Governing Board Meeting #35

October 18th , 2024

The following reflects the proceedings from 35th meeting held of the Software Transparency Foundation Governing Board on October 18th 2024 at 10:00 (CEST), online.

The meeting was called to order by Mr. José María Lancho and was held by video conference.

ATTENDEES:

The following attendees participated in the meeting:
- ☐ Mr. Jose María Lancho, President
- ☐ Luis-Ignacio Español Bouche, Vice-President
- ☐ ~~Mr. Julian Coccia, Head of Project Office~~
- ☐ ~~Mr. Oscar Enrique Goñi, Head of Academic Program~~
- ☐ ~~Mr. Agustin Benito, Head of Sponsorship Program~~
- ☐ Mr. Ismael Navas Delgado, Sponsor representative, UMA (invited)

The Quorum is 3/5 people. There is quorum

Approved on: 2024-11-22

Agenda

Topic	Responsible	Time
Approval of the 34th STF leadership meeting minutes	Agustin B.B.	5 min
Motion to approve new title for Agustín Benito Bethencourt	Julián C.	5 min
Status reports	José Mª Lancho	20 min
STF Charter improvements. Status	Agustin	10 min
STF Participation Agreement improvements. Status	Agustin	10 min
AOB	Agustin B.B.	5 min

Minutes

Approval of the 34th STF meeting minutes

You can find the Meeting minutes attached to the calendar invitation
- ☐ ~~Approved unanimously~~

Motion to approve new title for Agustín Benito Bethencourt

- Current title: Head of Sponsorship Program
- New proposed title: Head of Ecosystem

The motion is approved unanimously

Status reports

President 5 min

- <report>

Head of Project Office 5 min

- OSS KB Balancer

Other Board Members 10 min

- Head of Sponsorship Program
  - o STF at OSS EU: summary
  - o LGE as potential new Member. Status
  - o Link to the mailing list added (thanks to SCANOSS marketing team)

- Coming events where SCANOSS will have presence and will talk about STF
    - Open Code eXperience in Mainz, GE: sponsor + booth + talk
    - Open Euler in China. Booth in collaboration with Bitergia
        - Takes place on Nov 15th and 16th in Pekin
    - Open Source Summit Japan , in Tokyo : sponsor + booth + talk
    - Open Compliance Summit, in Tokyo, JP: talk

STF Charter Improvements. Status

Please check the document "*STF-Charter-proposal-oct-2024-v0_5.md*", attached to the agenda (calendar invitation and mailing list)
- Sections and definitions related with the Patronato (Board of Trustees) and Patronos (Trustees) have been added
    - The reporting period from Governing Bodies to Patronato has been extended from 2 for three months, given that the structure of the key Plans and documents is per quarter.
- Program and Project need to be flashed in the document
- Definitions section is WIP
- The committees will not be launched until there are enough members. Until then the Gov. Board takes over.
- Final revision required
- Needs formatting
- Proof reading required

The document is in a state that it can be formatted

Questions
Should we add numbers to the different articles? All clauses or just the headings?

STF Participation Agreement. Status

Please check the document "*STF_Participation_Agreement_2025_v0_3.docx*" attached to the agenda (calendar invitation and mailing list)
- This is the first time the document is presented in this forum.
- LF and EF equivalent documents as reference.
- The Charter needs to be approved first, so we can include it in the Participation Agreement as Exhibit C. The version now is the approved one.

We should stablish a clause about renewal, so we only need a written notification from the member representative to automatically renew, instead of the Participation Agreement signed again

This is the OSS KB guaranteed throughput SCANOSS is evaluating, to be confirmed by this Governing Board once the Charter and Participation Agreement are approved.

Membership level	Limit: day/week/month 2024Q4	Projection	
		2025Q1 & Q2	2025Q3
Non-Members & Bronze	5k/10k/30k	5k/10k/30k	5k/10k/35k
Silver	10k/35k/150k	10k/50k/200k	10k/50k/200k
Gold & Strategic	15k/50k/250k	15k/75k/300k	20k/75k/400k

MoM

- Agustin went over the Participation Agreement and requested the participants to go through it and propose changes.
- Agustin went over the Guaranteed throughput table, proposed by SCANOSS, which would allow STF to provide a good QoS under the current overall workload of the service and expected growth in 2025.
- General Agreement on keeping this table out of the Participation Agreement since this table is dynamic and might change based on service growth or addition of resources. This table will be part of the OSS KB Program Charter.
- Agreement to bring the approval of the table as a Motion in the next Gov. Board meeting.

AOB

- Agustin explains some of the formalisms we will need to go through once the new Charter and Participation Agreement is approved.
    - o Once we approved the new Charter, we introduce the following changes
        - ▪ Board Page: Board Members -> Governing Board Member representatives
        - ▪ Change the Charter
        - ▪ President - > Foundation's President, Trustee representative and Governing Board Chair
        - ▪ Vice-President -> what would it be his representation?
        - ▪ Julián -> Trustee representative
        - ▪ Oscar -> SCANOSS representative
    - o We would need to go through the corresponding elections for the Governing Board

END