

Open Source Matters, Inc.

Full Board of Directors and Officers Meeting

Date: December 17, 2020

Time: 18:00 UTC

Total time of meeting: 2 hours 25 minutes

Attendees:

Brian Mitchell (President), Justine Ayebale Abunyanga (Vice President), Marco Dings (Director), Hugh Douglas-Smith (Director), David Opati Aswani (Director), Jaz Parkyn (Director), Marianela Queme (Director), Wilco Alsemgeest (Director).

- Luca joined the meeting at 18:30 UTC from a mobile connection and left the meeting at 19:50 UTC.
- Marianela left the meeting at 20:20 UTC.

Apologies:

Luca Marzo (Secretary), Radek Suski (Treasurer)

Proxies:

Jaz Parkyn for Luca Marzo, Brian Mitchell for Radek Suski.

Discussion outline

Treasurer

- Brian provided the bank balances as of today.
- The paypal statement and all bank statements from end of November are posted in Drive for Board Review.

Production Department

- Marco is working on a potential partnership to advance the development of Joomla.
- Marco reminded the importance of confidentiality when dealing with Board matters and invited Board members to ensure clarity when posting on social media, ensuring that people would clearly understand whether the message is an OSM position or a personal one.
- Public communication of RFC for RFC to be prepared by the Software Architecture & Strategy Team. It will kick off with an article in the Joomla Community Magazine.
- Carlos is stepping down from the Accessibility Team as Team Leader.

Legal & Finance Department

- Sponsorship of the project has now passed the total income of Fiscal 2019-2020, (in less than 6 months) and against the backdrop of Covid with no events. This is a remarkable result and thanks to everyone who has been involved.

Marketing & Communications Department

- Marianela is working on the promotional video for Joomla 4. The Department is evaluating to extend the partnership with the current photo/image provider.
- Marianela is working on an opportunity to promote Joomla on a US TV show, still in the early contact phase. Further details will be provided as meetings proceed.
- 2 designers joined the Marketing Team as new contributors.
- Marianela enquired if any actions were needed from the Marketing Department in relation to a couple of sponsors.

Events Department

- Events department meeting was held on 16th December, during which discussions included creating a vision board with defined goals to help guide the Event Team during 2021.
- David would like to focus on having healthy JUG locations all around the world as this brings a lot of benefits to the community and to the project itself.
- David would like to create a working relationship with Marketing to collaborate and better support JoomlaDay and JUG organisers.
- The Department continues to encourage virtual events and wants to offer as much support as possible.
- Wilco enquired about the progress of outstanding actions for the new events directory. David will provide an update within the next couple of weeks so that Wilco can progress on the build process.

Operations Department

- Wilco explained a motion adopted by the Operations Department and discussed the possibility of expanding the scope and adopting it as an organizational-wide motion. The motion ensures the use of GPL-only licensed extensions on the project's own websites that are running on the Joomla CMS. The Board will review this matter offline before picking the subject up again at the next meeting.

Programs Department

- Chris Keen has been re-elected as Certification Team Leader.
- Each of the teams have been working on defining their goals for 2021.
- Volunteer postcards have been sent.

Vice President

- Justine shared an update about the communication consultant - they are busy over the festive period, so she will contact them again in the New Year.

Secretary

- *Luca could not fully attend the meeting because his flight got delayed for more than 7 hours than planned.*
- **[Bylaws]** Jenn Gress and Luca completed the work on the Bylaws revision.

The package is ready for Board review and includes:

- Final version for review.
- Current version with comments/suggestions.
- Summary and explanation of changes.

Any comments, proposals, fixes shall be submitted as comments to the “*Final Version for Review*” document until 31st of December. The invitation and the blog post will include the summary of the changes.

- **[Bylaws amendments timeline]**
 - 31 December - Submit comments, corrections, proposals as comments to the document.
 - 7 January - Invitation to Special Members Meeting and Semi-Annual Members meeting. A public channel will be opened in Glip to discuss the changes to the Bylaws.
 - 21 January - Semi Annual Members Meeting and Special Members Meeting for Bylaws Amendments. Ballot for the amendments sent out.
 - 28 January - Ballots closure.
 - 29 January - Results announcement.
- **[Upcoming deadlines]**
 - **January 02, 2021:** 270 Day Report publishing deadline / Declaration of Intention deadline (Group 2).
 - **January 03, 2021:** Call for Candidate Manifestos published (Group 2)
 - **January 11, 2021:** 90 Day Report publishing deadline (Group 1)
- **[Teams and JVP]** Given that the “election season” is approaching again, please all the DCs ensure that the Volunteers Portal is up to date with: Team Leader elections, current memberships and team statuses.
- **[Governance]** Pursuant to motion #2020/025, each Department Coordinator should appoint an Assistant to the Department Coordinator to help with the administration of the Department. As of today, there are departments in which there are no Assistants to the DC.
- **[Semi-Annual Report]** Pursuant to Section 9.06 of the Bylaws, the President and the Treasurer shall prepare a Semi-Annual Report to be shared with the Full Board (it's something different from what is shared at the Semi-Annual Members Meeting). This report is due on March 23, 2021.
- Luca would like to thank Jaz Parkyn for taking meeting minutes in his absence.

President

- Brian shared the progress on the Uphold account verification to allow Joomla to have a verified Brave Creators account.
- Brian thanked the Board for the work done on the sponsorship.
- Brian is continuing to work on getting Citibank and PayPal accesses for Radek.

Motions taken during this meeting

#2020/143 - The President proposes to adjourn the meeting

Proposed by Brian Mitchell, seconded by Hugh Douglas-Smith.

The motion passed with unanimous consent.

Motions taken offline before this meeting

#2020/142 - Approve and publish the Board Meeting Minutes.

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

The motion passed with unanimous consent.