



Open Library Foundation Board Meeting Minutes

April 22, 2021, Virtual, 10:00 am – 1:00 pm EST

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

Tom welcomed everyone to the meeting.

Approved unanimously: January 2021 meeting minutes

Treasurer's Report & Accounting Update, Scott Anderson

The following report was approved unanimously by the Board. There was brief discussion around estimated operating expenses.

- Audited Jan 1 - Dec 31, 2019 and Jan 1, 2020 to June 30, 2020 [Financial statements](#)
 - Reminder, "2020" is only 6 months to align the OLF fiscal with the audited and tax years on the July 1 to June 30 cycle. Everything here forward is now on a July 1 to June 30 cycle (taxes, audited financial statements, fiscal year planning)
- Unaudited Statements / Information for 2020-2021
 - Unaudited [July 1, 2020 - March 31, 2021 Income Statement](#)
 - Unaudited [July 1, 2020 - March 31, 2021 Balance Sheet](#)
 - FOLIO, not reflected \$120k payment to Cornell late April 2021.
 - FOLIO, Amazon charges running about \$12k / month, will be paid via OLF through June 2021.
 - FOLIO, income/expenses will be segmented out from OLF income/expenses starting on/around July 1, 2021 (start of new fiscal year).
 - Any funds earmarked for anything specific in FY 2019 or 2020 will not carry forward into FY 2021 in a literal sense.
- 2017 OLF CY Tax Return Penalty (of \$9500) mitigation underway
- [2021-2022 Estimated OLF Operating Expenses](#) of \$49k

Foundation Progress Report, Tom Cramer

Tom reviewed activities that occurred between January and April, including strategic planning, Foundation Roundtable meetings and WOLFcon 2021 planning. The Board will continue to focus on the following goals:

- Build program & value-adding activities for OLF
- Diversify and increase participation in Foundation activities
- Establish financial and operational stability
- Communicate!

Communications Update, Rachel Fadlon

Updates to the Foundation website are in design and pages referencing WOLFcon 2021 are all up to date. The Executive Committee is excited to employ the Foundation's new tagline, "Foster. Connect. Support." across marketing and communications materials. The tagline will also be seen on the website once updated. The first quarterly Foundation newsletter was sent to our Roundtable listserv. We received good feedback and had encouraging open rates. Two press releases about the Foundation's new Board members and Senior Program Officer were released and are available on the website's newsroom.

Board Seat Changes

The Board discussed upcoming terms and changes. David will be stepping down in September 2021 and Deborah would like to step down in June 2021. Paula's seat (the Community seat) will be available in January 2022.

David talked through a discussion document on what key attributes future Board members may have, and the work expected of those that join. Everyone agreed it was good and helpful and should be shared with prospective Board members.

The discussion was about increasing diversity and including people beyond those part of current or future projects. The Board agreed to remain a self electing Board, but would like an open nomination process. Current gaps in expertise and skills should be identified and considered as slate is populated and then voted on. There will be a call for nominations through a press release and the next Roundtable meeting. The slate will be voted on by the Board at the next Board meeting on June 22, 2021.

Membership Update, Stephanie Buck

The Membership Committee continues to meet twice a month. Recently they have been focused on supporting website revisions, the revised membership model, and conversations with potential projects and members. Moving forward the committee will help support the

onboarding of new members. The Board discussed project membership vs Foundation membership and who potential members could be. WOLFcon and other potential revenue generating activities were discussed.

Christopher and Beth presented the [OLF Membership Update 2021](#) which outlines the revised membership model. There was discussion about costs, fees and funding. The Board discussed the updated membership agreement as well. A budget for next year and funding proposals are needed. Tom, Sam, Scott, Paula and Beth will meet as a subcommittee in the next month to work through these items.

Approved unanimously: The revised membership model and updated membership agreement

WOLFcon Update, Beth German

WOLFcon 2021 is scheduled for June 1-3, 2021 and will be held virtually. The program is still being created, but information will be updated regularly on the Foundation [website](#). Kaitlin Thaney, Executive Director for Invest in Open Infrastructure will deliver a keynote during the opening session. It was agreed that WOLFcon 2022 should be scheduled in September to allow for better planning and better pricing.

Meeting adjourned 1:03 pm

Respectfully submitted,

Stephanie Buck, Assistant Secretary