

Fiscal Sponsorship Committee Charter

8 Dec 2022: *Approved by BoT*

28 Nov 2022: *Added section "Term, Workplan, and Review of the Ad Hoc Committee" as requested by Board of Trustees*

12 Sept 2022: *Approved in committee with changes*

Purpose of the Committee

The Fiscal Sponsorship Committee (the "Committee") is an ad hoc committee that exists to support the work of the OA Book Usage Data Trust by:

- (i) reviewing options and pursuing applications to advance fiscal sponsorship and legal incorporation consideration
 - (ii) making a recommendation to the OA Book Usage Data Trust Board of Trustees re: applying for sponsorship within an organization, incorporating as an independent legal entity, or merging with another organization
 - (iii) completing a transition to a new fiscal structure for operational launch by mid-2024
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Term, Workplan, and Review of the Ad Hoc Committee

The Committee's work will be guided by [a workplan approved by the Board of Trustees](#). According to that workplan, the Committee will complete its work in September 2023, so Committee membership will end at that time unless the Board of Trustees approves a revised workplan that extends the timeline.

Committee Membership

The Chair of the Committee

A Trustee appointed by the Board of Trustees is the Chair of the Committee.

Members of the Committee

In addition to the Chair, the Committee may be composed of up to 5 members, invited and appointed by the Board of Trustees upon recommendation by the Committee Chair. Committee members may include up to 3 Trustees and up to 3 invited community members representing OA book usage data stakeholders.¹ In addition, the Executive Director of the OA Book Usage Data Trust, or their designee, will participate as an Ex Officio member of the Committee. Overall, committee membership should reflect the diversity of roles and stakeholders related to the committee's purpose as pertains to OA book usage data exchange.

¹ More information about OA book usage data stakeholders can be found in 2021 OA Books Supply Chain Mapping Report by Clarke and Ricci. On the web at: <https://doi.org/10.5281/zenodo.4681725>
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Nomination Process

Any one member of the Board of Trustees may nominate themselves or another person to serve as a committee member. Board of Trustees members will determine Committee membership with conscious effort to balance perspectives from OA book usage data stakeholders as described in the OA Book Usage Data Trust's Governance Guidelines.²

Committee Member Authority and Responsibilities

Each committee member is expected to thoughtfully participate and engage with the work of the committee. Fiscal Sponsorship Committee members are expected to:

- Evaluate & reaffirm sponsor requirements “must-have” v. “nice-to-have” given Data Trust effort technical and financial roadmaps
- Assess options for the Data Trust in FY24 and FY25 (before and after transition to new fiscal structure) with associated benefits and risks. These options may include strategic mergers; applications to fiscal sponsor, incubator organizations, and/or programs; or legal incorporation as an independent entity
- Present recommendations to the Board for FY24 and FY25
- Assist with transition to a new fiscal structure. This assistance may include collaborating with the Executive Director and Finance and Fundraising Committee as needed to apply for sponsorship or legal incorporation or negotiating terms for strategic mergers.

Length of term

Committee members serve the committee for a 1-year renewable term that runs from January 1 through December 31.

Virtual Meeting Participation

Committee members are expected to participate in all committee meetings held during their term, either online (preferred) or offline by contributing feedback and comments to the Chair in advance of a virtual session should they be unavailable. The Committee Chair and Executive Director will co-develop and share an agenda in advance of each meeting and communicate meeting details to Committee members in a timely fashion.

The committee is scheduled to meet for one hour biweekly, 24 times per year, or as deemed necessary to meet the Committee's responsibilities. The Committee will meet virtually, and at such times, places, and manner as its Chair and OAeBU Data Trust staff may determine. Meetings will be conducted according to the OAeBU Data Trust's rules related to quorum, “Lazy” Roberts Rules of Order, and electronic voting.³

² OA book usage data stakeholders are defined in the Board Representation and Balancing section of the OAeBU Data Trust: 2022-2025 Governance Documentation for Initial Board of Trustees on the web at: <https://doi.org/10.5281/zenodo.5703745>

³ Board Committees follow the same process as the Board of Trustees, described in the Decision-making Process section of the OAeBU Data Trust: 2022-2025 Governance Documentation for Initial Board of Trustees on the web at: <https://doi.org/10.5281/zenodo.5703745>

Intra-Committee Communications

Google Groups are used to manage the Committee's records access and editing privileges, email announcements, and calendar invitations. Trello is used to monitor the progress of actions and record future actions for each Committee. Slack channels within the OA Usage Data Trust workspace are used for committee business between meetings.

Minutes, recordings, and report outs

The OAeBU Data Trust staff will prepare meeting minutes for restricted committee member use. The Chair may approve redacted minutes to be made publicly available while ensuring the privacy and personal data about individuals or commercial confidentiality in respect when tenders/proposals/nominations the Committee may have discussed.

With the agreement of the Committee members, OA Book Usage Data Trust staff may record meetings to assist in minute taking or to provide background for Committee members unable to attend all or part of a meeting. Staff will regularly delete recordings as they are no longer required. The Chair of the Committee will provide verbal and/or written reports of the work and outputs of the Committee to the OAeBU DT Board of Trustees.