

## Board Policy regarding Handover

Version 1.0

**Article 1. Introduction.** Pursuant the Section 5.03 of the Bylaws of Open Source Matters, half of the Class 1 members of the organization (i.e. Department Coordinators and Officers) are elected at Each Semi-Annual Meeting. The Election Groups (i.e. Group 1 and Group 2) have been defined by the Full Board with the motion #2017/041 and is published on the organization's website [here](#). Pursuant the above premise, during one year there are at least two "Transition Periods" one after each of the Semi-Annual Meetings in which an election is conducted.

**Article 2. Purpose of this Policy.** This Board policy aims to regulate the procedures of a Transition Period, defining the actions to be done to ensure a proper transition between outgoing and newly elected Board Members.

**Article 3. Scope of the Policy.** This policy applies to Class 1 organization members pursuant Section 4.01(A)(1) of the Bylaws.

**Article 4. Transition Period.** After each election (i.e. Group 1, Group 2, Special Election for Replacements) of a Class 1 member, a Transition Period shall be arranged for no fewer than thirty (30) days before the Election result comes into effect.

**Article 5. Election Results.** The Secretary shall inform the Full Board and the interested parties (i.e. the nominees) about the Election Result as soon as the result is known and as defined by Election Cycle document published on the organization's website.

**Article 6. Commencement of the Transition Period.** The outgoing Class 1 member shall promptly contact the newly elected Class 1 member in the days immediately after the Election Results notification and draft a personal handover plan to be executed in the Transition Period. The Secretary shall send an introductory note to the newly elected Class 1 members including the link to sign the Non-Disclosure Agreement.

**Article 7. Handover Plan.** The personal handover plan shall include the transfer of all the knowledge, accesses, documents, permissions and tools to allow the newly elected Class 1 members to properly exercise their incoming responsibilities and functions. The handover plan, including milestones and key items transfer, shall be disclosed with the Full Board of Directors and Officers upon request.

**Article 8. Meetings.** The newly elected Class 1 members are entitled to attend Full Board Meetings during the Transition Period as attendees without right to vote. Their presence shall be recorded in the Meeting Minutes as "Elected Director" or "Elected Officer". The newly elected Department Coordinators are expected to attend all Departmental Coordination Team Meetings during the Transition Period.

**Article 9. Voting Rights.** Newly elected Class 1 members shall not have the right to vote at Board meetings nor at motions actioned via email by the Board during the Transition Period.

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**Article 10. Communication & Tools.** The Secretary shall add the newly elected Class 1 members to the Communication channels and tools used by the Full Board (i.e. Glip channel, Board Mailing List) and to the Board shared folders (i.e. Google Drive).

**Article 11. Termination of the Transition Period.** The Transition Period shall end at the date stated in the Election Announcement published by the Secretary when any election is called. The Handover Plan shall be completed before the end of the Transition Period.

**Article 12. Order of Precedence.** In case of conflict between provisions of this Policy, the order of precedence for conflict resolution in descending order shall be as follows: (i) Bylaws, including amendments; (ii) and (iii) the Policies.

*This policy has been adopted by the Board of Directors of Open Source Matters, Inc. with the motion #2018-024 on March 01, 2018 and is published under the Policies section of the organization's website.*