Meeting	OW2 Board meeting – 3 December 2008 – Minutes
Date Location	3 December 2008 Face-to-face meeting in Paris, France. Hosted by Edifixio.

1. Chairman's Welcome Remarks
Appreciation to Edifixio for hosting this meeting

2. Quorum
There should be 14 Strategic Members, 14 Corporate Members representatives plus 1 Individual Member representative for a total of 29 Board members. Therefore 15 members constitute the quorum. We have the quorum at this Board meeting since there are 16 Board members either present (in person or by phone) or represented.

The attendance to this meeting of the board respects the quorum and all decisions can be validated.

Attending (and initials if ever used in the rest of the minutes):
ALCATEL LUCENT: Alain Grignac (AG)
BULL: Jean-Pierre LAISNE (JPL)
CHARLES U.: Petr TUMA (by phone) (PT)
EBM WebSourcing: Gaël BLONDELLE (GB)
EDIFIXIO: Thierry HUMBERT (TH)
ENGINEERING: Gabriele RUFFATTI (GR)
EXO PLATFORM: Benjamin MESTRALLET (BM)
EXPERLOG: Pierre-Yves GIBELLO (PYG)
FRANCE TELECOM: Valère ROBIN (VR)
INRIA: Pierre PARADINAS (PP)
NUDT: WANG Huaimin (WH)

Representations: Individual Members representative represented by EXPERLOG, CVIC-SE, PKU, ISCAS and BUAA represented by NUDT.

Member of the board without voting right: CEO, Cédric THOMAS (CT)

Excused: THALES, GMRC

Absent: DOCSC, ETERATION, EUROPEAN DYNAMICS, RED HAT, SERLI, SERPRO, SOGETI, NEOCICLO, TALEND, XPERNET

Attending at the invitation of the Board: OW2 CTO, Alexandre LEFEBVRE

3. & 4. Agenda Review and Agenda Approval
- Additional point to be added on the General Assembly
- The agenda is then agreed upon as proposed

5. Introduction of New Directors
- No new Director

6. Minutes of the previous meeting
- The minutes of the previous meeting are approved.
- For information: Board minutes were sent two weeks after last board, and a summary was published on the website.
- The archives of the board mailing list are available to all board members.

7. CEO Report on Operations

Management Office, Strategic Members contributions
- Li Shu Qiang from CVIC is added to the MO, mailing list as the web

administrator for the China website.
- o Appreciation to CVIC SE for providing two persons, and to the Chinese local chapter for their work.
- o

Legal Issues
- o Little progress on this front since last board.
- o CT: for legal fine tuning OW2 has enough work to employ a lawyer for a six months internship. For example we need to address the problem with employees of member companies registering as individual members, we need to finalize some procedures and some legal documents, etc.
- o

IPR policy and code base analysis
- o We have made progress with **FOSSology**. We now have a login and password to access the FOSSology platform to test code. Two options: should projects try FOSSology themselves, or should the MO upload projects and perform the tests.
- o A meeting with INRIA has taken place on the subject of FOSSology, in order to clarify the legal situation of our code base.
- o CT also had a meeting with BlackDuck, which is a very good product, but very expensive. Some of our members are using it. Black Duck is very different and complementary.
- o Also note the cooperation interest between OSLC (OW2 new project presented at the TC meeting on 2 December) and FOSSology.

Association Life
- o Review and confirmation of the dates proposed to the board. General Assembly on April 1, 2009 including account review.
- o

Membership Development
- o New Corporate Members:**Tarent, BPM Conseil, Caixa Economica Federal do Brazil**
- o **Brazil, Germany, Italy, China, Mexico**:
- o Long **discussion on membership**, the expansion of membership, and possible confusion. Members should have a technology strategy either hosting their own projects on OW2 or using existing OW2 projects, for their membership to be really beneficial.
- o **Discussion on roles** of members in the Consortium. Some members join for an initiative. Some members join for their projecst. Some members join to be more involved as a user or integrator of OW2 code. Each member is different, has different interests.
- o **Expansion discussion**: Should we expand without discrimination, or should we limit membership on topics which are already covered? If we expand to too many members, what will OW2 become? Will OW2 suffer from internal rivalry, and confusion?
- o Reminder that we've always had (and probably will always have) competing projects. Technology conflicts will have to be discussed and solved by the people concerned.
- o **Process discussion**: Don't we need a statement from the members about why they are joining, what is their expected interest, what their commitment will be? We could have a members' page where we could publish on the website the charter expressed by the new member.
- o **Summary** (agreed by everyone):
  - ▪ **A-** We agree on the main point that we do not reject anyone, we are not in a position to refuse their financial contribution...
  - ▪ **B-** We identify a statement of each strategic and corporate member, to be published on the web site. Such a commitment

statement should be done within the first year / the first 6 months of the membership.

- **C-** TC should do its best to establish dialog, alert the board about potential conflicts, and escalate to the board in case of such conflicts.
  - o Review of the China mission, October 2008
- o *ACTION*: All members to provide a commitment statement to OW2, to be published on the website.
- o *ACTION*: Send e-mail to the board mailing list when corporate and strategic members apply.
- o *ACTION*: Add a step in the registration wizard for the registrant to provide a 250 character statement.

Technology Council

- o Work on project classification is over: about 70 projects were evaluated out of 145; 33 projects are considered mature, 11 incubating projects, 23 archive projects.
- o *ACTION*: Update OW2 website with current list of Projects by category

OW2 Dashboard:

- o CTO on team has helped Technology Council's operations
- o Strategic Members contribution still unresolved
- o Need professional support on the Legal side

8. Budget Status and Outlook

- o **Revised budget is presented** taking into account the current pessimistic environment. Warning: we have gone from a positive planned result for 2009 to just about break even in 2009.
- o **Formal warning about potential cash constraint in Q1 2010** because members pay their fees late, cash has provisioned for the start of each year. But provisioning will not be possible at the end of 2009. Therefore we need to find a solution to the cash problem we anticipate for Q1 2010.
- o We recall that strategic members who do not contribute in kind are requested to pay an additional 100k€. This is not respected today.
- o Maybe we should start thinking about a new business model, with people actually hired and financially supported by the consortium.
- o Long and lively discussion about how to get the appropriate corresponding resources and how to counterbalance monetary and in-kind effort among members in order to manage the consortium properly.
- o Discussion of the roles of local chapters, and how to coordinate resources provided by members at the level of local chapters (and not to the central MO).
- - *ACTION*: Provide a detailed "real" budget with the corresponding requirements and expenses for each position, to be presented at the next board meeting.
- - *ACTION*: Provide list of tasks/positions to be fulfilled.

9. CEO questions to the board

- o Proposal for **End-users Corporate Member category**. To be decided next time.
- o **Joining OSGi Alliance** as a Supporter Membership: **Board is OK** (pending approbation of one missing legal document).
- o **Joining FOSSBazaar:** no decision today
- o **Joining the Open Solutions Alliance** with a "Friend of OSA" status, vote: Board is OK

10. Infrastructure evolution plan
- o This was not discussed

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11. Communication Plan discussion
- o This was not discussed

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12. Membership development priorities
- o See above discussions

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13. Chairperson election process
- o See the process Pierre in slides.
- o Main issue now is to find a candidate...
- *ACTION*: JPL asks board members to read the process, and to think about possible candidates.

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14. Next meetings of the Board
- o **Thursday January 22**, **2009**, by phone, 9:30 am,. +33 172 807 597
  - objective is to finish covering the agenda of this board meeting.
- o **Tuesday, March 31, 2009, in Paris, France**, 2009, the day before the OW2 Annual Conference.

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15. Any Oher Business
- o No other business

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16. Chairman's Concluding Comments

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17. Adjournment
- o Meeting was adjourned at 12:30pm CET