
**Etudes Board of Directors
Meeting Minutes**

Meeting Date: November 3, 2011
Executive Boardroom @ Sofitel, Redwood Shores

Meeting called to order at 2:22 pm.

1. Roll Call

John Wagstaff, Chair - excused
Diane Rosner, Vice-Chair - present
Chuck Severance, Secretary - excused
Eric Ichon, Acting Chair - present
Jon Townsend, Acting Secretary - present
Todd Finnell - present
Vivie Sinou, Executive Director - present

Guests: Glenn R. Golden, Chief Architect
Bill Swackhamer, CPA

Item 6.1

Moved to first item at request of Vivie – presentation by Bill Swackhamer, CPA

Etudes - Non-profit organization tax return, IRS Form 990.
Bill Swackhamer gave a page-by-page walk through of the return. Each item was explained to Board, and the return was found to be acceptable with a few minor corrections.

A brief refreshment break was taken following the tax return report.

2. Reading of the Minutes of the preceding meeting

It was moved and seconded to approve the minutes as corrected.

3. Reports of Committees (if any)

No reports.

4. Reports of Officers & Executive Director

4.1. Financial Report – by Vivie Sinou

Etudes, Inc. is doing well, and Vivie is anticipating increasing income during the coming year.

She will probably put reserve into certificate of deposit to get higher interest.

She would like to spend some of reserve to purchase *MathML* for integration in Etudes. The plan is to make this available in all tools with an editor – and also to standardize on a single editor across all tools in place of the current three. Robust math symbol support is a long wished for option. Integrating *MathML* will open the door for many more courses to be taught with Etudes. The Board was pleased to hear of this enhancement.

In other expenses, Vivie would like to give trainers a stipend when they travel with her when she goes to demo Etudes. Perhaps \$500 for 1 day, \$1000 for overnight. Board members agreed this was reasonable.

Vivie also plans to spend a small amount of money for marketing, and a small amount for compensation during QA.

4.2. Etudes Production

Glenn Golden reported that all is well. This is our second year with Liquid Web and they have provided very good service. When we've been with them for three years Glenn suggests we look at upgrading our hardware. Machines are constantly getting faster and better. Liquid Web has opened a new datacenter in Phoenix, and perhaps we should change to that site at the time of upgrading.

There are no problems to report.

If we pick up significantly more users this year so that we are no longer *Way* under capacity, then we should consider accelerating the move to new servers and the new datacenter.

As we add more sophisticated tools (Activity Meter, Course Map, InTouch), more capacity is required.

We will need to revisit data retention/purging plans in the next year.

4.3. Software Development

Single editor with *MathML* across all tools, replacing the current 3 editors.

The addition of drag-n-drop ordering in other tools. Currently in Course Map,

but it can be added to Syllabus and Modules.

“Beautification” of Discussion tool. The visual design of this tool will be enhanced so that it is a better match with the rest of the Etudes user interface.

Development of new import utilities are planned to more easily transfer course content from other Learning Management Systems to Etudes.

4.4. Community Update

Campuses have been quite pleased with Vivie’s visits to show Course Map & Activity Meter. She wants to build campus visits into her work schedule – visiting each member campus perhaps once every three years.

There is a lot of new interest in Etudes; multiple colleges have recently contacted Vivie.

4.5. Other Operational

EduTools review will be created for Etudes so that it can be posted on their site. Jon Townsend & Jennifer Azzaro from San Joaquin Delta College will assist Vivie in this task. The technical portion will need to be addressed by Glenn.

5. Old and Unfinished Business

Migration tool development should take priority over finessing current tools.

We all need to collect marketing snippets of Etudes distinctions.

6. New Business

6.1. Review Returns - Form 990 for IRS

Moved to beginning of meeting.

6.2. Board Elections / Membership

Three member’s term of office will expire in the spring.
Discussion was held on the Etudes Bylaws relating to Board officers, terms of office, appointment and election.

It was moved and seconded that at the May meeting the Board vote to extend

the board seats for an additional term.

6.3. Next Summit: Los Angeles Area (10/31-11/2 or 10/24-10/26)

A discussion of dates was held. Also discussed was where in the Los Angeles area we would meet. We are looking at late October or early November. It was decided to ask participants in evaluation survey if the next Summit should be in Southern or Northern California. If in Southern, do they prefer Los Angeles, Long Beach or San Diego.

6.4. Other New Business

Vivie asked the Board to come back with nominations for next *Board Award* to be given at the 2012 Summit.

Vivie also asked the Board to think about a dynamic keynote presenter for the next summit.

Vivie would like to implement the *Teaching Site Award* at the next Summit.

Jon mentioned looking at the compensation of the Executive Director. The Executive Director makes staff compensation adjustment suggestions to the Board, but it is up to the Board to review compensation for the Executive Director. This has not been done since the creation of Etudes, Inc.

Vivie will bring forward compensation adjustment suggestions for staff at the May meeting. The compensation of the Executive Director will also be considered by the Board at the May meeting.

Discussion followed of a bonus for all Etudes, Inc. employees. A token for the hard work done in the past year, especially with the new tools that have been developed.

It was moved and seconded to give Vivie & Glenn \$1,000 each, and the rest of the employees \$750 each. The bonus will be given in the next few weeks so they have it by Thanksgiving.

7. Adjournments

7.1. Next Board Meeting: 05/11 at Lake Tahoe Community College

It was moved and seconded to adjourn the meeting at 4:40 PM.