(ORCID Board Meeting Summary)
(September 15, 2011)

ORCID Board Meeting Summary

Meeting Date: September 15, 2011

Location: CERN, Geneva, Switzerland

In attendance:

- Liz Allen, Wellcome Trust
- Geoff Bilder, Interim ORCID staff
- Amy Brand, Harvard
- Jackie Ewenstein, ORCID counsel
- Martin Fenner, Hannover
- Thomas Hickey, OCLC
- David Kochalko, Thomson Reuters
- Salvatore Mele, CERN
- Ed Pentz, CrossRef
- Howard Ratner, NPG (chair)
- Bernard Rous, ACM
- Chris Shillum, Elsevier
- MacKenzie Smith, MIT
- Hideaki Takeda, NII
- Craig Van Dyck, Wiley
- Simeon Warner, Cornell
- Brian Wilson, Thomson Reuters (alternate)

Summary:

Among the topics discussed were the following: 501c3 status as it relates to eligibility for grant funding, interoperability across identifiers and linked open data, liability insurance, expense management policy, current cash position, ongoing sponsorship efforts, website posting terms and conditions, agreement with software development contractor, planned development sprints, publisher loan opportunity, criteria for public launch, trusted sources of deposit, and key partnerships.

Motions Passed:

- To approve minutes of the July 12, 2011 meeting (13 aye, 0 nay, 0 abstain; 1 out of room)
- To approve the Expense Management Policy as revised. (14 aye, 0 nay, 0 abstain)
- To execute a simple letter of agreement with CrossRef regarding services CrossRef provides to ORCID, including a 30-day notice of termination clause; requires Chair's signature only. (14 aye, 0 nay, 0 abstain)
- Until such time as an Executive Director is appointed by the Board, the Chair shallhave the power to enter into contracts and to execute and deliver instruments in the name and on behalf of the Corporation as follows:

  (1) Any contract or instrument relating to an expense approved by the Board;

  (2) Any contract or instrument that has been approved by the Board;

  (3) Agreements with volunteers and vendors relating to the vesting of intellectual

  property in ORCID and maintenance of ORCID confidential information;

  (4) Grant proposals where the submission has been approved by the Board and

  grant agreements for funded proposals.

- In the absence of the Chair (e.g., travel, illness), the Treasurer or Secretary may exercise the authority of the Chair described in 1-4 above. (14 aye, 0 nay, 0 abstain).
- To approve use of the MIT Open Source License (14 aye, 0 nay, 0 abstain).
- To approve Diane Geraci as a board member to serve as MacKenzie's replacement. (14 aye, 0 nay, 0 abstain).

- To empower representatives of the Board to solicit loans. (14 aye, 0 nay, 0 abstain).
- To approve the solicitation of loans from publishers at the October 2011 Frankfurt Book Fair of any amount, commensurate to the budget planning that is in process (10 aye, 0 abstention, 4 recusals -Craig, Dave, Chris, Howard)
- To approve issuing 10-year notes that can be paid back sooner than term, with an interest rate of prime plus 1, under terms consistent with ORCID's application for 501c3 status such as offering no preferential benefits to lenders. The ExCo subset of Amy, Bernie and Liz shall have the authority to approve the loan documents
- subject to these terms. (14 aye, 0 nay, 0 abstain).
- Loan documents with publishers may be signed by ORCID's Secretary. (14 aye, 0 nay, 0 abstain).
- To approve criteria for public launch as revised (14 aye, 0 nay, 0 abstain)
- To approve criteria for trusted sources as revised (12 aye, 1 nay, 1 abstain)
- To post an FAQ to restate ORCID's commitment to interoperate with several other ID
- schemes including ISNI. (12 aye, 1 abstain, 1 out of room)