OASIS Board of Directors Meeting
30 November 2007 – 1 December 2007, Board approved public minutes.

Held in person at the Hotel Kempinski, in Beijing, People's Republic of China

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

Regrets:
Peter Brown (Unable to travel for medical reasons.)

Staff in Attendance
Jamie Clark, OASIS Staff

Guests in Attendance
Andy Lee, OASIS Technical Advisory Board
Jingjing Song, Manager of OASIS China Office
Steve Bratt, CEO, W3C
Mark Reichardt, President, Open Geospatial Consortium (OGC)
Mr Ping Wang, CNIS

1. Welcome, Goals and Agenda Review
Eduardo Gutentag, the Chairman, presided at the meeting, and Frederick Hirsch, the Secretary, kept the
minutes. Mr. Gutentag convened at 9:05 a.m., noting that a quorum was in attendance. Eight directors
were present when the meeting convened. The meeting agenda was reviewed and approved with minor
changes to accommodate guest scheduling.

2. Review & Approval of Minutes & Action Item Review.
Frederick Hirsch presented the meeting minutes from the 26 October 2007 Board meeting for approval.

RESOLUTION 2007-11-30.01, RESOLVED, accept the 26 October 2007 public and
confidential Minutes v3, as previously distributed (07-10-26-oasis-board-minutes-
CONFIDENTIAL-draft-v3.pdf and 07-10-26-oasis-board-minutes-public-draft-v3.pdf) on 12
November 2007.

Approved unanimously.
3. Review of Action Items

ACTION ITEM 2007-01-24.08: TC Process committee to consider (a) the range of final deliverables produced by TCs and (b) how to avoid standards inflation, producing a recommendation by the August OASIS Board meeting.
Status: action related to final deliverables completed at this meeting.

ACTION-2007-08-01.02: Staffing committee to review and finalize 360 review questions and guidelines so as to be suitable for both OASIS Board and staff, within 10 days.
Status: Closed at this meeting.

ACTION-2007-08-01.03: Patrick Gannon to provide plan for execution of the 360 review within 30 days of approval by the Board.
Status: Open. This is pending completion of ACTION-2007-08-01.02.

ACTION-2007-08-02.09: Staff to consolidate feedback from 2007 Symposium and provide to the TAB and the Board.
Status: Open. Peter to submit TAB's report to the Board.

ACTION 2007-09-27.01: The finance committee to review member section policy with respect to OASIS finances.
Status: Closed at this meeting.

ACTION-2007-10-26.01: Staff to schedule TAB election, considering nominations closing 30 Nov, balloting closing 4 January.
Status: Completed. TAB elections & schedule have been announced.

ACTION-2007-10-26.02: Patrick Gannon to develop CEO letter for OASIS board review and approval for November F2F addressing anti-trust issues.
Status: Open. Patrick Gannon was requested at this meeting to develop 1-page version of policy.

RESOLUTION 2007-11-30.02, RESOLVED, The Board thanks Jingjing Song, Andy Lee and the ChangFeng Alliance for hard work and a very excellent “Beijing 2007 Open Standard International Convention” held this week.
Approved unanimously

Andy Lee and Jingjing Song noted that Beijing 2007 Open Standard International Convention was very successful with about 300 attendees.

4. OASIS China Office

Jingjing Song provided status of the OASIS China Office, with new development including updates to the web site including translation of OASIS web pages, and translation into a brochure to be distributed
at non-OASIS events in China, OASIS member section and how to participate content (among others).
This increases OASIS visibility. Will also translate and deliver presentations from conference to those
who were unable to attend. These will be published on the web site. Patrick Gannon noted that OASIS
will provide a link to this material in the OASIS news. Possibly increasing to two events in each year
could increase visibility.

The Board discussed with the guests the potential interest in TC Process participation and OASIS
membership. It was noted that there was much interest yesterday in the session on how to be successful
in standards session, but the current process is of more interest to research and standards institutions,
but not necessarily to business attendees since they usually purchase technology. This implies a need
for more application oriented committees to meet a different need.

The China National Standard Bureau is now more accepting of open standards, including OASIS,
енabling use and recognition of OASIS standards.

5. China Lab Proposal

The ChangFeng Alliance is a major standards group in China, working with government to consider
OASIS, W3C as acceptable international standards organizations, in addition to ISO, ITU, and IEC.
OASIS is needed for day to day business, so is of benefit to Chinese industry and important. Next goal
is to bring in more companies, with EERP as a focus since it incorporates a full range of technologies.
SOA web services are important for EERP and these are areas in which OASIS works. International
collaboration for EERP makes sense since many countries can be involved in a work flow.

Andy Lee and Jamie Clark introduced a China Lab Proposal to the OASIS Board of Directors. A China
Lab could be created with OASIS using the existing Member Section structure and enable requirements
and early work leading to subsequent OASIS Technical Committees. One aspect of this proposal is to
not allocate any member fees to this member section from member dues but to use other mechanisms
for funding.

<Jeff Mischkinsky joined the meeting>

Chinese companies could then join OASIS directly and participate in the member section. In
conjunction with their participation in the member section they would make donations directly to the
OASIS member section as agreed in the member section steering committee. It would make sense for
the ChangFeng Alliance to be on this steering committee.

There are about fifty companies in the ChangFeng Alliance, six have indicated they can participate in
this proposal, only two are currently members of OASIS.

The Board discussed whether donations to a member section belongs to OASIS or only to the member
section itself. This could depend on conditions associated with the donation. The ChangFeng Alliance
is mostly concerned with results of both the Member Section and the health of OASIS, so money can
be used for member section as well as for general OASIS purposes which also benefits the member
section indirectly.

<Andy Lee, Jingjing Song left meeting>

<Steve Bratt, W3C CEO joined meeting>
6. W3C Discussion

Steve Bratt, CEO of W3C, held a discussion with OASIS Board of Directors about various topics.

W3C Incubator groups were started in 2005, part of the Incubator Activity. Any three members can launch an Incubator Group. Incubator Groups do not produce standards (Recommendations), those are produced by W3C Working Groups. Any W3C Member can join an Incubator Group and there is also a mechanism for non-member invited experts to participate. The Incubator Group activity has been pretty successful, even though Incubator Groups have not had the dedicated W3C team support that W3C Working Groups have. Work of an Incubator Group does not have to lead to a Recommendation to be considered successful, it may also produce an Incubator Report (XG) or be pursued in other organization such as OASIS and be considered successful in that way.

The W3C China Office was opened in April 2006 and had done work in translations and has led to new members joining W3C. Regional offices serve various purposes including building community in the country, provide visibility and translation, establishing liaison with companies, government and press in the countries.

One reason W3C has worked with educational institutions has been to be vendor neutral.

The Mobile Web Initiative and Web Accessibility Initiative (WAI) have additional funding from industry and government. Much of this funding goes to non-standardization work, such as outreach.

The Board discussed the current OASIS IPR policy with Steve Bratt, noting that only one TC has chosen RAND. Four times the number of TCs have chosen RF on Limited Terms versus on RF on RAND. There are no IPR policy exceptions.

The W3C is interested in starting work in eGovernment, probably complementary to the work at OASIS and of a broader nature.

7. OGC Discussion

Mark Reichardt, President of the Open Geospatial Consortium (OGC) gave an OGC program update and described the OGC incubator program.

The OGC European Forum allows coordination of European membership interest in the OGC work. Once work is accepted by government subsequently new members join due to the government endorsement as well as a desire to influence additional government work.

The OCG Interoperability program enables rapid development, testing and validation of new standards. Mark Reichardt described a series of test cases including real use cases and further material on this is available on the OGC web site. OGC uses a large number of OASIS Standards including XACML, SAML, WS-Security and others.
One possible MoU could enable OASIS members to participate in an OGC test bed where OASIS standards are involved, benefiting members of both OASIS and OGC. This should be done to benefit OASIS members and OGC.

Another possibility is OASIS and OGC to have periodic coordination discussion meetings to coordinate with Department of Homeland Security in the US and other constituents to have coherent work to lead to better results. OASIS and OGC could also work to improve outreach by producing consistent publications and events.

<Mark Reichardt leaves meeting>

8. Review of Follow-up to Board Resolutions

Frederick Hirsch led review of status of follow up actions to resolutions approved at previous Board meetings.

Resolutions from 22 June 2007

RESOLUTION 2007-06-22.05: RESOLVED, that the OASIS Mission statement be changed to "To drive the development, convergence and adoption of open standards for the global information society.", effective immediately.
Status: Completed. A few pdf datasheets will be updated as need and prioritization of resources allow.

Resolutions from 27 Sep 2007

RESOLUTION 2007-09-27.02, RESOLVED: the Board of Directors approves the revised OASIS Strategy, as shown in the file: "oasis-strategy-draft-07-08-10-v15.pdf ".
Status: Completed.

RESOLUTION 2007-09-27.05, RESOLVED: The OASIS Board invites each MS Steering Committee to designate an invited expert representative to the Process Committee in accordance with the standing rules.
Status: Completed, the OASIS Board has invited each MS Steering Committee to invite representatives.

Resolutions from 26 Oct 2007

RESOLUTION 2007-10-26.01, RESOLVED, accept the 27 September 2007 Minutes v2, as previously distributed (v2 draft minutes 07-09-27) on 10 Oct 2007.
Status: Completed.

RESOLUTION 2007-10-26.02 RESOLVED, that the Board of Directors approves the ETSI-OASIS MoU, as shown in the file: "OASIS_ETSI_MoU-20071019.pdf"
Status: Open. Board Approved version was sent to ETSI on 30 Oct 2007. Approved by ETSI 29 November 2007. Once the ETSI Director-General signs, copies will be sent for OASIS CEO to sign.

RESOLUTION 2007-10-26.03: Approve the committee charters for the IPR Committee, IT Infrastructure Committee, Board Outreach Committee and Board Process Committees and editorial
changes noted by Patrick Gannon.

Status: Completed. All Board Committee charters have been updated in their respective Kavi groups.

The following Action by Unanimous Written Consent was taken by the OASIS Board of Directors:

RESOLUTION 2007-11-16.01, RESOLVED: That the Consortium approves the Cooperation Agreement between OASIS and the International Telecommunications Union (ITU), in substantially the form attached to this Consent as Exhibit A (the “Cooperation Agreement”).

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 resolution or as they deem necessary, appropriate or desirable in order to effectuate the intent and purposes of the preceding resolution.


Status: Completed. Approved Cooperation Agreement was sent to ITU-D on 17 Nov 2007. Materials related to the unanimous written consent ballot have been stored on the OASIS Board Confidential Minutes on-line directory.

9. IT Infrastructure Review

Claus von Riegen provided status and an overview of the OASIS Board IT Infrastructure sub-committee activities. He noted that OASIS investment areas include Library, Search and TC web page generation (DRUPAL). The Library project has been identified as one of the most important areas by the Board for some time, used for management of committee specifications and OASIS standards. This is needed to provide consistent web pages across OASIS committees and to enable all TCs to have web pages despite levels of web expertise. Progress is slow since a senior developer position has not been budgeted and the software and hardware budget may be reduced going forward.

The Primary Dashboard is still not available even though it has been identified as important for the past two years and even though there has been an earlier version available for comment. The Board questioned why in two years the Dashboard has not been completed despite importance and the availability of staff and budget during that period. One possible explanation is having too many high priority items, another is the issue of OASIS Kavi customization having created a difficult platform for development. Another way forward might be to avoid customization altogether, perhaps using standard solutions from Kavi, Virtual Inc or others.

ACTION 2007-11-30.01: Patrick to post status and plans for completion of Primary Dashboard to Board by next Board meeting.

10. Strategy Committee Review

Patrick Gannon gave an overview of a spreadsheet outlining higher level OASIS 2008 execution plan goals, which are intended to lead to departmental goals and tactics. For example, one listed goal is to improve collaborative tools. A related departmental goal might be to develop the dashboard.
The Board provided feedback that too many items are “high”, and questioned that these are prioritized tactics. Board members also noted although high should mean something important that must be managed, (e.g. keep a server running), such items might not require much continuing staff time. Thus other goals that are not high may be resourced. The Board asked about seeing a prioritized list of departmental goals and resource planning and reiterated concern over execution of long standing important goals.

*The Board agreed to defer further discussion until after CNIS discussion.*

<Mr Ping Wang, Jingjing Song joined meeting>

11. Chinese National Institute of Standardization (CNIS)

Mr Ping Wang, Chief Engineer from CNIS introduced CNIS to the OASIS Board of directors. CNIS is similar to NIST in US and does research and standardization.

<Mr Ping Wang, Jingjing Song left meeting>

12. Strategy Committee Review (Continued)

The Board suggested that the Strategy Committee review the assumptions and model used to create the revised membership categories and dues structure, considering recent membership experience. The Board also indicated that the Strategy Committee may evaluate options related to possible revenue benefits of cooperation with the W3C and OGC organizations.

<Jamie Clark left meeting>

13. OASIS Financial Reports

Patrick Gannon presented the October Operations Report and the 2007 Q4 financial forecast and cash flow projections. The Board expressed concern about the recent loss of members in categories for larger members (e.g. Contributor > 500) with the corresponding impact on the OASIS Managed Income forecast for 2007.

14. Budget Review

Patrick Gannon presented the 2008 Draft Budget. The Board also reviewed the Member Section budgets.

The Board discussed opportunities such as enabling additional focus areas. The Board also reviewed issues associated with Member Section OASIS member dues allocation.

15. Recess

The Board recessed for the day at 5:50 pm and reconvened at 9:05 am on Saturday, 1 December 2007. Ten Directors were present when meeting reconvened.
Directors in Attendance
Patrick Gannon, OASIS President and CEO
Eduardo Gutentag, Chairman
Ed Cobb, Vice Chairman
Frederick Hirsch, Secretary
Mike DeNicola, Treasurer and Finance Committee Chair
Bob Glushko
Paul Knight
Jeff Mischkinsky
Claus von Riegen
Michael Winters

Staff in Attendance
Jamie Clark, OASIS Staff

Guests in Attendance
Mr. Yadong Liu, Co-founder, Chairman and CEO, Primeton

Regrets
Peter Brown (Unable to travel for medical reasons.)

16. Strategy Committee charter approval
Frederick Hirsch presented new Strategy Committee charter for approval.

RESOLUTION 2007-12-01.01, RESOLVED, Revise the OASIS Strategy Committee Charter to be the following text “The OASIS Strategy Committee is responsible for recommending to the OASIS Board of Directors strategic plans and changes to the mission statement. The Strategy Committee will review the annual plans for execution of the strategy prepared by OASIS Staff and suggest changes to priorities and actions in that plan. The Strategy Committee will also respond to requests from the OASIS Board of Directors, may accept suggested actions from Staff, and may also propose actions related to the OASIS mission and strategy.”

Approved unanimously

< Paul Knight, Jeff Mischkinsky and Jamie Clark joined the meeting>

17. Process Committee Proposals
Jeff Mischkinsky outlined proposed changes to the OASIS TC Process, including the addition of process for informational documents, mutual specification cross-references, and process regarding TC first meetings by F2F or phone.

RESOLUTION 2007-12-01.02, RESOLVED, Adopt changes in the red-line PDF file distributed to the Board as “TC-Process-w20071113-amendments.pdf” with the additional changes of replacing “specification” with “document” at line 831, adding a comma after “title page” at line 612 and inserting a parenthesized letter in front of each item in the list given in lines 612 to 615.

Approved [9-0-1]
The Board also discussed an additional proposed change to the adopted TC Process related to authoritative documents given multiple formats. This was considered separately since it was not approved by Process committee in advance of the meeting.

RESOLUTION 2007-12-01.03, RESOLVED, Replace “formats.” before “Any” at line 601 with “format; the TC must designate one of these submitted formats as the authoritative version.”

RESOLUTION 2007-12-01.03a, RESOLVED (to Amend): Change “submitted” to “delivered”
Amendment approved unanimously

RESOLUTION 2007-12-01.03b, RESOLVED (to Amend): Change “version” to “document”
Amendment approved unanimously

RESOLUTION 2007-12-01.03c, RESOLVED (to Amend): “All changes to the TC Process approved today are effective 1 January 2008”
Amendment approved unanimously

Approved [8-1-1]

18. Member Section Policy Revision

Jeff Mischkinsky provided an overview of a revision to the Member Section policy to explicitly define the creation and use of sub-committees created by the Member Section steering committee.

RESOLUTION 2007-12-01.04, RESOLVED, Approve change to Member Section Policy as outlined in MS-Policy-w20071113-amendment.pdf
Approved unanimously

MOTION 2007-12-01.05, RESOLVED, Accept changes at lines 161-168 to Member Section policy as outlined in MS-Policy-w20071121-LoA-amendment.pdf

RESOLUTION 2007-12-01.06, RESOLVED, to Table MOTION 2007-12-01.05
Approved [9-1-0]
19. Approval of Memoranda of Understanding (MoUs)

Patrick Gannon presented the BSPC and IUCN memoranda of understanding for approval.


RESOLUTION 2007-12-01.07a (to amend), RESOLVED: Remove "and apply to intellectual property rights ("IPR")," in page 3 item #2.

Approved unanimously

RESOLUTION 2007-12-01.07b (to amend), RESOLVED: Approval subject to approval by OASIS legal counsel.

Approved unanimously

Motion 2007-12-01.07c (to amend): remove “nominated”, replace “a Observer” with “an observer”, replace “relevant OASIS” with “OASIS” in item #3 on p3.

Motion 2007-12-01.07c withdrawn by unanimous approval.

RESOLUTION 2007-12-01.07d (to amend), RESOLVED: Replace “nominated Observer” with “Liaison”, replace “the relevant OASIS TCs” with “an OASIS TC”, and add at end of sentence “as an observer.”

Approved [5-4-1]

RESOLUTION 2007-12-01.07e (to amend), RESOLVED: Replace “OASIS Observers” with “OASIS Liaisons” in item #6

Approved unanimously

RESOLUTION 2007-12-01.07f (to amend), RESOLVED: Replace “submit technical proposals” with “submit technical proposals to” in item #6

Approved unanimously

Approved as amended

20. Liaison Status Review

Patrick Gannon presented the Liaison Status Report and Jamie Clark briefly outlined issues associated with Auto Repair and CEN/ISSS.

<Mr. Yadong Liu, Co-founder, Chairman and CEO, Primeton joins meeting>

21. Meeting with Chinese software company executive – Mr Yadong Liu

Mr Yadong Liu founded Primeton in 2001 (http://www.primeton.com/en/).
SOA very important in China to enable flexible interconnections for e-commerce, given Chinese
companies did not have standard processes or packaged business software (unlike multi-national
corporations) so Chinese companies are building business software from scratch. The timing for SOA
is very timely for China.

Mr. Yadong Liu, Primeton leaves meeting>

22. Anti-Trust Letter Review

The Board discussed how to provide anti-trust information to members.

ACTION 2007-12-01.01: Patrick Gannon to contact OASIS counsel about producing a 1 page
summary of anti-trust guidelines similar to AIAG anti-trust policy which indicates what not to do and
which suggests contacting own legal counsel for advice, distributing draft the OASIS Board by 13
December 2007.


Jamie Clark leaves the meeting>

23. Staffing Committee Report

Paul Knight indicated that the 360 review questions have already been finalized. Patrick Gannon
indicated he is looking for a low-cost means to execute the 360 review and plans to report on this at
the next meeting. A suggestion was made to look at SurveyMonkey.

24. Board Items from Earlier Discussions

The Board reviewed the presentations held at this Board meeting as well as the conference held this
week in China. The general opinion was that this was a useful and productive meeting and a good step
toward acting on OASIS relationship with China. Potential future conferences in China of a practical
nature would be useful.

The Board reminded itself that the budget proposal presented at this meeting included Finance
committee recommendation to reduce member section allocation to 35% for all member sections.

ACTION 2007-12-01.02: Strategy Committee to review alternative models for member section dues
allocation.

ACTION 2007-12-01.03: Executive Committee to include an agenda item in the February F2F agenda
to discuss the format for the May AGM.

25. Meeting Planning

The Board reviewed meetings planned for next 2 quarters, the agenda for the 20 December Board call
and the upcoming Face-to-Face meeting schedule.
26. General Organization Health

OASIS Board Directors discussed issues related to OASIS organizational health.

**ACTION 2007-12-01.04:** Executive Committee to include an agenda item in the 20 December 2007 Board meeting for a report on TAB status from Peter Brown.

**ACTION 2007-12-01.05:** Patrick Gannon to arrange that any Board member can post to any Board sub-committee list, even if an Observer on that list, by the 20 December 2007 meeting.

**ACTION 2007-12-01.06:** IPR committee to review the latest draft TC Process document as approved at this meeting and the IPR policy to determine they are consistent from IPR perspective with respect to informational documents and report to the Board by the 20 December 2007.

**RESOLUTION 2007-12-01.08,** RESOLVED, OASIS send a message to CEN using the draft proposed by Jamie Clark as posted on the Board list today

**RESOLUTION 2007-12-01.08a (to amend),** RESOLVED, Add “in accordance with OASIS copyright notice” after “of any kind” in the proposal.

Amendment approved unanimously

The board assumes spelling and editorial fixes will be made as required.

Approved unanimously as amended.

**ACTION 2007-12-01.07:** OASIS TC Administration to modify Automotive TC Draft document on OASIS web site to reflect lack of OASIS status, indicating Working Draft status.

**<Patrick Gannon left the meeting>**

27. Outside Directors Discussion

**RESOLUTION 2007-12-01.09,** RESOLVED, enter Executive Session.

Approved unanimously

The outside Directors had their regular governance review of OASIS management, and OASIS legal, regulatory and financial topics.

28. Adjourn
The meeting adjourned at 5:40 p.m.

Respectfully Submitted,

Frederick Hirsch

Secretary