with each organization:
  - VuFind: TC, back-up CS
  - OLE: DJ
  - FOLIO: DC
  - Coral: DJ
  - ARC: DC
  - ReShare: MW
  - OKAPI: CS
  - GOKb: KA
  - Blacklight (needs invitation): TC
  - CC Plus: RM
- **Communities and Projects:**
  - ○ *Approved:* Charters & Members approved from past meeting (links to approved charters):
    - FOLIO
    - OLE
    - VuFind

  - ○ Active Interest (links to communities):
    - CORAL
      - KA sent letter of invitation;
      - We have not received official response;
      - Current process http://coral-erm.org/olf-discussion/ ;
      - License concerns: GPL license;
      - *Outcomes* from CORAL conversation:
        - **Need list of acceptable licenses - Ropes & Gray: CS**
        - **CS & MW to draft project exit clause for OLF Bylaws**
        - **KA to communicate decisions to CORAL**
    - ARC (Advanced Research Consortium):
      - Informal response keenly interested, official response and charter to be sent to us in near future.
    - ReShare
      - Charter approved unanimously.
    - OKAPI
      - Pull together FOLIO Product Council and ReShare to create/ propose OKAPI Charter.

- Lightweight governing organization (advisory group) to support multiple projects / communities using the software.
  - **CS and DC will put together charge for an advisory group**
  - GOKb (need final version of charter for formal vote of approval) - draft
    - Vote on charter postponed until next meeting.
- Proposed others projects to invite:
  - Blacklight
    - TC indicated at CNI that this is an unlikely partnership. Do not send letter of invitation.
  - CC Plus
    - **Gauge interest and send invitation letter: RM**
    - **CS to send prior invitations to RM as example**
  - ReCap
    - Conversations with Ian Bogus (Princeton).
    - Suggestion from Sebastian Hammer via email to join ReShare and not the OLF as a separate project.
- Discussion regarding charters:
  - Do the charters need legal review in case there is something that could jeopardize OLF?
    - **CS to ask Ropes & Gray for review needed points within charters**
      - Will there be legal costs for each project onboarding?
      - Legal requirements delivered with formal expectations letter?
      - Mechanism by which we transfer IP?
  - Cost for projects or communities to participate in the OLF?
  - What licenses?
  - What level of participation will be required by communities or projects to support OLF (i.e., committees, people)?

- OLF Website & Logo Selection:
  - Suggested logos
    - Decision made to use blue color, but send logo 3 back to designer to align first word differently.
  - Website update
    - Website out of date and missing information.
    - Need to address community policy, place for minutes and documents, annual reports, IRS documents, community links, service registry.
    - Unanimous approval to move forward with analysis and development with time and labor from EBSCO and TAMU.

- Budget update and tax filing report
  - Spending is on target for the rest of the year;
    - Highest expense is AWS, variable cost;
    - Discussion of accounting and charges regarding GitHub FOLIO organization (currently a commercial account with Index Data).
    - Discussion to move final services to OLF as shared infrastructure.
    - **MW to investigate moving the FOLIO GitHub project under the OLF.**
  - How does the OLF wish to cover administrative and infrastructure costs?
    - Discussion on 10K base costs with AWS and a la carte services as separate "pay as you go" costs.
- Staffing
  - Discussion regarding proposed managing director/development position
    - SB's thoughts that is should be overwhelmingly a fundraising position for FOLIO and/or OLE:
      - Fundraising first, managing day to day operations second;
      - Duties - prospecting, fundraising, relationship building.
    - DJ, DC and KA interested in staffing for administrative position and not just fundraising.
    - Agreement was made to investigate further ways to have the position split and have two positions (fundraiser and director):
      - OLF and EBSCO split funding for dual role;
      - Institutional "loan" of a person, like a fellowship, supported by the university.
    - **Job description needs revision - CS, DJ**

- Future Meetings
  - General Agreement: Quarterly meetings, with every other meeting in person:
    - ~~December 2018 = D.C. (@ CNI)~~
    - March 2019 = Virtual Meeting (DATE NEEDED)
    - June 2019 = London@JISC (DATE NEEDED)
    - September 2019 = Virtual Meeting (DATE NEEDED)
    - At some point in 2020
    - Offer from Ebsco (via Sam Brooks) for travel support of Board members if travel is to China or Europe.
  - Meeting Planning
    - **Doodle poll for March 2019 videoconference - SBu, CS**
    - **Doodle poll for June 2019 in London (plus FOLIO stakeholders) - SBu, CS**
    - **Doodle poll for Sept. 2019 videoconference - SBu, CS**

- Doodle poll for January 2020 OLF, OLE, FOLIO Stakeholders and WOLFCON super-meeting - SBu, CS