

OpenSourceMatters

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

Date: March 05, 2020

Time: 18:00 UTC

Total time of meeting: 2 hours 5 minutes

Attendees:

Rowan Hoskyns Abrahall (President), Luca Marzo (Secretary), Brian Mitchell (Treasurer), Djamel Kherbi (Director), Harald Leithner (Director), Hugh Douglas-Smith (Director), Jaz Parkyn (Director), Radek Suski (Director).

Apologies:

Eric Lamy (Director)

Proxies:

Hugh Douglas-Smith for Jaz Parkyn from 19:50 UTC

Invited guests:

Marco Dings (Elected Director)

Discussion outline

President

- Rowan brought some discussion items about elections and her feelings.
- Rowan asked to start the budgeting process for 2020/21.
- Rowan attended WordCamp Miami and met Mike Demo who helped tidying up some financial stuff for OSM.
- Rowan met Sandy Edwards to move forward with the Educational Outreach Working Group, collaborating on the Programs and Curriculums.
- Rowan met some sponsors to discuss the current sponsorship level and commitment.
- Rowan met some potential sponsors at WordCamp Miami.
- Rowan met some WordPress community members and started a conversation about Cross-CMS initiatives.
- Feedback about how WordCamp US operates will be provided to the Events Department Coordinator to improve Joomla events globally.
- Rowan met Christopher Justice in Tampa, he is going to help with our 501(c)(3) application.
- Carrie and Rowan to work on sponsor leads.
- Rowan planned a meeting with Venable and our Accountant.
- Rowan proposed to pull out of CMS Africa.
- Rowan proposed to attend CloudTalks Global with a small delegation.
- Rowan helped Webmasters dealing with the CDN issue that occurred this morning and

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developed a patch for the joomla.org template to allow switch on and off CDN.

- Rowan engaged with Chiara and Ciaran to discuss the landing page for Joomla 4.

Treasurer

- Brian shared the bank balances as of today.
- Brian shared the current budgeting documents.
- Brian to work on providing the YTD budget for each Department.
- Brian is working on reporting the previous reimbursement requests.
- Brian introduced the discussion about the replacement of the Ombudsman.

Production Department

- Niels Braczek is the new Software Architecture & Strategy Team Lead following Marco Dings.
- Webauthn feature finally merged.
- Workflow Sprint 13.03.2020 to 15.03.2020 in Munich.

Legal & Finance Department

- Hugh is in the process of taking over the Department Coordinator role for Legal & Finance.
- Hugh will reach out to Team Leads of Compliance Team, Capital Team and Trademark Team to rebuild the departmental leadership group.

Events Department

- No particular updates for this week's meeting, work under progress on DP Calendar on events website, JUG team working on the new rules for the virtual user groups, more update in the upcoming board meeting.

Operations Department

- Wilco Alsemgeest has been appointed as Assistant to the Department Coordinator.
- First Operations Department Leadership meeting scheduled for March 06, 2020.
- Department Leadership is currently working on identifying most urgent issues.
- Wilco is working on creating proper documentation. Among others a webmasters handbook.
- Department-wide Google Drive has been created and we are moving all relevant documents in there.
- Wilco is working hand in hand with Michael Babker on taking his responsibilities over.

Programs Department

- Davide Messia held a very successful first VET meeting as team leader.
- Jaz is waiting for feedback about the Africa Outreach working group.

Secretary

- Effective February 27, 2020, Radek Suski from Germany is appointed as a Director of Open Source Matters, Inc.
- An official update about the Full Board of Directors and Officer composition will be provided

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at the end of the election period.

- **[Partnerships]** Upon Wilco Alsemgeest's request, I've prepared a standard partnership agreement for Report-URI that is now pending the other party review and then will be brought for signature. Report-URI would grant us an Enterprise-tier plan of their service.
- **[Partnerships]** Upon Certification Team's request, I've prepared a standard partnership agreement for Tekdi Technologies that is now pending the other party review and then will be brought for signature. Tekdi gave us Shika and is working on several customizations to meet the requirements to be used as Certification Exam Platform.
- **[Partnerships]** Signed copies of all the partnership agreements in place have been collected in a dedicated folder, shared with the Board.
The Secretary will keep a spreadsheet with the relevant data related to them.
- **[Request for Proposals]** Upon Brian's request I've prepared a Request for Proposals (RFP) document for the Bookkeeping Services. It's pending the Board's review and approval.
- **[Compliance]** Compliance Team is developing the 2 Factors Authentication (2FA) for the Joomla Identity Portal (identity.joomla.org). This feature won't be enabled by default.
- **[Advisory Board]** Since Ken Crowder transitioned to the Ombudsman role, the Advisory Board is not meeting regularly. I contacted Saurabh Shah, asking him to arrange a meeting.
- **[Elections]** I made some mistakes planning the Call for Manifestos - Replacement Elections for Vice President and Treasurer, this will lead to delays in the transition. Luca to adjust the timeline after the meeting.
- **[Compliance]** BrandIT is currently reviewing the amendment related to privacy responsibilities.
- **[Community Magazine]** An update has been published on the Volunteers Portal a couple of days ago. The March Issue will be published once the new layout/design is ready.

Other business

Marco Dings left the meeting prior to the discussion of this topic.

- **[Conflict Resolution]** Luca shared the Ombudsman recommendation about a case handled recently. The Board discussed the case and the CRT process.

Motions taken during this meeting

#2020/030 - Approve the Bookkeeping Services RFP and publish it according to the proposed timeline.

Proposed by Luca Marzo, seconded by Radek Suski.

The motion passed with unanimous consent.

#2020/031 - The CoC against a volunteer will be recorded as a 1st strike offence but as per the Ombudsman's recommendation, there will be no requirement for an apology.

Proposed by Hugh Douglas-Smith, seconded by Rowan Hoskyns-Abrahall.

The motion passed with majority consent and 3 abstentions. Radek Suski, Harald Leithner and Brian Mitchell abstained.

#2020/032 - The Secretary proposes to adjourn the meeting

Proposed by Luca Marzo, seconded by Djamel Kherbi.

The motion passed with unanimous consent.

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Motions taken offline before this meeting

#2020/029 - Approve and publish the Board Meeting Minutes.

Proposed by Luca Marzo, seconded by Harald Leithner.

The motion passed with unanimous consent.