

Meeting Logistics

Venue

The meeting was conducted by teleconference.

Teleconference Bridge

Thanks to Gershon Janssen for providing the teleconference bridge.

Meeting Documents

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

Meeting Tool

The Zoom meeting tool was used to present materials and manage the speaker queue.

Attendance

Directors Present:

- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Bret Jordan
- Jason Keirstead
- Margaret LaBrecque
- Paul Lipton
- Beth Pumo
- Bruce Rich
- Daniel Riedel

Staff Present:

- Guy Martin
- Scott McGrath

Directors Absent:

- Richard Struse

Minutes

1. Welcome, Agenda Review

Gershon Janssen, Chair, presided at the meeting. Bruce Rich, Secretary, recorded the minutes. The Chair called the meeting to order at 1:05PM EDT and took roll call. With 9 of 11 Directors present, the meeting was quorate. The agenda was reviewed and approved as published.

2. Review of Minutes

Bruce Rich, Secretary, led the discussion.

The minutes from the 28 April 2020 meeting were reviewed. Paul Lipton moved to approve as presented. Jason Keirstead seconded. The motion was approved by unanimous consent.

3. Board-Only Discussion

Gershon Janssen, Chair, led the discussion. The board-only discussion was held in executive session. No motions were recorded.

As the meeting came out of Board-Only Executive Session, Margaret LaBrecque (Director) and staff members Guy Martin and Scott McGrath joined the call.

Paul Lipton announced his decision to resign as a Director of the Board, effective June 10. Paul has served well for 10+ years and will be greatly missed on the Board.

4. Consolidated Board Objectives

Gershon Janssen, Chair, led the discussion. The intent was to bring into sharper focus some potentially disparate committee and Board efforts, with the goal of prioritizing and closing some of these more globally important work items. The objectives are in the Board-Plus folder for this Board meeting. Topics include a Vulnerability Policy and Process, bylaw modernization, TC Process updates, and Interop Policy, among others.

5. Executive Director Report

Guy Martin, Executive Director, briefly touched on several topics of interest.

Staff have been working on branding updates. One of those efforts is already visible on the OASIS website on a page that highlights the various parts of the portfolio that bear on the ongoing COVID-19 pandemic. The page can be seen at <https://oasis-open.org/covid>. Other branding efforts are focused on where we are, where we want to be, and how we get from one to the other.

On the IT modernization front, RFPs have been received for a modernization of the front-end of the OASIS web presence. A prototype Enterprise CLA process utilizing Salesforce is currently in test.

The rest of the Executive Director's report may be found in the meeting folder.

6. Finance Committee Report

Frederick Hirsch, Treasurer, and Scott McGrath, Chief Operations Officer, led the discussion. The discussion was held in executive session. No motions were recorded.

7. EU Entity Update

Gershon Janssen, Board Chair and OASIS President, led the discussion.

Matters are proceeding, but to progress further, a specific individual needs to be named the Ultimate Beneficiary Owner for the Stichting OASIS Open Europe. Guy Martin, OASIS Open Executive Director was proposed for that contact name. Bret so moved. Margaret seconded. The motion was passed by unanimous consent.

8. Board July “F2F” Plan

Gershon Janssen, Board Chair and OASIS President, led the discussion. The meeting will be a teleconference on 22-23 July. Given the current Board members’ locations, the timeslot chosen was from 10AM to 3PM EDT, which accommodates participants from the US Pacific coast through Europe’s Central time zone.

9. Any Other Business

Gershon Janssen, Board Chair and OASIS President, led a brief discussion.

No additional topics were brought up.

10. Adjournment

The meeting was adjourned at 3:03PM EDT.

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.

Action Item 2019-07-24.02 owner: Frederick Hirsch, 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 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 2020-02-06.07 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: 2020-03-31
Craft response to member request for information.
Action Item 2020-02-06.12 owner: Staff/ED, target: tbd
Branding of OASIS Open vs Open Projects.
Action Item 2020-02-06.13 owner: Process, target: tbd
Resolve OASIS Interoperability Demonstration Policy.
Action Item 2020-03-06.01 owner: Gershon, target: tbd
Track committee accomplishments and attendance.
Action Item 2020-04-28.01 owner: Board/staff, target: 2020-06-23
Virtualize the July F2F.

Resolutions

Resolution 2020-05-26.01

“The Board resolves to approve the Executive and Public minutes of the 28 April 2020 Board meeting minutes as published in:

Executive: <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/67146/latest>

Public: <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/67161/latest>”

Resolution 2020-05-26.02

“The Board resolves to assign the OASIS Open Executive Director, Guy Martin, as the designated Ultimate Beneficiary Owner (UBO) for the Stichting OASIS Open Europe.”