

Meeting Minutes - Open Source Matters, Inc. Board meeting 23 July 2013

Attendees:, Mike Carson, Ofer Cohen, Alice Grevet, Dianne Henning, Paul Orwig, Jacques Rentzke, Marijke Stuivenberg, Radek Suski, Sarah Watz

Excused: Leonel Canton, Sandy Ordonez

Quorum: Yes

I. **Approval of previous meeting's minutes:**

The May meeting minutes were approved via email list.

See appendix

Review of OSM Board of Directors motions brought to the floor via the email list:

- a) A motion was approved to elect Jacques Rentzke Interim Treasurer

See appendix

II. **Treasurer's Report**

- a) **PayPal:** \$113,283.68
- b) **Citi Checking:** \$81,932.5
- c) **Money Market:** \$376,180.38
- d) Until we elect a new Treasurer Paul is moving forward with the budget and Thomas continues to help out.

III. **Old Business**

- a) **2013 Budget**
Paul updates the board on the overall status of the budget. The board proceeds to a vote on the budget.

Jacques moves to approve the 2013 budget. Dianne seconds the motion. With none opposed the 2013 budget is approved by unanimous consent.

IV. **New Business**

- a) **Joomla and Enterprise**
A proposal about Joomla and enterprise was shared with the board. It is recommended for those interested to get in touch with the marketing group.
- b) **Funding Two Spanish JCM Editors to the JWC**
A request is put forward to fund the two lead editors of the Spanish magazine to the JWC. The scholarship program is coming along and Radek will discuss it with them.
- c) **Membership Discussion**
A draft motion on bylaw updates is under discussion and we have requested feedback from the Software Freedom Law Center. The New York City Not-for-Profit Corporation Law requires our organization-type to have Members. Since the dissolution of the COC, this is a point in our bylaws that needs updating. We are looking at a short term update, after which a longer term

process will be implemented to explore and adopt official guidelines. The updates will require a motion and a vote, once we have a specific text from SFLC.

d) New Board Member/Treasurer Candidates

The treasurer nominations have been received. After discussion the board agreed that the next steps are to share the nominations results with those members not on the call to get their feedback, and ask the candidates by email to confirm their interest in the nomination.

V. Roundtable Discussion Points

- a) Jacques will draft some guidelines for logo usage in video – some text to appear at the beginning or the end as a copyright notice. The guidelines will be available on the OSM website.

The helpdesk installation is moving forward – Radek is helping to move it along.

- b) TM discussion: concerns about abuse. The board discussed particular cases and will collect information to be shared with legal advisors.
- c) Paid advertising on the magazine: Dianne will work with Mike on details including how much to charge, what kind of policy and how to handle payments.
- d) Finding a new Capital Team leader: the priority is to move forward on the Treasurer position -- it can happen any time, but sooner is better.

VI. OSM Goal Updates

a) Governance

The list of questions to be decided on regarding the transition to a membership organization has been received. Follow up with volunteers to begin research into membership organization questions can begin.

VII. Celebrating Success

- a) Pizza Bugs and Fun was a big success!
- b) Thank you Thomas Hampton for your work as Treasurer – OSM wishes you all the best!
- c) Certification Phase 2 is launching
- d) Thanks to Marijke, Ofer, Mike and Paul on the RFP!

Paul made a motion to end the meeting. Dianne seconded.

Prepared by Alice Grevet and Marijke Stuivenberg (Secretary and Assistant Secretary of the board of Open Source Matters, Inc)

Reference documents and appendix:

Board motions taken on the email list

- 1 **Motion:** Open Source Matters approves the May meeting minutes

By: Alice Grevet

Seconded: Sarah Watz

Date: July 5, 2013
For: 11
Against: 0
Quorum: Yes
Result: Motion approved

- 2 **Motion:** Open Source Matters appoints Jacques Rentzke as Treasurer, to serve in an interim capacity until the board adds a new board member and elects that person Treasurer.

By: Paul Orwig
Seconded: Leonel Canton
Date: July 11, 2013
For: 8
Against: 0
Quorum: Yes
Result: Motion approved