USENIX Board of Directors Meeting

Tuesday, July 10, 2018, 9:00 a.m.–5:00 p.m.

Westin Copley Place, Boston, MA, St. George A Room

Minutes

Attendance

Board:
Cat Allman
Kurt Andersen
Michael Bailey
Angela Demke Brown
Kurt Opsahl
Amy Rich
Carolyn Rowland
Hakim Weatherspoon

Staff:
Ginny Staubach
Casey Henderson
Liz Markel
Sara Hernandez - by phone
Natalie DeJarlais - by phone
Jessica Kim - by phone
Toni Veglia- by phone
Camille Mulligan - by phone
Michele Nelson - by phone

Rowland called the meeting to order at 9:00 a.m.

Henderson introduced new Board members Kurt Andersen and Amy Rich.

1. Changes to the Regular and Consent Agenda
No items on consent agenda for this meeting.
Announcement: There will be a special guest at lunch, Clem Cole, to speak with Board about the 50th anniversary of UNIX.

2. Minutes of the Previous Meetings

a. April
b. May

Allman moved to accept the minutes of the previous two meetings. Weatherspoon seconded. All voted in favor, none opposed. Motion passed.

3. Board Materials Introduction

Henderson introduced the Board of Directors Materials site with some history and background on the contents. Hendersen reviewed the specific items linked to the Materials site.

a. USENIX Board Email Accounts

Henderson explained the use of the Board email aliases and the Board member email accounts.

b. Conflicts of Interest

Henderson discussed the Conflict of Interest Policy. Conflict of Interest Agreements were distributed to the Directors for signatures.

4. Committees and Conference Liaison Assignments

Henderson introduced and reviewed the current Committees and Liaisons and their purpose and procedures.

5. Strategy vs. Tactics

Henderson discussed the distinctions between strategy and tactics. The Board is primarily responsible for strategy while Henderson and USENIX staff are responsible for tactics employed to implement strategy. Discussion ensued.

6. Who's Who at USENIX/Whom Do I Ask?

Henderson introduced the Board to the staff web page and the roles of respective staff members. Staff members present introduced themselves. The Board requested access to staff job descriptions.

Break: 10:41-10:55 a.m.

7. Diversity and Inclusion Statement Discussion

Rowland introduced a draft Diversity and Inclusion Statement. Henderson explained there is already a Code of Conduct; this statement augments it. Discussion ensued and was temporarily paused to move on to the next item.

Samson joins via phone at 11:30 a.m.

8. Reserve Fund Performance and Projections

Henderson introduced Samson, USENIX's Financial Advisor. Samson reported on reserve fund earnings for the second quarter of 2018. He reviewed current market conditions, investment strategy, and USENIX's portfolio. Question and answer session ensued.

Adjourned for Lunch at 12:06 pm:
Meeting reconvened at 1:00 p.m.
Appelman, DeJarlais, Hernandez, Kim, Moreno,
Mulligan, Nelson, Veglia, and Vernetti joined by phone.

9. Board Member Legal Overview
Henderson introduced the new Board members to Dan Appelman, USENIX's legal counsel. Appelman discussed the legal responsibilities of Board members and responded to questions regarding the Conflict of Interest Agreement.

7. Diversity and Inclusion Statement Discussion (continued)
Discussion on Diversity and Inclusion Statement resumed.

Rich moved that USENIX have a Diversity & Inclusion Statement publicly posted on its website. Andersen seconded the motion. All voted in favor; none opposed. Motion passed.

Andersen moved to create a Diversity & Inclusion Committee, Weatherspoon seconded the motion; All voted in favor; none opposed. Motion passed.

Rich and Allman volunteered to be on the Committee.

Opsahl moved that the Board delegate to the officers appointments to the Diversity & Inclusion Committee; Andersen seconded. All voted in favor; none opposed. Motion passed.

Meeting moved to agenda item #11 Sponsorship and Sales.

11. Sponsorship, Sales, and Fundraising
Mulligan gave an overview of Sponsorship and Sales activities. Sponsorship for Diversity grants is being consistently received. USENIX successfully submitted its own student grant application bundle directly to the NSF this year for the first time with Mulligan and Henderson as principal investigators. Moreno reported on sponsorship status for LISA.

10. Finance and Budget Introduction

a. Risk and Exposure Report
Henderson introduced the Risk and Exposure Report. It is usually part of the the Consent Agenda so the Board can be regularly informed of USENIX's status regarding major financial risks. Henderson refers to this report when considering signing a large hotel contract. Henderson gave the floor to Veglia for further explanation of the elements of the R&E Report.

b. 2018 Approved Budget

Henderson presented the approved 2018 Budget and provided history and background for the current budget. A question and answer session ensued.

c. Monthly Financial Reports

Veglia reviewed the monthly financial reports that are provided to the Board. Specific questions posed by Board members were answered by Henderson and Veglia.

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12. "Blue Wildebeest" Sustainer Engagement Program Update

Henderson gave a brief overview of the sustainer engagement program, an effort by staff to research different models of membership to determine the best course of action going forward. With Markel on staff as Community Engagement Manager, it has become possible to complete a community survey. Henderson turned the discussion over to Markel.

a. Community Survey

Markel gave an overview of the community survey, the types of questions asked and why, and the goals of collecting this data from constituents. Markel requested Board input on the survey.

Break: 3:09-3:15 p.m.
Erik Riedel joins the meeting at 3:16 pm

13. Future Conferences Discussion

Henderson introduced Erik Riedel who has been an active volunteer for USENIX in several capacities to discuss agenda item 13a.

a. Open Source at FAST '19

Riedel introduced the Vault conference and gave history and background. He is proposing that USENIX host Vault co-located with FAST as a complementary open source, industry program. Henderson stated this could enhance USENIX's service to the open source community. Registration fees would be scaled appropriately for the community. Discussion ensued.

Demke Brown moved to introduce a Vault conference co-located with FAST & NSDI in Boston in 2019. Bailey seconded the motion. All voted in favor, none opposed. Motion passed.

b. Operational Machine Learning Conference

Henderson introduced a proposal for two single-day, bicoastal events on Operational ML. There is an existing need for this event in this community. There was general agreement that USENIX should continue to collect more data in pursuit of this project. Demke Brown will help develop this proposal.

14. UNIX 50th Anniversary

Henderson introduced the question of whether and how USENIX should acknowledge and/or celebrate the 50th anniversary of UNIX. A long-time member has requested that USENIX support some sort of celebration/acknowledgement. Directors offered suggestions and discussion ensued. The Board recommended against heavy investment in a big project or event, but rather acknowledgements and celebrations in keeping with already-budgeted events.

15. Next Meetings

a. Monthly Meetings

Doodle polls are sent out for the monthly meetings. A Doodle poll for the August meeting will be sent out soon. Board requests all polls have time zone and “if need be” enabled.

b. December 2018 Meeting

The meeting is set for **Thursday December 6** and will be in the USENIX Berkeley office.

c. March 2019 Meeting

Co-locating with SREcon Americas in New York on March 26-28, 2019.

Andersen moved to adjourn. Allman seconded the motion. All in favor; none opposed. Motion passed. Meeting adjourned.