

Meeting Logistics

Venue

[MITRE #4 Building](#)
[7596 Colshire Drive](#)
[McLean VA 22102](#)

Teleconference Bridge

Thanks to Oracle for providing the teleconference bridge.

Meeting Documents

All meeting documents are available to Board members in the Kavi Board Plus workspace.

Attendance

Current Directors Present:

- James Cabral
- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Jason Keirstead
- Margaret LaBrecque
- Paul Lipton (via telecon)
- Beth Pumo
- Bruce Rich
- Richard Struse

Staff Present:

- Jamie Clark
- Chet Ensign (via telecon)
- Carol Geyer
- Jane Harnad
- Scott McGrath

Apologies received:

- None

Minutes – Day 1

1. Welcome, Agenda Review

Gershon Janssen, Chair, presided at the meeting. Bruce Rich, Secretary, took the minutes.

The Board was welcomed to the MITRE facilities by Gary Gagnon, MITRE's Chief Security Officer and Vice President of Cyber Strategy.

The Chair called the meeting to order and took roll call. With 10 of 11 members present (1 member present via telecon, 1 seat vacant pending Special Election), the meeting was quorate. The draft agenda was adopted as posted, albeit with revisions to the running order.

2. Approval of Minutes

The motion to approve the draft minutes of the 26 February 2019 Board meeting was moved by Frederick Hirsch and approved by unanimous consent.

3. Board-only Discussion

Gershon Janssen, Board Chair, led the discussion. This session was Board-only and thus in executive session. No motions were recorded.

4. Organizational Health

Gershon Janssen, Board Chair, led the discussion. Scott McGrath, Chief Operating Officer, and Carl Geyer, Chief Development Officer, provided input. This session was held in executive session. No motions were recorded.

5. Business Strategy Review

Carol Geyer, Chief Development Officer, provided a review of the current OASIS strategy and where we are in each of the focus areas.

For 22 years, OASIS has had one revenue stream – TCs. We now have four potential streams:

1) TCs

After somewhat of a dry spell, the TC business is picking up. We have 3 new TCs on the horizon for the next six months, as well as continued interest in KMIP and some in MQTT.

2) US TAGs to ISO

On the heels of the very successful Privacy TAG last year, we have a new "Sharing Economy" TAG starting up. This one is not anticipated to be the same size as the Privacy TAG, but we already have commitments for some participants.

3) Foundation-in-a-Box

We have one proposal to review during this Board meeting, and other possibilities in the pipeline.

4) Open Projects

We will promote OPs more broadly in another month or so, but already have a couple of internals converting over (OSLC and ODF).

6. RSA 2019 report

Jane Harnad, Manager of Events, updated the Board on the recent KMIP Interoperability Demonstration at RSA 2019.

This public event took place in the Moscone Center on March 4-7. No issues with setup or execution were noted. This year's participants were enthusiastic enough to request that OASIS organize another demo at RSA next year.

7. Pre-FiaB discussion

Scott McGrath, Chief Operations Officer, and Carol Geyer, Chief Development Officer, provided an overview of the process followed with the initial Foundation-in-a-Box candidate. The discussion was held in executive session. No motions were recorded.

8. FiaB Proposal

Scott McGrath, Chief Operations Officer, introduced the topic. The discussion was held in executive session. No motions were recorded.

Minutes – Day 2

1. Welcome, Agenda Review

Gershon Janssen, Chair, opened, took roll-call, and reviewed the day's agenda.

2. Finance Committee Report

Frederick Hirsch, Treasurer, led the discussion. The discussion was held in executive session. Jim Cabral moved to release the 2018 Annual Report to the members, and this motion passed with unanimous consent. No other motions were recorded.

3. Open Projects Advisory Council

Carol Geyer, Chief Development Officer, and Martin Chapman, Board Vice-Chair, provided an update on the Advisory Council. The Council now consists of 15 participants, with a diverse mix. Their first teleconference was held April 11th, shortly after this update to the Board. An action item from an earlier Board meeting was to clarify the "terms of reference" between the Council and OASIS. A draft was submitted in the Board-Plus documents area and was reviewed in this Board meeting. Martin Chapman moved for adoption with one sentence appended, and the motion passed with unanimous consent.

4. IT Strategy Update

Scott McGrath, Chief Operations Officer, provided an update on the evolving IT rollout and its impact on the strategy and budget.

A new website (<https://community.oasis-open.org>) will be available in the next few weeks, the first phase of a move to more modern tooling. Although at first this SSO-based site will require another login, over time more and more tooling and services will move to this environment and need for access through the legacy site will atrophy. This rollout is being done carefully to

preserve rich OASIS content and history, yet still within budget. April 22 should see the first of a series of “go-live” emails.

5. Follow-up FiaB discussion #1

Scott McGrath, Chief Operations Officer, and Jamie Clark, General Counsel, led a follow-up discussion on the FiaB proposal as introduced on day 1. This discussion was conducted in executive session. No motions were recorded.

6. Executive Director discussion

Gershon Janssen, Chair, led a discussion about what an ideal ED might look like at this time in OASIS history, should the Board choose to pursue this route in the near future. After discussion, the topic was remanded to the Staffing subcommittee for additional consideration.

In this context, the motion to approve the draft minutes of the 15 March 2019 Special Board meeting (as distributed directly to Board members) was moved by Jim Cabral and approved by unanimous consent.

7. Follow-up FiaB discussion #2

Gershon Janssen, Board Chair, reprised discussion on the first proposed Foundation-in-a-Box candidate. This session was held in executive session. Martin Chapman moved to approve the FiaB candidate proposal (see Resolution 2019-04-10.04), and the motion was approved by unanimous consent. The Board also expressed appreciation to the staff for all the work that was done on this proposal. No other motions were recorded.

Minutes – Day 3

1. Welcome, Agenda Review

Gershon Janssen, Chair, opened, took roll-call, and reviewed the remaining agenda.

2. 2019 OASIS Election Update

Scott McGrath, Chief Operations Officer, provided an update on the upcoming elections.

The nominations for the special election to fill the remainder of Jenny Menna’s term will close on 19 April. Candidates who do not win the special election will have time to also run for the general election, if they so choose.

The nominations for the general election will open on 17 April and close on 22 May. The general election will run from 29 May through 19 June, leaving the winning candidates adequate time to appear at the July F2F Board of Directors meeting in Burlington, MA.

3. Bank document signing session

With the recent departure of the Executive Director, changes to the authorized signer list for OASIS accounts were executed by the officers of the Corporation and witnessed by a notary.

4. Liaison Update

Jamie Clark, General Counsel, reported recent developments.

The only item of note was the disappearance of NSTIC as an area of interest, given the federal handoff to Kantara.

5. TC Admin and TAB Update

Chet reported on recent activities.

On the admin side, since the last report, OASIS has put forward 4 standards, 2 committee specs, and 2 committee notes. The TC work items, although taking somewhat longer than ideal, are still within SLA limits. The committee notes, although labelled as non-normative, seem to have some IPR considerations, so the IPR committee will need to review (see Action Items).

On the TAB side, things have been quite busy lately, providing comments on OSLC Query v3.0, TAXII v2.1 and Virtio v1.1, as well as drafting a policy for software vulnerabilities.

6. Responsibility assignments

Gershon Janssen, Board Chair, led a review of responsibility reassignments due to personnel changes. The discussion was held in Executive Session. A motion to approve the resulting matrix was moved by Beth Pumo and passed by unanimous consent.

7. Future Meetings Planning

Gershon Janssen, Chair, reviewed the future meeting schedule.

Future Meeting Schedule
Tuesday May 21, 2019, 1-3PM ET, Teleconference
Tuesday June 25, 2019, 1-3PM ET, Teleconference
Wednesday July 24 - Friday July 26, 2019, Burlington, MA, USA, Face-to-Face

It was noted that Oracle hosting the July F2F in their Burlington facilities is somewhat contingent on Martin Chapman's re-election to the Board.

There was some discussion of a fall F2F in Europe (after EU elections in May), but it would require careful planning to have sufficient business justification for several non-profit members of the Board to be able to be physically present at such a meeting.

8. Any Other Business

Gershon Janssen, Chair, led the discussion.

Board subcommittee assignment modifications were moved by Gershon Janssen and passed by unanimous consent.

9. Adjournment

The meeting was adjourned by Gershon Janssen at noon.

Outstanding Action Items

All outstanding action items are grouped together here for ease of reference. However, some of these action items will be reviewed elsewhere in the minutes as part of other discussions.

Action Item 2019-02-26.01 owner: Carol Geyer, target: 2019-04-10 (completed)

Carol to work with Jamie and Martin to clarify the “terms of reference” for the Open Projects Advisory Council members.

Action Item 2019-04-10.01 owner: Jamie Clark, target: 2019-07-24

Jamie to notify Board when the NDA has lapsed.

Resolutions

Resolution 2019-04-10.01

“Board resolves to approve the Executive and Public minutes of the February 26, 2019 Board meeting, as published at https://www.oasis-open.org/apps/org/workgroup/board-plus/documents.php?folder_id=3261”

Resolution 2019-04-10.02

“Board resolves to approve the release to OASIS Members of the 2018 Annual Report.”

Resolution 2019-04-10.03

“Board resolves to adopt the Open Projects advisory council Terms of Reference defined in <https://www.oasis-open.org/apps/org/workgroup/board-plus/message.php/201903/msg00010/OP-advisory-council-terms.docx> adding the text at the end "approved by the OASIS Board of Directors on 11 April 2019. This document may subsequently be amended by the OASIS Board." “

Resolution 2019-04-10.04

“Based on (a) the recommendation of the managers of OASIS Open Development LLC (the "Host LLC"), (b) the material presented as the review package pursuant to the OASIS Foundation-in-a-Box Operating Rules, and (c) its review and advice received from staff, the OASIS Board of Directors hereby approves the proposal for formation of the Foundation Series described in the review package transmitted to the Board on April 8, 2019, and gives its consent to the formation of that Series by the Host LLC, subject to the conditions listed in the review package.”

Resolution 2019-04-10.05

“Board resolves to approve the Executive minutes of the March 15, 2019 Special Board meeting, as distributed to the individual Directors.”

Resolution 2019-04-10.06

“Board resolves to assign Corporate Responsibilities as represented at <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/65128/Executive%20Director%20President%20Responsibility%20Assignment%202019-4-5.docx> to fulfill Bylaw and operational expectations.”

Resolution 2019-04-10.07

“Board resolves to add Jason Keirstead to the IPR committee, and Frederick Hirsch and Beth Pumo to the Staffing committee”