



MINUTES

September 17th, 2018 Zephyr Foundation Board Meeting

A meeting of the Zephyr Foundation Board of Directors was held at 9:00 AM PST on September 17th, 2018 via videoconference. Five of seven of the Directors were present. Billy Charlton acted as Chair of the meeting because of the absence of the Chair and Elizabeth Sall recorded the minutes.

***1 – Approve Minutes from February Meeting**

The Board unanimously approved the [Draft Minutes](#) from the 2/7/2018 meeting.

***2 – Board Elections and Expansion**

Mario reported on the membership meeting and the board election.

*The Board unanimously adopted a resolution supporting a change to the Zephyr bylaws to expand the number of board members from seven to nine, pending feedback from the membership.

Note: A final vote after feedback from membership will be required.

*The Board unanimously adopted a resolution to add the second and third-place vote-getters from the June 2018 election (Joe Castiglione and Billy Charlton.) to the Zephyr Board if and when it approved the board expansion from seven to nine members.

***3 – Officer Election**

*The board unanimously elected the following officers:

Chair + President: Billy Charlton [pending approval of board expansion]

Secretary: Mario Scott

Diversity Officer: Hani Mahmassani

Treasurer: Rosella Picado

4 – Administrative Report

The chair discussed data that was available on membership and diversity and updated the board on our IRS filing status.

The chair reminded board members to fill out and sign their annual Conflict of Interest Policy Acknowledgement.

Issues with the bank persist and the Treasurer indicated an intention to switch financial institutions to make banking easier. The chair reported on our revenue progress and prospects and encouraged board members to participate in development.



The chair indicated an intent to release a job description for executive director by the October NACTO meeting and to form a search committee in the coming week.

Board members wishing to serve or with input on the search committee should indicate so no later than the end of this week.

5 – Programs Committee Report

The Programs Committee Chair, Eric Miller, was unavailable for this meeting.

The board re-affirmed their intent to form four project management groups (PMGs):

- GNFS
- Fast-Trips
- Open Science Badging
- Code Badging

*The Board unanimously approved a resolution to appoint Joe Castiglione as chair of the GNFS PMG and Lisa Zorn chair the Fast-Trips PMG.

*The Board unanimously adopted a resolution supporting a change in Section IV.5 of Zephyr Bylaws from: “The chair of each Advisory Group must be a Director.” to: “a member of each advisory group must be a director”, pending feedback from the membership.

Note: A final vote after feedback from membership will be required.

*The Board unanimously adopted a resolution to appoint Dave Ory as chair of Software Badging PMG and Greg Erhardt as chair of the Open Science PMG pending their acceptance of these roles.

6 – Communications Report

Blog schedule will be updated shortly.

Board members are encouraged to sign up for slack.

TRB Annual Meeting reception will be same date/time/place as last year.

7 – Workforce Report

A day of Zephyr should be scheduled this fall for the following spring.

8 – Adjourn