

Minutes - OASIS Board of Directors Meeting

Held 30-31 July 2009 F2F.

OASIS Board approved Public minutes.

Location:

Oracle, 4 Van de Graaff Drive, Burlington, MA, 01803

Thanks to Oracle for providing the teleconference bridge.

30 July 2009

Directors in Attendance:

- Eduardo Gutentag, Chairman
- Jeff Mischkin, Vice Chairman
- Jim Hughes, Treasurer and Finance Committee Chair
- Frederick Hirsch, Secretary
- Peter Brown
- Bob Freund
- Mike DeNicola
- Paul Knight
- Claus von Riegen
- Michael Winters

Directors Regrets:

- Bob Glushko

Newly Elected Directors in Attendance:

- Dave Ings
- Paul Lipton

Staff in Attendance:

- Jamie Clark
- Barbara Erbes
- Carol Geyer
- Jane Harnad
- Harry Levinson
- Laurent Liscia

- Cathie Mayo
- Scott McGrath
- Mary McRae
- José Márquez
- Neil Schelly
- Dee Schur

OASIS Members in Attendance:

- Michael Alexandro, Judicial Council of Georgia
- Byron Branch, Judicial Council of Georgia
- Eisaku Nishiyama, Hitachi
- Raj Singh, OGC

1. Open Session: Welcome, Agenda Review

Eduardo Gutentag, the Chair, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Eduardo Gutentag, the Chair, convened the meeting at 9:05 ET, noting that a quorum was in attendance. Eight directors and Laurent Liscia, Scott McGrath, Carol Geyer, Dave Ings, Paul Lipton, and OASIS member observers Michael Alexandro, Byron Branch, and Eisaku Nishiyama were present when the meeting convened. The meeting agenda was reviewed and approved.

2. Minutes Approval

RESOLUTION 2009-07-30.01, Approve the minutes from 2009-05-19 as distributed on 5 June 2009 by Frederick Hirsch.

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200906/msg00003.html>.

3. Open Action and Resolution Review

Status of action items.

Actions from 19 May 2009

ACTION: 2009-05-19.1: Staff to post and announce updated member section policy per Board RESOLUTION 2009-05-19.02.

Status: completed.

Note: Posted, see http://www.oasis-open.org/who/ms_policy.php.

ACTION: 2009-05-19.2: Staff to implement the Board RESOLUTION 2009-05-19.04 for the approved IPR policy revision, providing notice of effectivity no later than 2009-06-06 and support for comments.
Status: completed.

ACTION: 2009-05-19.3: Staff to publish updated TAB charter per Board resolution 2009-05-19.05.
Status: completed.

ACTION: 2009-05-19.4: Frederick Hirsch and Eduardo Gutentag to provide concrete proposal related to agenda openness for next F2F meeting.

Status: completed.

Note: Completed, see

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

ACTION: 2009-05-19.5: Laurent Liscia to effect transfer of minutes book, organizational seal and other materials from previous external legal counsel to current legal counsel.

Status: completed.

ACTION: 2009-05-19.6: Staff to post updated liaison policy per Board RESOLUTION 2009-05-19.08.

Status: completed.

Note: Posted, see http://www.oasis-open.org/committees/liaison_policy.php.

ACTION: 2009-05-19.7: Paul Knight to ask TAB to nominate TAB member to participate in the ad hoc InterOp Demo Guidelines committee.

Status: completed.

Note: See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200906/msg00027.html>.

ACTION: 2009-05-19.8: Staff will create a mail list, accessible to Board members, for the ad hoc Interop Demo Guidelines Committee.

Status: completed.

Note: See <http://www.oasis-open.org/apps/org/workgroup/interop-demo-guideline-ad-hoc/>.

ACTION: 2009-05-19.9: Eduardo Gutentag to discuss TC status report automation with Scott McGrath.

Status: completed.

ACTION: 2009-05-20.1: Notify the TAB of the Board expectation to provide a report at each Board F2F and provide Board F2F schedule to TAB.

Status: completed.

ACTION: 2009-05-20.2: Eduardo Gutentag to speak with chairs of TAB.

Status: completed.

Follow-up status for resolutions, for example the posting of approved minutes and policies or the follow-up actions required of a resolution.

<Bob Freund, Mike DeNicola joined the meeting>

Resolutions from 19 May 2009

RESOLUTION 2009-05-19.01, RESOLVED: Approve the minutes from 2009-04-23 as distributed on 14 May 2009 by Frederick Hirsch.

Follow-up Status: completed.

Note: Posted, see <http://www.oasis-open.org/board/minutes-2009-04-23.pdf>.

RESOLUTION 2009-05-19.02, RESOLVED: Approve revision to Member Section policy as distributed by Jeff Mischinsky on 6 May 2009 with the word "relationship" changed to "relationships" at line 192 and with changes accepted to remove redline and with tbd dates updated, effective immediately.

Follow-up Status: completed.

Note: per ACTION 2009-05-19.1

RESOLUTION 2009-05-19.03, RESOLVED: Approve revision of section on TC Liaisons in the OASIS Liaison Policy, as distributed by Jeff Mischinsky on 12 May 2009, effective immediately.

Follow-up Status: completed.

Note: Updated posted 27 May, see http://www.oasis-open.org/committees/liaison_policy.php.

RESOLUTION 2009-05-19.04, RESOLVED: Resolved to approve a revision to the IPR Policy as submitted by Bob Freund on 2009-05-13 which has been reviewed by counsel as required by RESOLUTION 2009-02-06.03 and certain comments incorporated as agreed by the Board-IPR committee, this policy to become effective on 2009-08-05 as previously resolved in RESOLUTION 2009-03-26.03e and further, consistent with the provisions of the IPR policy to provide 60 day notice of effectivity to Members no later than 2009-06-06.

Follow-up Status: completed.

Note: completed per ACTION 2009-05-19.2

RESOLUTION 2009-05-19.05, RESOLVED: Approve revised TAB charter as distributed on 11 May 2009 by Frederick Hirsch.

Follow-up Status: completed.

Note: completed per ACTION 2009-05-19.3

RESOLUTION 2009-05-19.07, RESOLVED: Approve Bylaws revision as distributed by Mike DeNicola on 7 May 2009. RESOLUTION 2009-05-19.07b (to amend), to change "book" to "record" in Article 12, section 7 at lines 743, 744

Follow-up Status: completed.

Note: Changes posted 23 May, see <http://www.oasis-open.org/who/bylaws/index.php> and confirmation of 5 June message sent to all Primary and Official Notice contacts at <http://www.oasis-open.org/apps/org/workgroup/board/board-ipr/email/archives/200906/msg00041.html>.

RESOLUTION 2009-05-19.08, RESOLVED: Revise the OASIS Liaison Policy (currently available at http://www.oasis-open.org/committees/liaison_policy.php) by replacing the section currently called "Policy for submitting OASIS work to other organizations" with the content of the draft called "Liaison-Policy-Submissions-Edits-8May09-committee-clean.pdf" as distributed by Claus von Riegen on 11 May 2009.

Follow-up Status: completed.

Note: completed per ACTION 2009-05-19.6

RESOLUTION 2009-05-19.09, RESOLVED: The UOMLX TC request for submission be processed under the old rules.

Follow-up Status: completed.

Note: This was processed by Jamie Clark and Laurent Liscia after due notification was given to the UOML TC.

RESOLUTION 2009-05-19.10, RESOLVED: Declare the work of the Board Ad-hoc Submissions Policy Committee to be concluded and terminate the Committee.

Follow-up Status: completed.

Note: Noted on web page, <http://www.oasis-open.org/apps/org/workgroup/board-liaison-adhoc/>.

RESOLUTION 2009-05-19.11, RESOLVED: Create new ad hoc InterOp Demo Guidelines Committee to examine interop demo requirements and policy.

Follow-up Status: completed.

Note: Web page created, see <http://www.oasis-open.org/apps/org/workgroup/interop-demo-guideline-ad-hoc/>.

RESOLUTION 2009-05-19.12, RESOLVED: Board members of the ad hoc InterOp Demo Guidelines Committee are Claus von Riegen (Chair), Eduardo Gutentag, and Paul Knight.

Follow-up Status: completed.

Note: Roster created.

RESOLUTION 2009-05-19.13, RESOLVED: The ad hoc InterOp Demo Guidelines Committee will have a TAB member who has a vote in the committee.

Follow-up Status: completed.

Note: The TAB has approved Jacques Durand for the ad hoc interop demo guidelines committee, see http://www.oasis-open.org/apps/org/workgroup/tab/download.php/33157/TAB_20090612_Minutes.doc (Word).

RESOLUTION 2009-05-19.14, RESOLVED: Approve accounting policy as distributed by Jim Hughes on 5 May 2009.

Follow-up Status: completed.

Note: Distributed to accounting staff.

RESOLUTION 2009-05-20.01, RESOLVED: Approve TMF liaison document as distributed by Laurent Liscia on 11 May 2009.

Follow-up Status: completed.

RESOLUTION 2009-05-20.03, RESOLVED: Approve OASIS Associate Dues Increase Proposal as distributed by Laurent Liscia on 11 May 2009, increasing Associate Membership fee to 1200 USD effective 30 June 2009.

Follow-up Status: completed.

Note: The change was posted to <http://www.oasis-open.org/join/categories.php#individual> on 19 June. The updated Member Agreement was posted 19 June. Each Associate member was notified by personal email on 22 June. An announcement was sent in the OASIS News <http://lists.oasis-open.org/archives/members/200906/msg00009.html>.

RESOLUTION 2009-05-20.04, RESOLVED: The Board thanks Claus von Riegen and SAP for excellent hosting.

Follow-up Status: completed.

Note: Completed at meeting.

RESOLUTION 2009-05-20.05, RESOLVED: Open 30-31 July Board meeting to OASIS Members apart for times that the Board is in Executive Session.

Follow-up Status: completed.

Note: This was announced on members list, see <http://lists.oasis-open.org/archives/members/200907/msg00001.html>.

4. OASIS Blue Member Section RoP

<Jamie Clark joined the meeting>

RESOLUTION 2009-07-30.02, That the Board approves the Rules of Procedure for the OASIS Blue Member Section, placed in the Board's document repository under the name OASIS-Blue-RoP-Clean-Jul10-2009.pdf by Eduardo Gutentag on July 10, 2009

Approved unanimously

See http://www.oasis-open.org/apps/org/workgroup/board-plus/document.php?document_id=33323.

5. Finance Committee Report

Scott McGrath reviewed the June 2009 operations report (see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00041.html>). He noted that OASIS to date has a 215k USD positive net variance of net income compared to the budget, a positive development.

<Cathie Mayo joined the meeting>

Board members asked about the delay between TC formation and new memberships and whether this is tracked in the financial charts - Jim Hughes noted that the Finance Committee has been tracking leading indicators.

The Finance Committee noted that the Committee tracks member sections funds and shares this reporting with the member sections. Jim Hughes noted that IDTrust may be accumulating much cash, so at the end of the year the Committee may recommend that IDTrust allocate 30% rather than 35%.

Scott McGrath noted that the cash position has improved, reaching seven months cash, as opposed to four months last year. The strengthening of the OASIS financial position is a positive improvement. Net assets are also improving, going positive to 62k USD from negative 108k last year.

Scott McGrath reviewed the membership status of the operations report, which tracks members that have left OASIS as well as those who have joined, in the various categories.

Scott McGrath and Cathie Mayo reviewed the OASIS forecast, including a "worst case" forecast that assumes no new members. Even in that case the forecast indicates a positive net income above budget, positive 140k USD instead of a budgeted loss of 84k USD.

<Raj Singh joined the meeting>

Scott McGrath reviewed the forecast and budget for the remainder of the calendar year. The forecast for the 2H09 is for a net income loss of 17k as opposed to a budgeted net loss of 56k, but reflects some increased spending to achieve member goals.

Jim Hughes noted that the Finance Committee welcomes suggestions from the Board for improvement to the report.

Cathie Mayo discussed cash management and the need to move some funds to an additional local bank to ensure insurance coverage.

<Harry Levinson, Neil Schelly, Mary McRae joined the meeting>

RESOLUTION 2009-07-30.03, Add A item to agenda for vote on approval authority.

Approved unanimously

RESOLUTION 2009-07-30.04, The Board delegates approval authority to open and close financial accounts to the Finance Committee subject to a unanimous vote and approval by the Treasurer and President.

RESOLUTION 2009-07-30.04a (to amend), remove "to the Finance Committee subject to a unanimous vote and"

Motion approved [5-4-1]

Motion approved [6-4-0]

< Barbara Erbs, Jane Harnad, Dee Schur joined the meeting>

ACTION 2009-07-30.1: Staff to update accounting policy to reflect RESOLUTION-2009-07-30.04.

<José Márquez joined the meeting>

6. Staff Reports

Staff reports on various topics, including:

- Operations
- Scott McGrath provided an overview of OASIS operations (see second half of slides <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/pdf00019.pdf>).
- Events
- Jane Harnad discussed OASIS events, noting that events are smaller and more focused but still broad in geographic scope. Jane Harnad reviewed various recent events, including eGov and IDTrust member sections and XSPA, XACML, SAML and WS-Trust TCs.
- Eduardo Gutentag noted Board appreciation for the work of OASIS Staff.
- <Jane Harnad left the meeting>
- Business Development, Marketing Initiatives, Focus Areas, Member Section recap and renewals (Carol Geyer, Barbara Erbes)

- Barbara talked about 2009 renewals, that reached 90% in July, well ahead of the 70% target and that individual/associate renewals are also at a high level. She noted that improved internal processes in OASIS have contributed to this.
- Carol Geyer discussed OASIS revenue, noting that revenue in 2009 has exceeded targets. She noted the contribution of Robin Cover providing important research, the work of Dee Schur related to member sections and the OASIS chairs and champions.
- Dee Schur described how member sections affect business development, noting that they are very important to member retention, achieving 92% versus 81% in general for OASIS. Dee Schur attributed this to a sense of community. See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00052.html>.
- TC Administration Update
- Mary McRae provided an update on TC Administration, noting that there are 71 active TCs, with 11 new and 6 closed. In the last year 19 standards have been approved and 27 committee specifications created.
- OASIS Staff has made the Jira issue tracking tool available at OASIS. Use is increasing (TCs should ask if they wish to use it). SVN is also available at OASIS to those who know how to use it (sixteen TCs have requested it).
- OASIS is contracting a technical writer to complete a TC Handbook which should help TCs with their work.
- See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00057.html>.
- <Dee Schur, Cathie Mayo, Barbara Erbs left the meeting>
- General IT issues
- Neil Schelly provided an update on IT, noting that many improvements have been made and systems are working better now.

7. Liaison Report

Jamie Clark provided an update on liaison activities (see slides at <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00058.html>, and the liaison report at <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00054.html>). Jamie Clark noted accomplishments of the past year, including the Board approval of a submissions policy this year, and Staff working with JTC1 regarding ODF and UOML submission.

Jamie Clark outlined various possible submissions for the coming year, including possibly ebXML v3, EML, BIAS and others. He noted an increase in public policy focus and work related to governments. Interest by consortia and other organizations in collaborating with OASIS is increasing.

The Board discussed the status of a white paper endorsed by the SOA RM TC (see http://www.oasis-open.org/committees/tc_home.php?wg_abbrev=soa-rm) and concerns related to following OASIS processes and the applicability of the OASIS IPR policy to that document. The Board discussed the need for explicit policy in this area. (See http://www.oasis-open.org/committees/download.php/32911/wp_soa_harmonize_d1.pdf.)

ACTION 2009-07-30.2: Laurent Liscia to work with The Open Group to add appropriate disclaimers to "Navigating the SOA Open Standards Landscape Around Architecture" white paper.

8. IPR Committee Report

Bob Freund provided an update on the work of the IPR Committee that has completed work on the new Non-Assertion mode to the IPR Policy, effective 4th of August. OASIS has received no review comments on this update. A FAQ should be completed this week.

ACTION 2009-07-30.3: Jamie Clark to distribute completed IPR Policy FAQ with the Board and to provide to members before before 4 August 2009.

<Michael Alexandro, Byron Branch left the meeting>

9. Process Committee Report

Jeff Mischkinsky reported on committee status.

Changes included:

- Addition of persistent non-voting status.
- Requirement that TC charter proposals be approved by each proposer's Primary.
- Clarify voting status for people who register for the first TC meeting but don't attend.
- Clarify notification requirements for various actions - Leave of Absence
- Make requirements for rescinding/amending standing rules symmetrical with approval.
- Clarify requirements for specifying which version of duplicate information (such as pdf/html versions, artifact files/artifact descriptions in specs) is "authoritative".
- Clarify requirements for delivering computer language artifacts (schema fragments, java class defs, etc) that are part of a spec.
- Clarify which meta data can change after a spec is changed - e.g. status, date, etc.
- Clarified confusing language related to above for "designated cross referenced", i.e. specs that have mutual cross references that are being voted on "almost simultaneously".
- Simplified and clarified the Appeals Process.

RESOLUTION 2009-07-30.05, Adopt as effective 1 September 2009 the updated TC Process as distributed by Jeff Mischkinsky on 9 July 2009, "process-2009-07-03-Clean.doc"

RESOLUTION 2009-07-30.05a (to amend), Change reference from Section 3.3 to Section 3.2 in section 3.5 item (c)

Approved unanimously

Approved unanimously

The Board noted editorial changes needed upon publication including a newline added before 2.4.4 (c) and a correction in definition (l) to "#membership".

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00027.html>.

Jeff Mischkinisky noted that the TC Process committee had a face-face meeting yesterday and reached rough consensus on informational documents. He noted that the standardization process may need a new state for specifications that are stable for implementation. The Committee noted that one reason for having 60 day public reviews is that it is a requirement for WTO submissions.

<Claus von Riegen left the meeting>

The Committee suggests requiring 30 day public review to reach committee specification and 60 day review for OASIS Standard. The informational documents could have different templates and follow the same process, covered by IPR policy but should not be allowed to achieve OASIS Standard status (and thus only require 30 day review).

The Board discussed the difficulty of defining what might be implemented, even in informative documents, so the Committee suggested it is safer to have coverage by the IPR policy.

10. Staff Update on IT

Harry Levinson provided an overview of Mojave, a project to replace Kavi. The plan is to deploy this project next spring, construction of the project will be in 2H09. The project includes replacing features offered by Kavi as well as adding new features.

<Claus von Riegen joined the meeting>

The Board discussed risks, including the need for updating open source software and managing customizations and integration. Harry Levinson noted that open source can be structured so customizations are separated allowing updates with minimal disruption. The Board also asked about using Kavi as a service, and Neil Schelly noted that it would be very hard to import current data and that customizations would not be possible to the new version. The Board discussed the need for TC Process and IPR customizations.

The Board asked what are the features needed beyond a generic installation. Neil Schelly listed internationalization related to mail lists, automation of voting privileges for TCs, fixing voting issues, uploading document to predictable locations, and the ease of integration with new tools like Jira. The Board also discussed the need for OASIS primary support (notification and tools), TC voting status tracking, IPR

obligation status, and adding additional new functionality.

José Márquez gave an update on Drupal and a possible revision to the site. The Board suggested evaluating current site usage to discover usage patterns and reduce number of click-throughs needed to find information. Board members suggested another page focused on work, such as including links to policies, committees, member sections and so on. The Board also noted that OASIS needs to consider migration of Chinese and Japanese translated sites.

<Harry Levinson, José Márquez, Neil Schelly left the meeting>

11. OASIS Report and Strategy Discussion

Laurent Liscia, Executive Director, provided an update on OASIS. See June report <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200907/msg00000.html>. He thanked the Board for its support.

Laurent Liscia reviewed business development, merger opportunities and opportunities in Europe, in particular PEPPOL. Staff is also considering preparing a paper to indicate the benefits of bringing cloud computing work to OASIS. The Board suggested there might be issues associated with too detailed a roadmap.

Laurent Liscia indicated a desire to diversify sources of revenue beyond membership dues.

<Jamie Clark, Carol Geyer, Mary McRae, Scott McGrath, Eisaku Nishiyama left the meeting>

12. Close of Open Session, Staffing and Compensation

The Board of Directors entered Executive Session to discuss Close of Open Session, Staffing and Compensation.

The Board of Directors finished Executive Session to discuss Close of Open Session, Staffing and Compensation.

13. Organizational Health Discussion

The Board of Directors entered Executive Session to discuss Organizational Health Discussion.

The Board of Directors finished Executive Session to discuss Organizational Health Discussion.

14. Board-Only Discussion

The Board of Directors entered Executive Session to discuss Board-Only Discussion.

The Board of Directors finished Executive Session to discuss Board-Only Discussion.

15. Recess

The meeting recessed at 17:30 ET.

31 July 2009

Directors in Attendance:

- Eduardo Gutentag, Chairman
- Jeff Mischkinisky, Vice Chairman
- Jim Hughes, Treasurer and Finance Committee Chair
- Frederick Hirsch, Secretary
- Peter Brown
- Mike DeNicola
- Bob Freund
- Bob Glushko (by teleconference)
- Dave Ings
- Paul Knight
- Paul Lipton

Departing Directors in Attendance:

- Claus von Riegen

Departing Directors Regrets:

- Michael Winters

Staff in Attendance:

- Jamie Clark
- Laurent Liscia
- Scott McGrath
- Mary McRae
- Dee Schur (by teleconference)

TAB in Attendance:

- Abbie Barbir (by teleconference)
- Martin Chapman
- Toby Considine
- Bill Cox
- Jacques Durand

- Patrick Durusau
- Andy Lee
- Hal Lockhart

Member Section Representatives in Attendance:

- Abbie Barbir, on behalf of Telecom
- John Borrás, on behalf of eGov
- Rolly Chambers, on behalf of LegalXML
- June Leung, on behalf of IDtrust
- Jeff Mischkin, on behalf of OpenCSA
- Matt Walton, on behalf of Emergency Interoperability
- Lofton Henderson, CGM

Guests (at lunch) in Attendance:

- Robert Fineman
- Tony Fitzpatrick

16. Open Session: Welcome, Agenda Review

Eduardo Gutentag, the Chair, presided at the meeting until the Chair election (item 19), and Frederick Hirsch, the Secretary, kept the minutes. Eduardo Gutentag, the Chair, resumed the meeting at 8:35 ET, noting that a quorum was in attendance. Ten directors and Laurent Liscia, Scott McGrath, Claus von Riegen, Martin Chapman, and OASIS member observers Michael Alexandro, Byron Branch, and Eisaku Nishiyama were present when the meeting convened. The meeting agenda was reviewed and approved.

17. Installation of new Directors and Appreciation for Departing Directors

RESOLUTION 2009-07-31.01, The Board thanks Michael Winters for his contributions to OASIS as a Board member over the last eight years.

Approved unanimously

RESOLUTION 2009-07-31.02, The Board thanks Claus von Riegen for his contributions as an OASIS Board member.

Approved unanimously

Eduardo Gutentag formally welcomed Dave Ings and Paul Lipton.

RESOLUTION 2009-07-31.03, Formally install David Ings and Paul Lipton as Board Directors.

Approved unanimously

18. Election Review and Plans

Scott McGrath noted that the STV election process worked well, with good response.

<Bob Glushko joined the meeting>

Scott McGrath noted that the Bylaws stipulate one vote per seat, and that STV effectively does this. The Board noted that this might be a topic for Governance Committee review.

ACTION 2009-07-31.1: Governance Committee to review alignment of STV voting and Bylaws

RESOLUTION 2009-07-31.04, Add A item to agenda related to publication of election results

Approved unanimously

MOTION 2009-07-31.05, Publish election results of 2009 Board and TAB elections and future ones.

Draft motion - no vote held

No second was given for this draft motion.

RESOLUTION 2009-07-31.06, Publish numerical election results of future Board and TAB elections.

Approved unanimously

<Paul Lipton joined the meeting>

The Board discussed whether there should be a minimum vote threshold to be elected to a seat, including elections where there are fewer candidates than seats. The Board suggested that the Governance Committee review the issue.

ACTION 2009-07-31.2: Governance Committee to review issues associated with vote thresholds in Board and TAB elections

19. Election of Officers and Committee Assignments

Eduardo Gutentag and Peter Brown gave their candidacy to Chair the Board.

<Jamie Clark joined the meeting>

<Eduardo Gutentag, Peter Brown left the meeting>

Peter Brown was elected as chair of the Board.

<Eduardo Gutentag, Peter Brown joined the meeting>

Peter Brown presided as Chair for the remainder of the meeting.

RESOLUTION 2009-07-31.07, The Board thanks Eduardo Gutentag for his work on behalf of OASIS as Chairman of the Board.

Approved unanimously

Laurent Liscia thanked Eduardo Gutentag on behalf of Staff for all his hard work on behalf of OASIS.

Bob Freund and Jeff Mischkinsky were nominated for the Board Vice Chair position.

Bob Freund was elected to the position of vice-chair.

Frederick Hirsch was elected to position of Secretary.

Jim Hughes was elected as Treasurer.

The Board reviewed the list of Committees and the potential need for other Committees.

The Board discussed whether the outreach committee should be closed.

RESOLUTION 2009-07-31.08, Close the Outreach Committee.

Approved unanimously

RESOLUTION 2009-07-31.09, Close the ad hoc Interop Demo Guidelines Committee

Approved unanimously

ACTION 2009-07-31.3: Laurent Liscia to consult with staff and to report on whether the current interop guidelines are working and to propose any necessary changes.

ACTION 2009-07-31.4: Laurent Liscia to confirm staff appointments to the various committees before the next Board meeting.

The Board discussed the TAB Liaison position that involves attending TAB conference calls.

RESOLUTION 2009-07-31.10, that the following individuals are hereby elected to the office or position indicated in the table below, each to serve until he or she resigns or is removed, or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

Approved unanimously

OASIS Officer and Board Committee assignments for 2009-2010 are as follows:

Board Positions	
Chairman	Peter Brown
Vice Chairman	Bob Freund
Secretary	Frederick Hirsch

Treasurer	Jim Hughes
Finance and Auditing Committee	Jim Hughes (chair), Peter Brown, Mike DeNicola, Frederick Hirsch, Jeff Mischkinsky
IPR Committee	Bob Freund (chair), Bob Glushko, Frederick Hirsch, Jim Hughes, Dave Ings, Paul Lipton, Jeff Mischkinsky
Staffing and Compensation Committee	Paul Knight (chair), Peter Brown, Bob Freund, Jim Hughes
Process Committee	Jeff Mischkinsky (chair), Bob Freund, Eduardo Gutentag, Jim Hughes, Frederick Hirsch, Dave Ings, Paul Knight, Peter Lipton
Governance Committee	Mike DeNicola (chair), Peter Brown, Bob Freund, Bob Glushko, Frederick Hirsch, Jim Hughes, Paul Lipton, Jeff Mischkinsky

< Michael Alexandro, Byron Branch left the meeting >

RESOLUTION 2009-07-31.11, Add A item to agenda to revise OASIS Board Executive Committee Charter

Motion approved [10-1-0]

RESOLUTION 2009-07-31.12, Delete the word "currently" from the second paragraph of the Executive Committee charter, as in <http://www.oasis-open.org/board/committee-charters/#executive>

Motion approved [10-0-1]

ACTION 2009-07-31.5: Scott McGrath to ensure correct charters are on the Board committee pages as well as the committee charter summary page, including dates.

20. Board Planning and Logistics

The Board agreed to the following meeting schedule:

F2F Meetings
F2F 13 and 15 October 2009, in conjunction 2009 World Standards Day (European Commission) 14 October, Brussels.
F2F 3-4 February 2010 in New York City, venue to be determined
F2F, 26-27 May 2010, St Helena hosted by Bob Glushko
F2F, 28-29 July 2010, Burlington MA

ACTION 2009-07-31.6: Laurent Liscia and Peter Brown to confirm October F2F venue, logistics and dates before 1 September 2009

ACTION 2009-07-31.7: Peter Brown to confirm venue for F2F 3-4 February and 28-29 July 2010

Teleconferences
17 September 2009, 8-10 PT
20 November 2009, 8-10 PT
16 December 2009, 10-12 PT
No teleconference in January 2009
18 March 2010, 8-10 PT
29 April 2010, 8-10 PT
24 June 2010, 8-10 PT

ACTION 2009-07-31.8: Staff to propose date(s) for the AGM in 2010 and report back to the Board by the next Board meeting.

21. TAB Report

<Martin Chapman (TAB Chair), Toby Considine, Bill Cox, Jacques Durand, Patrick Durusau, Andy Lee (by teleconference), Hal Lockhart, Abbie Barbir (TAB Chair, by teleconference), Mary McRae joined the meeting>

In the past year the TAB completed a profiling best practice and has interoperability and testing guidelines in final TAB review. The TAB is also working on issue and action guidelines, a document classification scheme and OASIS specification guidelines. The TAB has also reviewed charters and public review specifications.

RESOLUTION 2009-07-31.13, The Board commends Hal Lockhart for his four years of service to the OASIS TAB and look forward to his continued contribution to OASIS.

Approved unanimously

The TAB intends to reorganize itself into internal and external facing committees and TAB-wide community service. TAB members participate in one of these committees with voting rights in only one. The TAB anticipates Mary McRae participating in the internal committee on behalf of Staff. The Board and TAB discussed the role and needs for the Board liaison. The TAB noted that TAB participation in Board Committees has been useful, as well as Eduardo Gutentag's work with the TAB as Chair, and Paul Knight's involvement. The TAB requested advance notice of TAB reporting requirements to the Board. The Board noted that the TAB should expect to report at Board F2F meetings. The TAB noted that Staff interaction has been very valuable to the TAB.

RESOLUTION 2009-07-31.14, Paul Knight is elected as the Board TAB liaison.

Approved unanimously

RESOLUTION 2009-07-31.15, The Board would like to thank Bill Cox and Toby Considine for co-chairing the TAB during the past year.

Approved unanimously

<Martin Chapman (TAB Chair), Toby Considine, Bill Cox, Jacques Durand, Patrick Durusau, Andy Lee (by teleconference), Hal Lockhart, Abbie Barbir (TAB Chair, by teleconference), Mary McRae left the meeting>

<Claus von Riegen left the meeting>

22. Additional Strategy Discussion

Laurent Liscia informed the Board he plans to hire a part-time person to assist in the TC Administration task in 2H09.

23. Member Section Review

<Abbie Barbir, Dee Schur joined the meeting>

Jeff Mischkinisky gave an overview on the Open CSA member section, noting that it has seven TCs. It is contributing to the learning regarding use of test assertions.

Abbie Barbir provided an update on the Telecom Member Section. He noted that a shift to the RF IPR mode from the RAND mode will enable the participation of additional companies.

<Abbie Barbir left the meeting>

<Rolly Chambers, Matt Walton joined the meeting>

Rolly Chambers provided an update regarding the LegalXML Member Section. There are two active TCs. A new version of Electronic Court Filings standard has been created.

<Paul Knight left the meeting>

<John Borrás, June Leung joined the meeting>

Matt Walton provided an update on behalf of Emergency Interoperability Member Section.

<Matt Walton left the meeting>

June Leung noted that IDTrust has sponsored three events and will have another event in the fall, 29-30 September, related to e-government. June Leung noted that IDTrust events have been well attended and the member section has significant new membership. June Leung mentioned that John Borrás is involved in the IDTrust events, assisting the linkage with e-government.

<Martin Chapman left the meeting>

<June Leung left the meeting>

John Borrás provided an update on the e-government member section. The Member Section updated its Rules of Procedure which will require Board approval.

ACTION 2009-07-31.9: Executive Committee to add approval of e-gov RoP to agenda of next Board meeting

The Member Section also created a work program through 2010. Main objectives are to expand the membership of the member section, establishing new liaisons, creating webinars and white papers, and supporting the World Bank.

<John Borrás left the meeting>

<Lofton Henderson joined the meeting>

Lofton Henderson, provided an overview of CGM. Details regarding CGM were provided to the Board.

<http://www.oasis-open.org/apps/org/workgroup/board/email/archives/200907/msg00001.html>

<Rolly Chambers, Lofton Henderson, Dee Schur, Matt Walton left the meeting>

24. Outreach Committee Report

Bob Glushko noted that there is no new information to report on ongoing outreach activities.

25. Close of Open Session, Adjourn

The meeting adjourned at 14:45 ET.

Respectfully Submitted,

Frederick Hirsch

Secretary, OASIS Board of Directors