USENIX Board of Directors Meeting
Minutes
November 7, 2001
Oakland Marriott, Oakland, CA

The regular meeting of the USENIX Board of Directors was convened at the Oakland Marriott, in Oakland, CA at 8:40 AM.

Attendance:

USENIX Board of Directors:
Dan Geer, Chairman
John Gilmore
Jon "maddog" Hall
Peter Honeyman
Andrew Hume
Mike Jones
Kirk McKusick

USENIX Staff:
Gale Berkowitz
Barbara Freel
Dan Klein
Jane-Ellen Long
Toni Veglia
Ellie Young

All of the above were present at the beginning of the meeting except Gilmore, who arrived at 8:50 AM.

Guests:
David Parter, SAGE Executive Committee
Trey Harris, SAGE Executive Committee
Jan Saell - EurOpen.SE representative
Dan Appelman - USENIX attorney
Alain Hénon - ;login: managing editor
Nick Stoughton, Standards liaison
Tina Darmohray, ;login: co-editor
Shelley Gottlieb, Sales & Development Consultant
Glenn Samson, Investment Portfolio Advisor from Dean Witter
Ted Ts'o, ALS program committee (arrived at 4:55 PM)
Richard Jaross, Consultant (arrived at 11:00 AM)
Bryan Andregg, ALS program chair(arrived at 2:25 PM)

Minutes of the Previous Meeting

McKusick moved, and was seconded by Honeyman to accept the minutes as amended. All in favor: 7 (Rubin absent).

Action Items
Action items were reviewed. Most action items were either completed, are in progress, or included in the agenda.

Report on Investment Portfolio
Samson gave a report on the USENIX Investment Portfolio. He recommended reallocating $500,000 from Berkeley Capital Value to Berkeley Capital Growth, and the Board was agreeable.

Samson left at 9:15 AM.

Finances: Report on Estimated Year-End 2001

Young summarized her written report. At the start of the year, we had budgeted for a $377,000 deficit in the operating portion of the budget. This assumed the same activity, membership, and conference attendance as the previous year. She pointed out that the major factors affecting predictions and budget planning are correctly estimating attendance at conferences. With the downturn in the economy and tragic events on Sept. 11th, people did not attend conferences in the same numbers as the previous year, especially ALS. She estimated that we might end the year with a deficit of close to $2 million, depending on what happens with attendance at LISA.

Finances: First Draft Budget for 2002

Young presented a first draft budget for 2002. A final budget would be presented at the next meeting. She recommended that we budget to replenish the Reserve Fund, i.e., generate net revenue rather than a balanced budget. Young also pointed out that the SAGE budget is heavily dependent on LISA 2001 revenue. The SAGE Executive committee will be discussing the budget at their meeting in December.

Various strategies were discussed such as:
- Increase revenue from existing sources (e.g., dues, registration fees, sponsorships)
- Develop new sources of revenue (e.g., distance learning, more sponsorships)
- Reduce or eliminate funding for non-core programs for the coming year e.g., student research grants, stipends for non-USENIX conferences, most discretionary good works and fund only good works we have made commitments to e.g., EFF.
- Improving the profitability of smaller events
- Reduce expenses for events (e.g., program committee travel, receptions, venue, program scope)
- Increase incentive structure for tutorial instructors (and/or decrease base fees)

- How to reduce expenses while continuing all services and conferences planned without laying off staff
- Investigate alternate models for our smaller events
- Support for student programs (e.g., stipends) should be maintained, but the scope could be reduced (reduce amount scholastic committee has to fund grants)
- Consider making conference attendance projections to reflect a 30% fall-off.

The staff would take the above feedback, as well as new revenue sources, into account when preparing a final budget for the next meeting, and will prepare an analysis for fall off in attendance at various levels.

Jaross arrived at 11:00 AM.

Break from 11:25 AM to 11:35 PM.

Request for Changes in Registration Fees and Member Dues

Young summarized the proposal for increasing registration fees for conferences and member dues.

Hall returned from the break at 11:45 AM.

Hume moved and was seconded by McKusick to raise the conference tutorial fees, as follows: One-day: $600; two-days: $1150; three-days: $1650. All in favor: 6; opposed: 0; abstained: 1 (Gilmore) (Rubin absent).

Hume moved and was seconded by Honeyman, to adopt the technical session fee increases proposed, as follows: Annual Tech and LISA: $595; all other 3-day event technical session fees: $645; all other 2-day event technical session fees: $600), as amended by an increase in student fees to $100, and increasing late fees by $150. Passed: In favor: 6; abstained: 1 (Gilmore); 1 absent (Rubin).

The staff said that they would evaluate carefully the discount structure and if necessary, would propose alternate pricing.

Young summarized her analysis of member dues, and recommended a modest increase across all categories.

Honeyman moved and was seconded by Hume, to adopt the membership fee increases proposed as follows: Individual: $100; Student: $30; Supporting: $2500; Educational: $220; Corporate: $430. In favor: 6; opposed: 1 (Gilmore) (Rubin absent).

The SAGE Executive Committee would decide on dues at their meeting in December.

Break for lunch at 12:20 PM until 1:00 PM.

E-Learning Program

Jaross gave a progress report on the E-Learning initiative that was proposed the last meeting.

Dan Appelman arrived at 1:10 PM.

The e-learning program will be designed to provide education members and the community who cannot attend USENIX conferences. Jaross made a proposal for a web tutorial program of 48 events per year with approx. 30 students in each class. If successful, revenues could be substantial.

Jaross had also evaluated distance learning courseware with the help of three members. DigitalThink was rated the highest among the reviewers. The content of the courseware is generally more introductory than the level of USENIX tutorials. .

Gilmore offered to explore non-proprietary distance learning software alternatives.

Jones moved, and was seconded by McKusick, that we proceed with the $15,000 for implementing the DigitalThink courseware as a member benefit, and that the staff will also prepare a proposal for moving forward with the e-learning tutorials. In favor: 5; opposed: 1 (Gilmore); abstained: 1 (Honeyman); absent: 1 (Rubin).

Standards Activities

Stoughton submitted a proposal for standards work that is 50% less than the 2001 activity. **McKusick moved and was seconded by Hume to fund the Standards proposal for 2002 in the amount of $14,370. In favor: 5; abstained: 2 (Honeyman, Gilmore) (Rubin absent).**

Certification

Hume gave an update of the SAGE Certification Project. The USENIX Board of Directors is being asked in the budget to guarantee up to $200,000 per year, over the next two years in the event that the sponsorship funds cannot be raised.

Gilmore left at 2:14 PM. Gilmore returned at 2:20 PM.

The USENIX Board agreed to accept the SAGE Interim Certification Board Resolution (See Appendix A).

Andregg arrived at 2:25 PM.

Hume moved and was seconded by Jones that the USENIX Board supports the SAGE Certification effort and guarantees the Certification project up to $200,000

for each of two years, over the next two years, subject to interim review. In favor: 5; opposed: 1 (Gilmore); abstained: 1 (McKusick); (Rubin absent).

Hume was appointed to the SAGE Certification Interim Board as the representative from the USENIX Board of Directors.

USACO

Berkowitz summarized the USACO proposal for 2002 in the amount of $29,300.

Hume moved and was seconded by Honeyman to accept the USACO proposal in the amount of $29,300. In favor: 6 ; opposed: 1 (Geer) (Rubin absent).

CFP2002 Student Scholarships

A request was made by Computers, Freedom and Privacy Conference program chair for $35,000 for funding for student scholarships. Voting on funding for this was tabled. Young will inform them that we are not funding new proposals at this time.

CRA-W Funding

The CRA Women's committee requested to submit a proposal for funding from USENIX at the same level as the previous year. Young was instructed to inform them that we would be willing to entertain a proposal for the $5,000 to $10,000 ranges.

NordU and EurOpen

Jan Saell requested $25,000 from USENIX for support of the NordU 2002 conference.

Hume moved and was seconded by Gilmore, to loan NordU 2002 up to $25,000, to be paid back if there is net revenue from NordU2002. In favor: 7 (Rubin absent).

SAGE Update

Parter gave an update on SAGE activities. He reported that the SAGE Executive Committee had prepared a resolution concerning their desire for independence. The Board thanked him for his report.

STG Viability Review

Hume reported that the statutory STG Viability Review was conducted, and a meeting was held the previous day that included Trey Harris, David Parter, Hume, Jones, Young, Berkowitz and Long. The viability of SAGE was reaffirmed. There were, however, concerns about the effectiveness of governance.

Executive Session from 3:15 PM to 4:55 PM.
Appelman left at 3:35 PM.
Ts'o arrived at 4:55 PM.

Web Availability Plan

A proposal from Long was presented to improve web availability for USENIX. It was estimated that the project would take 6-9 months to complete. The Board recommended that staff purchase a T1, and provide a detailed proposal for redundant web services and co-location to the executive committee.

ReX

Berkowitz reported that the USENIX commitment to ReX of $100,000 each year will expire at the end of this year. She asked for guidance from the Board about future direction for the program. Honeyman suggested that we look at other ways to partner with NLnet and to find a way to make ReX more successful. He suggested that we communicate to Stichting NLnet that we are not ready to commit additional funds at this time, and that we revisit the charter of the program. Hall suggested that Honeyman draft a statement about the USENIX vision for international exchanges, circulate it to the USENIX Board for review, and then share the final version with Stichting NLnet. At this time, no funds are being committed for 2002.

Update on Conferences.

HAL 2001. Honeyman reported that it was a success.

Security. Young reported overall attendance was the same as previous year, but paid attendance and the tutorial program were less than we had budgeted. Dan Boneh is being a very pro-active chair with the 2002 event.

ALS and USENIX Strategy with Linux. Hall passed out a document he had prepared that covered the state of Linux in the marketplace, conferences, developer community, and ALS. He encouraged us to do something different and more innovative in the Linux space. Young asked the Board for guidance about whether or not to continue to host ALS as we have planned in D.C. next year.

Hall moved, and was seconded by McKusick, that we cancel the ALS 2002 hotel contract in Washington, D.C. scheduled for December 2002. In favor: 6; opposed: 1 (Gilmore) (Rubin absent).

It was generally agreed that our Linux strategy is not working, except in the FREENIX track at USENIX Annual. We should look at ways to promote this community's initiatives, e.g., continue to support the developer community; promote freenix as the forum for presentation of excellent technical work; and encourage ALS to go back to being a regional show. A committee of Ts'o, Hall, and Young will meet with the Atlanta people and make a proposal regarding possible strategies for collaborating with the Linux community for the Board to consider in the future.

- LISA. Young and Parter reported that the program was excellent, with 4 tracks. Attendance was expected to be at least 30% lower than the previous year.
- FAST. Honeyman reported that twice the number of submissions was received than what they anticipated. The program was being produced now.
- CARDIS. Honeyman reported that the Call for Papers would be forthcoming.
- Linux Kernel Summit. Ts'o would like this event repeated and the staff was working on a venue for April 2002. It was suggested that talks might be broadcast via the Web.
- COOTS/Middleware. Honeyman reported that COOTS will be folded into Middleware, and he would have more information on this in the future.
- USITS 2003. Young reported that Steve Gribble had accepted the position of program chair, and a Call for Papers would be out in January. A program chair has been identified.
- Mobisys. Jones reported that Sigmobile had responded to Young's draft proposal for our co-sponsoring a mobile/ubiquitous conference with them. Negotiations were moving along.
- Internet Measurement Workshop. We have been approached by Balachander Krishnamurthy who chaired this event recently to be a co-sponsor. Hume reported that the last workshop was very successful, and this appears to be an important area for USENIX. It was agreed that we would co-sponsor, which mainly involves promoting this event to our audience and supply some funds for student stipends (no financial ties).

Nominating Committee

Hume reported that a Nominating Committee has been convened, and it includes Eric Allman, Rob Kolstad, and John Kohl. A paper ballot election will be conducted.

Bylaws/Policies Review

Hume reported that there has been no progress on the review since the last meeting. He expected to be making some recommendations by the next meeting.

Linux International

Hall requested that USENIX become an Affiliate member of Linux International. The cost of membership is $1. Hall felt this would facilitate opportunities for collaboration. By doing so opens various opportunities for collaboration. **Hall moved and was seconded by Honeyman that USENIX join Linux International as an Affiliate member. In favor: 7 (Rubin absent).**

Next Meeting

The next meeting was scheduled for Friday, February 15, 2002, in conjunction with BSDCon in San Francisco.

Distance Learning Software

The Board indicated their encouragement to Gilmore to have him explore open source compatibility for the web tutorial software project.

The meeting was adjourned to an Executive Session at 6:20 PM.

The regular meeting resumed at 6:37 p.m.

It was moved by McKusick, seconded by Honeyman to adjourn. In favor: 7 (Rubin absent).

APPENDIX A

Resolution for an Interim Certification Board

The following resolution was approved by the SAGE Executive Committee and the USENIX Board of Directors on November 7, 2001:

By adopting the SAGE Certification Board Governance Structure proposal, SAGE has established that the SAGE Certification program shall be separately incorporated by September 2003. Until such time as SAGE Certification is incorporated and a permanent Certification Board is elected and seated in office, the SAGE Certification program will be managed by an Interim Certification Board.

The SAGE Interim Certification Board is hereby created as a special sub-committee of SAGE, that will operate for up to a two-year transition period ending in September 2003, for the purpose of establishing and managing a system administrator certification program.

The Interim Certification Board has full authority for all decision making related to SAGE certification exams, item banks, policies and procedures within the existing established SAGE Certification Program Principles. Exam and testing information will be confidential to the SAGE Certification division. Until a licensing agreement is established for the use of the SAGE name, any use of the SAGE name requires approval by SAGE.

Until separate incorporation, the Interim Certification Board remains part of SAGE and is subject to general oversight by SAGE in all matters except for certification-related decisions, policies, and procedures.

The Interim Certification Board will consist of 7 voting members. USENIX will appoint one member as their liaison. SAGE will appoint one member as their liaison. SAGE will appoint an additional three members from the existing SAGE Certification Policy committee. SAGE will appoint two other voting members from the groups of stakeholders in certification. SAGE will make appointments to fill all vacancies that may occur in the Interim Certification Board except the USENIX liaison.

SAGE makes the following appointments to the Interim Certification Board: Trey Harris, liaison from the SAGE Executive Committee, Lois Bennett, Mark Langston, John Stoffel. SAGE appoints Tim Gassaway and Barb Dijker to temporarily fill the remaining seats until SAGE makes final appointments in December 2001.

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Signature & Date