

Zope Foundation, Inc. Board of Directors Annual Report 2007

October 31, 2007

Overview

The Zope Foundation attained its full legal status as an incorporated entity with its first Board of Directors meeting on June 26, 2006.

The bulk of the Zope Foundation membership is the Committer Member class, which grew from starting 46 to meanwhile 48 members. The members of all further member classes added together made a total of 6 members at the start and now amount to a total of 8 members.

Due to rigid provisions of the Zope Foundation By-Laws, only 4 directors were elected to the first Board, including only one representative of the Committer Member class. Due to the same provisions, after the eventual enlargement of the Strategic Developer class from 1 to 2 members, one more representative of the Committer Member class was taken to the Board of Directors (BoD), thus enlarging the total number of directors from 4 to 6, including 2 representatives of the Committer Member class.

It took a long time and a lot of effort from all directors to get the minimum amount of necessary formalities going and for the skype conference calls to warm up to a routine. Stefanie Obergfell was eventually hired on an hourly basis to assist the BoD at the skype conference calls and organise the office work. In spite of the fact that the starting four directors remained active as a group throughout 2006, regular and formally accomplished meetings, including the publishing of the approved minutes, could only start with Stefanie's help in January 2007.

The current ZF By-Laws define a Board of Directors formally composed of easily exchangeable persons appointed by companies and of representatives of separate member classes with possibly diverging class interests. In full contrast to this, in day-to-day life the ZF directors acted independently of their respective member classes. They

did not hesitate to operate far across the borders of their respective areas of oversight and of committee membership duties whenever it proved necessary. The quorum at BoD meetings went seldom under anything below 100% presence. In no event a company with a position on the Board exchanged its appointed director, neither a director of any member class ever made use of the legal device of sending a proxy to a meeting. This made it possible for the BoD to move forward in a cumbersome legal frame, to accomplish a number of Zope and Zope community related projects and constructively discuss the difficulties in accomplishing some others. The directors' mark as simple Zope community activists outweighed their respective member class provenance. This preserved the legal integrity of the Zope Foundation and laid the basis for the next steps in its history.

The plans to make substantial changes to the By-Laws are also discussed in the present report.

I) Accomplishments

I.a) Event presence and ZF visibility

I.a.1) Europython Geneva 2006

Three of the then four ZF directors led a ZF panel at Europython 2006 at the CERN in Geneva. A ZF inaugural dinner took place.

I.a.2) PyCon 2007

Jim participated in the PyCon 2007 in Addison/Dallas.

I.a.3) DZUG Congress in Potsdam

5 out of the 6 directors were present at the DZUG Potsdam Congress in June 2007. A ZF panel was moderated by Martijn. A joint meeting Zope Foundation Board/DZUG Board took place.

I.a.4) Europython 2007 in Lithuania

Martijn gave a talk about the Zope Foundation at the Europython conference in July 2007 in Vilnius, Lithuania

I.a.5) Visibility at the SELF conference in Mumbai, India

Thanks to Sathya's initiative and ZeOmega's sponsoring, the Zope Foundation was listed as a conference sponsor at the SELF Conference in Mumbai, India, in February 2007. (<http://zope.hbcse.tifr.res.in/SELF/sponsors>)

I.b) Projects involving technical work**I.b.1) foundation.zope.org**

infrae set up a foundation.zope.org site on Silva CMS. Jan Smith and Stefanie Obergfell helped checking the site's structure and content.

I.b.2) DNS

zope.org DNS is now under ZF control.

I.b.3) *.zope.org

ZF controls *.zope.org now.
wiki.zope.org was improved.
planet.zope.org now has links to it.
grok.zope.org was set up by community volunteers.

I.b.4) Server

The ZF now has a server provided by Amaze.

I.b.5) Google Summer of Code (SoC)

The ZF's legal status as an incorporated foundation was instrumental in getting Google SoC grants for four students. The students worked on valuable Zope projects during the summer of 2007. Philipp von Weitershausen called the ZF BoD's attention to the SoC and became the contact person between Google and the team of Zope SoC tutors. Further tutors were Martijn Faassen, Martijn Pieters and Baiju Muthukadan. Aroldo led the senior negotiations with Google on behalf of the Zope Foundation. Besides paying the student grants, Google is also prepared to pay the Zope Foundation a financial reward for bringing all SoC Zope projects to a successful end. (<http://code.google.com/soc/2007/zope/about.html>)

II) Unresolved issues

II.a) Zope Intellectual Property

The process of transferring the Zope Intellectual Property from Zope Corporation to the Zope Foundation has started. Its further progress depends on a a thorough revision of the By-Laws.

II.b) zope.org redux

A new marketing concept for zope.org has been decided. Jodok and Martin Aspeli are working on it.

II.c) ZF non-profit status

Rob started a survey on the legal aspects and costs for the recognition of the ZF as a non-profit organisation by the US fiscal authority.

II.d) Fixing the By-Laws

In the course of ZF's first year of existence it became gradually clear to the BoD that the operational provisions of the By-Laws are impractical.

The BoD held internal discussions on single articles and the general design of the current By-Laws. As a result, the BoD unanimously decided to arrange for the election of a By-Laws committee at the annual meeting with the only task of drafting new By-Laws and managing their discussion and approval by the membership at large.

Here are some of the insufficiencies of the present By-Laws:

(i) The provisions ruling internal BoD procedures

They are difficult to understand and sometimes very difficult to keep. The required BoD meeting notice is too long-termed and the invitation procedure bureaucratic. Under these circumstances, the BoD had to act carefully to keep the resolutions made on short-termed notice legal by signing waivers of notice and always working on a consensual basis. The chairman had to strain himself to keep the integrity of BoD meetings with 6 directors present on skype connections of fluctuating technical quality. Tres has been working on using tools like irc and an issue collector as an alternative to the phone conference calls required in the current By-Laws.

(ii) The complex composition of the BoD

The BoD structure is too complex and prone to having chronically vacant positions, committees scarce of members and an opaque interface to the membership at large. This also proved to be unfavourable to finding non-Board volunteers for projects started by the Board.

(iii) The unrealistic member classes

It is impossible to add new contributors who are not code committers. It is also impossible to admit code committers who do not become members. The class of Strategic Consumers has no members. The separate election procedures in too many different member classes makes it difficult to the membership at large to understand the election results and the legitimacy of the Board's composition.

(iv) The overengineered provisions for a Zope Management Organisation

This proved the main hurdle impeding the process of transferring the Zope Intellectual Property from Zope Corporation to the Zope Foundation.

III) The next steps

The adoption of the new By-Laws will expedite the Zope Intellectual Property transfer from Zope Corporation to the Zope Foundation.

The new By-Laws will also render the internal BoD coordination more pragmatic and transparent.

They will advance the Zope Foundation as a frame where Zope community engagement in different forms and degrees becomes visible and effective.

Report presented by Aroldo at the Zope Foundation Annual Meeting 2007 on behalf of the Board of Directors. A financial report by the Treasurer follows this report.

The Zope Foundation Board of Directors:

Jim Fulton
Jodok Batlog
Tres Seaver
Rob Page
Martijn Faassen
Aroldo Souza-Leite (Chairman)

Zope Foundation
Board of Directors
The Treasurer

Annual Meeting 2007
October 31, 2007

Financial Report

Attached is the Zope Foundation balance sheet dated October 29, 2007.

During calendar year 2007 the Zope Foundation's revenues were as follows:

Strategic Developer Dues:	\$36,667.50
Solution Provider Dues:	\$5,625.00
Associated Member Dues:	\$198.00

Total: \$42,490.00

Expenses were related to organizational administration.

Office Supplies Expense:	\$218.20
Other Office Expense:	\$1,301.38 (administrative assistance/record-keeping)
Service Charges:	\$27.32

Total Expense: \$1,546.90

Net Revenue for calendar 2007 (year to date) is: \$40,943.10

Cash on hand as of this report is \$72,152.30 with \$0.00 liabilities.

Google has signalled the payment of US \$500 to ZF for ZF's participation in the Google SoC (see annual report above, I.b.5).

The Board is pursuing ZF's certification as a non-profit corporation.

Rob Page , Zope Foundation Treasurer, on behalf of the Board of Directors.