



## RDA Board Operations

### 1. Introduction

The RDA Board is constituted according to the stipulations in the [RDA Agreement](#). This legal agreement governs the development of RDA and sets out the overall governance structure, which is further explained in the [RDA Governance Model](#).

The following document outlines the way that the RDA Board operates.

### 2. Meetings

#### 2.1 Frequency

The RDA Board meets several times each year. There are two types of meeting:

- one meeting per year is usually held in-person when circumstances allow
- additional online meetings are held two to three times a year to advance agenda items

The timing and location of the next in-person meeting will be discussed at a previous meeting, preferably a year in advance; if there remains a need to confirm the timing and location, this will be done within a month after the discussion. This is to ensure the availability of Board members to participate when the meeting is in-person.

The RDA Board will hold additional meetings as and when required, usually two or three times a year. Due to the challenges of multiple time zones, technologies and software that enable asynchronous meetings will be used. Web conferencing may also be used if a time can be found that is mutually acceptable to all members. Online communication will use private channels.

## **2.2 Meeting Responsibilities**

### **Responsibilities of the RDA Board Chair:**

- To convene meetings of the RDA Board
- To monitor the Board's action plan and action items
- To prepare agendas for the meetings
- To manage the Board's wiki and prepare the wiki for asynchronous online meetings
- To chair meetings of the RDA Board
- To write a report of the in-person meeting for publication on the website and distribution to key stakeholders

### **Responsibilities of all RDA Board members**

- To prepare for the meetings and participate
- To submit reports as required, preferably two weeks before the start of the meeting
- To take on action items from the Board's action plan
- To prepare documents in support of action items for the Board to discuss and approve

## **2.3 Attendance**

RDA Board members are expected to attend all meetings, in-person and online.

For a specific topic, the Board may invite a guest to share their expertise. The Board Chair must approve any invited guests prior to the meeting.

If a Board Member is unable to attend a meeting, they should inform the Chair. They may submit written comments in response to agenda items prior to the meeting. These comments will be shared and considered during the meeting. If there will be a substitute (see 2.4), the Chair must be informed in advance of the meeting.

## **2.4 Substitutes**

If the Chair of the RDA Board is unable to attend a Board meeting, the Copyright Holders will designate which Copyright Holder will act as Chair. This also holds for meetings of the Steering Committee that the Chair of the Board attends.

If the RSC Chair is unable to attend a Board meeting, the RSC Chair will designate a substitute.

If the representative from ALA Publishing is unable to attend a Board meeting, ALA Publishing will designate a substitute.

If a National Institution representative is unable to attend a Board meeting, the National Institution will designate a substitute, preferably in consultation with the representative who is unable to attend. The NI representative who is unable to attend should ensure that the substitute is sufficiently briefed to represent their region and contribute to the discussions and decisions of the Board.

If a RDA Fund Trustee is unable to attend a Board meeting, the Copyright Holder already provides representation from the same body.

## **2.4 Observers**

There are no observers permitted at RDA Board meetings, whether it is an in-person or online meeting.

## **2.5 Voting**

The RDA Board will aim to reach a decision by consensus. When an agreement cannot be reached in this way, decisions will be reached by a simple majority of voting members.

A member may ask for a secret ballot.

In the event of an equality of votes, the Chair shall have a second or casting vote.

Once a decision has been reached, this will be presented as the collective view of the Board with all members adhering to it.

The following members have voting rights:

- Copyright holders
- National Institution representatives
- Co-opted representatives (as per the [RDA Governance Model](#) 4.6)

## 2.6 In person meetings

### 2.6.1 Record of the meeting

- To keep a record of the comments and decisions:
  - the meeting may be recorded by the Chair or designee to facilitate the preparation of meeting notes and outcome documents.

If the meeting is recorded, for example, using built-in teleconference or web conferencing functionality, access to the recording is restricted to Chair or designee. The recordings will be deleted after the written summaries are completed.

*or*

- a member of the Board acts as secretary and takes notes
- In addition to the publicly posted document described in 4, there is also a fuller meeting summary for the Board's internal use.

### 2.6.2 Physical accommodation

For in-person meetings, there is a [sponsorship policy](#) which gives information about location and hosting.

#### *Space/set-up requirements*

- One meeting room that can accommodate 12 people at one large table
- Access to electrical outlets or power strips for laptop computers, etc.
- Wi-Fi access
- Projection equipment and a screen
- IT technical support services for troubleshooting
- Water

#### *Hotels/Meals/Reimbursement/Categories of Expenses*

- Same provisions as RSC. See [RSC/Operations/6](#) 6.3, 6.4, 7.2, 7.3.

### 2.6.3 Outreach events before or after Board meetings

If requested by a host institution, or by an institution in a host city, the Board will consider invitations to participate in information sessions, seminars, or conferences

### **3. Communication and coordination between the RDA Board and the RDA Steering Committee**

The RDA Board and the RDA Steering Committee (RSC) structure their operations to ensure open and productive communication between all parts of the RDA organization and to ensure coordination of actions to achieve the goals in the strategic plan.

#### **3.1 Common Strategic Plan**

There is one strategic plan shared by the Board and RSC. The plan is developed by the Board in consultation with RSC. Each body then develops its own action plan.

#### **3.2 Reciprocal membership of the Chairs**

The Chair of the RDA Board is an ex officio non-voting member of RSC. The Chair of RSC is an ex officio non-voting member of the RDA Board. Through the Chairs, there is a strong and established link between the two bodies.

#### **3.3 Communication**

The Chair of RSC is invited to attend all the RDA Board meetings.

The Chair of the RDA Board is invited to attend the RSC in-person meeting. In the event that there is no in-person meeting during a particular year, the Chair will attend an online meeting of RSC. In consultation with the Chair of RSC, the Board Chair may decide to attend only the parts of the meeting with the most direct relationship to Board responsibilities.

In between meetings, there will be regular communication between the Board and RSC, mainly through the Chairs. For example, the Chair of RSC is invited to share in all the communications via the wiki space of the RDA Board. The Chair of the RDA Board is invited to share in communications via the wiki space of RSC.

The Chair of the Board generally refrains from commenting on the content of the standard.

When the position of RSC Chair-Elect is filled, that individual will be invited to attend the in-person RDA Board meeting (or its equivalent) before assuming the role of RSC Chair. Attendance by the RSC Chair-Elect is in addition to attendance by the RSC Chair. This arrangement provides the RSC Chair-Elect with a chance to

meet the Board, observe how the Board functions, and establish the basis for continued communication between RSC and the Board.

### **3.4 Length of term for the Chairs of the Board and RSC**

The RDA Board and RSC coordinate to ensure that the two Chairs do not step down at the same time. See [RDA Governance Model](#) 4.1.1. The usual length of term for the Board Chair is two years but this may be adjusted to ensure that the terms of the RDA Board Chair and the RSC Chair are staggered.

### **3.5 Facilitating transition between Board Chairs**

The succession of Board Chairs is discussed at the annual Copyright Holders meeting. A new Board Chair begins their term on January 1<sup>st</sup> of the year following that meeting.

To reinforce good communication and deepen understanding of RSC's work, the Board Chair attends at least one RSC meeting per year, normally the one during the last quarter of the year.

RSC normally has an in-person meeting during the last quarter of the year. It is productive for the incoming Board Chair to attend this RSC meeting in place of the incumbent so that they meet RSC members and can become familiar with the work of the committee before their term begins.

## **4. Public communication**

The RDA Board maintains a website presence at the same web address as RSC. The Board designates certain documents as public; these are shared through the website to support a better understanding of RDA governance.

After the in-person meeting, an outcomes and actions document is prepared and published on the website. The document summarizes the discussion and decisions.

## **5. RDA Board Working Groups**

Chairs of RDA Board working groups submit written reports to the Board. Chairs may be invited to attend Board meetings.

## 6. Guidelines for Asynchronous Meetings

The meetings are usually four days long, three days for discussion and the final day to summarize, make decisions and vote. The meeting starts at 8 am in the earliest time zone and ends at 6 pm of the latest time zone.

- Documents should be submitted before the meeting starts, preferably two weeks in advance
- Each member will check in daily to read the discussion and add their comments
- If a page has multiple questions or points, the member will be explicit about the question or point to which they are responding
- For decisions, the member should make an explicit statement about their agreement/disagreement
- If a member's viewpoint changes during the meeting, they should not edit existing posts. One can create a new comment to record one's change of mind.
- If a vote is required, the member must ensure that their vote is received before the end of the meeting
- When using an online tool such as Basecamp, the comments and decisions are documented. If there are many actions, an additional action document may be added.