OpenSourceMatters

Open Source Matters, Inc.
Full Board of Directors and Officers Meeting

Date: January 10, 2019
Time: 17:00 UTC
Total time of meeting: 1 hour 04 minutes

Attendees:

Rowan Hoskyns Abrahall (President), Alexander Metzler (Vice President), Luca Marzo (Secretary), Jason E Rosenbaum (Treasurer), Djamel Kherbi (Director), George Wilson (Director), Yves Hoppe (Director), Sandra Decoux (Director), Hugh Douglas Smith (Director).

Apologies:

Viktor Vogel (Director).

Proxies:

Yves Hoppe served as proxy for Viktor Vogel.

Discussion outline

President

- Rowan reconciled last commissions from the previous Demo provider.
- Harbor Compliance documents prepared.
- Rowan noticed several issues in the books, dealing with the bookkeeper.

Treasurer

- Jason to update his part of Harbor Compliance documents over the weekend.
- Jason to reach out Citibank to look into ways we can increase our earnings on our Savings without risk. check the minimum amounts recommended over the two accounts.
- Reimbursements to Rowan and Alexander completed.
- Based on budget analysis, Marketing and Production are well below pace to spend their expense budgets. Programs is on pace to fall short of meeting their revenue goal.
- Thanks to Rowan for her reconciliation efforts in QuickBooks and PP
- Financial Summit set for NYC at end of February (2/26-2/27)
- Jason shared the Budget vs Actuals to date.
- Jason shared the bank balances to date.

Production Department

- Joomla 4 updated to version 3.8.10. Work ongoing to update it to staging
- Pull Request for Web Services has been prepared and ready for initial testing.
- Discussions about Google Summer of Code 2019 Projects.

- Lots of Workflows PRs merged over the Christmas period - thanks to the team!

Legal & Finance Department

- Registration of Joomla Fish as trademark in China. Claire contacted the authority and answer was that we can't oppose the registration because our trademark is in a different class. Joomla is registered in Class 9, Joomla Fish registration is for Class 25.
- Trademark expiration in China in 2020, renewal to be done one year before, so due on June 2019.
- Capital Team has already reached their target income for the whole year in just 6 months! The board commends Jason Nickerson on his excellent work to date, keep it up!.

Marketing & Communication Department

- Joomla Shop RFP update: Sandra shared with the Board the proposals received anonymised on January 4th. To not repeat mistakes from the past, the Department Coordinator decided to share the full proposals, after having anonymised them. Votes will happen by email. DC won't vote as she has access to the personal data of applicants.
- Marketing & Communications Department Goals for 2019: https://joom.la/kRh

Events Department

- Surveys for JoomlaDays and JUGs organizers collected some replies. Djamel posted a reminder to receive more answers.
- Rowan has done some cleaning on the Community website, reorganizing the unpublished JUG listings and checking valid and invalid email addresses of the JUG organizers. Thank you Rowan.
- Started working on the draft for the Global Events Fund working group, call for volunteers and the "get involved" text.
- Stickers will be sent by postal mail this week to the JUGs who requested them.

Operations Department

- JED election for team lead has taken place, Jaz has been replaced by Anibal.
- Brian Mitchell re-elected as team lead for Resource Directory Team.
- Michael Babker continues as Team Lead for webmasters.
- Thanks to Michael Babker for rescuing the VPN, bringing it and the server up to date and getting this working again after several months of outage, great effort!

Programs Department

- Certification Team working on the Certification LMS upgrade and had a meeting with Parth Lawate. Timeline will be available after 15th of January.

Vice President

- Alexander will attend JoomlaDay Florida and JoomlaDay Austria.
- Alexander noticed that a web agency in Germany who employs 10 people works only using Joomla. Alexander to contact them for some case studies.

Secretary

- Would like to arrange the Semi-Annual Member Meeting (pursuant to Section 4.06 of the Bylaws), inviting all the Members of the organization (Class 1, 2, 3), in order to give the Community a way to interact with the Board. The date falls before the Group 2 Elections.
- The Semi-Annual Member Meeting would be the right opportunity for the Board to present the results accomplished during the term and to present the planned actions for the near future, opening the room for discussion. Meeting would take place using Glip's teleconferencing, due to the limitations of Google Meet.
- Group 2 Elections Timeline
  - Call for Nominations: January 19, 2019
  - Nominations acceptance phase: January 26, 2019
  - Election ballots issue: February 02, 2019
  - Voting deadline: February 09, 2019 23.59 UTC.
  - Election Results Announcement: February 10, 2019.
- As we proceed with the 501(c)(3), a Board for the new entity is needed. The idea is to have several roles of the Board shared between the two organizations in order to have a unilateral vision and governance.
- The Advisory Board asked to involve more members. Two potential members have been contacted.
- Cross CMS Privacy Coalition will have a meeting on January 16, 2019.
- We could use Outreachy to improve our Documentation, it's a Program that provides three-month internships to work in Free and Open Source Software (FOSS). Interns are paid a stipend of $5,500 and have a $500 travel stipend available to them.
  https://www.outreachy.org/
  Outreachy is similar to Google Summer of Code and can be helpful for us to focus on small projects to improve Joomla.

Motions taken during this meeting

#2019/001 - Appoint James Vasile as member of the Advisory Board of Open Source Matters, Inc.
Proposed by Luca Marzo, seconded by Djamel Kherbi.
The motion passed with unanimous consent.

#2019/002 - The Secretary proposes to adjourn the meeting
Proposed by Luca Marzo, seconded by Sandra Decoux.
The motion passed with unanimous consent.

Motions taken offline before this meeting

#2018/107 - Approve and publish the Board Meeting Minutes.
Proposed by Luca Marzo, seconded by Djamel Kherbi.
The motion passed with unanimous consent.