

Minutes - OASIS Board of Directors Meeting

Held 2 February 2011 to 3 February 2011 ; New York City, hosted by CA (F2F).

OASIS Board approved Public minutes.

Thanks to CA for providing the teleconference bridge.

2 February 2011

Directors in Attendance:

- Peter Brown, Chairman (by teleconference)
- Claus von Riegen, Vice Chairman (by teleconference)
- Jim Hughes, Treasurer and Finance Committee Chair (by teleconference)
- Frederick Hirsch, Secretary (by teleconference)
- Bob Freund (by teleconference)
- Mike DeNicola
- Tony Giroti (by teleconference)
- Dave Ings
- Paul Lipton
- Jeff Mischkinisky

Directors Regrets:

- Charles Schulz

Staff in Attendance:

- Greg Carpenter (by teleconference)
- Jamie Clark (by teleconference)
- Robin Cover (by teleconference)
- Laurent Liscia
- Scott McGrath (by teleconference)

TAB in Attendance:

- Martin Chapman (by teleconference)

1. Welcome, Agenda Review

Peter Brown, the Chair, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Peter Brown, the Chair, convened the meeting at 9:25 ET, noting that a quorum was in attendance. Nine directors

and Laurent Liscia were present when the meeting convened. The meeting agenda was reviewed and approved.

Thanks to Paul Lipton and Laurent Liscia for arranging updated facilities in New York.

2. Minutes Approval

RESOLUTION 2011-02-02.01, Approve the minutes from 2010-12-16 (v2) as distributed on 2011-01-13 by Frederick Hirsch.

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201101/msg00004.html>.

3. Open Action Review

<Jeff Mischkinisky joined the meeting>

This section records action item status.

Actions from 26 May 2010

ACTION: 2010-05-26.1: Process Committee and Member Section Administrator to review all RoPs for Qualified Elector definitions.

Status: open.

Note: Process Committee provided comment to TC Admin, work not completed before change of TC Admin. Robin Cover is reviewing this.

Actions from 28 July 2010

ACTION: 2010-07-28.3: Board Governance Committee to propose a Conflict of Interest Policy for the OASIS Board, with initial focus on OASIS Board.

Status: completed.

Note: See <http://lists.oasis-open.org/archives/board-agenda/201101/msg00004.html>.

Actions from 16 December 2010

ACTION: 2010-12-16.1: Frederick Hirsch to include TAB, Annual meeting and Governance Conflict of Interest policy on February F2F agenda.

Status: completed.

ACTION: 2010-12-16.2: Finance Committee to incorporate minor updates from Scott, clarify the problem statement of policy, draft response to comment raised.

Status: completed.

ACTION: 2010-12-16.3: Laurent Liscia to remove upcoming Strategy Committee meetings from Kavi and notify groups.

Status: completed.

ACTION: 2010-12-16.4: Scott McGrath work with WS-I Steering Committee to review issues related to use of WS-I name and logo going forward.

Status: completed.

Note: See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201101/msg00011.html>.

4. Open Resolution Review

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

Resolutions from 16 December 2010

RESOLUTION 2010-12-16.01, RESOLVED: Approve the v2 minutes from 2010-11-18 as distributed on 2010-11-30 by Frederick Hirsch.

Follow-up Status: completed.

Note: Posted, see <http://www.oasis-open.org/board/minutes-2010-11-18.pdf>.

RESOLUTION 2010-12-16.02, RESOLVED: Enter Executive session.

Follow-up Status: completed.

RESOLUTION 2010-12-16.05, RESOLVED: The Board expresses its thanks to Cathie Mayo and Scott McGrath for their detailed and excellent work on the 2011 budget.

Follow-up Status: completed.

RESOLUTION 2010-12-16.07, RESOLVED: Call the question

Follow-up Status: completed.

RESOLUTION 2010-12-16.10, RESOLVED: The Strategy Committee be dissolved.

Follow-up Status: completed.

5. Additional Action and Resolution Review

The Board of Directors entered Executive Session to discuss Additional Action and Resolution Review.

The Board of Directors finished Executive Session to discuss Additional Action and Resolution Review.

6. Finance Committee Report

The Board of Directors entered Executive Session to discuss Finance Committee Report.

The Board of Directors finished Executive Session to discuss Finance Committee Report.

7. Finance Committee: Information Security Policy and Kavi Migration

Scott McGrath introduced the Information Security Policy presented to the Board for approval (see <http://lists.oasis-open.org/archives/board-agenda/201012/msg00002.html>). He noted that this document was suggested by the auditors, was reviewed and updated by OASIS external counsel, with some minor additional editorial updates (see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201101/msg00014.html>). Scott McGrath noted that there should be no specific additional significant costs associated with adopting this policy.

[RESOLUTION 2011-02-02.03, Approve information security policy with change to employee acknowledgment form replacing "information security program" with "information security policy"](#)

[Approved unanimously](#)

Scott McGrath provided an update on the Kavi Migration financial position. See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201101/msg00027.html>. He noted that there is no significant change to project costs though some costs forecast for 2010 will be incurred in 2011. The focus in 2011 is Kavi Migration project only (2010 also included some Mojave project costs).

Greg Carpenter and Scott McGrath had meetings last week with various members of the Kavi migration project to manage risks and review the forecast. There are no major surprises or changes in the forecast.

8. Kavi 5 Migration Report

<Greg Carpenter joined the meeting>

Greg Carpenter provided an update on the Kavi 5 Migration and the project meeting last week. The slides summarize the essentials of the project, including the essentials of today and the desired state. The strategy is to put infrastructure in place first and then to migrate data. Drupal and committee apps will be treated consistently on a single server sharing common mechanisms. See the slides for more detail, <http://lists.oasis-open.org/archives/board-agenda/201102/msg00000.html>. (On the slide for phase 1, green means 'done', yellow means 'in progress' and red means 'deferred to subsequent phase'.)

Phase 1 is planned to roll out by April 8. Phase 2 will include use of Kavi 5, including Kavi member management functionality. This moves OASIS entirely onto the new infrastructure. Phase 2 should rollout by 27 May. Subsequently, Phase 3 will add CRM member management in place of Kavi membership management (CiviCRM), estimated before September. Greg Carpenter noted that the integration with CiviCRM is a project like similar projects undertaken by Kavi and CiviCRM so the risk should not be very high.

The Board and OASIS Staff discussed possible issues with testing, noting that the TAB has not been able to perform external testing. Greg Carpenter noted that testing would need to be restricted to testing functionality as usability and user interface design are not in scope of the project.

<Greg Carpenter left the meeting>

9. Document Retention Policy

The Board discussed the Document Retention and Destruction Policy which was submitted as an A item to the previous Board meeting. (see <http://lists.oasis-open.org/archives/board-agenda/201012/msg00001.html>). Paul Lipton noted that the policy is only applicable to primary documents and provides for a one-time review of OASIS documents that should have been destroyed (scheduled for March).

RESOLUTION 2011-02-02.04, Approve Document Retention and Destruction Policy as distributed by Paul Lipton on 8 December

Approved unanimously

The Board noted that the policy will need editorial formatting to have a formatting similar to other OASIS policy documents.

ACTION 2011-02-02.2: Scott McGrath to update Document Retention and Destruction Policy for posting and post.

10. Conflict of Interest Policy

Paul Lipton introduced the Conflict of Interest Policy - it will be submitted for approval at the March OASIS Board meeting (see <http://lists.oasis-open.org/archives/board-agenda/201101/msg00004.html>). This draft was approved by the Governance Committee as a proposal but comments are welcome before 20 February. Some comments have already been received on the board-agenda list (see <http://lists.oasis-open.org/archives/oasis-board-comment/>) and from Board members.

11. OASIS Executive Director's Report and Strategy Discussion

Laurent Liscia, Executive Director, provided an update on OASIS (see <http://lists.oasis-open.org/archives/board-agenda/201101/msg00002.html>). Revenue is going back up and new business appears to be improving so the quarterly target should be met. Robin Cover is doing an excellent job as TC Admin but needs to work through the backlog.

Approved unanimously

The Board of Directors entered Executive Session.

The Board of Directors finished Executive Session.

<Jeff Mischkinisky left the meeting>

Laurent Liscia mentioned the possibility of creating an external (non-OASIS) Kavi user group that would include representatives of other Kavi customers and solicited suggestions.

12. Upcoming Events and joint meetings

Claus von Riegen suggested three standards organizations in Germany with whom it would be useful to have joint meetings during the F2F:

- DIN (Deutsches Institut der Normung – German Institute for Standardization, <http://www.din.de/cmd?level=tpl-home&languageid=en>)
- BITKOM (Bundesverband Informationswirtschaft, Telekommunikation und neue Medien e.V. - Federal Association for Information Technology, Telecommunications and New Media, <http://www.bitkom.org/en/Default.aspx>)
- BMWi (Bundesministerium für Wirtschaft und Technologie – Federal Ministry of Economics and Technology, <http://www.bmwi.de/English/Navigation/root.html>)

Claus von Riegen could make arrangements for meeting.

ACTION 2011-02-02.3: Claus von Riegen to distribute position paper by German organizations (DIN, BITKOM) on industry consortia recognition to OASIS Board.

ACTION 2011-02-02.4: Claus von Riegen to propose goals for joint sessions

The Board confirms its plan to have the May F2F for two full days on 4 May and 5 May, meeting each day from 9:00-17:00.

<Tony Giroti left the meeting>

13. WS-I Trademarks and Policies

<Jamie Clark joined the meeting>

The Board discussed the WS-I Adopters Agreement with Jamie Clark. See

<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201101/msg00011.html>.

<Tony Giroti, Jeff Mischkinsky joined the meeting>

There was general agreement that the adopter agreement need no longer be used going forward but it can continue to apply for those who have already signed it.

ACTION 2011-02-02.5: Jamie Clark to share summary of guidance and copy of WS-I adoption agreement to the WSI Member Section Steering Committee mailing list.

14. Liaison Report

<Scott McGrath left the meeting>

Jamie Clark provided an update on OASIS liaison relationships, and strengths, weaknesses, opportunities and threats (see <http://lists.oasis-open.org/archives/board-agenda/201101/msg00003.html>).

Jamie Clark noted that OASIS has developed good relationships with other organizations which is enabling communication between the organizations. Additional work is needed to improve communication regarding planning and sharing version updates of OASIS deliverables with other organizations.

The Board discussed the question of whether OASIS needs to change how it handles submissions to other organizations, especially with respect to managing revisions.

In response to a question about receiving information concerning OASIS positions in key consortia discussions, Jamie Clark confirmed a general standing commitment to post all OASIS institutional statements on standards policy to the Board-Plus mailing list.

15. Process Committee Report

<Robin Cover joined the meeting>

Jeff Mischkinsky provided an update on the Process Committee (see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201102/msg00078.html>). The Process Committee will be developing a proposal related to maintenance activities. The Process Committee has also invited members of the Chairs list for feedback on the TC Process changes and has held one meeting (see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201102/msg00078.html>), and plans to have additional calls. Most comments were received from DITA TCs. ODF TC Members report concerns similar to DITA Adoption, <http://lists.oasis-open.org/archives/board-process/201101/msg00021.html>.

Jeff Mischkinsky noted that concerns included the time required to conduct a public review of Committee Notes (especially for slides and similar material) and the use of the term "Draft" for items to share without having a public review. Jeff Mischkinsky also noted the concern of members of TC Admin not meeting service level agreements for turn around time. The Board noted that there are a variety of related issues that need to be separated and considered.

The Process Committee has not yet had a chance to review the feedback.

16. TAB

<Martin Chapman joined the meeting>

Martin Chapman presented an update on TAB activities (see slides <http://lists.oasis-open.org/archives/board-agenda/201102/msg00001.html>). There was a Board member request to clarify the wording in the slides to be clear to avoid confusion with official OASIS policies and guidelines.

The Board discussed the need for a test plan for the Kavi migration project, including regression testing. The TAB is waiting for such a plan before participating in testing. A process for tracking comments and managing changes will also be needed.

Martin Chapman also reported that the TAB has also been brainstorming on how to encourage member participation in the TAB.

<Martin Chapman left the meeting>

<Robin Cover left the meeting>

17. IPR Committee Report

No new status to report.

18. Governance Committee Report

Paul Lipton reported that the Governance Committee will be reviewing comments on the draft Conflict of Interest Policy and then consider other work if needed.

19. Recess

The meeting recessed at 15:00 ET.

3 February 2011

Directors in Attendance:

- Peter Brown, Chairman
- Claus von Riegen, Vice Chairman
- Jim Hughes, Treasurer and Finance Committee Chair
- Frederick Hirsch, Secretary
- Bob Freund
- Mike DeNicola
- Tony Giroti

- Dave Ings
- Paul Lipton
- Jeff Mischkinsky

Directors Regrets:

- Charles Schulz

Staff in Attendance:

- Laurent Liscia
- Scott McGrath (by teleconference)

20. Resume, Welcome and Agenda Review

Peter Brown, the Chair, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Peter Brown, the Chair, resumed the meeting at 10:25 ET, noting that a quorum was in attendance. Ten directors and Laurent Liscia were present when the meeting convened. The meeting agenda was reviewed and approved.

21. Organizational Health and Staffing

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

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

22. 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.

23. Member Section Review

<Laurent Liscia, Scott McGrath joined the meeting>

Laurent Liscia reported on Member Section status and activity. He noted that eGov is going well, but only one TC is affiliated with the member section, so more TCs would be an improvement. Emergency management has a low marketing budget since most companies are small to medium enterprises, however they have ideas. IDTrust is very active and has many upcoming events. Communication between the LegalXML community and its steering committee has been improved as part of the process of responding to the concern as to whether the member section is a going concern. Laurent Liscia suggested that the LegalXML member section could possibly be incorporated into the eGov member section. CGM Open continues it's work. Laurent Liscia noted that OASIS Blue is not as active as it could be, so more focus on sustainability might be appropriate.

24. Annual Meeting

Scott McGrath reviewed considerations for an Annual Meeting and survey results on topic (see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201012/msg00012.html>).

About half of 142 respondees indicated that they might attend an annual meeting, the other half said they would not, this response rate wasn't much less than responses to the Board elections. The Board noted the value of networking and an in-person annual meeting, but indicated that there has to be a strong enough value proposition to have a meeting. A Board member suggested that there is possible value in creating an OASIS sense of community, perhaps with a break-even event. Staff concern includes the opportunity cost of Staff time.

<Mike DeNicola left the meeting>

25. Meeting Schedule

Upcoming meeting schedule.

F2F Meetings
F2F, 4-5 May 2011 Berlin hosted by SAP at the SAP offices in Rosenthaler Strasse 30, 10178 Berlin. 9:00-17:00 each day.
F2F, 27-28 July 2011, OASIS Burlington MA office

Teleconference information:

Teleconferences
No teleconference February 2011
17 March 2011, 9-11 PT
21 April 2011, 9-11 PT
No teleconference May 2011
9 June 2011, 9-11 PT (date updated)
No teleconference July 2011

26. Adjourn

The meeting adjourned at 13:30 ET.

Respectfully Submitted,

Frederick Hirsch

Secretary, OASIS Board of Directors