

**USENIX Association
Board of Directors Meeting
December 5, 2006
Wardman Park Marriott, Washington, DC**

Attendance:

Board:

Mike Jones, Chairman
Alva Couch
Clem Cole
Ted Ts'o
Niels Provos
Margo Seltzer
Remy Evard (joined by phone 9:50 a.m.)

Staff:

Young
Allman
Dickison
Klein (joined at 1:38 p.m.)
Veglia
Long (by teleconference)

Guests:

Glenn Samson
Michelle Suski
Dan Appelman (arrived at 9:15 a.m.)
Nick Stoughton

The meeting was called to order at 9:10 a.m., and all above were present except as noted.

Minutes of the Previous Meeting

Ts'o moved and was seconded by Seltzer to approve the minutes of the August 2006 meeting with one change noted.

Passed: 5 in favor, 1 abstain (Cole), 2 absent (Blaze, Evard)

Changes to the Agenda

Young noted that at 2:30 p.m. Jones, Young, and Appelman would meet without the rest of the board to participate in a conference call regarding legal issues. Jones asked that the membership report be brought forward from the consent agenda and discussed after the Marketing Report. The update on legal issues was moved to after the conference call.

Action Items

The board reported on the status of their action items and most were covered in the agenda except the following items:

- **Awards Committee:** Cole reported that Steve Bourne had agreed to be the ninth person on the awards committee, with Salus dropping off. Provos has recruited two people from outside of the USENIX community to serve, and said that the recruits were excited to be on the committee. Cole stated that their goal was to have the 2007 award decided by mid-February. He will talk to Evard about new awards.

- **CCC:** Couch reported that he contacted Dan Reid of the Computing Community Consortium (CCC) and offered that USENIX could host a meeting to discuss the designing of GENI (Global Environment for Networking Innovations). The offer is still on the table at this time.

- **SRUTI/WORM:** Provos reported that the SRUTI and WORM conferences might be combined into one event in 2007, and that there were issues to resolve concerning the name. Young stated that it should be co-located with another USENIX event.

Report on USENIX Endowment Portfolio

Samson reported that the market had very strong third and fourth quarters. He said that the money managers had improved returns by having investments in large stable companies, which offer higher returns and stability. In October, the portfolio was rebalanced to stay within our policy guidelines. He expects a 5% return in 2006 and forecasts an overall gain of 4-6% in 2007.

Cole asked if there were any “socially responsible” investments in the portfolio. Samson said that there were not, as those investments did not perform well. Cole was particularly concerned about investments in tobacco. Samson said that approximately 2% of USENIX’s investments were in tobacco. After more discussion, it was decided that Samson will provide more data on the issue of green/ethical fund options.

Report on 2005 Financial Statements

Suski went over the 2005 financial statements. She prepared the year-end review of the financial statements, which were then audited by McSweeney & Associates. California law requires that all non-profits with revenues over \$2,000,000 have an annual audit. She stated that the lead auditor had positive things to say about USENIX’s recordkeeping, and that there was no management letter necessary since there were no issues to report.

Suski pointed out that the net in operating was negative, and that the conferences continued to support the other activities. Couch was worried about how we would be able to respond if there was another bad period from an event such as 9/11. Suski pointed out that future commitments as of 12/31/05 had been around \$2 million. Cole requested that Suski add a couple of other years to her supplemental reports.

Ts’o moved and was seconded by Cole to appoint McSweeney & Associates to perform the audit of the financial statements for year ending 12/31/06.

Passed: 7 in favor, 1 absent (Blaze)

Break 10:51a.m.

Resume 11:10 a.m.

Report on 2006 Year End Budget

Young reported that even though we had budgeted for a substantial deficit in operations at the beginning of the year, it was likely that this deficit would be closer to \$150K. Further, with the favorable performance of the Reserve Fund portfolio, we would have a net income of approximate \$350K or more. She explained that this year a large part of the budgeted deficit included \$250K in potential expense for our good works program to match donations to the John Lions Endowment Fund, as well as allowing for higher expenses for LISA, USENIX Annual Tech, and Security (mainly catering, but also meeting room attrition charges). Fortunately we met all of our room block commitments with the hotels, and we realized much higher revenue in conference sponsorships. We also realized savings on tutorial expenses due to the new structure for instructor honoraria. She summarized that even though LISA conference revenue is \$200K less than when it was held in San Diego the previous year, we were able to substantially reduce the deficit for USENIX Annual Tech and increase revenue from sponsorships. She also suggested that we might rely somewhat on the Reserve Fund to cover the modest deficits in operations, while continuing to improve USENIX Annual Tech, to offer new services and conferences for our membership.

First Draft 2007 Budget

Young stated that this budget has a projected \$300K deficit in operations. It includes minimal amounts for Goodworks and projects, and less revenue is expected in 2007 because although there will be the same number of events, the events planned will have less attendance than in 2006. Membership is expected to be flat in 2007, and ;login: will be slightly more expensive due to larger issues.

Young stated that there would be no SAGE program manager expense as a separate line item in 2007, as this function would be taken over in-house by Long and staff (additional personnel expenses have been budgeted). Cole asked that the SAGE legal expenses, which will appear with the G&A legal expense item, be shown separately from other legal expenses. Young suggested we provide a report instead. Appelmann suggested that USENIX ask for monthly invoices. Couch said that it was important that the members know that the Board is active in the governance of SAGE activities. Young stated that in 2007, SAGE members would receive booklets as a benefit in a different manner.

Young expects seven conferences in 2007, and maybe SRUTI. Ts'o confirmed that we allocate G&A expenses to events, and when there are fewer events, there are more allocations per event that may make the event look less profitable than the previous year. Young noted that it would be good if some of the workshops evolve into conferences. Provos noted that HotBots would probably attract more people. Young expects the HotSec and EVT workshops to do better in Boston than in Vancouver. She said there was room at USENIX Annual Tech to add workshops. Ts'o stated that moving Linux Kernel to the UK in 2007 should not adversely affect the sponsorships. Young asked what we could do for the Linux community with the money we've raised from sponsorships. Ts'o said that perhaps a follow-on event could be planned.

Standards

Stoughton reported on his activities. The POSIX revision is in the ballot process, with expected completion in 2008. Stoughton is no longer working on the Linux Standards Base. Ts'o suggested that at the Standards BoF at USENIX Annual Tech Stoughton solicit feedback about how to get the open source community more involved in USENIX.

ISO-C is considering a revision of for the first time in seven years, and C++ is undergoing a revision. Jones was concerned this could cause damage to the community if it wasn't done correctly. He asked Stoughton to estimate the cost for USENIX to participate in C++. Stoughton said \$17K for full participation, \$6.5K for the first 2007 meeting. After more discussion, Jones suggested that Stoughton attend the April meeting, report back on the issues, and recruit others to participate. The board will decide the next stages in June.

It was moved by Couch and seconded by Cole to extend the Standards budget proposal by \$6,500 for Stoughton to support a visit to Oxford C++ meeting. Passed: 6 in favor; 2 absent (Evard, Blaze)

Break 12:30 p.m. - 1:39 p.m.

All present except Evard, Samson, Suski, and Stoughton. Klein joined the meeting

USACO

It was the sense of the Board to approve the proposal for a \$15,000 Sponsorship of the USA Computing Olympiad for 2007.

Member Dues

Young proposed a slight increase in membership dues to keep up with expenses.

It was moved by Seltzer and seconded by Ts'o approve the proposal to increase membership dues, as amended for Corporate members, to \$120 for Individual, \$45 for Student, \$255 for Educational, \$495 for Corporate, \$115 for Affiliate, \$45 for SAGE regular, and \$30 for SAGE Student members.

Passed: 6 in favor; 2 absent (Blaze, Evard)

Registration Fees

Young went over her proposal to increase some conference registration fees.

It was moved by Ts'o and seconded by Seltzer to accept the proposal to increase the USENIX Annual Technical Conference fees by \$10 per day for technical and tutorial registration; increase NSDI tech session fees by \$20 for three days; and set HotOS tech session fees at \$695, and \$270 for students.

Passed: 6 in favor; 2 absent (Blaze, Evard)

Executive Director's Report

Young asked that future venues for the LISA conferences be located either on the West Coast or in Boston/DC area. This will allow us to take advantage of areas with local high tech communities. It was the sense of the Board to follow this suggestion and alternate events between the West Coast and the Boston/DC area each year.

Long reported that the database migration project was proceeding in an orderly fashion, the new SAGE website was live, and that the newest booklet on Postmaster had just been published. She also noted that the local groups seem to be fading away, possibly due to the ease of finding information online rather than by attending in-person meetings.

Long noted that it was difficult to get more volunteers to participate as SAGE mentors. Couch said that mentoring could also be a community building activity, tied to a network of senior people. Mentoring might also bring more younger people into the community. After a lot of discussion, Couch said he would try to hold a mentor BoF later in the week.

Marketing Report

Dickison reported that she had looked at USENIX doing regional training, and it didn't seem that it would generate enough revenue to make it worthwhile. If the training could be partnered with a company, it might be feasible, but she hasn't found any willing companies.

2:30 p.m. – All left the meeting except for Jones, Appelman, and Young, who stayed to take a conference call on legal issues.

3:08 p.m. Meeting resumed

Marketing (cont.)

Dickison reported that about 27% of LISA attendance was "local". She said that this year's attendee survey was more in-depth, and the results would be ready in early 2007. There are new USENIX and student programs flyers. She would like to do a new USENIX member survey. Dickison wants to grow awareness of USENIX as an organization beyond its conferences.

Dickison noted that membership was stable from November '05 to November '06. Ts'o asked about what the turnover was, how many join, renew, and drop off. Dickison will provide that report.

Sales Report

Allman reported that the Grace Hopper Conference was a great place to recruit younger people, as there is a large pool of CS undergraduates and potential graduate students interested in USENIX. She said that sign-up for LISA exhibits were very late this year, possibly because vendors were waiting to see who else would be at the exhibit. Perhaps next year there could be an email promotion saying who was already signed up. Allman said that she was approaching the 2007 budget conservatively.

Training Report

Klein reported that the way tutorials are named could be negatively affecting attendance. He wants help from marketing to come up with titles that more accurately describe the content. Many suggestions were offered. Klein also felt that security is becoming a

commodity and is not doing as well at LISA. Klein suggested that one less tutorial should be offered on Friday next year.

Klein reported he and Young would meet with the SANS director to discuss certification and working together on offering courses at each other's events. Ts'o and Couch expressed concerns about branding issues.

Conferences

OSDI & WORLDS '06

Young reported on OSDI, and with the highest ever attendance and sponsorship, it went very well.

Seltzer said that WORLDS, co-located with OSDI, felt like it was a Planet Lab meeting, and that some attendees didn't like that format. She said that USENIX should decide what audience the next event should target -- those people who are actually building real large scale distributed systems, or those in academia who may have a different focus. Ts'o suggested getting the former on the program committee, and Seltzer agreed, saying this would "change the flavor" of the event, so that hopefully industry people will write papers. Seltzer said she might be willing to co-chair this event.

Appelman left meeting 4:00 p.m.

FAST '07

FAST has a proactive program committee and 19 papers were selected. There were 30 submissions to the Linux Storage & Filesystems Workshop to be held with FAST, and a discount will be offered for LSF attendees who also wish to attend FAST.

NSDI '07

Program committee received 113 submissions, and the program committee meeting is scheduled for December 14.

Kernel Summit '07

Ts'o plans to get the invitations out earlier in 2007 so that attendees can get good travel rates to the UK.

LISA '06

A few workshops were cancelled due to lack of interest. There was a lot of interest in the configuration management workshop, and Couch said he might host another workshop on the topic in six months at USENIX Annual Tech. It was suggested that there be a steering committee for LISA '07 to do some strategic planning for the event.

USENIX Annual Technical Conference

The board discussed new approaches for the Invited Talks Track that would attract a younger audience. It was also suggested that we perform exit surveys to see if people were satisfied with content, and what drew them to event. Ts'o offered suggestions to

Young for appropriate people to serve on the Invited Talks Committee. It was also suggested that we offer favorable one-day pricing.

Middleware

The steering committee may want USENIX to play a larger role. Young would discuss this with them.

IMC

USENIX will continue on an in-cooperation basis only if ACM gets USENIX the online conference proceedings.

Mobisys '07

Seltzer will serve as the liaison.

VEE '07

Couch will serve as the liaison and attend the 2007 event.

SIGCHI

SIGCHI has requested in-cooperation status with USENIX. Concerns were expressed that this event was not of interest to the USENIX community, and that USENIX shouldn't spread its name too thinly. Couch suggested that if SIGCHI or any other group does make an in-cooperation proposal, the board should be notified and decide at that time.

BSD

Provos will liaise with McKusick on BSD events.

It was moved by Couch, and seconded by Cole to thank Strata for all her efforts in building SAGE.

Passed: 6 in favor, 2 absent (Blaze, Evard)

Meeting went into executive session at 5:34 p.m.

Seltzer left at 6:04 p.m. during executive session meeting.

Regular meeting resumes at 6:40 p.m.

It was moved by Provos, seconded by Ts'o to approve the budget as amended plus the supplemental standards activity not contained in the first draft.

Passed: 5 in favor; 3 absent (Blaze, Evard, Seltzer)

Future Meetings

It was decided that if a meeting is necessary in the Spring timeframe, that it might be held on March 6 or 8 in Boston. The next scheduled meeting will be on June 19 at the USENIX Annual Technical Conference in Santa Clara. The meeting held alongside the

LISA Conference in Dallas will be either November 12 and/or 13th. Young will poll the other board members after the meeting to see about their availability.

**It was moved by Cole, seconded by Provos, to adjourn the meeting.
Passed: 5 in favor; 3 absent (Blaze, Evard, Seltzer)**

Meeting adjourned at 6:48 .pm.

Actions taken by the USENIX Board after the December 5, 2006 meeting:

**It was moved by Blaze and seconded by Couch that:
Now therefore be it resolved that the below resolutions are approved and adopted as of December 22, 2006.**

- Resolved that the USENIX Association approves the USENIX Association Non-Qualified Deferred Compensation Plan (PLAN), which is effective January 1, 2006.

- Resolved that the following employees may participate in the Plan: Ellie Young and Daniel Klein.

Resolved that in prior years Ellie Young and Daniel Klein could defer compensation.

- Resolved that the board appoints Toni Veglia and Ellie Young to act as Plan Administrator as defined by the Plan.

Passed: 8 in favor

On March 7, 2007, it was moved by Cole, seconded by Seltzer that USENIX present a one-time award called the "The Prometheus Award -- for the bringers of the Flame" to Ken Thompson and Dennis Ritchie. Motion failed: 4 in favor (Seltzer, Cole, Provos, Jones); 4 against: (Evard, Couch, Ts'o, Blaze).

On April 9, 2007, it was moved by Couch, seconded by Cole to approve the workshop proposal from Tal Garfinkel for the First USENIX Workshop on Offensive Technologies (WOOT '07). Passed: 8 in favor.

On June 1, 2007, it was moved by Cole, seconded by Provos to authorize the formation of a steering committee to produce a MultiCore workshop. Passed: 8 in favor.