Meeting Minutes - Open Source Matters, Inc. Board meeting 24 July 2014

Attendees: Jorge Lopez-Bachiller Fernandez, Mike Carson, Ronni Christiansen, Victor Drover, Rod Martin, Ryan Ozimek, Saurabh Shah, Joe Sonne, Marijke Stuivenberg, Radek Suski, Sarah Watz,

Excused: Martijn Boomsma, Tessa Mero

Quorum: Yes
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1) **Call to order**
   Sarah Watz called the meeting to order.

2) **Roll Call**
   The Secretary executed the roll call, establishing the presence of a quorum.

3) **Approval of Agenda**
   Joe Sonne made the motion to approve the agenda as it was written. Radek Suski seconded.
   Victor Drover asks for discussion. Two more items are added to the agenda.
   Joe Sonne made the motion to approve the amended agenda. Victor Drover seconded. The motion passes by unanimous consent.

4) **Approval of previous meeting minutes**
   Marijke Stuivenberg makes the motion to approve the meeting minutes of May 28, 2014. Victor Drover seconded. The motion passes by unanimous consent.
   Result: Motion approved.

   Marijke Stuivenberg makes the motion to approve the meeting minutes of June 26, 2014. Radek Suski seconded. The motion passes by unanimous consent.
   Result: Motion approved.

5) **Report of the President**
   Presence at the Russian JoomlaDay was important to get the Russian community more connected to the global community. An internal report with feedback and discussion Sarah had will be shared.

   Improvements on organizational level are moving forward.

6) **Report of the Treasurer**
   a) Banking Status
      i) PayPal: $27,537
      ii) Checking: $100,618
      iii) Savings: $326,931

b) Concerns about revenue
The treasurer shares concerns about revenue that might be less than on the budget. The demo site budget was based on the proposal of the new vendor for the whole year but didn't get started yet, since we're still working on the contract.

c) Reports
Finances are now restructured. The first Tuesday of each month reports are scheduled to be posted to the OSM public mailing list. The secretary will receive a copy. Expense reports for all Leadership Teams will also be generated and be reported to public mailing list.

7) **Team reports**
a) Financial
  i) PayPal was blocked for a short time, since it is on a personal account. It causes some difficulties but it is all cleared up now. Long term a business account would make it easier for a legal representative of OSM to communicate.

  There is no objection to set up a business account. The treasurer will work on this.

b) Trademark
  i) Discussion on illegal websites that sell pirated versions of commercial Joomla extensions at a low rate. There have been questions from extension developers if OSM can do something on a legal level to stop this. An idea is to try to shut down those suppliers domain names down, it is an abuse of the trademark and the Joomla name. OSM has a moral obligation to at least try to do what it can do about it. The legal team will be asked to look into this issue, create a process and prevent this from happening in the future.

  ii) Rebudgeting expenses on gTLDs
  The budget for gTLDs registration is on hold. The trademark is asking to allocate more budget for it, since they think it is important to protect the trademark as they see it.

  The board wishes not to rebudget, the budget can be more accurate for next year.
  Protecting domain names when they do get abused is fine, but the board does not see much value in purchasing many domain names. Guidance will be given to the trademark manager by a policy and by the budget the team can work with.

  Work needs to be done on the tm.joomla,org website in order to have all the trademark content and forms working, so the new OSM website can point to that. Saurabh is going to help on that.

8) **Any Unfinished Business**
a) Joomla Brand - Logo Design, Colours and Typography
It turns out that there are differences between the colours used in the Brand Manual of 2005 that Chiara used as a base for the design, and the colours that are actually used in the logo.
The one that has been used for the last nine years is better defendable according to the trademark manager, even though these are not the official colours in the brand manual. Trademark and marketing should first work out this confusion. OSM needs to know what colors have been trademarked and what will be the expenses to change these colour codes. The discussion will be tabled.

b) Registering Logo
   Due to the previous item this discussion will be tabled too.

c) Marketing RFP
   There is a new proposal from the prefered vendor including budgets for paid campagnes and non paid campagnes. A discussion takes place about the need to define our why's to give the vendor better directions, or is a professional company going to help us focus more and be a catalyst to help us make decisions. Working with this vendor will actually make us help to make the decisions to help the Project move forward.

   MOTION: Approve the selected vendors proposal for the Marketing RFP, Option #1 with travel
   Motion brought by Mike Carson, seconded by Joe Sonne. 10 in favor, 1 abstention.
   Result: Motion passes.

   OSM will discuss on the mailing list who will take the lead in working on the contract.

d) Legal Team - Contract for RFP Demo and Free Hosting
   i) Last issues are negotiated and agreed on. The actual contract is shared within OSM. The contract will be finalized and signed next week.

   ii) A team will work on the transition from Cloud Access to the new vendor, as well as discussing the proposal from Cloud Access related to their proposals as it pertains to the money paid to OSM after the contract to host the demo site expires. The forming of the team will be on the email list.

e) Any New Business
   i) Discussion about quorum
      Discussion will take place on the email list

   ii) Discussion OSM website and hosting
      A project on Basecamp will be opened about renewing the OSM website.

Mike Carson made a motion to adjourn the meeting, Victor Drover seconded. Motion passes with unanimous consent.

Prepared by Marijke Stuivenberg (Secretary of the board of Open Source Matters, Inc)

Reference documents and appendix: Board motions taken on the email list

1) **Motion:** The board of Open Source Matters, Inc., approves the sponsoring of the Grace Hopper Conference as a silver sponsor and to send Sarah Watz as a representative of the board of Open Source Matters.
   Motion brought by: Victor Drover Seconded by: Ronni Christiansen
   Date: July 19, 2014 For: 6 Against: 2 Quorum: Yes Result: Motion approved