

# OpenSats Board Meeting Minutes

**DATE:** 19 June 2024 (Q2)

**TIME:** 18:00 — 19:00 UTC

ATTENDING	ABSENT
Ben Price, Matt Odell, Elaine Ou, Janine, Gigi, NVK, Dread	James O’Beirne (partial), Lisa Neigut*

- **18:00 to 18:08** — General discussion while people join and Gigi gets set up.
- **18:09 to 18:17** — Gigi begins with a recap on various topics: legal, fundraising, education, evaluation, and communication. OpenSats is still young but now “serious business,” and since the board is a bottleneck for many decisions, he suggests three options to improve the pipeline:
  - Resign: Introduce a periodic rotation of board members.
  - Pay: Introduce some compensation model for board and/or subcommittee members.
  - Hire: Bring in additional motivated people who can dedicate time to critical tasks.
- **18:18** — Gigi opens discussion on these suggestions. NVK doesn't think we should add monetary compensation for board members; instead we should have a dedicated review committee on performance of grantees, which could be paid. Alternatively, hire a ‘second Gigi.’ Regarding application review, we consider that (as many other organisations do) we should not set an expectation that we necessarily give feedback on rejected or dropped applications. Elaine says that the Y Combinator's model is to default-reject applications unless something stands out.
- **18:26** — Ben seconds the opinion that the Nostr committee works well & should be mirrored. He thinks it would be good to have at least have one board member on each subcommittee, but that board member doesn't have to

necessarily be the subcommittee leader. The board's main responsibility is oversight and preventing existential threats to the organisation.

- **18:29** — NVK says the Nostr subcommittee was well-selected, and we're confident in those members. There is a question on whether proxy votes are possible, for example by subcommittee leads, to fix bottlenecks. Gigi and Ben will explore legal feasibility.
- **18:40** — Dread agrees that board members should be unpaid, but subcommittee members could be paid, and Gigi could get an assistant or look into hiring 'Gigi #2.' Regarding compensation options, Janine mentions voluntary rewards, e.g. honorarium, as opposed to employment or contract work.
- **18:49** — Gigi suggests further discussion about this topic during the next quarter, since we are already approaching the end of the quarterly meeting and there is much to go through. NVK and Matt say that we're still young and these are early growth pains. Legal questions and report evaluation are the most urgent and important matters at the moment, whereas expansion into Canada and the EU is on the table but very low priority.
- **18:55** — NVK briefly proposes that we add artificial intelligence (AI) as a category of projects that we fund. He has domain expert in AI who can set up a subcommittee for applications related to AI. Since this is currently a very trendy area that might overwhelm our processing if it gets attention, he suggests that we make it low-key. Janine points out that we are probably required to publicly announce this, otherwise the fairness of the offering could be challenged.
- **18:59** — Gigi says that legal questions and issues have taken up 90% of operational time in the recent months. In the meantime, we have set up a legal contact email address to help grantees with any legal issues they may encounter, though we still do not plan to involve ourselves in the funding of legal cases. We discuss potentially collaborating with the new [P2P Rights Fund](#), esp. regarding winding down our prior legal fund. We can display them on the website, to redirect applicants who may need funding related to legal matters. (Note: James is an advisor to the P2P Rights Fund.)

- **19:04** — There has already been a small improvement in our donor ratio this year. We are now part of the Foundry donation system to charities, and will strive to continue diversifying our donor base.
- **19:06** — The requirements for non-code and/or educational projects have been clarified: they must have a proper open-source license and all educational materials must be available to the public under an open license.

**All board members in attendance voted to renew Gigi's role as head of operations for another year.**

- **19:08** — Gigi stresses the importance of grantee report evaluation. He shows the current pipeline / decision process for grantees. We now have a paid GitHub account, so we can assign multiple accounts to tasks (evaluation of applications or reports). We have also implemented a 'degrading NACKs' policy, e.g. with every month of time passed, 1 less NACK is needed to reject an application.
- **19:12** — Our LTS contracts currently have a mixture of time lengths (1 year to 3 years maximum). Gigi proposes defaulting to 2 years minimum in general for LTS; it would be a big relief for operations, because after 1 year many grantee contracts will need to be renewed. Ben says that the concern about 'going stale' should be built into the application review process for LTS; if we don't feel confident about LTS for at least 2 years, then the applicant should just receive a standard grant. In general, when reviewing applications, board members should be clearer about the specific \$ amounts and the time period that they are ACKing, to make the approval process less confusing to summarise. Regarding the concern that grantees may want to update their yearly grant, Janine says that grantees can always ask for changes or amendments to their 2+-year agreement, for example if they need a bit more money going forward to make up for inflation.

**All board members in attendance voted to make LTS contracts have a default period of 2 years.**

- **19:20** — Gigi has been switching from Telegram to Matrix. The bridge doesn't always work, so he would prefer native Matrix. He is still overwhelmed by DMs, "DMs don't scale." The best methods are email and Signal, second-best Matrix and Slack (Matrix was a good filter for organizing volunteers.) He

reminds us to make sure our emails are setup and to turn on notifications for the Board Group chat.

- **19:23** — Gigi concludes his presentation. Discussion continues regarding communication methods and other matters. Ben mentions that we should hire a part-time compliance officer. We agree to extend future quarterly board meetings to 90 or 120 minutes. We are spread across too many timezones to coordinate more regular meetings.
- **19:36** — Final comments. Board meeting concludes.

\*Note: This is the first absence. Please keep in mind that three consecutive absences at quarterly board meetings mean that the board member “shall be deemed to have resigned from the Board” (see ‘SECTION 4. Vacancies’ within our bylaws).

*Board meeting minutes prepared by: Janine (OpenSats Secretary).*

*Additional document(s) relevant to / referenced in the meeting, prepared by Gigi, are attached.*