1 **OASIS Board of Directors Meeting**
2 26 October 2007, Approved public minutes.
3
4 Held by teleconference. Thanks to BEA Systems for Bridge.
5
6 **Directors in Attendance**
7 Patrick Gannon, OASIS President and CEO
8 Eduardo Gutentag, Chairman
9 Ed Cobb, Vice Chairman
10 Frederick Hirsch, Secretary
11 Mike DeNicola, Treasurer and Finance Committee Chair
12 Peter Brown
13 Paul Knight
14 Jeff Mischkinsky
15 Claus von Riegen
16 Michael Winters
17
18 **Regrets:**
19 Bob Glushko
20
21 **Staff in Attendance**
22 Scott McGrath, OASIS Staff
23
24 **1. Welcome, Goals and Agenda Review**
25
26 Eduardo Gutentag convened the meeting at 8:05 a.m. PT. Seven directors were present when the
27 meeting convened. The meeting agenda was reviewed and approved with the modification that the F2F
28 agenda item was moved earlier in the agenda.
29
30 **2. Review & Approval of Minutes & Action Item Review.**
31
32 Frederick Hirsch presented the meeting minutes from the 27 September 2007 Board meeting for
33 approval.
34
35   RESOLUTION 2007-10-26.01, RESOLVED, accept the 27 September 2007 Minutes v2, as
36   previously distributed (v2 draft minutes 07-09-27) on 10 Oct 2007.
37
39   *Approved unanimously.*
40
41 *Review of Open Action Items*
42
43 ACTION ITEM 2007-01-24.08: TC Process committee to consider (a) the range of final deliverables
44 produced by TCs and (b) how to avoid standards inflation, producing a recommendation by the August
45 OASIS Board meeting.
46 Status: Open.
47
48
49

50 ACTION-2007-08-01.02: Staffing committee to review and finalize 360 review questions and
51 guidelines so as to be suitable for both OASIS Board and staff, within 10 days.
52 Status: Open. See Agenda Item #10.
53
54 ACTION-2007-08-01.03: Patrick Gannon to provide plan for execution of the 360 review within 30
55 days of approval by the Board.
56 Status: Open. This is pending completion of ACTION-2007-08-01.02.
57
58 *ACTION 07-08-02.03:* Chair of the OASIS Board IPR Committee to submit a charter to the Board for
59 approval by the next Board meeting.
60 *Status:* Completed. Chair submitted charter on 15 October.
61
62 *ACTION 07-08-02.04:* Chair of the OASIS Board IT Infrastructure Committee to submit a charter to
63 the Board for approval by the next Board meeting.
64 *Status:* Completed. Chair submitted charter on 1 October.
65
66 *ACTION 07-08-02.05:* Chair of the OASIS Board Outreach Committee to submit a charter to the
67 Board for approval by the next Board meeting.
68 *Status:* Completed. Chair submitted charter on 15 October.
69
70 *ACTION 07-08-02.06:* Chair of the OASIS Board Process Committee to submit a charter to the Board
71 for approval by the next Board meeting.
72 *Status:* Completed. Chair submitted charter on 15 October.
73
74 *ACTION 07-08-02.09:* Staff to consolidate feedback from 2007 Symposium and provide to the TAB
75 and the Board.
76 *Status:* Open. Peter to submit TAB's report to the Board.
77
78 *<Michael Winters, Paul Knight joined the teleconference>*
79
80 ACTION 2007-09-27.01: The finance committee to review member section policy with respect to
81 OASIS finances.
82 Open. Finance Committee to discuss and bring any recommendations to the Board's Nov meeting.
83
84 **3. Review of Follow-up to Board Resolutions**
85
86 Frederick Hirsch led review of status of follow up actions to resolutions approved at previous Board
87 meetings.
88
89 *Resolutions from 22 June 2007*
90
91 RESOLUTION 2007-06-22.05: RESOLVED, that the OASIS Mission statement be changed to "To
92 drive the development, convergence and adoption of open standards for the global information
93 society.", effective immediately.
94 Status: Open. Additional web page updates required, including strategy document, FAQ, A4, PDFs.
95 Pages referencing the Mission Statement only have been updated. Pages referencing the Mission
96 Statement and Strategy document will be updated after the Strategy revisions are approved. Verify

97   completion as of 25 October.
98

99   *Resolutions from 27 Sep 2007*
100

101   RESOLUTION 2007-09-27.01, RESOLVED, accept the 1-2 August 2007 Minutes v5, as previously
102   distributed (v5 posted on 21 September to Board list).
103   Status: Completed. Minutes posted to the website on 3 Oct 2007.
104

105   RESOLUTION 2007-09-27.02, RESOLVED: the Board of Directors approves the revised OASIS
106   Strategy, as shown in the file: "oasis-strategy-draft-07-08-10-v15.pdf ".
107   Status: Open. Staff are updating the website versions, including HTML and PDF versions. FAQ may
108   require updating.
109

110   RESOLUTION 2007-09-27.03, RESOLVED: Approve Bill Barnhill as TAB representative on IT
111   Infrastructure Committee.
112   Status: Completed.
113

114   RESOLUTION 2007-09-27.04, RESOLVED: Approve Martin Chapman as TAB representative on
115   Process Committee.
116   Status: Completed.
117

118   RESOLUTION 2007-09-27.05, RESOLVED: The OASIS Board invites each MS Steering Committee
119   to designate an invited expert representative to the Process Committee in accordance with the standing
120   rules.
121   Status: Open. MS Steering Committee reps being added to the Process Committee as they agree to
122   participate.
123

124   **4. ETSI Cooperation Agreement**
125

126   See email from Patrick Gannon G. on 24 Sep "ETSI Liaison Summary and MoU Review"
127

128   RESOLUTION 2007-10-26.02 RESOLVED, that the Board of Directors approves the ETSI-
129   OASIS MoU, as shown in the file: "OASIS_ETSI_MoU-20071019.pdf"
130

131   Approved unanimously.
132

133   **5. Approval of Committee Charters**
134

135   Patrick Gannon introduced the revised charters for the Board IPR, IT Infrastructure, Outreach and
136   Process Committees, including some editorial change. See email from Eduardo Gutentag on 18
137   October "Committee charters up for approval" and from Patrick Gannon on 22 October " RE: [board]
138   Committee charters up for approval"
139

140   RESOLUTION 2007-10-26.03: Approve the committee charters for the IPR Committee, IT
141   Infrastructure Committee, Board Outreach Committee and Board Process Committees and
142   editorial changes noted by Patrick Gannon.
143

144   Approved unanimously.

145 The editorial changes are the following: (i) capitalize the "C" in Committee when referring to the
146 proper name of the committee, (ii) capitalize the "B" in "Board" throughout the Finance and Audit
147 Committee charter , (iii) Change "advise" to "advice" in the 2nd sentence of the Staffing Committee
148 charter and (iv) capitalize "S" in "Strategy" and "C" in "Committee" in the first sentence of the Strategy
149 Committee charter.
150
151 *<Michael DeNicola joined the teleconference>*
152
153 **6. Plans for November F2F**
154
155 The Board discussed logistics of the F2F meeting. Two full days might be required if we have meeting
156 with other parties. There are no plans for Sunday. Board members should plan to attend events on
157 Wednesday, Thursday and Friday evenings. Agenda items will include Execution Plan and Budget
158 review, process committee updates and an update from the strategy committee.
159
160 **7. OASIS Finance Committee Status**
161
162 Patrick Gannon gave an overview of the revised September Operations Report, provided by him in the
163 email sent on the 19 October " OASIS Sep '07 Operations Report". He noted that trends are now in a
164 positive direction for new membership, renewals and revenue with a small increase in cash position. He
165 noted that in the balance sheet pre-paid memberships fluctuates. Patrick Gannon also presented the
166 forecast, including new membership projections showing increasing cash. The Board noted that the
167 impact of the new membership fee structure will not be apparent until next year. Budgeting will need to
168 consider an effort to make net equity positive for 2008.
169
170 *<Jeff Mischkinsky left the teleconference>*
171
172 **8. IT infrastructure committee status**
173
174 Claus von Riegen introduced the work of the IT Infrastructure Committee. Current work includes
175 review of a primary "dashboard " which should address current organizational member needs. Review
176 of requirements from Robin Cover for search within OASIS are under review by the committee.
177 Document management has also been under review, known as the "library project". Currently this
178 project is on hold due to reductions in OASIS staffing. Consideration is also being given to consistent
179 generation of TC pages using drupal, as well as the use of IRC mechanisms for technical committees.
180
181 *<Scott McGrath joined teleconference>*
182
183 The Board discussed relative priorities of projects and how to support projects in the OASIS budget.
184 The importance of the ability to find and use OASIS standards information was noted.
185
186 **9. TAB Status**
187
188 Peter Brown presented the status of the TAB Symposium. The TAB has produced a new revision of a
189 Symposium plan, and staff has completed selection of dates and venue. The Symposium is anticipated
190 to be held at the Santa Clara Marriott, with tutorials and Symposium sessions and the OASIS Board
191 meeting being held between April 28 and 2 May. The exact arrangements for that week are being
192 confirmed.

193
194 Scott McGrath introduced the TAB election schedule proposed in his email of 17 September, "TAB
195 Special Election". The purpose is to fill a TAB position vacated by the resignation of Madhav Vodnala,
196 Fiorano Software Inc. The Board discussed scheduling an election to avoid holiday breaks, considering
197 a shortened period running from November to the beginning of December.
198
199 ACTION-2007-10-26.01: Staff to schedule TAB election, considering nominations closing 30 Nov,
200 balloting closing 4 January.
201
202 *<Scott McGrath leaves the teleconference>*
203
204 **10. OASIS Anti-Trust Memo**
205
206 Patrick Gannon introduced the next steps related to Anti-Trust. Frederick Hirsch had suggested Patrick
207 Gannon send a message to the membership indicating the importance of anti-trust and sharing a pointer
208 to the letter from OASIS legal counsel (Board list email sent 14 September). The Board agreed that we
209 need to indicate the importance of anti-trust to the OASIS membership as soon as possible.
210
211 ACTION-2007-10-26.02: Patrick Gannon to develop CEO letter for OASIS board review and
212 approval for November F2F addressing anti-trust issues.
213
214 **11. OASIS Staffing Committee Status**
215
216 Paul Knight introduced staffing committee issues, including the 360 degree feedback survey as noted in
217 his email from 21 September. Patrick Gannon will review implementation mechanisms as per
218 ACTION-2007-08-01.03 once Paul Knight sends message to the Board with survey questions to
219 close ACTION-2007-08-01.02.
220
221 **12. Status on D&O Insurance**
222
223 Patrick Gannon provided status on D&O insurance, as described in his email sent on 24 October "D&O
224 insurance status". A letter providing notice has been drafted, reviewed by OASIS legal counsel, and
225 sent after additional comment on the OASIS Board list from directors. An updated policy will be
226 obtained addressing previous concerns regarding exclusions.
227
228 **13. Adjourn**
229
230 The meeting adjourned at 3:00 p.m. ET.
231
232 Respectfully Submitted,
233
234
235
236
237 Frederick Hirsch
238 Secretary