

**Date** 17 March, 2023

**Location** Online meeting.

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### **1. Chairman's Welcome Remarks**

From Jean Parpaillon, before official nomination of new President: This is my last board, so thanks to all administrators and to the OW2 team. Still lots of work ahead, so good luck to the new President!

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### **2. Election results**

- The election was open for 8 seats, including 7 Corporate Members and 1 Individual Member representatives. There were 8 candidates for the Corporate Members seats and 1 candidate for the Individual Member seat.
  - Corporate Member representatives were elected by a vote supported by the CIVS platform (a Carnegie-Mellon University based online system).
  - As already happened in previous years the number of Individual Member candidates being equal or inferior to the number of seats, the candidate is automatically elected by acclamation.
  - The composition of the OW2 Board of Directors for 2023 is as follows:
    - Corporate Member representatives elected for 2023:
      - Clément Aubin (XWiki)
      - Philippe Bareille (City of Paris)
      - Daniele Gagliardi (Engineering)
      - Yury Glikman (Fraunhofer FOKUS)
      - Clement Oudot (Worteks)
      - Christian Paterson (Open Up)
      - Konrad Wawruch (7Bulls)
    - Individual Member representative elected for 2023:
      - Mirko Presser
    - Strategic Member with a seat on the board for 2023:
      - Gilles Viton (Orange)
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### **3. Introduction of New Board Members**

- Clément Aubin (XWiki)
  - Mirko Presser
  - Round table, each administrator presenting himself, so board members better know each other.
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### **4. Quorum**

The OW2 board is comprised of 1 Strategic Member, 7 Corporate Members representatives and 1 Individual members representative. With a total of 9 Board members, **5** members present or represented constitute the quorum.

With **8** members present or represented at this meeting, the **quorum is achieved**.

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

1. Clément Aubin, CA (XWiki)
2. Daniele Gagliardi, DG (Engineering)
3. Yury Glikman, YG (Fraunhofer FOKUS)
4. Clement Oudot, CO (Worteks)
5. Christian Paterson, CP (Open Up)
6. Gilles Viton, GV (Orange)
7. Konrad Wawruch, KW (7Bulls)
8. Individual Members, MirkoPresser, MP

Member of the board without voting right: Pierre-Yves Gibello (PG)

Invited to attend without voting right: Jean Parpaillon, previous OW2 President (still in function until the chairman election result declaration).

Excused: Philippe Bareille (City of Paris)

Absent: n/a

Minutes by PG

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### **5. Agenda Review and Approval of Agenda**

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

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

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## 7. Membership payment situation

- The payment situation is reviewed. All attending board members state that payment process is either executed, or approved and engaged for 2023.

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## 8. Chairperson Election

- One declared candidate: CP.
- **Christian Paterson is elected chairperson of the board and president of OW2 by unanimous vote.**
  - *Jean Parpaillon (previous President) still present, invited, with no right to vote as of now.*

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## 9. 2022-2023 Financials Overview

- Review of membership evolution:
  - new members having joined in 2022 and Q1 2023.
- Review of the 2022 statement of operations and balance sheet as per the material circulated to board and presented by the Accounting firm
  - PG explains the evolution of the result, clearly negative in 2022, after a highly positive result in 2021 (many subsidies final payments accounted in 2021).
  - Cash evolution explained by:
    - large pre-payment of subsidy in 2021 (NGI Search) that results in good cash situation
    - but insufficient revenue from membership to cover expenses.
- Highlights of revenue structure, expense and result evolution for the period.
- Review of 2023 financial outlook and cash situation analysis: Operating result will be negative in 2023, unless new subsidies are obtained. Cash situation will cover the 2023 operations.
- Discussion:
  - CP asks about required "survival" budget: around 400 kEUR. Alternatives are discussed to increase revenue and/or make OW2 more attractive for members.
  - CP suggests to provide a way to donate and communicate on it.
  - CA highlights our unique mix btw science and companies, but notes that we are too "French" and not enough European - operations to be extended abroad. YG agrees that OW2 is not visible in Germany, same remark from CP for UK.
  - CA, CO and DG regret the lack of recent "Technical Coucil" (TC = project leaders) meetings, considering them attractive for members, and a good link with the Board's work (particularly to launch initiatives). PG notes that "TC-like" meetings might be extended to broader audience (comparing them to Systematic open source hub meetings or OSPO alliance meetings - CP also mentions OpenUK's "chat sessions"), not just technicians: GV proposes to set up a list of items of interest for big companies (across Tosit members), able to convince them to bring their OSS work to OW2. YG agrees, adding that "decision makers are not tech people".

The question is raised to opt for physical or online meetings: GV supports webinar-like meetings, more accessible, and letting time for the OSPO to designate the right participants.
  - CP notes that OW2Con demonstrates that there is a lot of interest for OW2.

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## 10. EU Horizon Update

- DECODER: finished, paid.
- FASTEN: Final payment expected (incomplete payment done, still 36 kEUR missing).
- NGI Search:
  - launched, 1st cascade funding Open Call done, 2nd OC starts in April 23.
  - Among the 10 grantees of 1st OC: OpenFoodFacts, contacted by OW2 - strong societal impact expected!
- PROVISIONER proposal rejected.
- New NGI proposal in progress (deadline end March).

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## 11. MRL and GGI Update

- Market Readiness Levels (MRL)
    - Stable, interest from Dinum (still to be implemented) and Orange.
    - GV mentions, as of Orange, inadequacy of MRL's "market" part to some practices of the OSS community (example of PostgreSQL: active business community, but would obtain a bad market score due to the metrics used - too close to "classical" business). Can help make metrics evolve.
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- Good Governance Initiative
    - Promoted at OSPO Alliance, quite steady but getting mainstream.
    - Will to extend vision: OSPO Alliance, but also tools (MRL, MyGGI Board from OSPO Alliance, Compliance / SBOMs (Hermine, NexB etc.), and other organizations/approaches (OSPO++, good cooperation starting with founder Jacob Green).
      - This will be the subject of a "governance track" + round-table at OW2Con.
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## **12. OW2con'23 and Events Outlook**

- OW2con'23 back to real life after covid crisis: 14-15 June in Paris.
    - Very high level keynoters (a French MP, a German automotive firm FOSS ambassador, an EC program manager from NGI initiative).
    - Remarkable talks and speakers expected
    - Audience expected from France, but also EU and even US.
    - Sponsorship close to last year's record (as of now).
    - OSPO++ expected to organize a side event the day before. Maybe W3C as well (along with OW2 on MiniApp standard), still to be clarified.
  - Outlook covering other events in 2023
    - OpenExpo EU (Madrid, May 23) - PG present there with small booth + talk, to promote NGI Search and OW2.
    - New OW2 event to be organized in Grenoble, France.
    - Paris Open Source Experience (OSXP)
      - CO nominated program manager (representing Worteks), solicits OW2 for help, suggests to involve TOSIT as well.
      - CO asks the Board to activate contacts abroad (Europe, not just France) to make OSXP more international.
      - CO suggests that OW2 could provide an animation (code contest? quiz? game?).
    - SFScn (last year covered by Italian member Engineering + associate org. RIOS).
    - Open Research Webinars (with Eclipse) going on, good pace and adoption.
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## **13. Other Business**

- Pace still too low in the flow of new projects (2 in 2022, after 1 in 2021) : CA announces that CryptPad would probably apply soon, and GV suggests to recommend new member, Xenogenics, to apply as well with their data flow project.
  - KW mentions a potential member in Grenoble, France: Ledger (a company he knows across his startup financing activities at TGV fund in Poland).
  - KW also mentions Intel's intent to announce large investments in EU, with constraints to partly invest in the ecosystem (foundations? OSS projects?).
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## **14. Motions**

Motions moved by CP, after proposal by PG.

- **Motion 1: ALLOCATION OF THE 2022 FINANCIAL RESULT**
    - The Board of Directors takes note of the accounts for the financial year ending 31 December 2022 prepared by the firm CONSEIL ET MANAGEMENT.
    - After having taken note of the loss of the past financial year, the Board of Directors decides unanimously to propose to the General Assembly to allocate this loss to reserves for the Association's activities.
    - The motion is passed by unanimous vote.
  - **Motion 2: REVOCATION OF OW2's AUDITOR OF ACCOUNTS**
    - The board decides to revoke the AXE3 auditor's mandate with immediate effect, to the extent permitted by the French law (especially article R612-1 of the French Commercial Code).
    - The motion is passed by unanimous vote.
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## **15. Planning of Next Board of Directors Meetings**

- Next meetings
    - PG to confirm actual date in due time on Board mailing list: either before or after OW2Con (2nd week of June? depending on OW2Con side events and extra work, can be shifted the week after or before).
  - Reminder of General Assembly date: April 6th, 5PM CET.
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## **16. Chairman's Concluding Comments**

- CP: As a new President, I propose to help brainstorm towards more service proposal for OW2, to increase attractivity. And I am very happy to get involved: thanks to the Board and the previous President, Jean Parpaillon!
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**17. Adjournment**

- Meeting is adjourned at 12:15pm CET
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