

# OpenSourceMatters

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

Date: June 04, 2020

Time: 17:00 UTC

Total time of meeting: 2 hour 10 minutes

### Attendees:

Brian Mitchell (President), Elisa Foltyn (Vice President), Luca Marzo (Secretary), Marco Dings (Director), Hugh Douglas-Smith (Director), Jaz Parkyn (Director), Radek Suski (Director).

### Apologies:

Rowan Hoskyns Abrahall (Treasurer), Djamel Kherbi (Director), Eric Lamy (Director).

### Proxies:

Marco Dings served as proxy for Rowan Hoskyns Abrahall.

## Discussion outline

### President

- JandBeyond Online 2020 has been a great event and a good example on how to run online events.
- Brian shared some feedback about the security incident handling, with suggestions on how to improve it.
- Brian shared a Profit & Loss report as of today.

### Production Department

- Joomla 4 beta was released as per recent planning. Production department and the Board are proud of the work done by dozens of volunteers and is deeply grateful to George Wilson, the J4 Release Lead and the numerous volunteers who contributed to make it happen.
- Demoting GSOC team temporarily to a Working Group, with budget until fall when we have a prospective new team leader.
- Video kit has been moved to David Jardin.
- Harald committed to file the Q1 report before the weekend.
- Copyright notices will be changed, starting with CMS, Niels Braczek is in charge of the task.
- Initial budget spreadsheet is being worked on and the "latest" version will be made available Thursday.
- Marco had a conversation with Marianela Queme who is available to reignite the Marketing Team and serve as Assistant to the Marketing & Communications Department Coordinator.

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## Legal & Finance Department

- Following the data breach, and the subsequent review and risk analysis, I have prepared a draft Data Protection Policy to be signed by members who will have access to or process data on behalf of OSM. This should be mandatory for all members who have access to the backend of any Joomla organisational website, or access to any personal data through OSM.
- The membership of the Glip Leadership channel has been cleaned and ex team lead members removed. Hugh thanked all those who contributed to the cleanup.
- Hugh shared the OSM Card Policy draft for Board review and approval.
- Hugh proposed to adopt the Non-Disclosure Agreement as mandatory for all team members across the organization.

## Marketing & Communications Department

- Eric sent a letter to the Board excusing for his lack of attendance, suggesting the appointment of an Assistant to the DC.

## Events Department

- Djamel is working on the Budget for 2020/2021.

## Operations Department

- [Webmasters Team report](#) has been published.
- Standardisations method for assets configuration and backups have been established.
- The cleanup of Resource Directory has been completed.
- An analysis of community.joomla.org and joomla.org is planned.
- Audit on the Vulnerable Extensions List has been completed.
- Joomla Template Directory Team has a new member who will take care of the entire design. Meeting is being scheduled.
- Radek proposed to improve and streamline the security incident handling process.

## Programs Department

- Programs Department budget requests have been finalised for 20/21.
- Jaz requested a clear view on the budget status for the Programs Department, in terms of expenditures and income for the current fiscal year. Brian to provide such data.

## Vice President

- A11y team committed to create a blogpost of how to help the a11y team to communicate through a11y club after Beta has been released.
- Several tasks open for the Joomla 4 template, will continue working on these from next week.
- Elisa signed all the pending Non-disclosure Agreements.

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## Secretary

- **[FOSS Responders]** Open Source Matters has been selected as one of the ten organizations that will receive the funds collected by the FOSS Responders initiative. As a result of that, OSM has been invited to attend the event called UPLIFT on May 21. A delegation from OSM attended the event and hosted a virtual booth in which welcomed some attendees, answering their questions. The delegation was formed by Luca Marzo, Marco Dings and Hugh Douglas-Smith. Funds will be transferred to OSM in roughly 90 days.
- **[Conflict of Interest Disclosure Policy]** After the announcement at the previous meeting, Luca brought a motion to reinstate the Conflict of Interest Disclosure Policy.
- **[JRD Security Incident]** The Incident Response Task Group analyzed the data breach occurred on the Joomla Resource Directory and prepared an Impact/Risk assessment that has been published together with the notice related to the incident: [JRD Security Incident Notification](#).
- **[Partnerships]** The partnership agreements with Tekdi Technologies and Report-URI have been signed and stored in the shared folder. The Social Media Team received a copy of the agreements in order to prepare the needed materials.
- **[EchoSign]** A massive cleanup / reassignment of all the agreements pending signature has been done. Thanks Elisa and Brian for the support on that.
- **[Website Management]** Upon request and with the help of Wilco, Luca shared a draft of the Joomla Property Management Policy.
- **[Advisory Board]** The activities of the Advisory Board have been on-hold. Luca engaged with two possible candidates to seek their interest in joining the group.
- **[Fundraising]** We urgently need to work on the fundraising side. Luca suggested Hugh take the interim lead of the Capital Team to bring it back to action and look for volunteers.
- **[Budget]** The current Fiscal Year ends on June 30, we didn't approve the budget for FY 2020/21 yet. The budget for next FY should be approved before the end of this and we have only one board meeting left.
- **[OSM website]** A new section has been published on the website to host the Departmental motions. [Registry of Motions](#). Thanks Wilco for the help on that.

## Other business

- The Board discussed the opportunity to publish a statement about Black Lives Matter. A statement is being prepared and will be published.
- Luca received access to Earth Class Mail and will work on a massive cleanup to reduce used storage.

## Motions taken during this meeting

### **#2020/077 - Convert the GSoC Team into a working group without voting rights until the election of a new Team Leader.**

Proposed by Marco Dings, seconded by Luca Marzo.

*The motion passed with unanimous consent.*

### **#2020/078 - Appoint Marianela Queme as Assistant Department Coordinator for the Marketing & Communications Department.**

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Proposed by Marco Dings, seconded by Elisa Foltyn.

*The motion passed with unanimous consent.*

**#2020/079 - To mandate that the NDA is signed by all team members as a condition of being recognised as part of a team.**

Proposed by Hugh Douglas-Smith, seconded by Jaz Parkyn.

*The motion failed.*

*Against: Marco Dings, Rowan Hoskyns-Abrahall, Radek Suski, Brian Mitchell.*

*In favor: Hugh Douglas-Smith, Luca Marzo, Elisa Foltyn, Jaz Parkyn.*

**#2020/080 - Approve the OSM Card Policy document and adopt it as a corporate policy.**

Proposed by Hugh Douglas-Smith, seconded by Luca Marzo

*The motion passed with unanimous consent.*

**#2020/081 - Approve the Joomla Property Management Policy document and adopt it as an official corporate policy.**

Proposed by Luca Marzo, seconded by Radek Suski

*The motion passed with unanimous consent.*

**#2020/082 - Appoint Josh Simmons as Member of the Advisory Board of Open Source Matters, Inc.**

Proposed by Luca Marzo, seconded by Radek Suski

*The motion passed with unanimous consent.*

**#2020/083 - Following motion #2020/078, admit Marianela Queme as participant to the next Board Meetings to represent the Marketing & Communications Department, without voting rights, following the request of the Department Coordinator who is on leave of absence.**

Proposed by Luca Marzo, seconded by Radek Suski

*The motion passed with unanimous consent.*

**#2020/084 - Hold a special Full Board meeting on June 11 at 16.00 UTC to approve the Budget for next Fiscal Year.**

Proposed by Marco Dings, seconded by Luca Marzo.

*The motion passed with unanimous consent.*

**#2020/085 - The Secretary proposes to adjourn the meeting**

Proposed by Luca Marzo, seconded by Hugh Douglas-Smith.

*The motion passed with unanimous consent.*

Motions taken offline before this meeting

**#2020/076 - Approve and publish the Board Meeting Minutes.**

Proposed by Luca Marzo, seconded by Brian Mitchell.

*The motion passed with unanimous consent.*