OFA Board Meeting Minutes
April 20, 2017
11am Mountain/10am Pacific

1. Roll Call (present in **bold**):
   Board Members:
   - **Broadcom / Eddie Wai**
   - **Cray/Paul Grun**
   - **HPE / Andy Riebs**
   - Huawei / Daqi Ren
   - **IBM / Bernard Metzler**
   - **Intel / Bob Woodruff for Jim Pappas**
   - **Jump Trading / Christoph Lameter**
   - **LANL / Susan Coulter**
   - LLNL / Matt Leininger
   - **Mellanox / Bill Lee for Gilad Shainer**
   - **NetApp / David Dale**
   - **Oak Ridge / Scott Atchley**
   - Oracle / David Brean
   - **Sandia / Mike Aguilar for Chris Beggio**
   - **Unisys / Lilia Weber**
   - **At Large Member: Jason Gunthorpe**
   - Also Present:
   - **OFA/ Jim Ryan**
   - **Intel/ Divya Kolar**
   - **LANL/ Parks Fields**

2. Approval of minutes: deferred

3. OFED 4.8 options
   3.1. Approve just this release with new license text (see below)
   3.2. Approve all OFED releases with respect to license issue
   3.3. Vote to define OFED is not OpenFabrics software

OFED is a collection of open source software that originates from various open source projects including but not limited to,
https://www.kernel.org/
https://github.com/linux-rdma/rdma-core
https://github.com/ofiwg/libfabric
https://openfabrics.org/
under a variety of generally accepted open source licenses. For information about the specific open source licenses associated with each project, please refer to the respective open source projects and the header files contained in each of the source code files that are included in the OFED package.

Discussion:
- After some discussion option 3.2 was ruled out.
- There was some discussion regarding the relative merits of 3.1 and 3.3 and a straw poll was taken. However, opinions weren't strong WRT either choice

- At least one person expressed the opinion all of these options are temporary until the Bylaws work is concluded
- Paul Grun, Cray moved to approve OFED 4.8 per option 3.1 including the text supplied in these Minutes. Andy Riebs, HPE seconded. Results:
  Broadcom / Eddie Wai: Yes
  Cray/Paul Grun: Yes
  HPE / Andy Riebs: Yes
  Huawei / Daqi Ren
  IBM / Bernard Metzler: Yes
  Intel / Bob Woodruff for Jim Pappas: Yes
  Jump Trading / Christoph Lameter: No
  LANL / Susan Coulter: No
  LLNL / Matt Leininger
  Mellanox / Bill Lee for Gilad Shainer: Abstain
  NetApp / David Dale: Yes
  Oak Ridge / Scott Atchley: Yes
  Oracle / David Brean
  Sandia / Mike Aguilar for Chris Beggio: Yes
  Unisys / Lilia Weber: Yes
         RESULT: OPTION 3.1 WAS PASSED

4. Bylaws **(Note: we only got to3 of the 4 Officer motions because of time – others will be reviewed at a meeting. Included here for completeness):**
   4.1. Officer motions (4 of them)
       4.1.1. Voteable – Article 8: Define the Officers: Slide 4 of the presentation Paul distributed earlier: V_OFA_Officers_2017_0414
   - Discussion:
   - There was some discussion as to whether 4 positions should be named explicitly as being required or if the Vice-chair should be removed. The argument was the state of California doesn't require a Vice-chair but it does require the other 3.
   - Bill Lee, Mellanox offered a friendly amendment to limit the list to 3, but Paul rejected that and asked for a vote using the wording as proposed. Susan Coulter, LANL seconded. Results:
     - **Broadcom / Eddie Wai: Yes**
     - **Cray/Paul Grun: Yes**
     - **HPE / Andy Riebs: Yes**
     - Huawei / Daqi Ren
     - **IBM / Bernard Metzler: Yes**
     - **Intel / Bob Woodruff for Jim Pappas: Yes**
     - **Jump Trading / Christoph Lameter: Yes**
     - **LANL / Susan Coulter: Yes**
     - LLNL / Matt Leininger
     - **Mellanox / Bill Lee for Gilad Shainer: No**
     - **NetApp / David Dale: Yes**
     - **Oak Ridge / Scott Atchley: Yes**

- Oracle / David Brean
- **Sandia / Mike Aguilar for Chris Beggio: Yes**
- **Unisys / Lilia Weber: Abstain**
  - **RESULT: MOTION WAS PASSED**

4.1.2. Voteable – Article 8: TERM IN OFFICE: Slide 8
- Discussion:
- Bill Lee, Mellanox clarified this would precede the Bylaws work it'd be effective now:
- Moved: Susan Coulter, LANL; seconded Paul Grun, Cray. Since their seemed to be a consensus of opinion, the question was asked whether anyone objected or would like to abstain, and no one did.
- **RESULT: MOTION WAS PASSED UNANIMOUSLY**

4.1.3. Voteable – Article 8: Eligibility and Succession: Slide 8
- Discussion:
- Paul crafted the motion carefully to deal with Individual Succession and Promoter Member Organization Succession.
- There was some discussion as to what constituted "Good Standing" in each case and "…or other reasons…" in the case of the individual. The key concept here is the Board elects the Officers; the positions aren't owned by the Promoter companies.
- There are some definitions of each in the existing Bylaws but it was agreed this would have to be clarified and possibly updated in the revised and updated Bylaws.
- Motion by Paul Grun, Cray; seconded by Susan Coulter, LANL seconded. Results:
  - **Broadcom / Eddie Wai: Yes**
  - **Cray/Paul Grun: Yes**
  - **HPE / Andy Riebs: Yes**
  - Huawei / Daqi Ren
  - **IBM / Bernard Metzler: Yes**
  - **Intel / Bob Woodruff for Jim Pappas: Yes**
  - **Jump Trading / Christoph Lameter: Yes**
  - **LANL / Susan Coulter: Yes**
  - LLNL / Matt Leininger
  - **Mellanox / Bill Lee for Gilad Shainer: Yes**
  - **NetApp / David Dale: Yes**
  - **Oak Ridge / Scott Atchley: Yes**
  - Oracle / David Brean
  - **Sandia / Mike Aguilar for Chris Beggio: Yes**
  - **Unisys / Lilia Weber: Yes**
    - **RESULT: MOTION WAS PASSED UNANIMOUSLY**

4.2. Member meetings (1 motion)
4.3. Conduct of meetings (1 motion)

4.4. ~~Protection (2 motions)~~

5. Financial status
   As of March 31, 2017
   Cash Balance: $372,762
   Member Payment Status
   - 12 out of 15 Promoters
   - 3 Adopters
   - 5 Supporters
   - 1 Individual

   Some payments for the plug fest and logo events are delayed, working to close on them

   Workshop financials being closed, will provide final report at next board meeting

   Other expenses meeting budget expectations

6. There will be a Special Board Meeting called before the next Regularly-scheduled Board Meeting. The date has not been set, but this notice of intent