



1st Software Underground

Annual General Meeting

14.00 UTC, 21 April 2021

Chair: Matt Hall

Quorum: 13

<https://swu.ng/agm-2021>

Quorum of 13 was based on there being 126 members at the start of the meeting; quorum being given by $\max((0.1 * \text{number_of_members}), 11)$. There were 36 members present at the start of the meeting; quorum was met.

Agenda

- Annual review.
- Financial review.
- Current activities.
- Vote on adoption of By-Law #1.
- Board election: candidates and terms.
- Board election: vote.
- Any other business.

There were no remarks.


Potted history

- Started on Google Groups in July 2014:
<https://groups.google.com/g/softwareunderground>
- Moved to Slack in August 2015.
- Held TRANSFORM 2019 in France, leading to many discussions and decisions about governance — and aspirations!
<https://agilescientific.com/blog/2019/5/18/transform-happened>
- Proceeded to incorporate as a non-profit to democratize:
<https://agilescientific.com/blog/2020/4/26/the-evolution-of-the-software-underground>
- Incorporated as a non-profit on 29 April 2020:
<https://softwareunderground.org/blog/2020/6/6/something-new-has-surfaced>

- Global
- Unsociety
- Platform
- Sponsorable
- Good conduct

There were no remarks.

Annual review

- 
- **April 2020** — Incorporated as a non-profit in Canada, at the age of 6¾.
 - **June 2020** — TRANSFORM 2020, first virtual unconference & hackathon.
 - **July 2020** — Added 2 new board members: Luisa F Zuluaga & Leiaka Welcome.
 - **November 2020** — First Subsurface Rendezvous meet-up.
 - **January 2021** — Started semi-regular Subsurface Rendezvous meet-ups.
 - **March 2021** — Added 1 new board member: Olawale Ibrahim.
 - **April 2021** — TRANSFORM 2021, conference and hackathon.

There were no remarks.



TRANSFORM 2020 Participation: all together

There were no remarks.

Slack in 2020

14 Aug 2015

1 Jan 2019

1 Jan 2020

1 Jan 2021



301 weekly active members, of whom...

225 in
2019

94 post

68 in
2019

114,560 messages posted by members in 2020

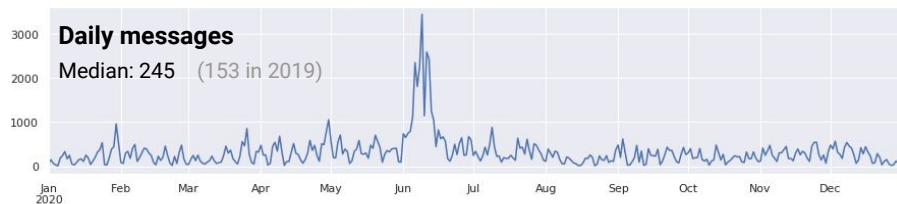
69,679
in 2019

72% private

72%
in 2019

28% public

28%
in 2019



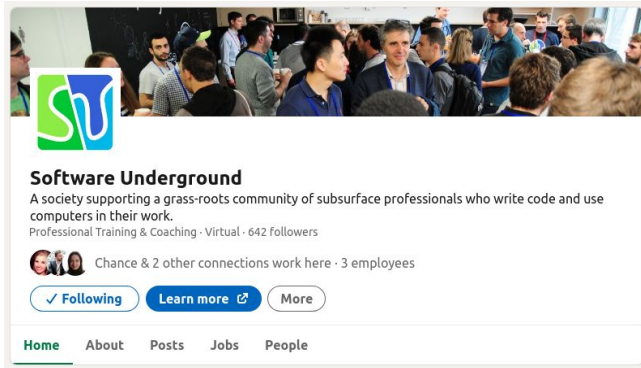
swu.ng/agm-2021

There were no remarks.

Social media

<https://softwareunderground.org/blog> (Evan Bianco)

LinkedIn (Steve Purves)



Twitter (Luisa, Leiaka, Matt)



swu.ng/agm-2021

Steve Purves mentioned that it would be great if members could share Swung posts and @-mention Swung when appropriate.

Financial review

Financial reports: <https://github.com/softwareunderground/swung-org>

ACCOUNTS	Jan 01, 2020 to Dec 31, 2020
Income	CAD
Direct Public Support – Corporate Contributions	\$6,389.50
Direct Public Support – Individual Contributions	\$1,344.22
Program Income – Program Service Fees	\$7,953.19
Total Income	\$15,686.91
Operating Expenses	
Bank Service Charges	\$246.57
Total Operating Expenses	\$246.57

swu.ng/agm-2021

There were no remarks.

Current activities

Frequent discussion in #swung-org and
documentation in swung-org repo



Subsurface Rendezvous, 1–2 times per month (Steve Purves)

AWS expenses for projects (Filippo Broggini & Steve Purves)

Bursaries for conferences (Filippo Broggini)

Weak connection with FOSS projects, eg Subsurface << needs strengthening!

Soon: TRANSFORM 2022 — or whatever the new program is

Soon: Computational Field Camp 2022 (Dan Austin & Brian Burnham)

And what new things?

Steve Purves mentioned that they are still seeking applications for the AWS bursaries.

Articles

<https://www.ic.gc.ca/app/scr/cc/CorporationsCanada/fdriCrpDtIs.html?corpId=12030543>

What are our purposes?

<https://softwareunderground.org/blog/2020/6/6/something-new-has-surfaced>

How many classes of member? One

How many board members? The board has 5 to 11 members.

Restrictions

"All activities will be for charitable purposes. The Software Underground shall not operate for the financial or personal gain of any of its members. Any surplus will solely be used for the purpose of the Software Underground and the promotion of its objects."

There were no remarks.

By-Law #1

Adopted by the board on 28 January 2021:
<https://github.com/softwareunderground/swung-org/blob/master/board/2021-01-28.pdf>

<https://softwareunderground.org/by-law-1>

What is a member? Not only a Slack user, but must align with our purpose and agree to our terms. <https://softwareunderground.org/join>

What are a member's rights?

<https://corporationscanada.ic.gc.ca/eic/site/cd-dgc.nsf/eng/cs05006.html>

How does the board function? The board has 3-year terms for directors. Decisions are made by consensus.

How are notices given and votes held? Electronically.

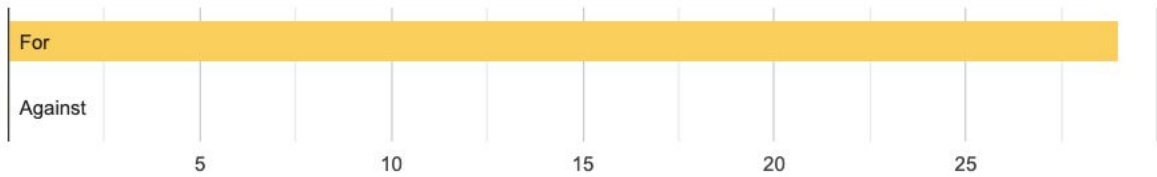
Vote: Adopt the By-Law as stated.

There were no remarks.

THIS SLIDE WAS ADDED **DURING THE MEETING**

By-Law #1

Adopted by the board on 28 January 2021:
<https://github.com/softwareunderground/swung-org/blob/master/board/2021-01-28.pdf>



Winners

Winner is For.

Votes were collected with OpaVote.

Board election

Profiles: <https://softwareunderground.org/board>

Terms

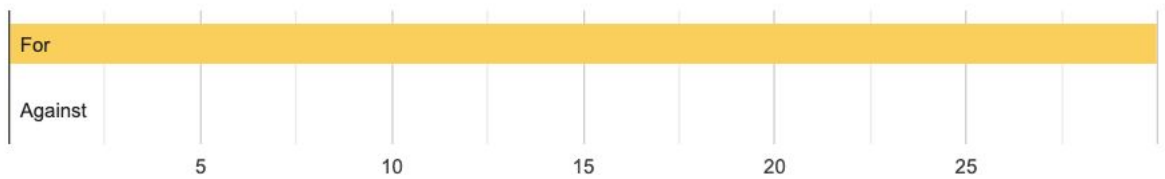
- 1 year: Matt Hall, Brendon Hall, Filippo Broggini, Steve Purves
- 2 years: Dieter Werthmuller, Luisa Zuluaga, Leiaka Welcome, Chance Sanger, Jo Walsh
- 3 years: Olawale Ibrahim

Vote: Approve the current board.

There were no remarks.

THIS SLIDE WAS ADDED **DURING** THE MEETING

Board election



Winners

Winner is For.

There were no remarks.

Any other business

None.

There was no other business. The meeting was closed at about 15:20.

THIS SLIDE WAS ADDED **AFTER** THE MEETING

For reference: page from website

1st Annual General Meeting

The very first AGM of the Software Underground will be held at 14.00 UTC on 21 April 2021.

If you are interested in attending, you must officially join the Software Underground organization as a voting member. [You can do that by clicking here](#); it's free to join.

Agenda

This agenda is a work in progress.

- Welcome to the first AGM!
- Annual review.
- Financial review.
- Current activities.
- Vote on adoption of [By-Law #1](#) ([click to read](#)).
- Board election: candidates and terms.
- Board election: vote.
- Any other business.

Important: You must be a **full member** of the Software Underground to vote.