

2020-01-07 VIVO Leadership Group Meeting

Tuesday, January 7 at 11:00 EST

SG and LG members:

★ Ann Beynon, Robert Cartolano, Mike Conlon, Tom Cramer, Federico Ferrario, Doug Hahn, Christian Hauschke, Dong Joon (DJ) Lee, Steven McCauley, Virginia (Ginny) Pannabecker, Julia Trimmer, Alex Viggio, Terrie Wheeler

LYRASIS:

Laurie Gemmill Arp, Robert Miller

Regrets:

hannah sommers, Anna Guillaumet,

★ = note taker

Connection Information

To join the online meeting:

- Go to: <https://lyrasis.zoom.us/my/vivo1>
- One tap mobile:
 - US: +16699006833,,9358074182# or +19292056099,,9358074182#
- Or Telephone:
 - US: +1 669 900 6833 or +1 929 205 6099 or 877 853 5257
 - Meeting ID: 935 807 4182
- International numbers available: <https://zoom.us/j/aeANHanzED>

Agenda

1. Filling the vacant community member seat on the LG (Julia, 5 mins)
2. Review of [active task forces and processes](#) (Julia, 10 mins)
3. Proposing a voting seat for LYRASIS, plus Q & A (Julia, Robert, and Laurie, 20 mins)
4. Discussion (Robert and Laurie step off) (all, 20 mins)

Notes

(Notes from Ann Beynon)

1. Filling the vacant community member seat on the LG (Julia, 5 mins)

Julia: Julia reviewed how community member seats work- we elect 3 community members, who can be anyone, not just members. They get a one-year term. In July 2019, we elected Alex Viggio, Hannah Sommers, and Violeta Ilik. Violeta has stepped down, so we have a vacant seat until June 2020. Julia suggesting asking the fourth person in vote from 2019 to serve out the rest of the term. That person was Paul Albert from Weill Cornell.

Terrie and Christian made a **motion** for a vote to have the next person in line take over a partial year of LG seat. We won't mention a person by name. Rob seconded the **motion**. This will be sent out for a vote. There was general consensus in the meeting, but there are 4-5 people absent, so a vote is desired.

Here are the various versions of the motion provided on chat:

Terrie- "Move that we honor the community member voting process, and given the fact that one community member representative has resigned, that we vote to elect the person who received the next most number of votes to take this position for the remainder of this year."

Tom- "Move that we adopt the process of filling vacant community-elected LG seats with the next-highest vote getter."

Ginny- "Move that we adopt the process of filling mid-term vacancies of community-elected LG seats with the next-highest vote getter from the term's election and that person would hold the position through the remainder of the term."

Mike- Also suggest the text of the motion say that LG will ask the person to serve. [Some time may have elapsed since the election, and the person's situation and interest may have changed, so asking seems best]

2. Review of [active task forces and processes](#) (Julia, 10 mins)

Julia: At the LG meeting at the 2019 conference, various task forces were proposed. Since then, some task forces have been active, but not all.

Julia proposed to leave the task force process intact. We should talk to the people who volunteered to lead the task forces from the conference meeting to see if they are going to follow the process, and if not, someone else should take the lead.

Mike- Let's wait for the governance group to do their work before making any changes to task forces.

Tom- Changes in governance structure might impact how we handle task forces. We need to formalize the relationship between task forces and LG first. These are the key questions:

Are we going to rely on (formally organized) operational committees for VIVO's needs (conference, membership, comms, architecture, etc.) or will these be handled by Exec Group or LG as a whole?

Will we open up participation on operational committees to non-LG members?

Will we open up operational committees to being chaired by non-LG members?

Will we open up LG seats to chairs / appointed reps of operational committees?

Julia- Governance group will include this topic in their discussions.

3. Proposing a voting seat for LYRASIS, plus Q & A (Julia, Robert, and Laurie, 20 mins)

Julia- Fedora and DSpace provide a voting seat to Lyrasis. Julia got input from the various projects run by Lyrasis, and they were all positive.

Robert- Other projects have gained vision, guidance, and support by having a voting Lyrasis person. This includes support for processes and community development based on the expertise of leaders (e.g. CEO, CFO, etc.). Voting moves them from being a renter to an owner. It's an important shift from more passive to active and engaged role. They bring combined wisdom of working with 700+ institutions. They will recuse themselves from voting as needed.

Tom- Asked about times they would recuse themselves from voting. Robert said they would never hold an office, e.g. chair. Also, if the project were considering a new org home, they would recuse. "Your success is our success."

Tom- Is Lyrasis contributing more than the project is funding? Robert- yes, with CFO, product development, events planning, and many more areas.

Ann- Who is the voting person? Robert- It would not be project staff, but rather leadership. It would be Laurie Arp, Erin Tripp, or Robert Miller. They would try to keep it consistent. We can say it's a "senior person."

Christian- Isn't there a conflict of interest? It's not a common structure in Germany. Robert- LG can speak up when they think Lyrasis shouldn't vote.

1. Discussion (Robert and Laurie step off) (all, 20 mins)

Christian- **Motion** to not give Lyrasis a vote on the leadership group.

Julia- **Motion** to propose a vote on whether to give Lyrasis a voting seat on leadership group.

Terrie- "I **motion** that we vote to decide whether to give Lyrasis a voting seat on the LG."

Steve seconded the motion.

Discussion:

Christian- Robert is a very eloquent speaker who clearly did not do this pitch for the first time. The biases he told us of are of the kind you would say when you are asked in a job interview what your weaknesses are.

Right now I do not see Lyrasis as a part of the community. They have clear interests, they want to sustain as an organization. I cannot see any interest in VIVO or the VIVO community right now. I do not support a voting seat.

That's why I cannot see them balancing interests.

Terrie: Supportive. They more than make up a platinum contribution. They are doing the ITAV process. Pleasantly surprised with the working relationship. They have earned a voting seat.

Alex: Supportive. Having ownership for them is good. LG members can ask them to recuse from a vote.

Julia: Supportive. Low risk of Lyrasis outvoting VIVO. Seen them work tremendously hard so far.

Ginny: As long as they have one vote, it's more symbolic. She sees them as an outside entity with other interests. Not sure yet. Concerned that their motivation is only money.

Steve: I have to post my thoughts in chat, so I'll be brief. I support giving Lyrasis a vote. I'm not overly concerned about Lyrasis hijacking VIVO. I think their input in VIVO's future decisions is welcome.

DJ: Not sure. There is potential for conflict of interest.

Tom: Smart to have them invested through voting. Not too concerned about the conflict of interest. Need to define roles/limits. They are already in the LG meetings, so it's just formalizing their role. They shouldn't have officer seats.

Rob: We already allow for-profit with corporate sponsors, e.g. Clarivate Analytics. He voted against Lyrasis being a voting member of LG for Fedora. He loves their contributions, but doesn't think they should be voting. He wants a wider conversation about who can be part of the LG. Lyrasis staff in the future may not be as high quality. Opposed to it in principle, but in practice, it's already happening.

Mike: Mixed views of this. Shares concerns. It's complicated. If we're voting, include language about recusing.

Ann: Supportive. They are a non-profit, so I'm not concerned that money is the only motivation. More comfortable now that we no longer have veto voting. Working with them on Dec 2019 webinar was very positive. I think it's very true that our success is their success.

Julia: Can potentially include this issue in our MOU with Lyrasis.

Tom: **Motion** to defer this decision until we determine any changes to our governance process. Mike seconded. We will keep this an open motion for now.

Mike wants to determine the way we vote during LG meetings.

Terrie: I **motion** that we continue this discussion in the next meeting we hold. Christian seconded.