

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

Date: March 07, 2019

Time: 18:00 UTC

Total time of meeting: 1 hour.

Attendees:

Rowan Hoskyns Abrahall (President), Alexander Metzler (Vice President), Luca Marzo (Secretary), Djamel Kherbi (Director), George Wilson (Director), Sandra Decoux (Director), Hugh Douglas Smith (Director), Jaz Parkyn (Director)

Apologies:

Jason E Rosenbaum (Treasurer), Yves Hoppe (Director)

Proxies:

Rowan Hoskyns Abrahall served as proxy for Jason Rosenbaum.

Sandra Decoux served as proxy for Yves Hoppe.

Invited guests:

Harald Leithner (Elected Director), Jason Nickerson (Elected Director).

Discussion outline

President

- JoomlaDay Florida has been amazing. Kudos to Jason Nickerson.
- Rowan recused herself from dealing with the Code of Conduct breach, other Officers to take over.
- Lawyers involved now as all of CatchPoint's senior management ignoring Rowan's messages on LinkedIn imploring them to fix their post. ThreatPost have at least added an editor's note.
- Books are now balanced for our Quarter End. Reports will be available for next meeting as Rowan still has to go back through and do the splits across departments for items.
- Rowan is working to get the Ombudsman in place.

Treasurer

- Financial Summit took place:
 - Transitioned access from the previous bookkeeper (Susan) to the current (Eyvonne) for all necessary tools.
 - Reconciliation of QuickBooks and PayPal.
 - Participants discussed Tax Strategy and future planning.
 - Participants reviewed the revenue stream.

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- Participants discussed past issues, responsibilities with the new 501(c)(3) entity and the opportunity to switch back to match fiscal and calendar year.
- JoomlaDay Austria and JoomlaDay Israel payments done.
- Reimbursement forms for volunteers processed.
- Jason to check D&O insurance status and costs for the new entity.
- Jason to engage Mike Demopoulos for guidance on next budget preparation. Plan is to release forms soon, in order to close them in mid April. Submission finalization is expected for May 01 and final budget for June 01.
- Jason to review documents about the 501(c)(3) entity in formation.
- Jason shared the up to date bank balances.

Production Department

- George is working on the CatchPoint's security issues
- Joomla 4 is progressing well
 - Backend template pace is ok. Currently looking for a UX/User Testing person to help compliment the team build
 - Alpha 7 will be released at Joomla Day France this weekend with web services merged.
 - Merging unit tests back into to the main CMS repository.
- The Board discussed about the communication of the news on the development and progress of Joomla 4, to ensure the ecosystem is up to date with all the changes.

Legal & Finance Department

- Compliance Team. Testing phase of the Single Sign On (SSO) system started using a test instance of the Volunteers Portal connected to the brand new Identity Portal that will serve as a central location to store data and consents. Big shout out to Sander Potjer and Roland Dalmulder for the huge work done during the past months to develop this system.
- Compliance Team. The team is working on the Incident Response Plan and Incident Response Policy documents that would cover any eventual data breach scenario.
- Jason to arrange the elections for Team Leader for Capital Team.

Marketing & Communication Department

- New partner: <https://www.joomla.org/about-joomla/partners.html#renderforest>
Renderforest (Online video, animation, logo and website maker) - Partnership brought by Brian Teeman
- Summary of work done during JoomlaDay Florida:
<https://volunteers.joomla.org/departments/marketing-communication/reports/969-joomladay-florida-report-of-work-done-in-progress>
- Marketing sprint with Hervé during JoomlaDay France

Events Department

- Djamel joined the PBF 19 organizers to have a better coordination between Production, Marketing and Events Department, to make the upcoming PBF successful.

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- Only two submissions for the Global events fund working group until now. Djamel to make a call again in the upcoming days, hopefully we will get volunteers to start working on the sponsorship program.
- JoomlaDay Austria and Israel are getting financial support this year.
- Attending JoomlaDay France, Djamel will have a session on Saturday about the Users Group (JUGS)

Operations Department

- Big update is Joomla Community Magazine which is now moving forward. Nicky has arranged porting of the old magazine from K2 to Joomla Core. A framework has been produced for the strategy of the magazine and a team is building of volunteers. Expectation is we will see a relaunched magazine in the April timeframe with plan to work towards quarterly or bi-monthly issues depending on availability of articles.
- Hugh is starting on a guidebook for Webmasters. Michael has kindly agreed to assist and offer advice.

Programs Department

- Pursuant to motion #2019/020, Jaz Parkyn started in her official capacity as Programs Department Coordinator from February 21, 2019.
- Work is continuing on the new Certification platform, and will soon be ready for internal tests.
- An election will happen shortly for the new VET team lead. The team member list will be updated prior to this.
- During the last VET meeting, there was discussion of drafting an on-boarding process for new volunteers.

Vice President

- Alexander proposed to compensate all flights of our members for CO₂ in the future. This would be a contribution to environmental protection but also a sign for the future
- Alexander to attend CloudFest and CMS Summit in Cape Town.

Secretary

- Luca shared the backup Policy for all the Joomla.org / OSM properties prepared by the Joomla Compliance Team.
- Open Source Matters, Inc. nominated Rowan Hoskyns Abrahall and Hugh Douglas-Smith for the Open Source Initiative (OSI) Board elections.
- We got feedback from the lawyers on how to deal with the CoC issue, so i'll table the actions during the weekend to address the situation and proceed. We should cancel the motion #2019/019, since its content has already been redacted.
- Luca shared the Trademark Policy for Domain Names document for review and adoption.
- Luca shared a document about the Sponsored Contribution Initiative for Board review and discussion.
- Luca to attend JoomlaTalks in Athens.

Other business

- Luca to continue the setup of functional mailboxes for Board members.

Motions taken during this meeting

#2019/023 - Approve the Backup Policy document and adopt it as standard policy regarding backup for all the Joomla.org and OSM websites

Proposed by Luca Marzo, seconded by Djamel Kherbi

The motion passed with unanimous consent.

#2019/024 - Approve the Trademark Policy for Domain Names document and adopt it as trademark policy for domain name registrations.

Proposed by Luca Marzo, seconded by Rowan Hoskyns Abrahall.

The motion passed with unanimous consent.

#2019/025 - Cancel the motion #2019/019 as suggested by the Lawyers.

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

The motion passed with unanimous consent.

#2019/026 - The Secretary proposes to adjourn the meeting

Proposed by Luca Marzo, seconded by Sandra Decoux.

The motion passed with unanimous consent.

Motions taken offline before this meeting

#2019/022 - Approve and publish the Board Meeting Minutes.

Proposed by Luca Marzo, seconded by Djamel Kherbi.

The motion passed with unanimous consent.