

Etudes Board of Directors Meeting Minutes

Date: October 30, 2015

Location: Redwood City, Ca

Meeting called to order at 1:08pm by Chair, Eric Ichon.

1. Roll Call

Eric Ichon, Chair – present

Jon Townsend, Vice-Chair – present

Jennifer Azzaro, Secretary – present

Michael Carter – present

Matt Coombs – present

Glenn Golden, Chief Architect – present

Vivie Sinou, Executive Director – present

2. Reading of the Minutes of the preceding meeting

May 1, 2015 Minutes approved as read.

3. Reports of Committees

3.1 Marketing Committee

Nothing to report.

4. Reports of Officers & Executive Director

4.1. Software Development – reported by Vivie Sinou

A new Gradebook tool was successfully launched in Summer 2015 and continues to improve through ongoing development.

Current development is focused on:

- New User Interface

- Rubrics
- Peer Reviews

4.2. Etudes Production – reported by Glenn Golden

The Board discussed how to improve future recovery procedures following two service interruptions on October 26-27, 2015, due to a lost applications server and database slow down.

4.3. Community Update – reported by Vivie Sinou

Discussed under Item 6.3, Future of Etudes.

4.4. Other Operational – reported by Vivie Sinou

The Executive Director presented the new User Interface.

5. Old and Unfinished Business

5.1 Board Membership

Eric Ichon and Jon Townsend were nominated by their Districts for third terms beginning October 2015. Both members accepted.

It was moved, seconded and approved that Eric Ichon and Jon Townsend be reappointed to the Board for an additional three years.

The Board discussed broadening the call for nominations in the future.

5.2 Officer Elections

It was moved, seconded and approved that Eric Ichon, Jon Townsend and Michael Carter will serve in the next year as Chair, Vice-Chair and Treasurer, respectively.

5.3 By-Laws, Revisions

The Board voted unanimously to approve the following bylaw revisions, identified at the May 1, 2015 meeting:

Page 2: 4.1(b): change "specified" to "approved".

Article 11: Publications: change "Board will prepare an annual report of activities" to, "Executive Director will prepare an annual report of activities".

6. New Business

6.1. Financial Report

Etudes remains fiscally stable with 25% of its operating budget in reserves by the end of December 2015. The Executive Director presented the Board with a three year financial plan. The Financial Report and supporting documents were approved as presented.

6.2. Form 990

The Board was given the opportunity to ask questions about recent financial reports.

The Etudes 2014 return matches a report provided at the end of June.

6.3. Future of Etudes

The Board discussed the current status of the Online Education Initiative and strategic directions for Etudes.

6.4. Employee Compensation

Report out of Executive Session: The Board unanimously approved a December 2015 bonus for employees.

The Board asked that employees be informed this is a one-time bonus in lieu of a COLA and is subject to change in the future.

7. Adjournments

Meeting adjourned at 5:00pm by Chair, Eric Ichon.

7.1 Next Meeting Date and Location

Late April 2015, Lake Tahoe.