

OpenSourceMatters

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

Date: March 22, 2018

Time: 18:00 UTC

Total time of meeting: 1 hour

Attendees:

Robert Jacobi (President), Aleksander Kuczek (Vice President), Luca Marzo (Secretary), Rowan Hoskyns-Abraham (Director and Elected President), Michael Babker (Director), Yves Hoppe (Director), Søren Beck Jensen (Director), Sandra Decoux (Director), George Wilson (Elected Director), Hugh Douglas Smith (Elected Director), Carlos Camara Mora (Elected Director).

Apologies:

Mike Demopoulos (Treasurer)

Discussion outline

President

- Robert statement: *"Thank you all for the amazing work that has been done in the past year in the new leadership structure. We have faced many challenges and continue to look to a better and bigger Joomla. It has been one my greatest professional honors to be able to serve for the betterment of open source and Joomla. I wish immense success to the existing and new members of the board".*
- Robert to submit final officers budget 3/23 (already completed with incoming President)
- Robert to provide a template for the annual report.

Treasurer

- Robert Jacobi served as proxy for Mike Demopoulos.
- Robert shared the updated financial reports.

Production Department Report

- Michael statement: *"The last 17 months as the Security Team Lead and Production Department Coordinator have been a challenging and fulfilling experience. It has been a pleasure to be a guiding member of the project's leadership team as we concluded a long and challenging transition and began focusing on our long term software needs. I feel that the project's development focus is in great hands with George stepping up into this demanding and crucial role and I wish him and the rest of the Board of Directors great success in what I feel will be one of Joomla's most important years in its history."*
- Michael shared the budget request sheet from the Production Department.
- Security team in planning phase of organizing a sprint during next quarter

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Legal & Finance Department

- Luca and Rowan shared the situation of the expiring trademarks.
- Søren shared the outcome of Cloudfest. Capital Team did a very good job there. Many people visited the Joomla Booth.
- Søren presented the idea of the "Corporate Sponsored Volunteers". A new program will be launched shortly.
- Capital Team is working on a document for the Release Sponsorship opportunity that will be presented to potential sponsors early next week.

Marketing & Communication Department

- Social Media team will have the help of a student for 4 days thanks to Noreen.
- MarketAccents: presentation of the marketing strategy next week.
- Sandra shared the budget request for Marketing Department, with a particular focus to Joomla 4 launch campaigns.
- JShop, as interim solution, a spreadshirt website will be launched shortly.

Events Department

- Budget Request forms completed 21st March
- CMSAfrica was successful. New volunteers coming online. Luganda translations are going to start very soon. Joomla dominated second day. Lots of opportunities to get us into educational curriculums.
- David Opati Aswani has been elected Team Leader.

Operations Department

- Transition to Hugh has been completed.
- Hugh shared the budget request sheet for the Operations Department.

Programs Department

- Budget request is almost ready.
- JET applications for JandBeyond closed on March 21. Applications will be reviewed during the weekend.

Vice President

- Aleksander worked on the transition for the Operations Department Coordinator.

Secretary

- Luca received account data from Joomla.com current vendor.
- Next meeting will be on March 29, 2018 at 18.00 UTC.

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Other business

- Capital Team presented the result of the Demo/.com hosting RFP. 2 proposals received. A motion will be actioned via email on Monday to select the vendor.
- Rowan shared updated information from one of the RFP vendors.

The Full Board of Directors and Officers of Open Source Matters would like to thank all the outgoing Board members for their precious contribution during the past year.

Motions taken during this meeting

#2018/031 - Move Sponsorship Success Team as a subteam of Capital Team

Proposed by Soren Beck Jensen, seconded by Luca Marzo.

The motion passed with unanimous consent.

#2018/032 - The Secretary proposes to adjourn the meeting

Proposed by Luca Marzo, seconded by Robert Jacobi.

The motion passed with unanimous consent.

Motions taken offline before this meeting

#2018/027 - Approve and publish the Board Meeting Minutes.

Proposed by Luca Marzo, seconded by Sandra Decoux.

The motion passed with unanimous consent.

#2018/028 - Allow reimbursement of required services to care for or board a volunteers animal when traveling for official project reasons.

Proposed by Mike Demopoulos, seconded by Rowan Hoskyns Abrahall.

The motion passed with majority consent. Voted against: Robert Jacobi, Aleksander Kuczek. Abstained: Mike Demopoulos, Michael Babker. Voted in favour: Luca Marzo, Rowan Hoskyns Abrahall, Sandra Decoux, Søren Beck Jensen, Yves Hoppe.

#2018/029 - To allow reimbursements of recommend (as determined by cdc.gov or volunteer's equivalent local authority) vaccinations and medication for travel to a country for official project reasons.

Proposed by Mike Demopoulos, seconded by Rowan Hoskyns Abrahall.

The motion passed with unanimous consent.

#2018/030 - Pay volunteer reimbursement as specified in the OSM channel, even if requested after the allowed term.

Proposed by Rowan Hoskyns Abrahall, seconded by Mike Demopoulos.

The motion passed with unanimous consent. Abstained: Mike Demopoulos.

Discussion about the motions actioned offline

Discussion about motion #2018/028

- Comment from Robert Jacobi: *"This motion has been created for expenses of Rowan Hoskyns-Abrahall. Under existing travel guidelines it is understood that only direct travel, lodging,*

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and meals are reimbursed. Such "at home" reimbursements as envisioned can and will lead to an unforeseeable burden for Open Source Matters, as well as invite adverse scrutiny to the project and conflicts of interest. Would someone be allowed to hire a friend for child care, be reimbursed for a neighbor house sitter, etc?"

- *Comment from Mike Demopoulos: "I honestly have mixed feelings. One hand I don't like people having personal out of pocket costs, other hand feel like it's a slippery slope. So that is Why I wanted to board to weigh in. I don't think we need a separate motion beyond this for Rowan. Based on the policy I could understand both readings of it."*
- *Comment from Michael Babker: "I honestly don't know how to approach this topic. On the one hand, I'm not sure this needs policy to spell out what to do, but I do agree in principle that there is something to discuss/action in exceptional circumstances."*
- *Comment from Aleksander Kuczek: "I agree that this might be an issue, but it open way too many topics such as childcare etc. I agree this could be a part of a wider travel policy change, but not as a single change. And this would further limit our travel possibilities as this will increase the average cost per trip."*
- *Comment from Rowan Hoskyns Abrahall: "This is not an expense claimed all the time. I have only claimed this when I have been travelling for more than a few days and have been unable to rely on friends/family to cover which is generally the case. This month alone I have travelled over 15 days and 5 other days were dedicated to working with Sandra. The costs I claim are less than half that of kennels and comparable to airport parking fees which we cover without question."*