

Minutes - OASIS Board of Directors Meeting

Held 16 December 2009 by teleconference, 10-12 PT.

OASIS Board approved Public minutes.

Thanks to IBM for providing the teleconference bridge.

16 December 2009

Directors in Attendance:

- Bob Freund, Vice Chairman
- Jim Hughes, Treasurer and Finance Committee Chair
- Frederick Hirsch, Secretary
- Mike DeNicola
- Eduardo Gutentag
- Bob Glushko
- Dave Ings
- Paul Knight
- Paul Lipton
- Jeff Mischkinsky

Directors not Present:

- Peter Brown, Chairman

Staff in Attendance:

- Laurent Liscia

1. Welcome, Agenda Review

Bob Freund, on behalf the Chair Peter Brown, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Bob Freund, on behalf the Chair Peter Brown, convened the meeting at 10:05 PT, noting that a quorum was in attendance. Ten directors and Laurent Liscia were present when the meeting convened. The meeting agenda was reviewed and approved.

2. Minutes Approval

[RESOLUTION 2009-12-16.01, Approve the v2 public and confidential minutes from 2009-11-20 as distributed on 2009-12-07 by Frederick Hirsch.](#)

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200912/msg00004.html>.

3. Open Action Review

This section records action item status. There are 5 action items listed.

Actions from 17 September 2009

ACTION: 2009-09-17.1: Finance Committee to review issues of Member Section funding status changes on fiscal boundary, including Cathie Mayo and Scott McGrath before October F2F.

Status: completed.

Actions from 13 October 2009

ACTION: 2009-10-13.1: Laurent Liscia to confirm Burlington MA location for 28-29 July Board F2F meeting.

Status: open.

ACTION: 2009-10-13.4: TAB to provide the OASIS Board of Directors with updated slides clarifying the specific goals of external work areas, to identify which are new and which are ongoing, and to clarify results since the last report to the Board.

Status: open.

Note: Additional information is needed to clarify past work, current work and planned activities, including expected results.

Actions from 20 November 2009

ACTION: 2009-11-20.1: Frederick Hirsch to add Motion 2009-11-20.06 as A item on next agenda.

Status: completed.

ACTION: 2009-11-20.2: Frederick Hirsch to add 15 minute executive session status item to follow up on agenda item 12 on next agenda.

Status: completed.

4. Open Resolution Review

This section records the follow-up status for resolutions, for example the posting of approved minutes and policies or the follow-up actions required of a resolution. There are 5 resolutions listed for follow-up action.

Resolutions from 20 November 2009

RESOLUTION 2009-11-20.01, RESOLVED: Approve the public and confidential minutes from 13 and 15 October 2009 as distributed on 15 October 2009 by Frederick Hirsch.

Follow-up Status: completed.

Note: Posted, see <http://www.oasis-open.org/board/minutes-2009-10-13.pdf>.

RESOLUTION 2009-11-20.02, RESOLVED: OASIS join FixPL, as an associate liaison member, on a fee-waived basis, with the provisos that (a) only OASIS staff or contractors serve as the primary representatives of OASIS within FixPL, and (b) no contributions of intellectual property are made by OASIS into FixPL other than in accordance with our OASIS IPR Policy and Liaison Policy.

Follow-up Status: open.

Note: Waiting for FixPL to complete agreement.

RESOLUTION 2009-11-20.03, RESOLVED: OASIS join CalConnect, on a fee-waived basis, with the provisos that (a) only OASIS staff or contractors serve as the primary representatives of OASIS within CalConnect, and (b) no contributions of intellectual property are made by OASIS into CalConnect other than in accordance with our OASIS IPR Policy and Liaison Policy.

Follow-up Status: completed.

5. Additional Action and Resolution Review

The Board of Directors entered Executive Session to discuss Additional Action and Resolution Review.

The Board of Directors finished Executive Session to discuss Additional Action and Resolution Review.

6. Agenda Publishing

Follow-up on F2F discussion and MOTION 2009-11-20.06.

MOTION 2009-12-16.02, Adopt proposal to share the agenda and materials as in email
<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00051.html>

Draft motion - no vote held

MOTION 2009-12-16.03, Call the question

Motion failed [6-4-0]

RESOLUTION 2009-12-16.04, Adopt proposal to share the agenda and materials as in email
<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00051.html>

RESOLUTION 2009-12-16.04a (to amend), to begin with February F2F 2010 agenda

Approved unanimously

Motion approved [8-2-0]

The Board discussed issues related to Board transparency, in particular the cases needed confidentiality. Changes here include publication of agendas and related materials. The list would also allow materials for discussions to be shared in advance. The Board-Plus list could continue to be used for sharing Executive Session materials.

<Eduardo Gutentag left the meeting>

ACTION 2009-12-16.1: Laurent Liscia to implement mailing list needed to implement RESOLUTION 2009-12-16.04, available by mid-January. See

<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00051.html>

7. Executive Session Topics

The Board of Directors entered Executive Session to discuss Executive Session Topics.

The Board of Directors finished Executive Session to discuss Executive Session Topics.

8. EXPRESS and EU Commission recognition of OASIS

Laurent Liscia provided a status update on Dr. Carol Cosgrove-Sacks' work in EXPRESS, the EU ICT Steering Committee and other efforts related to the strategic objective of having OASIS recognized internationally. Support for Fora and Consortia are slow in coming in the EU, leading to duplicate efforts.

9. OASIS Report and Strategy Discussion

Laurent Liscia, Executive Director, and the Board discussed OASIS Strategy in conjunction with the Finance Committee Budget discussion.

10. Finance Committee Report

The Board of Directors entered Executive Session to discuss Finance Committee Report.

The Board of Directors finished Executive Session to discuss Finance Committee Report.

11. Process Committee Report

Jeff Mischkin reported on Process Committee status, noting significant progress on Informational Documents. The Committee would like to bring an update to the February 2010 Board Meeting. The

Committee is also reviewing the process for modifying Member Section Rules of Procedure. The Board discussed sharing the revised Process document with OASIS members.

12. Governance Committee Report

Mike DeNicola provided an update on the Governance Committee status, noting the Committee has discussed issues related to removal of Directors. The Bylaws already have provisions for Director removal. As Directors are elected by the members, the Committee is considering allowing the Board to suspend a Director and then have members ratify the removal. The Board discussed various issues related to this, providing feedback to the Committee. A Board suggestion is to create a "Code of Conduct" for Directors.

13. Meeting Schedule

Planned upcoming meeting schedule.

F2F Meetings
F2F 3-4 February 2010 in New York City, hosted by IBM.
F2F, 26-27 May 2010, St Helena hosted by Bob Glushko
F2F, 28-29 July 2010, Burlington MA

Telconference information:

Teleconferences
No teleconference in January 2009
18 March 2010, 8-10 PT
29 April 2010, 8-10 PT
24 June 2010, 8-10 PT

14. Adjourn

The meeting adjourned at 12 PT.

Respectfully Submitted,

Frederick Hirsch

Secretary, OASIS Board of Directors