

OpenInfra Europe Advisory Board Charter

The purpose of the OpenInfra Europe Advisory Board (the “Advisory Board”) is to advise the OpenInfra Europe Directors (the “Directors”) and OpenInfra Foundation leadership on priorities for the region, to help coordinate our regional activities, and to participate in drafting communications in response to regional challenges.

1. **Mission.** OpenInfra Europe has established the Advisory Board to assist and support the European activities of the OpenInfra Foundation. The role of the Advisory Board shall be purely advisory in nature, and shall not in any way bind OpenInfra Europe or the OpenInfra Foundation to any commitment.
2. **Responsibilities.** The primary responsibilities of the Advisory Board may include:
 - a. Provide advice, feedback and support as requested regarding:
 - i. strategic challenges, priorities and opportunities for open infrastructure in the region;
 - ii. high-level messages for the regional market and open source communities;
 - iii. how above messages should be communicated across OpenInfra Foundation’s channels (events, emails, etc); and
 - iv. prospective open infrastructure projects to be hosted by OpenInfra Foundation.
 - b. Help coordinate regional activities, including OpenInfra Days and OpenInfra Summit Europe events;
 - c. Support the growth of OpenInfra Foundation in Europe by:
 - i. Amplifying communication of goals, mission, milestones; and
 - ii. Extending the OpenInfra Europe network through introductions of relevant parties in the community, private and public sector.
3. **Eligibility.** The Advisory Board is to be made of individuals representing the OpenInfra Europe community and stakeholders. The Advisory Board will maintain criteria for membership on the Advisory Board, subject to approval of such criteria by OpenInfra Europe. Members of the Advisory Board are expected to meet the following eligibility criteria. These combined criteria aim to ensure that Advisory Board members not only have a strong connection to OpenInfra Europe, but also actively contribute to and represent the diverse interests of the community:
 - a. Be employed by organizations with current, signed participation agreements with OpenInfra Europe (each, a "Participant") and/or be actively engaged in a European OpenInfra community.

- b. Demonstrate a robust interest in European activities and priorities related to open source and/or open source infrastructure in Europe.
- c. Be recommended by a current member of the Advisory Board, highlighting the nominee's qualifications and alignment with the goals and values of OpenInfra Europe.

The final approval of new members rests with the current Advisory Board and Directors. Upon receiving a recommendation, the board will carefully evaluate the nominee's credentials, ensuring they contribute positively to the objectives of OpenInfra Europe.

- 4. The Advisory Board shall be initially composed of up to 15 people, the final count being at the discretion of the Directors, based on Participants' interest and availability to put forward appropriate candidates for the role.
- 5. Ongoing composition, tenure, and other aspects of membership in the Advisory Board will be determined during official meetings of the Advisory Board of OpenInfra Europe, subject to approval by the Directors.
- 6. Meetings of the Advisory Board.
 - a. Regular and Special Meetings. The Advisory Board will ordinarily hold four telephonic meetings per year, each when and as called by the Directors. In addition, there may be face-to-face meetings co-located with regional industry events of interest.
 - b. Notice of Meetings. Notice of the time and location (or access number, as appropriate) of all meetings shall be given to each Advisory Board member at least (7) days prior to such meeting.
 - c. Directors Participation at Meetings. A Director will be responsible for proposing and steering the agenda for each Advisory Board meeting, ensuring focused discussions on key issues. The Director who assumes this responsibility at each meeting will prioritize topics aligned with OpenInfra Europe's goals and maintain transparent communication with the broader OpenInfra Foundation management.
 - d. Agenda. The agenda for all meetings of the Advisory Board shall be as determined by the Directors with input from the Advisory Board. The agenda for each meeting shall provide time for any Advisory Board members to raise any topic or matter of concern within the mission and responsibilities of the Advisory Board.
 - e. Minutes. The Advisory Board shall cause minutes to be kept at all meetings of the Advisory Board, which minutes will be posted publicly within a reasonable time after each such meeting.

- f. All minutes shall be published on the OpenInfra Europe website or another public venue.
- 7. Amendments. OpenInfra Europe may amend or modify this Charter or the mission or responsibilities of the Advisory Board at any time upon notice to the Advisory Board. This Charter does not convey any rights of any nature to the members of the Advisory Board except as explicitly provided in this Charter. Advisory Board members may speak publicly about their participation, but are under no obligation to do so.
- 8. Policies. In carrying out their responsibilities under this Charter, all Advisory Board members shall abide by this Charter and adhere to the policies of OpenInfra Europe, including without limitation all policies applicable to OpenInfra Foundation members, as the same may be adopted and modified from time to time.