

# OpenSourceMatters

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

Date: January 07, 2021

Time: 18:00 UTC

Total time of meeting: 1 hour 40 minutes

### Attendees:

Brian Mitchell (President), Justine Ayebale Abunyanga (Vice President), Luca Marzo (Secretary), David Opati Aswani (Director), Jaz Parkyn (Director), Marianela Queme (Director), Wilco Alsemgeest (Director).

### Apologies:

Radek Suski (Treasurer), Hugh Douglas-Smith (Director), Marco Dings (Director).

### Proxies:

Jaz Parkyn served as proxy for Hugh Douglas-Smith until 19.00 UTC.

Wilco Alsemgeest served as proxy for Marco Dings.

Luca Marzo served as proxy for Brian Mitchell since 18.55 UTC.

## Discussion outline

### President

- Brian shared his report for 2020 with the Board for review.
- Brian will have a summarized list of recurring annual/monthly expenses prepared for board (cost savings) review.
- Brian suggested to start working on a multiple year budget vision, e.g. 3-5 years. This would also simplify the single Fiscal Year budget preparation process.
- Brian suggested that we start framing the conversation about future versions of Joomla.

### Production Department

- Quarterly report provided to Secretary.
- A Working Group is being formed to work on the landing page for Joomla 4.
- Updating and cleaning up the Volunteers Portal.

### Legal & Finance Department

- Quarterly report has been prepared and is ready for publication. Hugh would like to thank all who have been involved with the sponsorship contracts for their invaluable support. It has resulted in a magnificent result of achieving in excess of last year's total income in the first half of this year.

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## Marketing & Communications Department

- The Social Media Team requested to be informed prior to release any news, blogpost, announcements, in order to be prepared with the social media posts and materials.
- The Marketing Team is urgently looking for a Team Leader.

## Events Department

- David is working on the Quarterly Report.
- Working on Events Team 2021 Vision board.

## Operations Department

- The last department meeting report is here:  
[Operations Department Meeting Minutes - December 21, 2020 - Operations](#)  
After this the holidays started, there were no incidents or any other need to take action.
- The webmasters of the different properties are working on PHP, MySQL and TLS version upgrades and the implementation of a new Security header.  
[Webmasters Team Report - Q4, 2020 - Webmasters Team](#)

## Programs Department

- Moodle has now been updated on the Certification platform to the latest version. PHP has also been updated following a round of testing by the team.
- No major updates due to the holiday period.
- Quarterly report is in progress.

## Vice President

- No updates at the moment.

## Secretary

- **[Bylaws Amendment]** The process to amend the Bylaws is in progress as per the calendar shared at the previous meeting. The following motion would show the Board support to the procedure. The Glip Channel to discuss the amendments has been set up. The invitation to the Special Meeting and the blog post are ready and will be published right after this meeting:  
<https://community.joomla.org/blogs/leadership/invitation-to-the-special-members-meeting-of-open-source-matters-inc-january-2021.html>
- **[Election Cycle]** The positions up for elections are: President, Secretary, Production DC, Operations DC, Legal & Finance DC. Further information here:  
<https://www.opensourcematters.org/organisation/directors/election-policy.html>
- **[Elections]** The Call for Manifestos for Group 2 has been published on January 03:  
<https://community.joomla.org/blogs/leadership/call-for-candidate-manifestos-group-2-2021-elections.html>
- **[Communications]** A new public channel has been opened in Glip to replace the old default "Joomla Community" channel due to the restrictions of the software that did not allow

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anybody to add anyone that did not have a @community.joomla.org email account, as the default channel was restricted to "co-workers" and people with a CJO account were considered automatically co-workers. The new public channel is called "*Joomla! Community Public Channel*" and is available either for guests and co-workers, even though guests could not self-join the channel and should be added by any of the people already added to the channel. This would allow to include in the community discussions more people that are not part of the OSM structure and roles.

- **[Semi-Annual Members Meeting]** The Special Semi-Annual Members Meeting for the Bylaws amendment and the regular Semi-Annual Members Meeting are planned for January 21, 2020.  
<https://community.joomla.org/blogs/leadership/invitation-to-the-semi-annual-meeting-of-open-source-matters-inc-january-2021.html>
- **[Joomla Foundation]** The Annual Report has been sent to Harbor Compliance. Effective January 01, 2021 the Board of the Joomla Foundation has been elected.
- **[Joomla Foundation]** Tax filing due for the Foundation that should be paid through Card prior to the end of March 2021.
- **[Records]** To keep history of the Board, I created a spreadsheet in which the roles of the Board will be recorded.

*Brian Mitchell left the meeting at 18.55 UTC. Hugh Douglas-Smith joined the meeting at 19.00 UTC.*

## Other business

- Wilco reminded all the Board Members to adhere to the Board policies and requirements in terms of reporting in a timely manner.
- Jaz and Luca suggested reviewing the sponsorship offering in order to identify any eventual gap and any additional placement that can be offered. Relevant teams need to be involved in the process to avoid issues after the agreement has been signed.

## Motions taken during this meeting

**#2021/001 - Call a Special Members Meeting for the purpose to amend the Bylaws of the Corporation pursuant to the Article XI of the Bylaws. Notice of the meeting will be given to all the members according to the timeline set by Section 4.06(D) of the Bylaws. The Special Members Meeting will be followed by the regular Semi-Annual Members Meeting, on the same date.**

Proposed by Luca Marzo, seconded by Wilco Alsemgeest.  
*The motion passed with unanimous consent.*

**#2021/002 - 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

**#2020/144 - Approve and publish the Board Meeting Minutes.**

Proposed by Luca Marzo, seconded by Hugh Douglas-Smith.  
*The motion passed with unanimous consent.*