

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

Date 26 March, 2014, Telephone meeting
Location

1. Chairman's Welcome Remarks

Continuation of last board meeting. Hope this board will reach the best decision for OW2.

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 11 members present or represented at this meeting, the quorum is achieved. Super Majority of 2/3 is at 8

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

1. BeiHang University, Hailong Sun (HS)
2. CVIC-SE, represented by Zhou Minghui (ZM)
3. Engineering, Gabriele Ruffatti (GR)
4. Fraunhofer FOKUS, Yuri Glikman (YG)
5. ISCAS: Wei Jun (WJ)
6. NUDT, Yin Gang (YG)
7. Linagora, Jean-Pierre Lorre (JPL)
8. Orange, Valère Robin (VR)
9. Peking University: Zhou Minghui (ZM)
10. Talend, Cedric Carbone (CC)
11. UShareSoft, Alban Richard (AR)

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

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

Excused: none

Absent: 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. Continuation Discussion

Update on the financial situation.

- Budgeted revenue with annualized subsidies recognition. (subsidies are divided by the number of months of the project and applied to each year according to the project schedule) – same as previous board.
 - Cash advanced are not counted as available cash in the slides (as concluded at last board meeting).
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- Subsidies are annualized to take into account the real work on project.
- Opportunities for new collaborative projects with Chinese members.
- Could be possible but without subsidies for Chinese participants. In France, there was a special program to help joint consortium between French and Chinese teams. In Europe Horizon 2020, possible if reciprocity between the countries. If there is a bilateral agreement and participants are funded by their own countries.

New opportunities in collaborative projects

- OW2 involved in 10 projects proposals at the moment.
- The overhead is high: OW2 is not supposed to be a "collaborative project machine"
- We must be selective, the strategy is to join a project when OW2 members are already involved or a project that is fully aligned with the strategy (Cloud, BigData, FI)
- There is the opportunity for a support action led by OW2: OW2 as a tool to support open source in Europe with openings toward China and Brazil.
- OW2 may not be allowed to lead a project (must meet some financial criteria).

Discussion

- Situation improved in 2014 but the beginning of 2015 will be risky, the situation will reappear again.
- Given the current bank situation and the prospective projects, OW2 shouldn't close now, with respect for the community. But we still have this latent business model problem. OW2 needs to find a new business model to avoid bad financial situations again.
- There are good perspectives for the future even if the financial situation is not totally fixed yet. I propose to vote the continuation, but continue efforts to revamp the business model. We must continue to work on the collaborative projects; we must start to work on membership development in FI, Cloud and Big Data; and in China we could work to establish better awareness based on Trustie to attract new Chinese members. We can carry on but we cannot relax.
- The Chinese members will continue to support OW2 as Strategic Members in the next few years. Specially in activities in China these members will provide local support. OW2 can adopt some more efficient ways to push forward some activities and OW2 should be able to shutdown activities that are not efficient, to continue in a lighter way. In the future, if money is short and more difficult to get, we can change our way of operating. If there are new members and more collaborative projects then we can push forward. In some situations, the Chinese members can do more work in the Management Office and provide more support if necessary. Maybe the Trustie website can be more proactive to support OW2 in China. MO can work to make Trustie website more influential. The programming contest should be maintained.
- FI-PPP has problems to show results but it has secured financing for several year, which can be good for OW2. Compare with NESSI, it is where the EU IT strategy is going.
- Get back to the roots:= we had an Ecosystem Council to prepare decisions for the board we can transform the RTF into the Ecosystem Council and reduce the number of board meetings.
- We could also improve the Financial management of OW2 because it is difficult with so much uncertainties.

8. Other business

Strategy outlook

- CEO introduces a framework to work on revamping OW2 business model.
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- Revenue Strategy: Evaluate charging for certain services in addition to Membership, Collab projects and Sponsoring
 - Service Strategy: Community services like hosting, projects, Foundation services, like owning IP for projects for example, this may attract other communities
 - Partnership Strategy: OW2 could be the partner in Europe for other communities in the same way we could leverage FI-PPP: nothing was done so far, maybe hosting the Generic Enablers ... The idea is to make OW2 the visible partner for doing open source in Europe. We need to keep the Chinese opening, with a partnership with Trustie; links with Brazil are also an asset.
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14. Planning of next Board of Directors meetings

Board meeting

- The date of the next meeting of the board is set to: May 23: Election of the Chairperson of the board. CEO will be in China, GL to arrange face-to-face meeting with Chinese members, other members by telephone.

General assembly

- Details about the general assembly: usually not many people; there is a provision in the bylaws allowing to reconvene without the quorum; CEO reads activity and financial report on behalf of the president.

Election process

- MO is ready to launch election process Monday March 31.
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15. Motions

- "Motion to carry on": Motion adopted unanimously.
 - "Motion to prepare a new strategic plan" (involving EC and OC): Motion adopted unanimously.
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16. Chairman's concluding comments

[CEO's apologies for closing the meeting without allowing for Chairman's concluding comments. These were sent to board in mail immediately after.]

Dear Board Members,

This was my last board as the Chairperson (before next elections).

I'd like to thank you for your confidence in a bright future of OW2.

We cannot relax now, but we must start to work hard again in order to fix current issues and to make new things happen (we have many ideas, opportunities, contacts, some members in the pipe and more).

I know that I was not able to do all things that I expected to do for the benefit of OW2. I just hope you have appreciated my little and humble effort to make something happen.

Best regards,

Gabriele Ruffatti
OW2, President

17. Adjournment

- Meeting was adjourned at 11:30am
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