**Minutes of the OASIS Governing Board, held by Teleconference
on Thursday, 20 September 2001**

Attendees:

Directors	Position
Colin Evans	Director and Board Chair
Norbert Mikula	Director and Board Vice-Chair
Patrick Gannon	Director and interim President/CEO
Jim Hughes	Director and Secretary/Treasurer
Una Kearns	Director
Christopher Kurt	Director
Simon Nicholson	Director
Michael Weiner	Director

Others Present

Karl Best	OASIS Director of Technical Operations
Loften Henderson	CGM Open

1. Opening and Agenda Approval. Colin Evans called the meeting to order at 11:00 am. The agenda was approved as proposed.

2. Previous Minutes, Action Items, Secretary Comments.

Resolution 010920-01. Resolved unanimously: That the Minutes of the 30 August 2001 Board meeting are approved.

Action Items Status from previous minutes:

1. AI 010809-01 – IPR Discussion – scheduled for this meeting.
2. AI 010809-03 – Mission Statement – pending in Strategy Committee.
3. AI 010823-02 – Schedule PAC topic for F2F – tabled to F2F meeting.
4. AI 010830-01 – ebXML AC Report to Board – at this meeting.

3. Face-to-Face Meeting Details. Various logistical issues for the meeting on 24 September at IBM offices in San Francisco were discussed and resolved. Several board members will dial into the meeting for the day. The meeting will start at 8:00 am.

4. ebXML Delegate Report. The four appointed representatives to the UN/CEFACT—OASIS ebXML Joint Management Committee met on 12 September and elected Patrick as chair of their delegation. In addition, a draft charter for an OASIS ebXML Advisory Committee, consistent with the OASIS bylaws for board subcommittees, was prepared

and will be circulated to the board for comment; further discussion and a motion to create this ebXML AC will be at the upcoming F2F meeting.

The team is now proposing a meeting with the UN/CEFACT representatives to the common Joint Management Committee, but has been unsuccessful in arranging a date. Through conversations with UN staff and legal department, it appears that a revision to the May, 2001 Joint Memorandum of Understanding will be needed. The Board asks the team to continue to push for an early meeting to resolve any issues.

5. President/CEO Selection Committee. The selection committee presented its recommendation for an initial job description, which resulted in the following resolution; following the current Bylaws, it is intended to propose this person for election to the office of President once hired.

Resolution 010920-02. Resolved unanimously: That the President/CEO Job Description attached as Attachment A to these minutes is approved for use.

Following a short discussion of using Administaff resources to help with the search, Patrick was asked to confirm this arrangement on behalf of the Selection Committee.

Action Item 010920-01. Patrick will work with Administaff and establish a process for handling applications for the posted President/CEO position. The Selection Committee and other Board members will handle the actual interviews.

 [At 12:10 pm, Colin left the telephone call and Norbert assumed the chair.]

6. Finance Committee Report. The August financial report to the board is still being prepared; interim results show a $60K decrease in income compared to the budget for August, although YTD figures are somewhat close. Cash flow continues to be an issue, and various ways of dealing with this are being explored. A Reforecast is expected by 9/30, and will show a reduction in overall revenue, compared to the budget. More information can be expected at next week's board meeting.

7. IPR Discussion (AI 010809-01). The TAC had no recommendation on how to proceed with directions on sharing TC output with other bodies. With respect to the test suite materials under discussion, Karl will check with W3C to see if we can get some joint work done in this area. There may be a need to look at closing the XML Conformance TC due to lack of enough member participation. Other legal issues are open:

Action Item 010920-02. Patrick will consult with the Executive Committee and prepare a response to the open legal items raised by OASIS counsel on 5 September.

8.   December Conference. Space for the Annual General Meeting has been requested but no response received yet. OASIS TC meetings planned for 13-14 December, with a possible workshop on new TC activities Wednesday.

Action Item 010920-03. TAC is asked to work with Karl and Carol to enhance the agenda and marketing of the Annual General Meeting in December.

Action Item 010920-04. Karl to report back with a strategic plan for advertising our technical work to other groups, especially in conferences, and explaining how the OASIS technical process differs from other group processes; by the end of October.

9.   XML1 Booth Duty. Simon raised discussion of staffing the XML1 booth in San Jose next week, as we have cash issues and it would be hard to get local volunteers. Patrick noted that the costs for travel were very low now, and only 2 days would be staffed; there are 20 responses to the proposed meeting Wednesday evening. We will continue to go ahead with this booth.

10. Closing. There being no further business, the Chair closed the meeting at 1:30 p.m.

Jim Hughes
Secretary

OASIS Governing Board Minutes, 20 September 2001
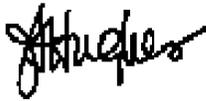
Attachment A: President/CEO Job Description

The OASIS President/CEO reports directly to the OASIS Board of Directors. The President/CEO interacts extensively with the OASIS Chairman, Vice-Chairman and entire Board of Directors, as well as OASIS staff, and the individual representatives within the OASIS community.

The OASIS President/CEO will have general oversight and executive management responsibilities for the overall business, operational and coordination aspects of OASIS, and will work with the Board of Directors to develop and evolve the strategic mission of the organization. Primary responsibilities include:

- Develop, update, and execute the OASIS multiyear strategic plan and annual business plan.
- Develop the organization's budget for approval by the OASIS Board, and manage the organizations activities to that budget.
- Develop strategy supporting the continued growth of OASIS information portals (e.g. XML.org and the CoverPages.org)
- Manage the operations of OASIS including the supervision of the efforts of all direct or contracted staff and the corporate offices.
- Work with both members and staff to provide an open foundation to rapidly develop high quality specifications.
- Establish and develop effective liaisons and enable coordination with other standards and industry bodies to further the interests of OASIS members and the XML industry.
- Work with staff and members alike to ensure that OASIS programs and services meet the needs, and maintain high satisfaction among the organization's members.
- Establish the foundation for maintaining and expanding membership and identifying opportunities for new funding sources within the context of the overall business plan.
- Plan, manage and act as the primary organization spokesperson at major industry meetings and press events and assure that the OASIS is well represented.
- Work in concert with the OASIS Board of Directors to further the goals of OASIS worldwide.

For more information, contact jobs@oasis-open.org