

1 **OASIS Board of Directors Meeting**
2 22 June 2007, Approved by OASIS Board 1 August 2007.
3
4 Held by teleconference. Thanks to BEA for providing the teleconference bridge.
5
6
7 **Directors in Attendance**
8 Patrick Gannon, OASIS President and CEO
9 Eduardo Gutentag, Chairman
10 Ed Cobb, Vice Chairman
11 Frederick Hirsch, Secretary
12 Mike DeNicola, Treasurer and Finance Committee Chair
13 Bob Glushko
14 Paul Knight
15 Chris Kurt
16 Jeff Mischkinsky
17 Michael Winters
18
19 **Directors not Present**
20 Claus von Riegen
21
22 **Staff and Guests in Attendance**
24 *None*
25
26
27 **1. Welcome, Goals and Agenda Review**
28
29 Ed Cobb convened the meeting at 8:08 a.m. PT. Nine directors were present when the meeting
30 convened. The meeting agenda was reviewed and approved, deferring review of Action Items and
31 Board Resolutions until after agenda item 5.
32
33 **2. Review & Approval of Minutes & Review of Action Items**
34
35 **Review and Approval of Minutes**
36
37 Frederick Hirsch presented the meeting minutes from the 11 May 2007 Board meeting for approval.
38
39 [RESOLUTION 2007-06-22-01, RESOLVED, accept the 11 May 2007 Minutes v3, as](#)
40 [previously distributed \(v3 posted on 12 June to Board list\).](#)
41
42 [Passed unanimously.](#)
43
44
45
46
47 **Review of Open Action Items**
48 *[Action item review was deferred until after item 5]*
49
50 **ACTION ITEM 2006-01-25.02: Patrick Gannon to track the IT issues list and import into IT tracking**
51 **tools when they are available.**
52 [Status: Open. IT Infrastructure Committee reviewing issues list.]
53
54 **ACTION ITEM 2007-01-24.01: Patrick to inform Board of Member Section transition status at the end**
55 **of six months.**
56 [Status: Open. Due 24 July 2007]
57

58 ACTION ITEM 2007-01-24.05: IT Infrastructure committee to review and prioritize entire IT status
59 report, including clarification of closed items.
60 [Status: Open. Under discussion within IT Infrastructure Committee.]
61
62 ACTION ITEM 2007-01-24.07: Carol Geyer to work with TAB to raise visibility of TAB work,
63 specifically GAP work, to OASIS membership.
64 [Status: Open. TAB to discuss interest in this, if interested to arrange for Carol to meet with TAB
65 Member Communications Subcommittee]
66
67 ACTION ITEM 2007-01-24.08: TC Process committee to consider (a) the range of final deliverables
68 produced by TCs and (b) how to avoid standards inflation, producing a recommendation by the August
69 OASIS Board meeting.
70 [Status: Open.]
71
72 ACTION ITEM 2007-01-25.02: Patrick to update the financial policy in accordance with
73 RESOLUTION 2007-01-25-02 as amended by RESOLUTION 2007-01-25-02a.
74 [Status: Closed.]
75 This was closed at this meeting. The Finance Policy & Procedures were updated and provided to the
76 finance committee 18 May 2007.
77
78 ACTION ITEM 2007-01-25.03: TC Process committee to add issue regarding review of use of the
79 word "submit" at lines 546, 548, 569, 572, 580 and replacing it with "stored" and making related
80 editorial adjustments as appropriate.
81 [Status: Open.]
82
83 ACTION ITEM 2007-04-18.03: Staff - Define operational procedure for designating a primary for
84 Member Section Qualified Elector.
85 [Status: Open. Scott & Dee drafting procedures.]
86
87 ACTION ITEM 2007-04-18.04: Member section policy committee to reformat the policy so all
88 requirements related to formation of a Member Section appear in the list titled "The RoP must specify"
89 in the section "Formation of a Member Section"
90 [Status: Closed].
91 This was closed at this meeting. The MS Policy Committee has done this and anticipates bringing
92 revision to Board in July.
93
94 ACTION ITEM 2007-04-18.05: Member section policy committee to add language to clarify that a
95 designated qualified elector must be of the same supporting entity as the primary representative who is
96 making the designation.
97 [Status: Closed].
98 This was closed at this meeting. The MS Policy Committee has done this and anticipates bringing
99 revision to Board in July.
100
101 ACTION ITEM 2007-04-19.02: Patrick Gannon to bring to Finance Committee a proposal to expand
102 OASIS presence in Asia.
103 [Status: Open. Patrick to prepare proposal for Business Development staff in Singapore, expect to
104 provide at June Board meeting]
105
106
107 ACTION ITEM 2007-04-19.03: Patrick Gannon to send initial set of 360 questions to Staffing

108 **Committee by 11 May.**

109 **[Status: Closed].**

110 This was closed at this meeting. Questions for Board 360 Review sent to Staffing Committee on 14
111 May.

112
113 **ACTION ITEM 2007-04-19.04: Staffing committee to review with Patrick the set of questions to be
114 used for the 360 review and report at the June Board meeting.**

115 **[Status Open]**

116 Patrick met with the Staffing Committee on 22 May, but staffing committee did not report at June
117 Board meeting.

118

120 **3. Review of Follow-up to Board Resolutions.**

122

123 *[Follow-up to Board resolutions review was deferred until after item 5]*

124

125 Frederick Hirsch summarized status of follow up actions to resolutions approved on the previous Board
126 meetings.

127

128 *Resolutions from 24-25 Jan 2007:*

129

130 **RESOLUTION 2007-01-24-04: All existing OASIS Member Sections must submit revised Rules of
131 Procedure (RoPs), which conform to the approved Member Section Policy, within six months (24 July
132 2007).**

133 **[Status: Open. LegalXML and CGM Open revised RoPs submitted for approval, see Agenda Item #4.]**

134

135 **RESOLUTION 2007-01-24-05: Member Section Policy committee to submit a revised Member
136 Section Policy for the Board F2F in Aug 2007.**

137 **[Status: Open.]**

138

139 **RESOLUTION 2007-01-25-05: Proposal for "Draft 1-org-1-vote rule revisions
140 dated 16 January 2007 Marked to show changes FROM cumulative clean-up draft"**

141 **[Status: Open. Motion Tabled.]**

142

143 *Resolutions from 11 May 2007*

144

145 **RESOLUTION 2007-05-11-01: Motion to accept the 18-19 April 2007 Minutes, as previously
146 distributed (v3 posted on 4 May to Board list).**

147 **[Status: Closed.]**

148 **Minutes posted on website 14 May. See [http://www.oasis-open.org/private/2007-04-18-oasis-board-](http://www.oasis-open.org/private/2007-04-18-oasis-board-minutes-final.pdf)
149 [minutes-final.pdf](http://www.oasis-open.org/private/2007-04-18-oasis-board-minutes-final.pdf)**

150

151 **RESOLUTION 2007-05-11-02, RESOLVED; that the Board of Directors approves the revised OASIS
152 Bylaws which includes changes in Article 12, Section 3 Member Sections to clarify the purpose of
153 Member Sections and align the text with the Board approved Member Section Policy, to remove
154 references to Executive Director, and to make other grammatical editing changes, as shown in the file:
155 "Bylaws 20070511- final.pdf", with the following lines in the PDF reverted to what they were before
156 the edits: 78, 121, 432-433, 514-515, 784-785, 849-850 and 1052.**

157 **[Status: Open. Motion Tabled]**

158

159 **RESOLUTION 2007-05-11-03, RESOLVED, Table Resolution 2007-05-11-02 as amended by**

160 Resolutions (to amend) 2007-05-11-02a and 2007-05-11-02b.

161 [Status: Completed. Motion passed.]

162

163 4. Member Section Rules of Procedure

164

165 The Board considered approval of Rules of procedure for member sections.

166

167 4a. Revised RoP for CGM Open Member Section

168

169 The board discussed proposed update to CGM Open Member Section Rules of Procedure.

170

171 *[Eduardo Gutentag joined the call and continued chairing from this point].*

172

173 Board members expressed concern about the implications of not having annual elections and conflict
174 with the recently approved Member Section Policy.

175

176 MOTION: RESOLVED, that the Board of Directors approves the revised OASIS CGM Open
177 Member Section Rules of Procedure which includes changes to align with the Board approved
178 Member Section Policy, as shown in the file: "CGMOpenRoP-20070612a.pdf".

179

180 Motion fails [2-6-2]

181

182 4b. Revised RoP for LegalXML Member Section

183

184 The Board discussed proposed update to LegalXML Member Section Rules of Procedure, noting that
185 this revision does not conflict with Member Section policy. Possible issue related to steering
186 representation for new or terminating TCs in between steering committee elections.

187

188 RESOLUTION 2007-06-22-02: RESOLVED, that the Board of Directors approves the revised
189 OASIS LegalXML Member Section Rules of Procedure which includes changes to align with
190 the Board approved Member Section Policy, as shown in the file: "LegalXMLRoP-
191 20070613a.pdf".

192

192 Passed unanimously.

193

194 ACTION ITEM 2007-06-22.01: Member Section Policy Committee - Review policy with
195 respect to issues related to TC life-cycle, including creation or termination of TC in period
196 between Member Section steering committee elections.

197

198 5. Revision to OASIS TC Process

199 Jeff Mischkinsky outlined changes to TC Process proposed by TC Process committee to allow HTML
200 as alternative to XHTML since many tools in use by OASIS Members cannot generate usable XHTML.
201 He noted that even though HTML generated is often not schema valid, it is readable and usable.

202

203 RESOLUTION 2007-06-22-03: RESOLVED, that the TC Process be revised to allow HTML to
204 be used as an alternative to XHTML, as noted in email from Jeff Mischkinsky in 20 June email
205 to Board list: "HTML/XHTML motion for June Board Meeting"

206

206 Passed unanimously

207

208 6. Revisions to OASIS Mission Statement & Tagline

209

210 Frederick Hirsch described the rationale for changes to the OASIS Mission statement and tagline
211 proposed by the Strategy Committee. This includes the need to respond to member concerns raised at
212 the OASIS Annual General Meeting (AGM) regarding the use of “e-business” which is not regarded as
213 including all OASIS member work. The mission statement proposal also emphasizes that OASIS is a
214 global organization concerned with open standards.

215
216 [RESOLUTION 2007-06-22-04: RESOLVED, that The OASIS Tagline be changed to](#)
217 ["Advancing open standards for the information society."](#)
218 [Motion approved \[9-1-0\]](#)

219
220 [RESOLUTION 2007-06-22-05: RESOLVED, that the OASIS Mission statement be changed to](#)
221 ["To drive the development, convergence and adoption of open standards for the global](#)
222 [information society.", effective immediately.](#)
223 [Motion approved \[7-3-0\]](#)

224
225 *[Jeff Mischkinsky and Paul Knight leave the call at the conclusion of this agenda item.]*

226
227 *[Action item review (in agenda item 2) done at this time.]*

228 *[Resolution review (agenda item 3) done at this time.]*

229
230 **5. Update on D&O and E&O insurance**

231 Patrick provided the Board with an update on the status of OASIS Errors and Omissions policy (E&O)
232 and Directors and Officers policy (D&O). Planning to discuss at August Board F2F and have OASIS
233 counsel and insurance representatives attend that discussion.

234
235 **6. Finance committee**

236
237 Patrick reviewed the May OASIS Operations report as distributed in Board email from him on 18 June
238 "OASIS May Operations Report".

239
242 **7. Wrap-Up and Adjourn**

243
244 Topics and planning for the OASIS Board meeting will be done on the Board mailing list.

245
246 The meeting adjourned approximately 9:25 a.m. PT.

247
248 Respectfully Submitted,
249 Frederick Hirsch
250 Secretary