

Meeting Logistics

Venue

The meeting was conducted by teleconference.

Teleconference Bridge

Thanks to OASIS for providing the teleconference bridge.

Meeting Documents

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

Attendance

Directors Present:

- Jeremy Allison
- Rich Bowen
- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Jason Keirstead
- Wende Peters
- Beth Pumo
- Bruce Rich
- Richard Struse

Staff Present:

- Chet Ensign
- Guy Martin
- Scott McGrath

Directors Absent:

- Daniel Riedel

1. Welcome, Roll call, Agenda

Gershon Janssen, Chair, presided at the meeting. Rich Struse, Secretary, recorded the minutes, assisted by Chet Ensign.

With 10 of 11 Directors present, the meeting was quorate.

The agenda was reviewed. Frederick asked to include an opportunity to raise the topic of Persistent Non-Voting Member status. With that addition, Gershon asked if there were any objections to the agenda as amended. None raised objections so the agenda was approved.

2. Administrative matters

Review of Minutes

Rich Struse thanked Bruce Rich, prior Secretary and Chet Ensign for assistance with the minutes of the Board 2-day meeting July 22/23.

Wende moved to approve the minutes. Bruce seconded. There was no further discussion. No objections were raised to approving the minutes. The motion was passed.

Approval of Board sub committee member adjustments

Gershon reported that Frederick has volunteered to chair the Governance/IPR Committee. Gershon moved to approve Frederick as the committee chair. Bruce seconded. There was no further discussion. No objections were raised to approving the motion. The motion was passed.

Persistent Non-Voting Member status on committees

Frederick noted that Board members who want to remain active in a committee but cannot guarantee their availability can choose to be a Persistent Non-Voting Member so that they do not impact quorum. Board members confirmed that their role should be so set.

By-laws update

Scott updated the Board on the progress of the member review and confirmed that the schedule is still on track.

3. Executive Director Report, Strategy Update

Guy Martin, Executive Director, led the update. He has reached his 6 month anniversary in this role. He reported on several topics of interest.

Guy reported that the pipeline is healthy and the organization's finances are in good shape, especially in light of the economic impact of the Covid-19 pandemic.

He reported that OASIS has just been reapproved as a JTC1 PAS submitter. The approval is good for 5 years.

He noted that he and Scott have split IT responsibilities between them to allow Scott to stay focused on the web site refresh. He said that he plans to hire a junior IT resource next year.

On the EU entity, Guy reported that he is working on lining up the slate of directors that will be submitted to the Board for approval by ballot next week.

He reported progress on the website redesign and brand refresh. She shared wireframes showing the design, new logo, etc. There was discussion of the colors and the logo. Guy confirmed that mobile presentation is being handled as part of the project.

He updated the Board on the progress of the unification projects (aka 3-buckets of work). Unified Member Agreement will be the first component delivered to the Board in Q4/2020.

4. Finance Committee Report

Report presented in Executive Session.

5. TC Process roll-out

Martin reported that because the revisions to the policy document had not been shared with members in August, the committee opted to circulate it for comment and propose a new effective date to the Board. The motion was reviewed and the date for TCs to act on the new sect. 1.10 TC Vitality requirement was adjusted to June 1st, 2020.

Gershon moved to approve the motion as amended. Frederick seconded. There was no further discussion. No objections were raised to approving the motion. The motion was passed.

6. Schedule for future meetings

In the interest of time, Gershon tabled discussion of the topic and asked Board members to review the proposed 2021 schedule posted in the Kavi meeting folder for discussion at the next meeting.

7. Any other business

No other business was raised.

8. Adjournment

The meeting was adjourned.

Outstanding Action Items

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

Board Action Items (Red indicates highest priority):

Action Item 2019-07-24.02 owner: Governance, target: 2020-07-23

Governance and IPR Advisory Committee to take up review of the bylaws, standing rules and committee charters, including potential new membership class(es). Charters have been updated, other work (including modernized bylaws) in progress.

Action Item 2020-02-06.07 owner: TBA, target: tbd

Appropriate level of detail for minutes.

Action Item 2020-02-06.08 owner: TBA, target: tbd

Appropriate usage of Executive Session for private discussions of the Board.

Action Item 2020-02-06.10 owner: Governance, target: tbd

Bylaws clarification: President vs ED vs Board Chair.

Action Item 2020-02-06.11 owner: Gershon, external counsel, target: 2020-07-22

Craft response to member request for information.

Action Item 2020-02-06.13 owner: Gershon, target: Q3/2020

Update to the Interop Demo Policy / Resolve OASIS Interoperability Demonstration Policy.

Action Item 2020-03-06.01 owner: Gershon, target: tbd

Track committee accomplishments and attendance.

Action Item 2020-06-23.01 owner: Staffing Committee, target: July 2020

Execute 90-day ED evaluation.

Action Item 2020-07-22.01 owner: Process, target: tbd

Vulnerability Disclosure Policy and Process.

Action Item 2020-07-22.02 owner: Process, target: tbd

Code of Conduct.

Action Item zzz owner: TBA, target: tbd

Confidentiality Policy.

Staff Action Items:

Action Item 2019-07-24.04 owner: staff/ED, target: tbd

Investigate cost-effective tooling to produce report on allocation of staff time to projects

Action Item 2019-07-24.05 owner: staff/ED, target: tbd

Investigate mechanisms to add variance analysis to financial report to more easily see significant changes

Action Item 2019-07-24.06 owner: staff/ED, target: tbd

Proposal to incentivize current and additional Foundational Sponsors

Action Item 2019-07-24.07 owner: Chet Ensign, target: 2020-04-28

Work with TAB for a plan for TAB revitalization/wrapup.

Action Item 2020-02-06.03 owner: Staff/ED, target: tbd

OASIS starting other lines of business

Action Item 2020-02-06.06 owner: Staff/ED, target: tbd

Clarify Board policies vs staff policies.

Action Item 2020-02-06.12 owner: Staff/ED, target: tbd

Branding of OASIS Open vs Open Projects.

Resolutions

Resolution 2020-09-08.01

The Board resolves to approve the Executive and Public minutes of the 22-23 July Board meeting, as published in:

Executive:

https://www.oasis-open.org/apps/org/workgroup/board-plus/documents.php?folder_id=3392

Public:

https://www.oasis-open.org/apps/org/workgroup/board-plus/documents.php?folder_id=3392

Resolution 2020-09-08.02

The Board resolves to approve Frederick Hirsch as chair for the Board Governance / IPR sub committee.

Resolution 2020-09-08.03

The Board resolves to amend the effective date for updated versions of the TC-Process (v6.0-CPD08), OASIS-Committee-Operations-Process (v1.0-CPD04), defined-terms (v1.0-cpd02) and OASIS-Naming-Directives (05-26-2020) to 1 November 2020, and as a consequence the date for acting on the new process defined in section 1.10 in TC-Process-v6.0-CPD08 for TCs older than 4 years by June 1st, 2021.