**OFA Board Meeting**

**March 28, 2019**

**10am Pacific time**

1. Roll Call:

Board Members:

 **At-Large / Harold Cook**

**Broadcom / Eddie Wai**

**Cray/Paul Grun**

**HPE / John Byrne**

Huawei / Daqi Ren

**IBM / Bernard Metzler**

Intel / Divya Kolar

**Jump Trading / Christoph Lameter**

~~LANL / Parks Fields~~

LLNL / Matt Leininger

Mellanox / Gilad Shainer

**NetApp / David Dale**

Oak Ridge / Sarp Oral  for Scott Atchley

Red Hat / Doug Ledford

**Sandia / Mike Aguilar**

Others:

**Jim Ryan**

1. Opens, Agenda Bashing
* It was announced that Harold Cook has been re-elected as an At-Large Director, along with our thanks for his service this past year.
1. Approve Board minutes from **02/21/19**
* A motion to approved the minutes from 21 February was made by: Michael Aguilar (Sandia). The motion was seconded by John Byrne (HPE).
1. Vote for preliminary approval for Articles 6, 7, 8

Item 1: Cray moves that the Board accept the attached provisional text (file name Article\_6\_Financial\_Administration\_and\_Recordkeeping\_JR\_2019\_3\_7) for Article 6: Financial Administration and Recordkeeping with the following caveats:

1. This text is presented to the Board consistent with the process described on 1/17/19 and updated on 1/31/19.
2. This text is considered provisional until a vote has been taken, following final legal and Promoter review, to accept the final draft of the Bylaws.
3. Specifically, it is understood that some iteration of this Article may be required as additional Articles are presented for review or as a result of Promoter or legal review.
* A motion for preliminary approval for Articles 6 was made by: Paul Grun (Cray). The motion was seconded by Christoph Lameter (Jump Trading).
* **The motion was approved by unanimous acclimation.**

Item 2: Cray moves that the Board accept the attached provisional text (file name Article\_7\_Indemnification\_and\_Insurance\_\_JR\_2019\_3\_13) for Article 7: Indemnification and Insurance with the following caveats:

1. This text is presented to the Board consistent with the process described on 1/17/19 and updated on 1/31/19.
2. This text is considered provisional until a vote has been taken, following final legal and Promoter review, to accept the final draft of the Bylaws.
3. Specifically, it is understood that some iteration of this Article may be required as additional Articles are presented for review or as a result of Promoter or legal review.

* A motion for preliminary approval for Articles 7 was made by: Paul Grun (Cray). The motion was seconded by John Byrne (HPE).
* **The motion was approved by unanimous acclimation.**

Item 3: Cray moves that the Board accept the attached provisional text (file name Article\_8\_Amendments\_JR\_2019\_0307) for Article 8: Amendments with the following caveats:

1. This text is presented to the Board consistent with the process described on 1/17/19 and updated on 1/31/19.
2. This text is considered provisional until a vote has been taken, following final legal and Promoter review, to accept the final draft of the Bylaws.
3. Specifically, it is understood that some iteration of this Article may be required as additional Articles are presented for review or as a result of Promoter or legal review.

* A motion for preliminary approval for Articles 7 was made by: Paul Grun (Cray). The motion was seconded by John Byrne (HPE).
* **The motion was approved by unanimous acclimation.**
1. Review Article 5
* There was discussion on Section 5.3 as to whether or not a Working Group Chair must be a representative of a Promoter Member.  One one hand, the OFA wants to take advantage of the most qualified Chairs it can find, on the other, Promoter Members have a right to expect some control over the operation and direction of our working groups. The tentative compromise that was offered was: At least one of the chair(s) must be a member of a Promoter Member; if there are co-chairs, one must be a Promoter member but the other is not required to be a Promoter Member.

Article 5 Working Groups

Section 5.1 Creation

A Working Group is created by majority vote of the Board approving the charter and the initial Chair(s) and/or Interim Chair(s). There are no special notice requirements for the vote.

All Working Groups will be subject to intellectual property policies and applicable Bylaws of the OFA.

Section 5.2 Dissolution/Review

A Working Group can be dissolved at any time by a majority vote of the Board.

A Working Group’s charter can be reviewed and changed at any time by a majority vote of the Board. Working Groups and their Chair(s) shall be re-chartered annually by a majority vote of the Board at the Board meeting following officer elections.

 Section 5.3 Governance

A Working Group must have at least one Chair/Interim-Chair and may have Co-chairs. The Working Group Chair or Co-chairs are responsible to the Board for the accomplishment of the goals specified in the Working Group’s charter.

Working Group Co-Chairs/Interim Chair(s) are appointed by a majority vote of the Board; they can be removed at any time by a majority vote of the Board. Chairs may resign at any time.

Chairs must be a representative of an OFA Promoter Member. Any Working Group without a Chair/Interim-Chair for 30 days must be dissolved.

The Board may appoint an Interim Chairs to a Working Group for a period of no more than 90 days. The Board may re-authorize an Interim Chair. An Interim Chair may lead the Working Group until a permanent Chair/co-Chair(s) are appointed.

Internal governance of the Working Group is subject to the requirements in the group’s charter. Participation of OFA non-members in Working Groups is allowed if specified in the group’s charter.

A Working Group shall be required as its first act to produce a governance policy and procedures consistent with direction from the Board and the governance policy must be approved by the Board by majority vote.

Status reports to the Board these reports will occur at the intervals required by the Board and can be in writing or verbally during Board meetings. Questions to Working Group Chairs by the Board concerning governance issues should be documented, either in meeting minutes or by such means as cc’ing emails to the Board.

1. Open discussion on the Workshop
* Open WS discussion, the possibility was raised of future tutorials built on top of the Tutorial presented by Doug.  Specifically, I mentioned an offer by Hari Subramoni (OSU) to develop a tutorial that builds on top of the four node cluster created during Doug’s tutorial.  We also mentioned the possibility of building a training program based on these tutorials.
* Divya may send out a location recommendation survey.
* Tutorial comments were very good. We would like to continue forward with software iWARP to provide virtualized RDMA.
1. Upcoming Workshop post mortem
* We will be looking at the financial results
* We will be looking at the success of putting in the amount of programming in a short 3 day format.
1. DMTF Redfish
* OFIWG was identified as the most likely forum for a discussion among interested network developers concerning the applicability of the proposed Redfish management framework.  This discussion would take the form of a special OFIWG meeting devoted to this purpose.
* Is Redfish abstract enough to put into various networks?
* OFIWG for fabric agnostic capabilities.
1. ~~Working Group Reports~~
	1. ~~EWG~~
	2. ~~OFIWG~~
	3. ~~MWG~~
	4. ~~IWG~~
2. ~~Treasurers Report~~