

**ACTION BY UNANIMOUS WRITTEN CONSENT WITHOUT MEETING
BY THE BOARD OF DIRECTORS OF OASIS OPEN**

The undersigned hereby certifies that the following resolution was approved unanimously by written consent of the OASIS Board of Directors without a meeting, and the Bylaws of this corporation authorize the directors to so act by provision of Section 15. The written consents are filed with the minutes of the Board.

Resolution 020513-01: That the Board of Directors approve the implementation and use of (a) OASIS Technical Architect Job Description, in substantially the form attached to this Consent as Exhibit A (the “TA Job Description”), and (b) OASIS Technical Architect Management Process, in substantially the form attached to this Consent as Exhibit B (the “TA Management Process”); each with such changes as the President of the Consortium may consider desirable and appropriate.

Further Resolved: That the officers of this Consortium be, and they hereby are, and each acting singly hereby is, authorized to do all such other acts and things, and to execute and deliver all such other instruments, certificates and documents, as may be called for by the preceding resolutions or as they deem necessary, appropriate or desirable in order to effectuate the intent and purposes of the preceding resolution.



Jim Hughes
Secretary
13 May 2002

EXHIBIT A
OASIS Technical Architect
Job Description
(4/16/2002)

Overview

The OASIS Technical Architect (TA) provides “hands-on” technical expertise to help coordinate the work of various OASIS Technical Committees (TCs), designs technical architectures, and liaises with other TCs and working groups both within and outside of OASIS. This work is done under the direction of the OASIS Director of Technical Operations (DTO) and in cooperation with the OASIS Technical Advisory Board (TAB).

The DTO’s responsibility is primarily administrative and facilitative; the DTO administers the OASIS Technical Process and ensures that TCs are active and operating correctly. The TA reports to the DTO, and the DTO assigns technical topic areas, TCs to work with, and tasks to the TA that require technical expertise in specific areas.

The TAB is a group elected by OASIS members and selected by the OASIS Board for the purpose of supporting the growth of technical work within OASIS by identifying topics of interest to OASIS and the industry, providing advice on the promotion OASIS technical work, providing guidance on scope and deliverables of technical work, and recommending areas of collaboration within OASIS technical committees and with other outside standards activities. While there is much overlap between the goals of the TAB and the TA, the TAB is an advisory committee of high-level contributors meeting a few hours a month identifying topics and strategies, while the TA is a dedicated, hands-on resource working “in the trenches” with the individual TCs to carry out those ideas. The TA receives assignments and priorities from the TAB and DTO, and works under the direction of the DTO. The TA could be a member of the TAB if elected/selected, but would otherwise participate in the TAB as an observer.

Management

The TA is an executive loan position, donated to OASIS by an OASIS member organization or individual OASIS member either part or full time for a period of six months or a year. The donation of the TA resource must be accepted by the OASIS Board upon recommendation by the OASIS CEO and DTO. The TA remains an employee of the member company making the loan, and the employing company continues to pay the TA’s salary, benefits, and travel expenses, and provides the TA with office space and computer equipment. The TA reports organizationally into OASIS staff for the duration of the assignment.

OASIS will seek resources for multiple TAs, and TAs will be assigned topic areas and responsibilities suited for the person’s expertise and ability.

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Job Responsibilities

OASIS may have multiple TAs, and each will be assigned to various topics or groups of technical committees (e.g. e-business, web services, security, e-government, verticals, etc.) and tasks based upon the person's areas of expertise and ability. Topics will be selected and prioritized by the TAB and the DTO. The TA may be assigned a number of the following activities:

- Participate in the OASIS TCs associated with one or more assigned topics, understand what each TC in the assigned topic area is doing, how their specifications overlap or interface, etc. Ensure that the OASIS TCs are liaising with each other as appropriate. The TA will be a member of or contributor to various OASIS TCs, but will focus mainly on joint technical architectures and issues between TCs rather than contributing to development of the specifications. The TA will travel occasionally to TC and coordinating committee meetings.
- Together with the TAB, create or select a "roadmap" or architecture (based on existing roadmaps from other organizations as appropriate) for the assigned topic(s) and determine how each of the OASIS specifications fit on the roadmap. Identify specifications from other standards organizations and determine where they fit on the roadmap. Identify overlaps and holes, and make recommendations to the TAB on areas that OASIS could pursue. Make recommendations to OASIS TCs on overlaps that could be avoided.
- Organize and/or participate in (or chair) an OASIS Joint Committee to coordinate the technical work of OASIS TCs.
- Serve as a technical representative or liaison on joint committees between OASIS and other organizations, or represent OASIS on other organizations' committees as assigned.
- Speak on behalf of OASIS at industry conferences and events on assigned topics, prepare presentations, prepare technical briefings for OASIS staff and the TAB, and speak to press analysts as assigned.
- Otherwise contribute to OASIS and its TCs on technical matters as assigned by the DTO.

Qualifications

Candidates for Technical Architect should have

- considerable technical expertise in a topic associated with multiple OASIS TCs, preferably as a software developer or as an information architect;
- experience participating in and contributing to technical committees or working groups of standards organizations;
- experience creating technical specifications and standards; and
- experience creating architectures (groups of interoperating technical specifications).

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Topic Areas

The following are some specific, identified areas of coordination that are known to the OASIS staff that could be assigned to various TAs.

e-Business

- Participate in all OASIS e-Business TCs (ebXML, UBL, BTP, etc.)
- Participate in, and possibly chair, the OASIS ebXML Joint Committee to do technical coordination between the OASIS ebXML TCs
- Serve as a non-voting technical rep from OASIS to the ebXML Joint Coordination Committee (JCC)
- Participate in ebXML Joint Technical Architecture team meetings (e.g. in Barcelona, May 2002)
- Serve as the liaison from OASIS to ISO TC154; represent all OASIS e-Business TCs at ISO (the TC154 chair is requiring a single point of contact with OASIS; but this person should be longer than just six months)

Web Services

- Participate in all OASIS web services TCs (WSIA, WSRP, e-Business, etc.)
- Serve as the liaison from OASIS to other organizations doing similar work, including W3C WS Architecture Group, WS-I.org, etc.

Security

- Participate in all OASIS security-related TCs (SAML, XACML, Provisioning, XCBF, Rights Language, etc.)
- Serve as the liaison from OASIS to other standards organizations doing similar work, including ISO/IEC JTC1 SC6, W3C security working groups, etc.

e-Government (Public Sector)

- Participate in all OASIS legal and government TCs (LegalXML, Election, European Commission Auto Emissions Compliance TC, etc.)
- Serve as the liaison from OASIS to other standards organizations doing similar work, including US-IRS, US Federal CIO Council XML WG, NIST, OECD, European Commission, ODRxml, UN Agencies, UK e-GIF, TaxML, XBRL, ParlML, etc.

EXHIBIT B
OASIS Technical Architect
Management Process
(4/16/2002)

Notices

OASIS has announced to members the existence of an Executive On-loan Resource program. Technical Architects are one way members can provide resources under this program.

The OASIS Technical Architect (TA) Job Description is posted on the OASIS member-only website. The OASIS CEO and staff may refer to the existence of the program and the current status of TA positions when communicating with members and prospective members.

Selection

Interested members will submit a nomination, including a resume of the candidate which highlights the candidate's experience in specific standards related activities. The CEO and DTO will interview the candidate to determine the applicability of their experience and their interest and availability. If there appears to be a match, the CEO or DTO will contact the candidate's management to confirm their support for providing the on-loan resource and identify any specific issues.

The DTO will prepare a proposed Job Assignment which identifies the initial set of activities that the candidate would be assigned to perform. The Job Assignment, together with the candidate's resume, are then submitted to the TAC/TAB for review. If they agree, the TAC/TAB then makes a recommendation to the Board of Directors for approval.

Confirmation

Upon approval of the proposed TA, the CEO will send a letter to the candidate's management to confirm the on-loan resource agreement. The DTO will then contact the candidate to establish the start-up of activities.

The management of the TA is described in the TA Job Description.