Meeting Minutes - Open Source Matters, Inc. Board meeting 21 June 2011

Attendees:
Akarawuth Tamrareang, Alice Grevet, Andrea Tarr, Dianne Henning, Jacques Rentzke, Robert Deutz, Ryan W. Ozimek, Paul Orwig, James Vasile, Javier Gomez, Marijke Stuivenberg

Unable to Attend: Altansukh Tumenjargal, Phil Locke, Steve Burge, Javier Gomez

Quorum: Yes
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I. **Approval of previous meeting's minutes**
Andy brings the motion to approve the minutes from the May 24th board meeting. Dianne seconds. The minutes are approved by unanimous consent.

Review of OSM board of directors motions brought to the floor via the email list, please circulate list by email in advance
No motions were made.

II. **Treasurer's report**
The checking balance to date is $119,242. The financial statements are now ready for reporting. Paul will complete the process begun by Ryan of entering 2011 budget numbers into QuickBooks.

Assistant Treasurer situation: Paul is following up with two qualified US-based candidates.

Paul and Ryan will follow up together on the invoicing of new sponsors.

III. **Old Business**

a. **External Communications Leader position**
This new position, to be filled by Sandra Ordonez, will be an OSM non-board-member volunteer staff position. A document has been drafted outlining the role and responsibilities of that position. Ryan has emailed the Google list for feedback and suggestions from the other teams.

b. **Joint Summit Update**
Travel arrangements are being made, and the final version of the agenda is coming. Ryan will introduce Gunner, the summit facilitator, to the summit committee, so the agenda can be finalized and the meeting coordinated. If anyone needs a letter from Ryan for processing a visa let Ryan know.

IV. **New Business**
   a. **Conflict of Interest disclosure for TE on Pearson book**
   Andy was asked to be the tech editor for Mark Dexter and Louis Landry's new book. Is there a conflict of interest? Ryan will make Andy's original disclosure letter available to her so she can sign it. There doesn't seem to be a conflict of interest plus she is leaving OSM.

   b. **Considering next steps for OSM organizational structure**
   The idea is to begin to move away from having solely a working board structure, to a board of directors that provides oversight to a volunteer working staff. This can be discussed further at the OSM summit. Perhaps Sandy can provide some insight from other organizations. From a historical perspective, James says that this is quite common, and most organizations that move beyond a certain point make this shift. Most projects don't just add new board members as they need volunteers - the board is responsible for an entire organization, not just one task per person.

   The Assistant Treasurer position is a good example of a position that can be a non-board position, as long as the person with financial oversight is on the board.

   c. **Events Financial Supporting Policy**
   Robert has sent an email to the public list and shared a doc with all of us for our thoughts about funds for events. A point could be added for self-organized conferences where people can apply for scholarships to attend. This discussion will be continued on the public list since it is a funding change.

   d. **Task and ToDo Management**
   Robert and Alice will use Basecamp to keep our action items moving, to be sure we don't lose track of tasks and to keep them all in one place.

   e. **Thank you to Ole and to Andy**
   Ryan brings a motion to the floor:

   "The Open Source Matters Board of Directors gives its sincere thanks and appreciation to Ole Bang Ottosen, for his role on the Community Oversight Committee, and to Andy Tarr, for her role on the Board of Directors of Open Source Matters, as they leave these roles and move on to other things"

   Dianne seconds the motion. The motion is accepted by unanimous consent.

V. **Reports**

   a. **Audit Committee**
   Sukh from OSM, Sam from PLT and Brad from CLT have stepped forward to

volunteer for the Audit Committee. Jacques will set up a group email list.

b. **Demo site report**
Marijke reports an increase of 18% last month, and has suggested that Cloud Access plan milestones for the release of 1.7 and 1.8, and that they add sample data for 1.6. Multilingual views have also been requested. Cloud Access would like to include free templates, and also would like to host school websites for free, just as it does for JDay websites.

c. **Shop**
The sale of the remaining merchandise is still going on. The Shop Committee has added a third person. Leftover merchandise will be shipped to San Jose for the joint summit to be distributed at JDay Chicago and other events.

VI. **Celebrating Success**

a. **Public email list**

b. **Congratulations to Joomla! for the release of the 1.7 Alpha**

Dianne moves to adjourn the meeting. Alice seconds.

Next meeting: 18th of July

Reference documents and appendix:
1. Board motions taken on the email list

Prepared by Alice Grevet (Assistant Secretary)
Reviewed by Jacques Rentzke (Secretary of the board of Open Source Matters, Inc)