Minutes of the OASIS Board of Directors
May 11, 2006 – Draft v2

Held at the Grand Hyatt San Francisco

Directors in Attendance
Eduardo Gutentag, Chairman
Ed Cobb, Vice Chairman
Mike DeNicola, Treasurer
Chris Kurt, Secretary
Patrick Gannon, OASIS President and CEO
Jeff Mischkinsky
Frederick Hirsch
Claus von Riegen
Bob Glushko
Michael Winters

Regrets
John Jackson

Guests and Staff in Attendance
Scott McGrath, OASIS
Carol Geyer, OASIS
Jamie Clark, OASIS
Robin Cover, OASIS
Mary McRae, OASIS
Jane Harnad, OASIS

Pete Wenzel
Martin Chapman, Oracle Corporation
Alan Clark, Novell
William Cox, Individual
Hal Lockhart, BEA Systems, Inc.
Jishnu Mukerji, Hewlett-Packard
Donglin Wang, Changfeng Open Standards Platform Software Alliance
Marian Lewandowski, Xenos
Hans Aanesen, Individual
Svein Tore Johansen, Individual
Harm-Jan van Burg, Netherlands Tax and Customs Administration
Ann Terwilliger, Visa International
Mark Palmer, NIST
Harry Gore, LMI Consulting

1. Welcome, Goals and Agenda Review
Eduardo Gutentag convened the meeting at 1:33 pm Pacific Time. All Directors except John Jackson were in attendance. Guests from the OASIS Membership were welcomed to the meeting.

The meeting agenda was reviewed and approved as distributed.

2. Review & Approval of Minutes & Action Items from 12 Apr Board call.
Chris Kurt presented the minutes of the April 12, 2006 Board meeting for review and approval.
RESOLUTION 2006-05-11.01: RESOLVED, that the Board approves the minutes of the April 12, 2006 Board of Directors meeting. Passed unanimously.

3. Status of Open Action Items

Chris Kurt reviewed the open action items. Current status is reported below.

ACTION ITEM 2005-07-27.05: Executive Committee to review Liaison Policy for consistency with convergence goals of the organization.
[Status: Open. Convergence issues being worked by TC Process committee.]

ACTION ITEM 2006-01-25.02: Patrick Gannon to track the IT issues list and import into IT tracking tools when they are available.
[Status: Open. Ongoing.]

ACTION ITEM 2006-01-25.03: The TAB to distribute the current AIR draft for public review, process any comments, and provide an updated version to the Board for approval at its March meeting.
[Status: Open. Ongoing work within TAB & Staff. See Agenda Item 11 May #6.]

ACTION ITEM 2006-01-25.04: The Strategy Committee to report at the May meeting with options for alignment of membership categories.
[Status: Open. Staff initiated member survey based on questions reviewed with Strategy Committee. See Agenda Item 11 May #4]

RESOLUTION 2006-01-25.06: RESOLVED that OASIS staff is directed to investigate and provide conference call bridge hosting, funded through the use of current reserve funds, with the operational plan subject to Board approval at the March meeting. Passed unanimously.
[Status: Open. Staff is surveying TCs for more detailed needs of conference calls.]

ACTION ITEM 2006-02-24.02: Ed Cobb to schedule an outreach committee meeting and develop a policy communication plan proposal.
[Status: Open. Outreach Team met on 15 March.]

4. Strategy Committee Report

Frederick Hirsch provided a report on the Strategy Committee activities. The committee presentation was reviewed, and feedback was provided by the Board. Additional discussion on this topic was deferred until after the Member Section Review topic.

5. Member Section Review

Ann Terwilliger presented the status of the PKI Member Section. Current activities include the following:
- Third International PKI Survey,
- PKI usage study within OASIS,
- Investigation of new projects for web signing, and the OASIS web sites,
- Liaisons with the Asia PKI forum.

The PKI Member Section provided an updated forecast of the spending plan for the remainder of 2006.

6. Strategy Committee Report - Part II

Frederick Hirsch continued the Strategy Committee report on membership categories. The current approach to membership categories, dues and benefits was discussed.
7. **Infrastructure Update**

Patrick Gannon reported on the status of infrastructure updates. The list of open items was reviewed and discussed. The overall review and decision making model was discussed as well.

8. **Symposium Review**

Carol Geyer and Jane Harnad provided a summary of the OASIS Symposium results. The meeting had 159 attendees, plus ten committee meetings. Feedback on meeting schedules and overall logistics was shared among the Directors and OASIS staff.

9. **TAB Review**

Frederick Hirsch led a series of TAB reports. The TAB members joined the meeting to discuss their various activities.

Jacques Durand
Pete Wenzel
Jishnu Mukerji
Martin Chapman
Hal Lockhart
Bill Cox

Jacques Durand provided additional information on the Symposium. The 2006 event had a smaller number of presentations, with extra support and coordination with the presenters. Overall planning for the event went more smoothly than the previous year.

Pete Wenzel reported on the work of the Gap committee, on behalf of Mike Mahan. This group has identified experts in various domains and has started to conduct interviews.

Bill Cox presented an update of the Quality Subcommittee work. They have been focused on the AIR guidance document and supporting material. They are also discussing work on testability/test assertions and a FAQ content template.

10. **Member Comments**

The Board opened the meeting for an open discussion with the other members who were in attendance.

Marian Lewandowski Suggestion: Have a session at the next Symposium entitled 'How to give an effective presentation'. It is important to make sure that our presentations are as high quality as possible, and that we take the event seriously.

Harry Gore - LMI Consulting, representing the US Department of Defense: We should have additional educational panels/presentations to provide information on core technologies. Another topic for consideration is the application/use of OASIS work in the public sector.

Harm-Jan van Burg - Chair of TaxXML TC and eGov TC: The Symposium agenda was not suitable for members with a business focus. It is too biased toward the software industry and vendors. As a second request, he and others are frustrated with the current membership structure, and will be following up with more information to the board on how government agency membership could be approached. Third, the members of the TaxML committee joined OASIS in order to have a discussion with other industry participants and vendors. They do not have direct communications with appropriate vendor representatives. More interaction between committees - crossing business and technical boundaries - should be promoted.

11. **General Organization Health**
The board reviewed the organizational health issues list and further discussions.

12. **Outside Directors Session**

The Outside Directors met to discuss additional topics as appropriate.

12. **Recess**

Following the Outside Directors session, the Board recessed for the evening.

13. **Reconvene**

The meeting reconvened at 8:31 am PT.

**Directors in Attendance**

- Eduardo Gutentag, Chairman (via teleconference)
- Ed Cobb, Vice Chairman
- Mike DeNicola, Treasurer
- Chris Kurt, Secretary
- Patrick Gannon, OASIS President and CEO
- Jeff Mischkinsky
- Frederick Hirsch
- Bob Glushko
- Claus von Riegen
- Michael Winters

**Guests in Attendance**

- Mary MacRae, OASIS
- Jamie Clark, OASIS
- Carol Cosgrove-Sacks, OASIS
- Scott McGrath, OASIS
- Ram Kumar, OASIS
- Martin Chapman, Oracle Corporation
- John Greacen, Greacen Associates, LLC
- Tom Clarke, National Center for State Courts
- Darrel Thomas
- Sarah Barbuscia
- Hans Aanesen, Individual

**Regrets**

- John Jackson

John Jackson and Michael Winters were not present when the meeting reconvened. The remaining agenda was reviewed and approved without change.

14. **Finance Committee Reports**

Patrick Gannon presented the reports from the 2005 audit. The 2005 Financial Statement and Management Letter were reviewed and discussed. The auditors did not identify any significant issues in their reports. The auditors did make suggestions on cost and revenue monitoring related to funds dedicated to member sections and accrued income from membership dues.

A discrepancy between the 2005 income and 2005 financial statement was identified ($2,489 and $2,498, respectively). This error, expected to be simply typographical, will be investigated and resolved.
The auditors reported that the accounting staff was doing an excellent job of record keeping and providing reports to the auditors. The conversion to the new financial software was successful and is providing benefits in support of the annual audit.

The March operations report was reviewed and discussed. It was noted that new member revenue is significantly behind plan. Current membership levels are at 350 organizational members, and a total of 574 members. 92% of members have signed the new agreements. The overall membership and sales process was discussed.

**ACTION ITEM 2006-05-12.01:** Staff to provide a copy of the new membership sales pipeline to the Finance Committee for review.

At the end of March, 64 TCs were active, with 13 under the new IPR Policy. During the month, two new TCs had their first meeting, while 3 closed.

15. **Liaison Report**

<OASIS staff and Members joined the meeting for this session.>

Dr. Cosgrove-Sacks gave a presentation on OASIS’ role in international standards, and her new role as OASIS’ international policy advisor. She provided an overview of her background and a report of accomplishments for 2005. For 2006, efforts will be focused on advocacy, developing relationships in Geneva and Brussels, and providing leadership/coordination for OASIS staff in Europe.

Liaison activity and other relationships in Europe were discussed.

Patrick Gannon presented the Liaison activity status report. Notable activities include a joint ITU-OASIS forum on disaster warnings, development of a World Standards day with ISO, and UBL discussions with CEFACT. Activities with industry and other vertical groups include ACORD, ANSI-HITSP, INCITS, IDPF, the World Conservation Union, and the Telemanagement Forum.

16. **Member Section Reports**

<Claus von Riegen and Eduardo Gutentag left the meeting during this discussion.>

John Greacen and Tom Clarke presented a status report on the Legal XML Member Section. The deliverables and status of the Member Section's committees was presented and discussed. The 2006 budget and spending plan were presented. Thoughts on Member Section policy were shared as input to the policy discussion.

Darrel Thomas and Sarah Barbuscia presented a status report on the DCML Member Section. The Member Section has 17 active members from 13 companies. They have restructured onto a single Technical Committee. The budget for 2006 was presented for review.

Patrick Gannon provided a status report on the Member Section policy discussion. The Committee is meeting regularly, and a draft policy document is being developed. The summary of the items planned for the Member Section policy was provided. Various aspects of the draft policy were discussed.

**ACTION ITEM 2006-05-12.02:** Scott McGrath to provide a summary of Member Section roles to the Board. Due before the next Board meeting.

**ACTION ITEM 2006-05-12.03:** Staff to look at the mechanism for members to designate dues allocation to Member Sections and report options back to the Finance Committee and Board. Due before the next Board meeting.
17. Outreach Team

Ed Cobb reported on the work of the outreach team. They attempted to schedule a speaker from ASF for the symposium, but were not successful.

**ACTION ITEM 2006-05-12.04:** The outreach team to draft a document on open source use of OASIS work.

18. TC Process Committee

Jamie Clark reported on the discussions of the TC Process Committee. The committee has been working through their list of open issues and plans to have a draft update for review before the Billerica f2f Board meeting. Key areas of review include related work disclosures, voting, chair selection, TC formation and errata.

19. TC Admin Review of TC Operations

Jamie Clark introduced Mary McRae and Ram Kumar as members of the TC Administration team. He reported on the work of the administration team and roles. The changing nature of the administration workload, primarily related to more 'vertical' TC work, was discussed.

The TC admin team reported on the status of IPR transition planning and votes. Steps to ensure that transitions happen on time were discussed.

**ACTION ITEM 2006-05-12.05:** Patrick Gannon to include the list of TCs that have not made IPR mode transition plans to next month's Operations report,

**ACTION ITEM 2006-05-12.06:** Patrick Gannon and staff to create the list of TCs and their current status as a new page on the OASIS member site, and notify the TC Chairs of where the page is posted.

20. Staffing Committee Report

Patrick Gannon provided a report on the Staffing Committee work. One of the key activities was to put together a success/management backup plan for the organization. The first version of this plan was reviewed and discussed.

21. Wrap-Up and Adjourn

The board discussed the results of the open segments of the Board meeting. The Board discussed whether to continue open sessions at Board meetings, and generally supported continuing open sessions at f2f meetings, particularly when they are held in conjunction with Symposia. The Board decided not to have an open segment at the Billerica meeting.

The list of action items opened during the meeting was reviewed and discussed.

Topics for the June meeting:
- Resolve election ties
- Financial/Operations report for April and May
- Strategy Committee report on member categories
- Bonus policy and departmental goals
- TC Process Committee updates
- Member section policy - draft review
- Infrastructure project status

Topics for the August meeting:
Financial/Operations report
Quarterly reforecast
TAB review and new member introductions
Strategy committee proposal for member categories and dues
Infrastructure project status
TC Process update
Member section policy approval
Staff departmental reports
Staffing committee chair/team roundtable report
General organizational health review

The meeting adjourned at 4:48 pm Pacific time. The next meeting is scheduled for June 28, 2006 at 9:00 am Pacific time.

Respectfully Submitted,
Christopher Kurt
Secretary