OpenSourceMatters

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

Date: August 22, 2019
Time: 17:00 UTC
Total time of meeting: 1 hour 20 minutes

Attendees:

Rowan Hoskyns Abrahall (President), Alexander Metzler (Vice President), Luca Marzo (Secretary), Djamel Kherbi (Director), Harald Leithner (Director), Jaz Parkyn (Director), Jason Nickerson (Director).

Apologies:

Jason E Rosenbaum (Treasurer), Hugh Douglas-Smith (Director).

Proxies:

Luca Marzo served as proxy for Jason Rosenbaum.

Discussion outline

President

- The Board discussed the current situation with the Nomination process given the lack of nominations and submissions had during the last call. A blog post written by some volunteers has been used as a starting point to develop the topic and find out some solutions that can improve the current process.
- **Officially define board roles and associated commitments.**
  It has become clear that board roles lack definition, giving potential candidates very little idea of the scope and commitment of the role up for election. We are implementing the following solution to this with a deadline of the end of September 2019 for publication.
  - Each Department Coordinator and Officer will create a document containing a description of their role, the related duties and responsibilities, alongside estimated time commitments.
  - The current serving DC/Officer will be responsible for reviewing and updating (where necessary) this every year in the last quarter of their term to ensure that it reflects their current role, duties and required time commitments. This will allow potential candidates in the upcoming elections to have a clear picture of the role before they consider running for it.
- **Require quarterly reporting of progress made and plans for next quarter from all DC's and Officers.**
  Implementing quarterly reporting for all Board Members will allow potential candidates to see how the department has been performing in recent months alongside a roadmap for the next quarter. We are implementing the following solution to this with a deadline of the end of September 2019 for the first publication.

- ○ From this point onwards, all DC's and Officers will be required to publish a report within 14 days of the end of each 90 day period they are in office. This will help with more than just the election cycle this will also help to provide transparency, continuity and historical reference throughout the project.
- Books handed over to Danielle, we work in cash accounting, so suggest adding those items that were for last year as budget lines to zero them out in year. For accounting purposes these show as liabilities on the balance sheet, but the payments will show in this year's budget.
- All transactions this year are up to date. Need to address point above and then load this year's budget into quickbooks.

Treasurer

- Budget post completed and posted. Big thanks to all involved, especially Rowan and Luca for helping me through the entire process.
- CPA has been informed books are done. Her reconciliation should begin shortly and I have posted our question above to her in an email. We are 24 days from the filing deadline.
- JoomlaDay Italy and JoomlaDay Kenya 2019 both funded.
- Working with a partner to get OSM commissions paid.
- Jaz reimbursement will be processed shortly.
- Two sponsors for Pizza Bugs & Fun paid the sponsorship.
- Jason is continuing to find a replacement for his position.
- Jason shared the up to date bank balances.

Production Department

- Automated Testing Team Sprint on 11-13 October.
- Small Workflow sprint around 11 September.
- Joomla Security Strike Team fixed an 8 year old bug in com_contact.
- Google Summer of Code projects are in the final evaluation phase.
- Joomla 4 Backend template has been merged.
  - ○ Many new issues were created.
  - ○ More people contributing now and try to solve the issues.
- Joomla 3.9.11 released.
- Joomla 4.0.0 alpha 11 released
  - ○ Includes the updated Backend Template.
  - ○ Supports initial upgrade support from Joomla 3.9.
- For beta there are 2 missing features:
  - ○ Email templates
  - ○ Web Services

[Jason Nickerson joined the meeting at 17.29 UTC]

Legal & Finance Department

- Jason is looking to find a replacement for Capital Team Leader.

Events Department

- JoomlaDay Italy and Kenya financial support approved, both of them will be held on October 19, a PBF will be hosted in both events.

Programs Department

- Volunteer Engagement Team have been working on their mission statement and team strategies. A team report has now been published on the Volunteer Portal, and the available roles have been updated to help attract new people to the team.
- Certification team have been organising their tasks using Trello which has proved to be an effective tool for the planning of the migration to the new platform.

Vice President

- Organisation of the remaining term of office.
- Transferring the Role to a New Candidate.

Secretary

- Luca had a meeting with BrandIT about Joomla Domains on August 20. Since the platform has been fixed implementing the requests received from Joomla, they are now looking for some ways to promote the platform and its integration.
- Luca to publish a blog post about the Foundation, why we created it and how it will work, given that the website is online already and will be available through the megamenu soon.
- Call for Nominations has been published https://community.joomla.org/blogs/leadership/call-for-nominations-group-1-elections-2019-second-round.html
- Luca shared some feelings and feedback about the position in the market and the perception of Joomla in the stakeholders.

Other business

- The Board would like to thank the Ombudsman, Ken Crowder, for his service solving the Code of Conduct breach report.

Motions taken during this meeting

#2019/078 - Officially define board roles and associated commitments and publish these on the OSM website with updates every year.
Proposed by Rowan Hoskyns Abrahall, seconded by Luca Marzo.
The motion passed with unanimous consent.

#2019/079 - Require quarterly reporting of progress made and plans for next quarter from all DC's and Officers.
Proposed by Rowan Hoskyns Abrahall, seconded by Luca Marzo.
The motion passed with unanimous consent.

#2019/080 - The Secretary proposes to adjourn the meeting
Proposed by Luca Marzo, seconded by Djamel Kherbi.
The motion passed with unanimous consent.

Motions taken offline before this meeting

#2019/077 - Approve and publish the Board Meeting Minutes.
Proposed by Luca Marzo, seconded by Rowan Hoskyns Abrahall.
The motion passed with unanimous consent.