

Meeting **OW2 Board meeting – Minutes - Summary**

Date 06 March, 2014, Telephone meeting
Location

1. Chairman's Welcome Remarks

Again this is a special board meeting. No need for long introduction. Let's get started.

2. Introduction of new board directors

No new directors at this meeting.

3. Quorum

With 6 Strategic Members, 5 Corporate Members representatives and one Individual members representative for a total of 12 Board members, 6 members constitute the quorum.

With 4 members present or represented at this meeting, the quorum is NOT achieved.

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

1. Engineering, Gabriele Ruffatti (GR)
2. Fraunhofer FOKUS, Yuri Glikman (YG)
3. Orange, Valère Robin (VR)
4. Talend, Cedric Carbone (CC)

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

Attending at the invitation of the board: Xiaolong Kong (XK),

Excused: Linagora

Absent: BUAA, CVIC-SE, PKU, ISCAS, NUDT, UshareSoft, Individual Members representative

Minutes by VR, CT

- Note: UJF, Scalagent and SugarCRM having stated the termination of their memberships, they are de facto discounted from the board quorum computation as per Section 4.02 of the bylaws.
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4. Agenda Review and Approval of Agenda

- The agenda is reviewed and approved.
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5. Minutes of the previous meeting

- The minutes of the previous meeting were approved without comments.
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6. Resolution Task Force Report, OW2 Options

Update on the financial situation.

- New version of the budgeted revenue with a new way to recognize revenue from collaborative projects: subsidies are divided by the number of months of the project and applied to each year according to the project schedule.
- Institut Mines Telecom gave their agreement to become Strategic Member.
- The cash situation has improved, but not enough yet.
- With expenses not yet adjusted current budget shows a negative operational result
- Offer by Engineering to upgrade to Strategic member was dependent on other member(s) doing the same. It is not on the table anymore. It is clear it must not be an effort only by Engineering.

Review of collaborative project payments

- An analysis of EU payment rules, completed by access to up-to-date EU documents helped develop a more accurate forecast of EU collaborative project payments in 2014.
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Cash outlook update

- The cash situation has improved if current members and collab projects payments are confirmed, we must recruit new members and sign new collab projects.
- We must find another amount of fresh money to avoid using the cash advance from the collaborative projects.
- We need to understand what exactly is the expenditure commitment that is determined by the collaborative projects. CEO to provide details.

Review of membership and opportunities

- Is there in Germany and Italy programs that are equivalent to those supported by the EU and France administrations?
 - No central administration for this in Italy, moreover, Finmeccanica, telecom Italia and Engineering act separately.
 - There are programs in Germany – Ministry of Education, Ministry of Economic development – we must see if some programs are accessible to OW2
- Eclipse
 - Constructive discussion with Eclipse. Looking for complementarities.
- Institut Mines Telecom gave their agreement to become Strategic Member.

Review of collaborative projects proposals in progress

- Five proposals for the H2020 ICT-7 call deadline of April 23.
- Will check in financial and participant guidelines if OW2 could be lead of a Coordination Support Action (CSA)
- CT: the strategy to concentrate on few projects to reduce overhead

Go - No Go discussion

- Must reconvene board meeting with quorum.
- When do we consider IMT joins the board? Answer: As soon as they register as Strategic Member.

8. Other business

Election of board members

- The election process to be launched after next board meeting.

14. Planning of next Board of Directors meetings

The next date is March 26:

- Decision meeting.
- CEO to check availability of Chinese members before sending notice of meeting.
- Before the board: Exchange on budgets, highlight the links between projects and expenses, establish a precise end-of-2014 cash situation.

15. Motions

No motion

16. Chairman's concluding comments

The next board can be very short. We only have to see if we carry on or not and, if yes, launch the election process.

17. Adjournment

- Meeting was adjourned at 12:25pm
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