**OFA Board Meeting**

**June 25, 2020**

**10am Pacific time**

1. Roll Call:

Board Members:

 **At-Large / Harold Cook**

**Broadcom / Eddie Wai**

**HPE / John Byrne**

Huawei / Daqi Ren

**IBM / Bernard Metzler**

**Intel / Divya Kolar**

**LLNL / Matt Leininger**

Mellanox / Gilad Shainer

**Oak Ridge / Chris Vimmer**

**Sandia / Mike Aguilar**

Others:

**Jim Ryan**

**HPE/Paul Grun**

**IBM/Red Hat / Doug Ledford**

**Intel/Tatiana Niklova**

**Intel/Bob Woodruff**

1. Opens, Agenda Bashing
2. Approve Board minutes from [05/21/2020](https://downloads.openfabrics.org/WorkGroups/board/minutes_board/2020/OFABoardMinutes_20200521.docx)
* A motion to approved the minutes from 21 May was made by Michael Aguilar (Sandia). A second to the motion was made by Divya Kolar (Intel). The vote was unanimously approved.
1. Motion – Change requirements for Treasurer [(Voteable)](https://downloads.openfabrics.org/WorkGroups/board/adopted_motions/V_OFA_Treasurer_2020_0622.pptx)
* **A motion to approve the motion was made by Paul Grun (HPE). A second to the motion was made by Bernard Metzler (IBM). The vote was unanimously approved.**
* *The Officers of the Corporation shall consists of a Chair, a Vice Chair, a Treasurer, and a Secretary. Any one person can hold only one Officer role at any time. An Officer may be, but need not be, a Director, but must be an employee of, or contractor to, a Promoter Member organization. In the case of an Officer who is not also a Director, such Officer shall not be included for quorum and shal not participate in votes taken by the Board. An Officer who is also a Director retains all the rights and privileges obtaining to any other Director. The Officers shall serve without compensation unless otherwise approved by the Board.*
	+ Solution to fulfill California Legal Requirements
1. Continue to hope that a Treasurer emerges
	* Unlikely
2. Amend the Officer provisions so the Vice Chair fills the statutory role of Treasurer
	* Ask the ‘Vice Chair’ to oversee the ED as he continues to serve in the role of comptroller
	* Vice Chair already serves as part of the leadership team, so this is not a significant expansion of responsibilities
3. Amend the Officer provisions to abolish the Vice Chair, replacing that role with Treasurer
4. Amend the Officer provisions to allow a non-OFA Member to serve as Treasurer
	* Impacts only the Treasurer, keep the provision requiring Chair, Vice Chair, Secretary to be Promoter Members
	* Change the text adopted by vote on 4/20/2017

From: “*An Officer may be, but need not be, a Director, but must be an employee of, or contractor to, a Promoter Member organization.”*

To: “*An Officer may be, but need not be, a Director, but must be an employee of, or contractor to, a Promoter Member organization, except the Treasurer, who need not be an employee of, or contractor to, a Promoter Member Organization.*

Incorporate the sense of the new text in the draft Bylaws now being developed. Implement the change immediately.

1. Nominations for Treasurer (contingent)
	* according to [Officer Vacancy Policy](https://downloads.openfabrics.org/WorkGroups/board/adopted_motions/V_OFA_Officer_vacancies_2017_0720.pptx)
	* Nomination period opens – 6/25/20 **Nomination for Jim Ryan**
	* Nomination period closes – 7/13/20
	* Election – 7/16/20
2. First reading – [FSDP Acceptable Use Policy](https://downloads.openfabrics.org/WorkGroups/fsdpwg/OFA%20FSDP%20Acceptable%20Use%20Policy%20v0.10.docx)

Open Fabrics Alliance FSDP Acceptable Use Policy

The FSDP is intended to support development, debugging, testing, and validation of software related to the fabrics ecosystem. This includes, but is not limited to, linux kernel code, user space code, and firmware for HCA devices. Members are granted unlimited access to the FSDP under the following guidelines:

* *No illegal activities – the cluster may not be used for any illegal acts, eg. attempting to launch an attack on a site on the Internet*
* *No harassment – members may not harass other members using the cluster*
* *No intentional interference – members may not intentionally interfere with other members use of the cluster, eg. by flooding traffic to a machine checked out by another member or by attempting to login to another member’s machine without a specific invitation to do so*
* *No unrelated activities – members may not use the cluster for otherwise legal activities that are not related to the development, debugging, testing, or validation of fabrics related software, eg. no bitcoin mining on the cluster*
* *No benchmarking – members may run tests on the cluster for their own education, but under no circumstances shall any performance numbers run on the FSDP cluster be published or released outside of the member’s organization*
* *No reverse engineering – members may not attempt to reverse engineer any of the HCA firmwares or other elements of the cluster*
* *No camping – the cluster is intended to operate primarily in an automated fashion. While manual checkouts of machines are allowed, automated tests are to be preferred and used whenever possible. This keeps the cluster free to run upstream CI testing. In the event that members have checked out too many machines in the cluster and upstream CI testing is blocked, the OFA reserves the right to first ask people to voluntarily check machines back in long enough for the CI test backlog to clear, or in the event that the people who have the machines checked out are unresponsive for more than 2 business days, to check the machines back in on the user’s behalf (potentially loosing unsaved work)*
* *No hogging – the cluster is a shared resource for the use of all members. In the event that a single member checks out an excessive number of machines for an extended period of time, the OFA reserves the right to request that they relinquish the machines for a period of time so that other members can use them.*
* *FSDP Working Group is the arbiter of resources – for both the No camping and No hogging policies, what constitutes excessive use will be determined by the FSDP Working Group on a case by case basis*
* ***NO GUARANTEE OF UPTIME*** *–* ***NO WARRANTY*** *– this is a best effort service and we will do our best to keep it running and useful, but under no circumstances is there any guarantee of uptime or warranty for usefulness of the cluster*
1. First reading – [FSDP WG Proposed Charter](https://downloads.openfabrics.org/WorkGroups/fsdpwg/FSDP%20Charter%20v2.docx)

 ***FSDP Charter***

***Requirements for the Charter:***

* *Show/claim delivers on the OFA’s mission; is a core component*
* *Probably not necessary nor helpful to refer to the older OFILP. This program has to stand on its own merit*
* *Describe exactly what it is (slide 9*
* *Describe specific usages (slides 10-12)*
* *Describe membership model and funding (slides 21-22)*
* *It appears the Charter for the FSDP must refer to the FSDPWG*

***OFA Fabric Software Development Platform (FSDP) Charter:***

*The FSDP delivers on the OFA’s mission to accelerate the development and adoption of advanced fabrics for the benefit of the advanced network ecosystems. It accomplishes this by providing and managing a cluster and accompanying software infrastructure to:*

* *provide continuous integration testing for the Linux open source community,*
* *on demand access for clients including hardware vendors and distros*
* *optional logo program for hardware vendors and distros*
* *usage will be subject to the “FSDP Acceptable Use Policy”*

*The FSDP will be administered by the FSDP Working Group (FSDPWG), which is a “Works of Authorship” WG. The FSDP WG:*

* *will act as the gate keeper controlling access to the FSDP*
* *will serve as the source of test plan specifications for the logo program*
* *will validate and publish logo test results*
* *will arbitrate disputes with respect to the FSDP cluster*
* *decisions of the FSDP will be final*

*The FSDP WG may cooperate with and provide services to any upstream project that may emerge with respect to FSDP program goals.*

*The FSDP will be a membership benefit to paid OFA members and will be funded and managed by the OFA. FSDP will be made available to provide continuous integration testing to the upstream communities free of charge*.

1. Discussion – Unified Fabric Manager mailing list
* We are working on discussions for a charter for a Working Group.
* Mailing list to facilitate discussion.
* Public and open.
1. Officer Election – Secretary
	* Nominee – Michael Aguilar
	* 2 year term
* The vote was unanimously approved.
1. Officer Election – Chair
	* Nominee – Doug Ledford
	* 2 year term
* The vote was unanimously approved.
1. Officer Election – Vice Chair (contingent)
	* Phil Cayton
	* Complete Doug’s term
* The vote was unanimously approved.