

Minutes - OASIS Board of Directors Meeting

Held 10 April 2008 by teleconference.

OASIS Board approved Public minutes.

10 April 2008

Thanks to BEA for providing the teleconference bridge.

Directors in Attendance:

- Eduardo Gutentag, Chairman
- Frederick Hirsch, Secretary
- Bob Glushko
- Paul Knight
- Claus von Riegen
- Michael Winters

Directors Regrets:

- Ed Cobb, Vice Chairman
- Mike DeNicola, Treasurer and Finance Committee Chair
- Jeff Mischkinsky
- Peter Brown

Staff in Attendance:

- None

1. Welcome, Agenda Review

Eduardo Gutentag, the Chairman, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Mr. Gutentag convened at 11:25 am PT, noting that a quorum was in attendance. Six directors were present when the meeting convened. The meeting agenda was reviewed and approved.

Eduardo Gutentag and Paul Knight gave regrets for the teleconference on 17 April. Eduardo Gutentag, Frederick Hirsch and Mike DeNicola gave regrets for the teleconference on 24 April.

2. Minutes Approval

RESOLUTION 2008-04-10.1, RESOLVED: Approve the minutes from 3 April 2008 as distributed on 4 April 2008 by Frederick Hirsch and corrected on 7 April.

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board/email/archives/200804/msg00020.html> and <http://www.oasis-open.org/apps/org/workgroup/board/email/archives/200804/msg00022.html>.

3. Review Open Actions and Resolutions

3.1. Open Action Review

Actions from 7-8 February 2008

ACTION 2008-02-07.4: Jamie Clark to provide Strategy Committee suggested best practices derived from OGC.

Status: completed.

Note: Discussed on Strategy 4 April teleconference, see <http://www.oasis-open.org/apps/org/workgroup/board-strategy/email/archives/200804/msg00000.html>.

ACTION 2008-02-07.5: Jamie Clark to provide Strategy Committee information about where we should focus OASIS liaison activities, e.g. which organizations.

Status: open.

ACTION 2008-02-07.6: Jamie Clark to provide Board with update to Liaison Status report.

Status: open.

ACTION 2008-02-08.3: Scott McGrath to review and summarize disclosure requirements for OASIS annual report.

Status: open.

Note: There was been discussion on this but no resolution. Should be dealt with at meeting on 20th March.

Actions from 6 March 2008

ACTION: 2008-03-06.2: Finance Committee should review (and increase) amount of money set aside in budget for legal work.

Status: open.

ACTION 2008-03-20.01: IPR committee to revise IPR Policy draft including changes to enable informational documents at or before the next F2F.

Status: open.

Actions from 20 March 2008

ACTION 2008-03-20.02: Finance Committee to review Legal XML expense and budget status.

Status: open.

Actions from 3 April 2008

ACTION: 2008-04-03.1: Eduardo Gutentag to contact Jane Harnad to see if we have room for a panel of at least Board chairs.

Status: completed.

Note: Room for 8, so may just have Board Committee chairs and TAB chair seated at panel.

ACTION: 2008-04-03.2: Paul Knight to contact TAB to inform them of AGM and TAB chair participation in AGM panel.

Status: completed.

Note: TAB chairs can be available for AGM if needed. A joint session with the Board as tentatively scheduled during the Board meeting is also possible.

ACTION: 2008-04-03.3: Ed Cobb will obtain slides from Board Committee chairs as well as the TAB chair at least 24 hours in advance of AGM and provide them on a laptop for presenting.

Status: open.

3.2. Open Resolution Review

Resolutions from 1 December 2007

RESOLUTION 2007-12-01.07, RESOLVED: That the Consortium approves the Memorandum of Understanding between IUCN and OASIS, dated 29 November 2007, IUCN-OASIS MOU 2007-11-29.pdf. (as amended)

Status: open.

Note: Patrick Gannon signed MoU and sent to IUCN on 5 December 2007. IUCN reviewed and would like modification to add text similar to the OASIS membership agreement stating that OASIS will notify them of changes to the IPR policy and them the 60 days to terminate membership. An updated draft will be provided to OASIS shortly.

Resolutions from 7-8 February 2008

RESOLUTION 2008-02-07.6, RESOLVED: That the OASIS Bylaws should be modified to provide that no OASIS employee or consultant may be a member of the OASIS Board of Directors.

Status: completed.

Note: Incorporated in draft distributed by Eduardo Gutentag, 1 April and approved with Resolution 2008-04-03.3.

RESOLUTION 2008-02-08.3, RESOLVED: That the OASIS Board of Directors approves and adopts the Rules of Procedure for the OASIS Telecommunications Services Member Section as reviewed by the Board, except with the deletion of lines 72 and 73, effective 1 March 2008.

Status: open.

RESOLUTION 2008-02-08.9, RESOLVED: That the OASIS Bylaws shall be modified to increase the number of elected directors to 11 and remove the automatic Presidential membership.

Status: completed.

Note: Incorporated in draft distributed by Eduardo Gutentag, 1 April and approved with Resolution 2008-04-03.3.

Resolutions from 20 March 2008

RESOLUTION 2008-03-20.4: Approve updated Board and TAB election schedule as distributed by Scott McGrath on 7 March 2008, RESOLUTION 2008-03-20.4a to Amend with the “??” removed for the dates of July F2F. RESOLUTION 2008-03-20.4b to Amend Change 10 to 11 and remove last sentence in last paragraph in section on the OASIS Board of Directors. RESOLUTION 2008-03-20.4c to Amend Change 2nd paragraph of OASIS TAB Section to replace “ten” with “nine”, to read “The TAB consists of nine voting members, eight of whom are elected by the OASIS membership...”. Remove “One representative from OASIS Board of Directors and” and change “serve” to “serves”.

Status: open.

Resolutions from 27 March 2008

RESOLUTION 2008-03-27.2, RESOLVED: Modify RESOLUTION 2008-030-20.4 to change Board and TAB election schedule to start election on 15 April instead of 1 April.

Status: open.

Resolutions from 3 April 2008

RESOLUTION 2008-04-03.1, RESOLVED: Approve the minutes from 27 March 2008 as distributed on 28 March 2008 by Frederick Hirsch.

Status: completed.

Note: Posted: <http://www.oasis-open.org/apps/org/workgroup/board/email/archives/200804/msg00019.html>

RESOLUTION 2008-04-03.2, RESOLVED: Put motion to approve Bylaws on agenda as A item.

Status: completed.

Note: Completed as part of meeting.

RESOLUTION 2008-04-03.3, RESOLVED: Approve draft Bylaws as distributed by Eduardo Gutentag on 1 April with additional changes of the document date and to add version history changes, as well as replacing the phrase "next regular Directors' election" with "the end of that Director's term".

Status: open.

4. IDTrust RoP

Review update of IDTrust RoP as noted in email from Dee Schur, 1 April 2008. (See <http://www.oasis-open.org/apps/org/workgroup/board/email/archives/200804/msg00002.html>.)

The Board plans to add this to the 1-2 May agenda.

5. Search Committee Update

Michael Winters provided an update on the status of the Executive Director search. We have a new Administaff contact, resolving the issue of receiving candidate information from Administaff. The Board discussed the need to involve Staff in the process and issues related to the interview process.

ACTION 2008-04-10.1: Michael Winters to send search committee candidate list to Board members.

The deadline is 15th April for final Board feedback to search committee.

6. OASIS President Update

Eduardo Gutentag, acting as OASIS President, provided an update on OASIS. One recent improvement is that the OASIS mail server service should be better due to improved spam filtering, thanks to OASIS IT Staff efforts.

7. AGM Planning

The Board reviewed plans for the AGM meeting.

8. Adjourn

The meeting adjourned at 11:55 am PT.

Respectfully Submitted,

Frederick Hirsch

Secretary, OASIS Board of Directors