**FACTOM AUTHORITY NODE OPERATORS**

**MEETING MINUTES**

**[Factom Authority Node Operators]**

**[MEETING #1]**

**[2018-05-25]**

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| **Date and time of meeting** | 2018-05-25 16:00 UTC |
| **Date minutes drafted** | 2018-05-25 |
| **Date minutes approved** | 2018-06-28 |
| **Organization/Team** | Authority Node Operators |
| **Attendees** | https://docs.google.com/spreadsheets/d/1K5DQMu52gC-42gAG44vaoyHfbo-H2t\_hp7MVsRWLo8o/edit?usp=sharing |
| **Other attendees** | https://imgur.com/oVaVZ4K |
| **Meeting Leader** | Samuel Vanderwaal (Canonical Ledgers, LLC) |
| **Meeting Secretary** | Adam S Levy (Canonical Ledgers, LLC) |

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| **Subject 0** | * **Sam establishes simplified Robert’s Rules of Order for the meeting.** * **Sam presents an agenda for the meeting** |

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| **Subject 1** | Authority Node Summit Conference Date |
| **Discussion** | Greg Forst (Go Immutable) moves to table this topic.  Ben Jeater (Building Innovation Management Ltd) seconds. |
| **Conclusion** | Topic is tabled |

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| **Subject 2** | Grant Solution Town Hall 2 |
| **Discussion** | Matt Osborne briefly recaps the proposal, which can be read about in this Factomize forum post: <https://factomize.com/forums/threads/round-2-potential-grant-solution-town-hall-approach.247/>  Ben Jeater (BIM) expresses concerns that the legal considerations are too complex for most people.  Matt Osborne explains that the proposal includes an initial grant for legal counci and that they wanted to give the community a chance to comment so that the guides are not solely driving the process.  NEO (NX Capital) moves that we take a vote to ratify the Grant Solution Town Hall 2.  Matt Osborne seconds the motion.  A zoom vote is held. |
| **Conclusion** | Motion passes with 15 -1 votes. |
| **Follow up** | Neils asks about the integrity of the Zoom vote since it is technically possible for more than one entity to vote at a time.  Matt mentions that people in the Factomize forum have largely been supportive of this plan.  Sam explains that we will use the honor system and asks that each Authority Node Operator entity submit only one vote. For more contentious votes we will use the chat for voting.  Adam reminds Sam that we should take role and establish a quorum.  Sam takes attendance, records voting representatives, and establish that we have a quorum with 15 of the 21 Authority Node Operator entities. |

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| **Subject 3** | Node Operators’ Contact List |
| **Discussion** | Dan Gus (Matter of Fact) presents their plan to create a public Authority Node operator contact directory and company profiles.  Niels raises the issue of GDPR and points out that personal data is subject to the law and that we cannot satisfy GDPR simply by voting.  Matt O mentions that part of the initial legal grant will address GDPR compliance.  Dan asks if we can defer until we hear from legal on this issue.  Niels says that they can start if they like but that it is a risk.  Dan reiterates Matter of Facts intent to look into this and potentially take on the GDPR compliance of maintaining such a list, but that he will have to wait on some legal council.  Colin (BobbyEK, Federate This) asks what is the purpose of publishing a contact list publicly as opposed to just maintaining a private list shared among the operators.  Dan explains that this could be a great way for a global audience to reach Authority Node Operators businesses.  Paul Snow suggests that this could be done in two stages: first by publishing minimal information now, and possibly excluding EU based organizations, and publishing a full list later after legal consult. Also brings up that we need to be campaigning to maintain our positions as ANOs, so being accessible on Discord to the community is beneficial to that end.  Ben Jeater points out that GDPR only concerns personally identifying information. Corporate information that is otherwise public is not subject to GDPR.  Dan moves to create a contact list that consists only of corporate entities, with no personally identifying information.  Colin seconds the motion.  Xavier (NX Capital) asks if there is a way to update the form because when he first submitted it he assumed it was for more personal information that wouldn’t be published. Suggests that the contact list is kept internal and asks whether that would get around GDPR regulations.  Sebastian (DB Grow) asks if Xavier for clarification on what he was suggesting.  Dan points out that it sounds like there are two potential lists being discussed, an external and an internal one.  Ben points out that there is already a motion on the floor for the public corporate information list and suggests that we vote on that motion.  Dan agrees and reiterates the motion.  A vote is held. |
| **Conclusion** | Motion passes unanimously. |
| **Follow up** | Dan expresses Matter of Fact’s intent to follow up with everyone to compile the public list.  Dan moves to |

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| **Subject 4** | Create an internal Authority Node Operators personal contact list, maintained on a private discord channel only accessible by operators. |
| **Discussion** | Dan moves to vote on creating an internal list.  Xavier seconds the motion.  Ben points out that even if the list is private to the ANOs we would still be subject to GDPR compliance.  Xavier points out that this must be a very common issue for all small organizations, so a legal opinion shouldn’t take a long time. Xavier moves that we vote on the intent to create such a list pending legal review.  Dan seconds this motion. (It seems to be understood that this updates the previous motion)  Paul Snow says that the internal list could still be just company contact information and that shouldn’t be prohibited by GDPR.  Siverpro states that GDPR is for corporations, so since there is not a corporate entity maintaining this list we should be exempt.  Sam explains that the original intent of the list was to allow ANOs to easily contact each other’s members.  Adam explains that we would all be subject to GDPR if we are maintaining personal data of any EU resident, so Siverpro’s interpretation of the law is incorrect.  Niels agrees with Adam and that it applies to anyone collecting information and asks that we move on.  A vote is held for the motion to agree on the intent to create a private internal list pending legal review. |
| **Conclusion** | Motion passes 13-2 |

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| **Subject 5** | Formation of Operator Committees - Combine Governance and Legal committees |
| **Discussion** | Xavier explains the 9 committees established from the Factomize forum post.  Greg asks what the process is for adding members to a committee.  Xavier explains that it is currently wide open and that committees should be able to decide how they manage committee membership in the future.  Xavier presents John’s (thinlyslicedmeat) proposal to combine Governance and Legal committees.  Julian (DB Grow) argues for the proposal since Governance is so dependent on Legal guidance at this time.  Matt agrees with Julian explaining that it may make sense to separate the committees later.  Julian moves to combine Governance and Legal committees.  Matt and Xavier second the motion.  Xavier comments that he is not opposed to the motion but that he does believe that Governance goes beyond just creating the governance documents, but also includes the secretarial work for organizing and setting up meetings.  Paul Snow agrees that we can split this committee up later but that it makes sense to combine it right now.  A vote is held. |
| **Conclusion** | Motion passes 13 - 2 |

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| **Subject 6** | Create a Grant Committee |
| **Discussion** | Xavier moves to table this proposal since David Chapman who initially proposed the idea isn’t present.  Niels seconds the motion.  Julian agrees to explain the idea since he has spoken with David about it. Explains that the purpose of the committee dedicated to initial vetting grant proposals due to the likely inherent technical complexities of understanding the proposed grants.  Adam agrees with Julian that this will be necessary, but that there is no urgency to create this committee.  Paul Snow says that there is a lot of work on the table right now and invisions a more organic process for vetting grants.  Vote to table this issue. |
| **Conclusion** | Motion passes unanimously. |
| **Follow up** | Xavier reminds people that even though this is tabled there is nothing stopping ANOs from working on grants. |

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| **Subject 7** | Nomination of Individuals to Committees |
| **Discussion** | Xavier suggests that we skip this issue due to time constraints since membership of committees is largely volunteer based and open to anyone who wants to participate at this time.  Niels points out that the network onboarding committee is not one that just anyone should be able to join. There may be other committees that shouldn’t be open in the future. |
| **Conclusion** | This issue was skipped. |

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| **Subject 8** | Approve creation of committees described in Factomize Forum post including the combined Governance and Legal committee |
| **Discussion** | Xavier moves to create the committees as described in the linked Factomize forum post and combine the Governance and Legal committees. <https://factomize.com/forums/threads/authority-node-operator-committees.200/>  Paul seconds the motion.  A vote is held. |
| **Conclusion** | Motion passes unanimously. |

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| **Subject 9** | Create Private Forums per Committee |
| **Discussion** | Xavier explains this is from David Chapman.  Adam asks for clarification on whether the private forum would be publicly viewable but only writable by committee members, or be entirely closed off to non-committee members.  Niels expresses that it was decided early on that most things should be publicly viewable.  Paul Snow suggests that there should be private spaces for discussion because that allows for a lot of contentious things to be hashed out. He does believe that decisions and meetings should be made public.  Xavier agrees with Paul’s suggestion.  Adam agrees with Paul and moves for the creation of fully private forums viewable only to committee members.  Julian seconds motion.  A vote is held. |
| **Conclusion** | Motion passes unanimously. |

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| **Subject 10** | Self Governing Structure for Committees |
| **Discussion** | Xavier moves to allow committees to manage their own governance structure until further notice.  Julian seconds.  A vote is held |
| **Conclusion** | Motion passes 13-1 |

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| **Subject 11** | Assign a Chair and Deputy person for each Committee |
| **Discussion** | Xavier explains that the chair and deputy roles would summarize committee progress at each ANO meeting. These would be the main contact people for a committee  Niels points out that if the committees can self govern, then how can we impose this requirement?  Xavier suggests that this will improve accountability of the committees.  Paul Snow suggests that if a committee is having issues then the ANOs can intervene. Also points out that the more decentralized our governance the better we all look.  Xavier agrees with Paul and withdraws the motion.  Adam moves to table this issues.  Paul seconds. |
| **Conclusion** | This topic is tabled. |

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| **Subject 12** | Require Committees to provide reports during the monthly ANO meetings |
| **Discussion** | Xavier explains the proposal.  Adam says that it is a good idea, but doesn’t agree with imposing it as a requirement. Committees will likely want to present naturally.  Dan suggests that for the sake of time efficiency that committees provide a written summary of their progress instead.  Niels agrees with Dan.  Xavier moves to require that committees provide written progress reports each month prior to the ANO meeting.  Someone seconds the motion.  Sam suggests that we might provide guidance on how that report is shared.  Paul Snow suggests that the reports should go to the operators before the general public and offers that Factom Inc could compile the reports into a shorter summary.  Niels asks whether it will be public or private.  Xavier suggests that the reports should probably be private initially.  Greg suggests that it could be up to the committee to decide whether their report is public or private.  Adam reiterates that he doesn’t feel it should be a requirement at this time. |
| **Conclusion** | Motion passes 10-3 |

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| **Subject 13** | Suggested tasks to the committees |
| **Discussion** | Xavier suggests to group these together unless someone has an issue with one of the suggestions.  Xavier explains the suggestions:   * Sam suggested that the marketing committee do a monthly update to the community. * Suggestion box on a monthly Q&A. * Julian suggested the marketing committee run an operator AMA. * Bobby asked about licensing clarification. * FlyingViking suggested that the code deployment and network committee include releasing and testing on testnet prior to mainnet. * Xavier suggested the governing committee should maintain our community resources and connections to VCs, banks, lenders, insurance and maintain a private repository of these connections. * Have the governance committee explore recommended policies for our entire group.   Xavier opens these suggestions up for discussion.  Paul Snow moves to group these together and do one vote.  Matt seconds.  A vote is held. |
| **Conclusion** | Motion passes |

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| **Subject 14** | Suggestions from operators |
| **Discussion** | Xavier reads the suggestions:   * Benny suggests that all operators create an elevator pitch that people can use to promote each other’s businesses. * Bobby suggests a regular hackathon funded by the operators. * Xavier suggests a larger hackathon to coincide with our yearly ANO summit. * Luap suggests creating a Factom architecture review group to help people trying to develop ambitious projects on Factom.   Niels asks why we need to vote on creating an elevator pitch.  Dan mentions that this is part of the initial information that Matter of Fact is collecting in their interview with ANOs.  Paul Snow moves that rather than voting to have each ANO create an elevator pitch that we elect Dan to go and bug all ANOs to get them to create a pitch. Pauls suggests that this would vastly help discussions about Factom. Best to assign this to the marketing committee.  Dan mentions that he is happy to be “that annoying guy” going out to bother ANOs to get their elevator pitch.  Matt asks Paul if Factom Inc would be willing to share what they have learned about how best to market Factom.  Paul Snow says that he would be happy to share that but that he is fundamentally an engineer and not a marketer.  Paul motions to table these issues.  Multiple people second. |
| **Conclusion** | Topic is tabled. |

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| **Subject 15** | Organization of the ANO meetings |
| **Discussion** | Sam asks if anyone else wants to organize these meetings in the future. Sam suggests that it might be better handled by a committee.  Xavier asks if Sam is willing to continue to organize these meetings.  Sam explains that he would be OK with that but would be happy to step aside if anyone else wants to take it on.  Dan expresses that he feels that Sam has done an excellent job of organizing the first meeting and moves that Sam continues in this role.  Xavier seconds the motion.  A vote is held. |
| **Conclusion** | Motion passes unanimously. |

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| **Subject 16** | Factomd 5.1.0 Update |
| **Discussion** | Brian explains some details about the latest factomd update. The update is backwards compatible and should improve node stability. Larger updates are in the pipeline and will be tested on testnet. |

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| **Subject 15** | ANO project organization and final open discussion |
| **Discussion** | Sam explains that SanchoPansa of Factomatic has raised the issue that there are a number of ANOs embarking on projects that may overlap. We would benefit from a way to organize and coordinate projects more formally than Discord conversations.  Nikola (Factomatic) expands a bit more on SanchoPansa’s concerns about coordinating projects.  Sam suggests that he would be willing to create a table describing projects that ANOs are working on.  Dan agrees with Sam’s suggestion and mentions that Matter of Fact plans to publish spotlights on projects that ANOs are working on.  Sam agrees to start this list.  Xavier feels strongly that there should be a private Discord channel and private Factomize forum open only to ANOs.  Xavier expresses his disappointment in the low responses to recent polls like for the ANO summit schedule.  Dan asks how we are documenting participation.  Sam explains that we are taking attendance.  Adam explains that we are taking minutes and that this is being recorded.  Julian expresses the importance that every ANO be more active in the forums and comment on proposals even if it is just voicing support or opposition.  Niels points out that Discord can lead to a lot of missed information and confusion and suggests that we make better use of the Factomize forum. |