



Professional Association for SQL Server Board of Directors Meeting

In-Face Meeting – May 9 & 10, 2012
Dallas, Texas

Attendees: Adam Jorgensen, Allen Kinsel, Denise McInerney, James Rowland-Jones, Kendal Van Dyke, Rob Farley, Thomas LaRock, Douglas McDowell, Bill Graziano, Rushabh Mehta, Neil Buchwalter, Jennifer Moser, Lara Rubbelke, Mark Souza, Judy Christianson, Craig Ellis, Alison MacDonald, Vicki Van Damme

Via Teleconference: Rick Bolesta

Agenda for Discussion:

Wednesday May 9, 2012

1. Global Growth & Bylaw Changes
2. Elections Update
3. Summit Program
4. Code of Conduct

Thursday May 10, 2012

1. FY2013 Budget
2. Closing ExecCo Meetings
3. Additional Community Evangelist
4. SQLRally North America
5. BA Conference
6. Certification
7. SQLRally North America Continued
8. Next In Person Meeting
9. Board Only Time

Meeting Minutes

Wednesday May 9, 2012

1. Global Growth & Bylaw Changes

Goals

James Rowland-Jones reviewed the Global Growth themes of reach, coverage and leadership. The intent was to decouple the governance changes from the operational changes.

Moving forward strategy for the Global Growth portfolio will be set by the steering committee and the execution on these projects will be carried out by the entire Board of Directors. Adam Jorgensen wanted the Global Growth goals aligned to the PASS Board goals. He said the organization should focus on growth and that would have to include internationalization.

After comparing the Microsoft countries of focus and the areas of PASS strength, the Board discussed the potential regions for organizational governance changes. Four regions were suggested (EMEA, APAC, USA & Canada, LATAM) and one "General Director-at-Large" seat for the transitional model. As PASS' needs evolve additional regions/seats could be broken out of these large regions. Tom LaRock supported the idea that strong individual country-based communities should have the autonomy to run their own events however he did not support the idea that individual countries would be given a seat on the Board.

Events

There are three scheduled SQLRally events PASS HQ has begun work on (Nordic, South Africa, Australia). Douglas McDowell spoke to how the SQLRally North America model is run as a break-even event while international SQLRally events are a profit centre. If PASS moved to holding the finances for these events the local chapters would benefit and PASS would be able to diversify its revenue. To do this regional legal entities would need to be created.

Allen Kinsel asked if funds raised at a specific SQLRally would stay in the region or be spread around. JRJ wanted to avoid spreading the funds around while Douglas did not want to commit funds to a particular region. Judy Christianson said that reinvesting in a region entailed more than leaving funds in that region.

Finances

The Global Growth team asked for the Board's approval for the funds earmarked during the FY2012 budget exception process as well as the funds requested in the FY2013 budget to be combined into one request. The funds would be used to protect PASS' Intellectual Property and help create legal entities in targeted markets. Denise McInerney was concerned the requested funds did not have clear deliverables or a clear budget for the total eventual costs of the project. JRJ outlined the cost of protecting IP in the Madrid countries however the funds requested would be used as a general legal retainer.

Motion To approve an exception of \$50,000 from the FY2012 budget for legal and professional services to facilitate global growth initiatives.

Motion: Douglas McDowell
Second: Rob Farley

Adam Jorgensen	Yes
Allen Kinsel	Yes
Denise McInerney	Yes
James Rowland-Jones	Yes
Kendal Van Dyke	Yes
Thomas LaRock	Yes
Bill Graziano	Yes
Rushabh Mehta	Yes
Rick Bolesta	Yes
Neil Buchwalter	Yes
Jennifer Moser	Yes
Lara Rubbelke	Yes

Motion passed (14yes, 0 no)

Regional Representation/Bylaws

It was clarified that the first year of the proposed bylaw changes would impact on the 2013 elections, not 2012 as originally planned. The Board debated if there should be limits on regional representation on the Board, especially the ExecCo. Rob Farley said the board votes for ExecCo and can impose its own checks and balances when voting on ExecCo positions.

The Board was asked if the preference was to expand the Board to allow for regional seats or to convert existing Director-at-Large positions into regional seats. Denise asked if Directors elected to regional seats were there to represent their region. If so, this would be a shift in how the Director positions are framed as the current Director-at-Large positions are there to represent what is best for the PASS community not their local area. Tom felt they were there to increase perspectives represented on the Board. Directors can only bring their world views with them and show that PASS is more than just North America. However it was felt the Board already asks Directors to do this. Directors do not just represent certain segments; they are there to judge what is best for PASS. Neil Buchwalter agreed as he votes on the Board not on behalf of CA's interests but what is best for PASS.

Bill Graziano wanted clarification if Directors would vote on behalf of their region or what's best for their portfolio or PASS. He had reservations about calling the seat "representative". Rick asked if committees focused on programs in one region would have multiple regions involved in decision making. Rob suggested taking on a portfolio is an additional responsibility and did not cause one to represent their area less.

The Board deemed that there was no need to expand the number of seats on the Board for Global Growth purposes. Advisors from various regions could be brought to the table rather than expanding the Board. Kendal Van Dyke suggested expansion might be necessary to keep proportionate representation of the PASS membership reflected in Board composition. Rushabh Mehta noted this is part of a transitional board and that Directors cannot look at current membership numbers but at where they want membership numbers to be by 2015. However some felt a temporary additional seat for North America could alleviate concerns about diluting the North America voice during the transition and it would also provide a Director able to lead a SQLRally portfolio.

There was discussion about putting the ExecCo up for public elections.

To address various concerns of the Board, the proposed governance changes shifted to include a USA & Canada seat, an EMEA seat and a General Director-at-Large seat in year one and then another USA & Canada seat, an APAC and another General Director-at-Large seat in year two. This results in only 6 seats with the potential for expansion. The second General Director-at-Large position would be reevaluated in time if LATAM developed and required a regional seat on the Board. The assumption was that all regions would vote for the General Director-at-Large seat and a natural balance of representation would occur without necessitating continued positive discrimination.

EMEA was confirmed as a priority as the number of events in the region was increasing.

Communications Plan

Alison MacDonald presented the Global Growth communications plan to gather community feedback on the governance proposal. The timeline marked December 2012 for the final bylaw vote. This would allow

for focus groups at both SQLRally Nordic and Summit. The plan will be a guided consultation but not prescriptive.

Task List

The Global Growth Committee mapped out their initiatives currently underway and prioritized them. At least one Director was assigned to participate in each task.

Action Judy and JRJ will categorize all the countries of the world into the proposed regions. Rick requested a chart to show the entire board make up with the proposed changes. The Global Growth Steering Committee will establish criteria for bringing on additional regional seats to the Board. They will also create the title for the seat referred to as "General Director-at-Large" in the minutes. All feedback on the proposed bylaw changes are to be sent to Marketing. Alison will create the core questions for informal feedback on the proposed organizational changes for the Board to use in preliminary conversations.

2. Elections

Rob Farley volunteered to be the Board member on the Nominations Committee. There was a discussion on when the NomCom can leave candidates off the slate. There was further discussion on if candidate rankings should be public the election. It was decided the ranking would be made public and candidates can be left off the slate by a unanimous decision by the NomCom. Allen asked if an Election Review Committee was needed for this year.

Action The June 1, 2012 voter eligibility date will be advertised in the Connector and to the Chapter Leaders. Bill will draft a bylaw change to allow additional unfilled seats to be contested in the elections if known prior to the call for nominations.

3. Summit Program

Adam led a brainstorming session on Summit. Topics included improving vendor experiences, speaker spouse actives, guest packs for international attendees, expert pods and the WIT Luncheon. There was discussion on what could be done to enhance the speaker experience while still promoting networking.

Action All ideas for Summit must be summited to Marketing by August 31, 2012.

4. Code of Conduct

Denise presented version 4 of the proposed PASS event code of conduct. The aim is to have the code formally adopted by the Board in time for Summit 2012. It addresses incidents that have happened at other conferences and reiterates PASS' commitment as a leader in Women in Technology discussions. The Board agreed to continue working on the code of conduct.

The main areas discussed included exhibitor behaviour and non-PASS social events during Summit. For non-PASS events, there were questions of liability and jurisdiction. Mark Souza said if PASS advertising the non-official events it is very hard to separate them entirely from PASS. The current exhibitor contracts contain general language on the matter.

Rick said PASS should not become the officials in these matters; instead the course of action should be to report incidents to the police or hotel security who are trained to handle such situations. Rob suggested

PASS be the escalation point prior to the police being involved. Tom noted not everyone would want incidents reported to the police.

Bill noted the code of conduct aims to send a clear message about what PASS deems acceptable behaviour at its events. Rick felt the code should be very clear in outlining repercussions. Hotel security and police are trained to handle such incidents, while PASS Volunteers or HQ are not.

The Board discussed taking away Summit badges while an incident is being addresses and the ability to ban someone from future events.

Adam noted PASS needed a code of conduct not a full blown security policy. There needed to be clear guidelines on when to handle things internally and when to call authorities. The suggestion was to have the appropriate contact numbers available in the PASS HQ office at Summit.

There was discussion on involving a community member on the code of conduct committee. Tom suggested an Ombudsperson for the organization.

Action Denise will continue to work on the Code of Conduct and will retable the revised version before the September Board meeting.

Thursday May 10, 2012

1. FY2013 Budget

Douglas presented the current standings in the FY2012 budget, the changes for the FY2013 budget and led the Board through each portfolio's budget.

Bill recommended to the Board that as a not-for-profit gathering revenue on a single event, it would be beneficial to bump up the funds in reserves. He would like to aim at 10-15% of revenues into reserves and would like to make a Board vote necessary to move funds out of reserves.

Major changes to the FY2013 budget included cost consolidation for platform portfolios such as marketing and IT. IT includes a variety of new projects and items need prioritization as there are limited resources available. Board Support includes budget for 2 board meetings in FY 2013. Mark Souza requested that Founding Partner representatives have their travel funded in the same manner that the Board members do. The decision on this was put on hold until the budget was finalized.

The newly consolidated Marketing budget reflected the revised sponsored email policy. The Chapters budget included chapter sponsorship and regional mentor travel. JRJ noted that if budget cuts were to be made, they should not begin with Chapters.

The SQLSaturday budget includes items such as lanyards to facilitate first time SQLSaturday events while building on the Speed PASS program and helping with sponsorship needs. Rushabh questioned why SQLSaturday events were not doing more to pursue national sponsors. Jennifer raised concerns about how items like signage and lanyards could scale to international events.

The Board discussed sponsorship bundles and packages. Alison conveyed to the Board some of Al Shuler's concerns about sponsor bundles at a national level.

There was discussion that the Global Growth budget would need to include an employee to manage international SQLRally events. Denise outlined the additional HQ resources needed for the Virtual Chapter portfolio and the funds earmarked for the upcoming platform needs. The Summit budget included additional costs such as video recording and increased Wi-Fi capacities.

Action Allen requested the funds from last year's budget be put into reserves. Douglas will revisit the reserves policy once the FY2013 budgeting process is complete. ExecCo will investigate sponsorship packages and bundles further. Bill will review potential cuts to see how they align with PASS goals. A candidate copy of the budget for the Board's approval will be sent out by June 6.

2. Closing ExecCo Meetings

The meetings will be reopened.

3. Additional Community Evangelist

Kendal presented the need for a second community evangelist contractor to be added to PASS staffing. While there were no objections to the value or need of a community evangelist there were questions about the location and the job description of the role. Kendal did not want to restrict the search for the right candidate based on geography. He said additional languages spoken and location would be bonuses, not requirements, to hiring. JRJ felt these items needed to be a part of the initial search for a candidate and were vital to the strategic direction of the role. Denise and Kendal advocated for the second community evangelist to help meet the goals set out for their portfolios and gather metrics on Chapters. JRJ requested a stack rank of FY2013 priorities to understand if Global Growth needs take precedent over Chapter needs when looking at the qualifications for the role.

The second community evangelist role has already been included in the FY2013 budget. It was suggested to advertise the role on the PASS site or have discussions with targeted members of the community.

Action Targeted discussions with candidates for the Community Evangelist role can begin however the role is pending final budget approval.

4. SQLRally North America

Alison and Craig presented a summary of SQLRally North America to the Board. Membership statistics showed that a unique audience went to SQLRally, one that had not previously attended SQLSaturday or Summit. Jennifer noted that a mid-level paid event has a different appeal in the international context than a free event.

The Board looked at issues with the current SQLRally model including financial liability, co-ownership of the event, volunteer participation, speaker growth and the community vote. The discussion progressed to whether there should be SQLRally North America next year. Bill, Tom, Allen and Kendal expressed interest in tweaking the SQLRally model to address concerns.

The Board discussed the original goals for a SQLRally event including a distinct feel to the event. SQLRally was intended to address a gap in PASS offerings by being a midpoint between SQLSaturday and Summit – a short, lower price, community driven event to help grow speakers. Kendal provided the Board

a link to Andy Warren's blog on the original intent of creating a SQLRally event. Jennifer questioned if there remained enough differences between Rally and larger SQLSaturday events.

Judy noted at SQLRally Orlando the intent was to run one more event and evaluate. Concerns about HQ time and revenue remained. Rushabh said the community can receive more technical hours from multiple SQLSaturday events than one rally.

Rushabh cautioned that putting North American SQLRally on hold would not help with revenue diversification. Kendal did not want to use the financial bottom line as the sole measure of success for events. SQLRally provided opportunities to find new community leaders and new PASS members.

The Board discussed SQLRally as the "farm club" model for speakers. Bill said he'd prefer to spend resources to help SQLSaturday events develop speakers. Allen supported the option to host super SQLSaturday events instead of SQLRally.

The discussion was tabled.

5. BA Conference

Jennifer presented the idea of PASS hosting a Business Analytics conference. Recently the market has grown and the BI interest at PASS Summit and amongst the membership has grown. There are currently no other BI conferences.

The new conference would be revenue positive and target new audiences such as power users and data scientists. The event would be 6 months out from Summit and at a price point similar to Summit.

JRJ wanted clarification if the event would include MS stack integration with complementary technologies. Douglas said the intent was to have a MS BA conference and integration would be up to the program committee. There are no vendor sessions at Summit.

Tom wanted further details on why co-location or a BA SQLRally were not being considered. He felt having co-location in Charlotte for the 2013 Summit would be a good starting place to bring the community together and provide a better position to spin into an independent event in time. He said the community has not said they want this event. Jennifer said a Summit level event and a Rally provide different experiences. Mark felt colocation would divide the existing audience instead of creating space for a new audience. Denise noted the environment has changed since the previous Microsoft BI conference. There is more buzz recently with Big Data and a lot of interest in data science. She felt there was potential for a new event.

It was questioned if Seattle is the best location for this event or if Southern California would be more appropriate.

Tom wanted to know what other projects the Board would have to put on hold to pursue the BA conference. Bill said at this stage the ask is only to gauge interest and for further research. MS is offering PASS the first right of refusal to host the event.

Action A stack rank of priorities for 2013 was requested to show where the BA conference sits next to other projects requested. Craig and Alison will provide more details on a potential BA Conference to the Board by June 7.

6. Certification

Jennifer presented a proposal to have PASS chapters lead study groups on the new MS certification courses. If a member participates in these study groups they will receive discounted exam vouchers. It would be an offer to PASS members only and would include supports such as books and training vouchers.

Kendal is currently running study groups at his chapter. Allen was concerned that another Chapters project would have to be put on hold to implement this pilot. JRJ suggested Chris Testa-Oneill as a volunteer to help on this pilot, as he is currently working with SQLBits on a certification program. A topic-specific Virtual Chapter was also suggested. The amount of HQ or IT resources needed for the pilot was not known.

Action Jennifer is to speak with Christ Testa Oneill and come back to the Board in June with a more detailed scope.

7. SQLRally North America

The discussion on SQLRally North American resumed. With limited bandwidth, resources and time it was felt that PASS could not do both SQLRally North America and a BA conference. Mark said the SQLRally decision must be made independently from the potential BA conference. Moving resources from SQLRally North America to SQLSaturday was suggested. Rushabh said SQLSaturday provided better reach for the investment. Allen felt SQLRally provided a community buzz that could not be achieved by a SQLSaturday.

There are 3 international SQLRally events planned for FY2013. The model is now being used as part of Global Growth outreach and can be put on hold in North America.

Allen and Denise suggested focussing on 4-6 key SQLSaturday events rather than Rally could benefit the community if clear guidelines on picking which SQLSaturday events were in place. Bill supported the idea of a Super SQLSaturday program.

Motion To not host a SQLRally in the USA or Canada in FY2013.

Motion: Douglas McDowell
Second: Rushabh Mehta

Adam Jorgensen	Did Not Vote
Allen Kinsel	No
Denise McInerney	Yes
James Rowland-Jones	Yes
Kendal Van Dyke	No
Rob Farley	Yes
Thomas LaRock	No
Bill Graziano	Yes
Rick Bolesta	Did Not Vote
Neil Buchwalter	Yes
Jennifer Moser	Yes
Lara Rubbelke	Yes

Motion passed (9 yes, 3 no, 2 did not vote)

Alternative event opportunities will be examined. PASS will continue to work on international SQLRally events.

8. Next In-Person Board Meeting

The FY2013 budget only included resources for 2 in-person Board meetings. Tom suggested pairing a September Board meeting with the SQLSaturday in San Diego. Kendal suggested Orlando for their SQLSaturday. Bill suggested Kansas City.

9. Board Only Time

The Board met in camera.

10. Next Board Meeting

The next in-person Board meeting will be September, 2012.

HQ left the meeting at 4:46 pm CT.