



Open Library Foundation Board Meeting Minutes

January 19, 2021, Virtual, 10:00 am – 1:00 pm EST

Present: Deborah Jakubs, Paula Sullenger, David Carlson, Sam Brooks, Tom Cramer, Beth German, Scott Anderson, Christopher Spalding, Stephanie Buck

Tom welcomed everyone to the first Board meeting of 2021. The Board introduced themselves to the newer members. Stephanie read a Motion of Recognition of David Carlson, past president of the Open Library Foundation.

Approved unanimously: November 2020 meeting minutes

Treasurer's Report & Accounting Update, Scott Anderson

We have no bills outstanding and we're current on all revenue and expenses.

Other financial items of note:

1. Audited 2020 and 2019 financials are nearly complete. The auditors are asking a lot of questions before they sign off on audited financials. Some of those questions are indicative of some new lines that we will need to track for the new membership model (revenue by membership class) because of the distinction between "benefits of membership." I will be conversing with them more to perhaps discover if "membership" is even the right term (it has tax connotations).
2. The 2019 990 has been filed.
3. The 2020 990 (6 month version, 1/1/2020 to 6/30/2020) is being worked on and is nearly complete. The six month filing will bring our tax and fiscal years into proper alignment. OLF has been "out of sync" for three years (either tax or fiscal depending on your perspective).
4. The daily OLF debit card limit was recently raised from \$10k per day to \$15k per day as we just breached the \$10,000 threshold on Amazon monthly charges in the last billing cycle for the FOLIO project.

There was discussion on the progress of separating Project funds from Foundation funds, and Foundation expected operating costs per fiscal year. The timing around invoicing and the governance process within FOLIO were discussed. The Board can expect an email check-in from the FOLIO treasurer mid-March.

Membership Update, Stephanie and Tom

As expected, FOLIO is the first official Member of the OLF as a Full Project. The membership committee continues to engage in conversations around membership with GoKB, VuFind and ReShare, who have all shown interest. CORAL will not be joining. The SMLLC was a barrier, but if communities/projects do not need the OLF to bank for them or hold their IP, then an SMLLC is not required. This has helped relieve some of the hesitancy.

ARC (Advanced Research Consortium) approached the OLF with interest in membership. They are based out of Texas A&M and have a strong membership of institutions. I spoke with Laura Mandell and ARC will join as an Associated Project. We can invoice ARC as soon as we have a Membership Agreement from legal, which should be soon. I suspect other organizations will also join at the Associated level. Institutions within ARC will be encouraged to support the Foundation as Associated Community Supporters.

Tom connected with Open Cataloging Rules. They are interested in the Foundation, but not yet ready for membership. Tom was also invited to attend a ReShare steering committee meeting. They expressed interest in the benefits of membership, expectations of member organizations, and governance of the Foundation. ReShare has a fiscal sponsor so wouldn't pursue a membership that requires an SMLLC.

WOLFcon Update, Stephanie Buck

The planning committee created a survey, which was sent out to contacts from each of the communities. They were asked to share it far and wide. The survey will help support the creation of the agenda, the number of sessions, need for additional meetings, etc.

The conference will be spread across several days. The committee will look to record sessions to allow those that can't attend live to also participate. They will work on the pricing strategy and a sponsorship need next.

There was discussion on how to best resource conference planning and of the potential goals for the conference.

Strategic planning session, All

The Board spent the remainder of the meeting working through strategic planning exercises and discussions. Directors and Officers participated and agreed on priorities for the Foundation for the next two-to-three fiscal years.

2021 OLF Board Meeting Dates

- April 22, 2021, 10AM - 1PM, EST
- June 22, 2021, 10AM - 1PM, EST
- September 22, 2021, 10AM - 1PM, EST

Respectfully submitted,
Stephanie Buck, Assistant Secretary