

Meeting**OW2 Board meeting – Minutes - SUMMARY****Date**

27 November 2012, Physical meeting and by telephone

Location

1. Chairman's Welcome Remarks

Great meeting everyone being face to face. China has developed quickly for the past 20 years, including with open source, though open source is not widely accepted yet. We need to figure out how to make a joint effort to make the Chinese open source culture change as quickly as possible.

2. Introduction of New Directors

- No new Director

3. Quorum

With 8 Strategic Members, 8 Corporate Members representatives and 1 Individual Member representative for a total of 17 Board members, 9 members constitutes the quorum.

With 11 members present or represented at this meeting, the quorum is achieved. Super majority of two thirds of members present or represented is at 8.

Attending (and initials if ever used in the rest of the minutes):

1. Cassidian, Arnaud Saval (AS)
2. CVIC SE, Xinhai Jing (XJ)
3. Engineering, Gabriele Ruffatti (GR)
4. France Telecom, Valère Robin (VR)
5. Inria, Patrick Moreau (PM)
6. NUDT, Huaming Wang (HW)
7. PKU, Minghui Zhou (MZ)
8. ScalAgent DT, Serge Lacourte (SL)
9. SugarCRM, John Mertic (JM)
10. Talend, Cedric Carbone (CC)
11. UShareSoft, Alban Richard (AR)

Member of the board without voting right: OW2 CEO, Cédric Thomas (CT)

Attending at the invitation of the board: OW2 CTO Alexandre Lefebvre (AL), George Lu (GL), Shi Dianxi (SD), Bo Ding (BD), Ms Cheng Jianping

Excused: Fraunhofer Fokus (Yuri Glickman), Eric Le Goff (individual members), Jean-Pierre Laisné (Bull), Hailong Sun (BUAA), Noël De Palma (University Joseph Fourier)

Absent: ISCAS

(these notes by AL)

4. Agenda Review and Approval of Agenda

- The agenda is reviewed and approved.
- Additional item added by Serge Lacourte, to discuss the French Prime Minister letter on open source (in item 9 Other Business)

5. Minutes of the previous meeting

- The minutes of the previous meeting were approved without comments.

6. Management Office Operations Update

- CEO introduced the new Community Coordinator, Olivier Bouzereau.
 - OW2 is currently involved in 6 collaborative projects (with CompatibleOne finishing end 2012), where OW2 plays the dissemination and community platform role.
 - Regarding events, the past few months have been very busy.
 - COSW: The date of the 2012 COSW conflicted with other events. We are thinking of organizing it next year with the help of CSDN. The schedule might
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have to be revised. PKU offers to help with the 2013 COSW event.

- We launched CompatibleOne at Cloud Expo West. As far as we could see CompatibleOne was the only “real” innovation at this show. OW2 presence was quite successful, ±100 people in the room for the presentation session.
- OW2con'12: we have decided not to have parallel sessions, so that everyone can attend all presentations. This leads to 15 minutes presentations. The format was discussed, Allow more time for keynotes next time, and possibly some tutorials.

7. 2013 Outlook: Priorities, Event plan, Calendar, Board guidance

- In terms of strengthening the processes, Management Office feels that we are at the limit of what we can achieve. Our financial independence is fine at the moment. We can in general improve our processes with our current resources.
- We must increase attractiveness and value offered to OW2 projects. We are working on our Cloud infrastructure, the SQuAT quality programme (which will benefit to projects). We will move on to the AppStore in 2013, to facilitate the dissemination of OW2 projects (ease of access and download), with possibly joint project marketing. BTW “AppStore” might be a misleading word, “Market Place” might be a better word to use.
- Events: MO will submit the draft 2013 event plan at next Board meeting. XJ proposes to have some space for OW2 in the software government show in May in Beijing.
- Membership: We are working on new members from North America. We should work on new members from China. Ideally we should recruit 1 or 2 new strategic members.
- Improving MarCom and market exposure will naturally bring more membership, but OW2 cannot do much more than what is done as the moment, now we need to develop synergies with the projects. OW2 can help projects, but the main project promotion should from the projects themselves.
- In terms of focus, “middleware” sounds old fashioned and is not a good word. We have replaced it with “infrastructure software”.
- We need to find a better way to keep the members in OW2. Technical architecture and license are used by other OWW organizations with a certain lock-in effect. We need to find something that we offer to projects and members that they will loose or miss if they leave.
- For example, OW2 offers technical services to projects, which projects will not benefit from if they leave OW2. Another good example is our SQuAT quality program.
- The Board slides are given to all Board members, but not to other members or to projects. We should communicate about strategic directions to all members and projects. We need to attract more reactions and discussions from members. If no discussion happen, it means that we are “just” a community, and do not focus on specific values. We can do better.
- From an external point of view, we could experiment with a focus group what an external visitor understands about OW2 (from the website e.g.). We could refine on the website what OW2 appears to be about. From the internal point of view, Board meetings are the right place to share and take decisions. We must create the right environment to make this happen. For example we now need a space in OW2 to talk about Big Data. “Big Data” being a buzzword, we must clearly define what it means for OW2.

8. Bylaws update, Membership fees (Super-majority motions)

- Proposal to split “small and medium” category between “small” and “medium”. Further discussion can take place on the mailing list.
 - Strategic members commitment: Commitment of strategic members for 3 years is currently a gentleman agreement based on trust. It would be very difficult to enforce legal bindings for the three years commitment.
 - The Board decides to keep the bylaws as they are regarding the three year commitment for strategic members.
 - Project responsibility: OW2 has not enough information about the relationship
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between the project and its developers. We would like to make sure that projects implement proper processes.

- OW2 to implement “legal toolbox guidelines”.
- Purchasing Power Parity: Question whether to apply it to new strategic members. Immediate impact would be in the discussions we have at the moment with potential strategic members in Brazil or China. PPP is a question of fairness: new members may find it unfair to not benefit from PPP whereas founding strategic members do. No other OWW organization apply PPP and the level of their membership fees is much higher specially for strategic members. Several people expressed that PPP is a good way to attract new members, and should be kept.
 - Finally the board agrees that for existing members, we consider the current fees and ratio as a frozen “privilege” which we keep in the future and we eliminate PPP for all new members.

9. Other business

- French Prime Minister letter on open source in the French administration. Open source should be considered as an alternative to proprietary solution for administrations. Open source is not free: administration should subscribe to support services, and should contribute back to open source projects they use (the letter mentions about 10% of the license fee saved). A structure has been created to manage the use of open source in the French administration. Four domains have been identified: Databases, Office tools, OS for servers, and hardware administration.
- CEO to arrange a meeting with our DGCIS contacts. Next steps could include writing an open letter. The letter needs to first be translated into English.
- Open source in the government and administration is perceived as meaningful. The position of the French PM is an important message, which President Jing could “test” in China.

10. Planning of next Board of Directors meetings

- Previous boards discussed if it would not be better to have fewer Board meetings in the past. Management Office does not mind more frequent Board meetings.
 - One option is to have one half of the meeting with standard review, and the other for special topics.
- Planning
 - January meeting for budget and event plan – telephone
 - April elections – telephone
 - Early July fairly open business meeting – telephone
 - (skip September)
 - November alongside OW2con – face to face meeting
- Evaluate Webex for remote meetings.

11. Motions

- **Motion 1:** Change the fees by splitting SMORG into Small and Medium, with the fees at Micro ¥1500, Small €3000, Medium €5000.
 - All present Board members agreed (no one against nor abstained)
- **Motion 2:** Regarding the three-year commitment of strategic members, the bylaws will not be modified.
 - All present Board members agreed (no one against nor abstained)
- **Motion 3:** The PPP ratio the ratio for current members is frozen and considered a privilege, and PPP is eliminated for new members as from December 31.
 - All present Board members agreed (no one against nor abstained)

12. Chairperson's concluding comments

Much appreciated Board meeting with many interesting discussions. We are all involved in a joint effort to make the world better. Good luck and thanks to CEO for his

hard work.

13. Adjournment

- Meeting was adjourned at 12:45 pm