**MINUTES OF A REGULAR MEETING**
**OF THE BOARD OF DIRECTORS OF**

**OPENSOCIAL FOUNDATION**

**January 28, 2010**

A meeting of the Board of Directors of the OpenSocial Foundation, a California nonprofit public benefit corporation (the "***Foundation***"), was held at the offices of Google Inc. at 1600 Amphitheatre Pkwy, Mountain View, CA, at 3:00 pm Pacific Time, on Thursday, January 28, 2010.

*Directors present:*
Sam Pullara (participated by telephone)
David Glazer
Joe Greenstein (participated by telephone)
Jay Parikh
Joseph Smarr
Ramu Yalamanchi (participated by telephone)

*Guests:*
Dan Peterson, Foundation President (participated via videoconference)
Andrew Phillips, Foundation Treasurer
Mark Weitzel, IBM
Paul Linder
Dave Peck, MySpace

*Secretary of the Meeting:*
Ruomu Li, Fenwick & West LLP

**Call to Order**

Mr. Peterson, presiding over the meeting, called the meeting to order. Mr. Peterson announced that a quorum of the Board of Directors (the "***Board***") was present, everyone participating by telephone could hear and be heard, and that the meeting, having been duly noticed and convened, was ready to proceed with its business. Ms. Li acted as Secretary of the meeting.

**Approve Prior Meeting Minutes**

Mr. Glazer presented the minutes from the meeting of the Board held on August 26, 2009. Upon a motion duly made, seconded and unanimously carried, the following resolution was adopted:

**RESOLVED**, that the minutes of the August 26, 2009 meeting of the Board be, and they hereby are, adopted and approved.

**Foundation IPR Policy Signatures**

Mr. Peterson next reported to the Board the status of the CLA & non-assert signatures the Foundation has received. Questions were asked and discussion ensued.

**Foundation Trademark**

Mr. Peterson then reported to the Board that a petition was filed by FindMeOn, Inc. with the U.S. Patent and Trademark Office to cancel the "OPENSOCIAL" mark and the Foundation has engaged Fenwick & West LLP to conduct due diligence and prepare response to the petition and on a pro bono basis. Questions were asked and discussion ensued.

**OpenSocial Foundation CLA status**
Need several companies to get the CLAs signed still
ACTION - need to follow-up on this at end of meeting.

**501(c)(3) Filing**

Mr. Phillips then reported to the Board the status of the Foundation's 501(c)(3) tax exemption filing. Questions were asked and discussion ensued. Andrew Phillips on point.

**Designator Dues**

Mr. Phillips next reported to the Board status of collection of designator dues and cash positions of the Foundation. Questions were asked and discussion ensued.

**D&O Insurance**

Mr. Peterson then reported to the Board the status of obtaining a policy of Directors and Officers Liability Insurance. Questions were asked and discussion ensued.

**Community Updates**

Mr. Peterson then lead a discussion regarding additional community matters, including recent launches, Apache shindig update, developer events, community news and enterprise developments.

### State of the Specification

1.0 has been long process. Lane has been shepherding. 2 weeks late on schedule, RC1 is already out for review - RC2 is coming soon. 1.0 slated for early Feb.Very few big changes - better polish in 1.0. Need to follow-up on who has signed CLAs, etc.

### Shindig Status

(Paul Linder) Has officially graduated from Apache. Beta5 release two months ago and is

coming close to having a 0.9 version. Java is maturing faster than PHP

Enterprise

IBM working on whitepaper with enterprises. There was a meetup ealier this week where we OAuth, activity streams, etc were discussed. There has been good progress so far in getting companies to work together.

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Mr. Pullara left the meeting at 4 pm.

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## Election of Foundation Officers

Mr. Glazer next noted that Mr. Peterson has resigned from the office of President and Mr. Parikh has resigned from the office of Secretary of the Foundation effective immediately. The Board recognized the significant contributions Mr. Peterson and Mr. Parikh each has made to the success of the Foundation. The Board then discussed the desirability to appoint new officers to the offices of President and Secretary. Upon a motion duly made, seconded and unanimously carried, the following resolution was adopted:

**RESOLVED,** that each of the following individuals be, and hereby is, elected to the office of the Foundation listed beside his name, to serve in accordance with and having such authority as conveyed in the Article VII of the Foundation's Bylaws, until his successor is duly elected or until his earlier resignation or removal:

| Name | Office |
| --- | --- |
| Dave Peck | President |
| Mark Weitzel | Secretary |

## Community Board Member Election

Mr. Glazer then noted that the Foundation needs to run a community election to elect two community seats on the Board and suggested to hold the election via teleconference. Questions were asked and discussion ensued.

## Adjournment

There being no further business to come before the Board, upon a motion duly made, seconded and unanimously carried, the meeting was adjourned at approximately 4:35 pm.

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Ruomu Li
Secretary of the Meeting


Mark Weitzel
Secretary, OpenSocial Foundation