

## Meeting Minutes - Open Source Matters, Inc. Board meeting 21 June 2010

**Attendees:** Steve Burge, Javier Gomez, Robert Deutz, Dave Huelsmann, Ryan Ozimek, Jacques Rentzke, Elin Waring, Akarawuth Tamrareang

**Absent with notification:** Marko Milenovic

### 1. Approval of previous meeting's minutes (Secretary)

Elin moves that the Minutes be approved, as amended. Robert seconds the motion.  
*Accepted by unanimous consent.*

### 1. Treasurer's report (Dave Huelsmann)

Financial report

Jacques raises the question of the income budgeted for the conference, and the effect of thereof on the budget. Elin responds that the budgeted income/expense for the major event zeros out

Ryan discusses our current liability towards our legal firm WTP.

### 1. Old Business

#### a. Demo site status (Jacques Rentzke)

Elin provides an update on the Demo site. She's been in conversation with Gary Brooks. He will post a blog explaining to current status and intended hardware upgrades. It's important that those who have already signed up have a good user experience. There does not seem to be much user problems. More support options were also launched.

#### b. Shop Manager and Assistant Treasurer (Jacques Rentzke)

Jacques suggests that we come to a decision on the process for finding a new Shop Manager and Assistant Treasurer.

Steve agrees that we need someone to learn the ropes before Dave steps down. Elin agrees that with the Treasurer position it is good to have a second, although we still have our accountant as backup. It would be good to have another person available when Dave is not. She further suggests that in the long term the board considers hiring a part-time Office Manager / Bookkeeper.

Jacques suggests that we get in another board member that has the specific skills needed for Treasurer.

*Dave joins the meeting.*

Dave mentions the practical side of the Assistant Treasurer that would need to have access to a Citi-Bank branch.

Ryan summarizes the discussion by saying that what we need is an apprentice to Dave.

A discussion follows on who should have access to our bank accounts.

Jacques raises the question of finding a new Shop Manager. Ryan responds that we have not found the right fit for this position.

Elin makes mention of possible new software to use for the shop.

Ryan feels that the person in charge of the Shop should be part of the process of choosing any new software, and that we should also follow a vetting process.

Robert agrees that there should be an open process for choosing any new software.

## 2. [New Business](#)

### a. [JWC - Strategy changes \(Robert Deutz\)](#)

Robert provides feedback on his discussions with JWC organizers. He suggests that OSM steps back and let the Melbourne teams do the job, and OSM can support them as needed.

Dave suggests that if and when there is financial support for the event, that there be a legal agreement between OSM and the organizers. Roberts adds that the same processes for hosting local Joomla Days should apply, and that the organizers already have experience with this.

Elin stresses the importance of looking at insurance and liability issues. It should be clear who's responsible for what.

### b. [Discussion about feasibility of an OSM Executive Director position \(Dave Huelsmann\)](#)

Dave raises that matter of the board being more and more involved in Operations, when he sees the role of the board more as direction and strategic planning. He feels that we should consider having a paid Executive Director position. Jacques questions if this would be costly. Elin responds that that does not need to be the case.

Steve feels that it's part of a bigger question of professionalising the board. Elin feels that problematic that the board is involved in operations, instead of planning, financial oversight.

Robert feels that the board should be able to decide what it wants to be involved in.

Elin responds that the board role in a non-profit is strictly fiduciary and oversight, and not operational, but that it's typical of younger organization. We need to separate the role of oversight and doing, since you cannot do both at the same time.

Elin concludes that this is part of a bigger strategic discussion.

Dave adds that money is not initially necessarily an issue where a person volunteers, and grows in the position. Javier feels that since it's about strategy, we should first think about that, and then think about the money after that. He also suggests that board members search for different models that we can use.

c. [Sponsorship money \(Dave Huelsmann\)](#)

The board discusses sponsorship matters.

d. [Monitoring consulting work, Andrew Eddie & Louis Landry \(Robert Deutz\)](#)

Robert raises the question of who is monitoring the work of Andrew and Louis, and if they've been paid the last few months.

Elin is the designated contact between the developers and OSM and the one that makes sure that they are working. She happy to keep doing this. She feels that it's time for feedback from the PLT.

A lively discussion ensues on the access to information regarding developers tasks and job descriptions. Robert expresses the view that he would like more information. Dave feels that the board is again getting too deeply involved in operational details.

Steve feels that a monthly report from the developers would be useful to the community too.

Steve requests more information on the CRM. Elin responds that the original project started from the JED, and expanded from there. She says that good progress is being made. Matt from the JRD has been involved in testing various systems.

e. [Information about contracts OSM with others \(Robert Deutz\)](#)

Roberts requests access to all the contacts between OSM and others. Elin feels that certain details of developers contracts, like salaries, should be confidential, and are not appropriate to share.

Further discussions related to developers and contracts followed.

f. [Report System \(Javier Gómez\)](#)

Javier makes mentions of the associations he's involved in, and the type of reports they use. He feels we loose important information by lack of proper reporting. He will be working on systematisation proposal.

g. [Moving Joomla User Group approval to People.Joomla.org \(Steve Burge\)](#)

Steve raises the matter again of allowing for easier JUG approvals by using the J!People site. Elin reminds that this is a Community Working Group responsibility. Due to lack of time the discussion will be taken further on email.

h. [Meeting with organizational development consultant \(Ryan Ozimek\)](#)

Ryan makes mention of the organizational development consultant that will be working with the board, and refers to the emails he's sent in this regard.

3. [Reports from committees](#)

a. [any committee or team reports? \(Jacques\)](#)

Jacques suggests that the boards follows the example of the CLT where reports are submitted each month from each team. This can be added to the Minutes of the board meeting. Ryan mentions that Javier is willing to help us to standardise reports.

## 2. Celebrating Success

- a. Congratulations to Steve, Robert, and Marko for taking on the positions of Community Liaison, Events Team Leader, and Trademark Team Liaison (Ryan)
- b. Two new development sponsors (Ryan)
- c. Great phone call with Microsoft (Ryan)
- d. The Joomla "project" on joomlancode.com just crossed the 17 million mark (Ryan)
- e. JandBeyond (Robert Deutz)

Motion to adjourn brought by Dave, and seconded by Elin, and accepted by unanimous consent.

At 5:53pm ET meeting is adjourned.

*prepared by Jacques Rentzke as Secretary of the board of Open Source Matters, Inc.*