

Directors in Attendance:

- Bob Freund, Chairman
- Jim Hughes, Treasurer
- Abbie Barbir
- Mike DeNicola
- Dave Ings
- Jeff Mischkinsky
- Sanjay Patil

Staff in Attendance:

- Laurent Liscia, CEO
- Scott McGrath, COO

Apologies received from:

- Frederick Hirsch, Vice Chairman
- Peter Brown, Secretary

Directors Not Attending:

- Toni Giroti
- Charles Schulz

1. Welcome and Adoption of Agenda

Bob Freund, Chairman, presided at the meeting and took the minutes.

The Chairman called the meeting to order took roll call. With 6 members in attendance, the meeting was quorate. One board member (Abbie Barbir) subsequently joined the meeting.

2. Approval of Minutes

The minutes of the Board meeting of 2-3 February 2012 were [approved](#).

3. Open Action Review

The Board:

- **Closed** the following Action Items:
 - #0020 Chair and ED to ensure that all documents relevant to the corporation's registered address(es) are forwarded to the Governance Committee
Proposed Status: Closed
 - #0021 ED to present detailed plans by 24 February of the proposed joint meeting with AFNET, to be held in Paris on 4 May.
Proposed Status: Closed (the meeting will be in French only, board members are invited to attend)

Action Item #0019 (revision of Strategy document) remains open and will be reported on at the May F2F in Paris

4. Executive Report

Laurent Liscia, CEO and Executive Director, gave a verbal report.

There will be a first ever "member mixer" in Beijing as part of the Open Standards Day on 27 March and hosted by Microsoft (which he thanked).

Laurent will be speaking at the April European Identity Conference 2012, featuring an OASIS Cloud Audit Track & Roundtable, in Munich.

With regard to business development, revenue is on track with new members and renewals, TC formation pipeline looks like it may be a bit lean in April and May, but after that a return to expected bookings levels.

The Board discussed the proposed OASIS bid for work in response to the US NSTIC program (Secretariat support for the proposed Steering Group of the program). Laurent explained that OASIS is qualified in identity, governance, and are neutral with respect to product offerings. NIST wants a subject matter expert who will be neutral in the proceedings and not a strong product advocate to steer the activity. Lack of response to the bid could be interpreted as a sign of weakness. Bidding and failing would represent an opportunity cost and some \$5K in expenses. A number of potential competitors have been identified and OASIS is clearly qualified.

5. 2012 Board Election Schedule

The Board discussed and noted the proposed schedule for the 2012 Board elections, presented by Scott McGrath, COO.

6. Board Committee attendance

The Board discussed a draft motion posted before the meeting. Several oral amendments were proposed, concerned with making the (dis)qualification period be two rather than three meetings and making the change of status to non-voting member automatic. The main motion as amended was [approved](#).

7. Member Section Reform

Scott McGrath, COO, led a discussion on this item, which is concerned with Improving Member Section Governance. It was agreed that broad Board consensus on the way to go forward was needed before committing this topic to the Process Committee for implementation proposals. The Chair suggested that the board have email discussion prior to raising the topic again in the Paris board meeting. As at least one Member Section is awaiting direction, and the topic needs further input from Members, the COO was asked to obtain further member views on this topic. (Action Item #0022 was assigned)

8. Finance Committee Report

Jim Hughes, Treasurer, reported, including the January 2012 Operations Report as distributed. The financial status is in line with forecasts, and the February 2012 Operations Report was discussed in the Finance and Audit Committee meeting that held immediately preceding this Board meeting. The Chair reported that work on the audit was progressing well and that the results may be available in time for the May F2F Board meeting.

9. Governance Committee Report

The Chairman, acting chair of this committee *pro tem*, noted that there was nothing to report to the Board at this time.

10. Adjourn

The meeting adjourned at 12.15pm ET.

Respectfully submitted, 29 March 2012

Peter F Brown, OASIS Secretary

Approved Resolutions

RESOLUTION 2012-03-22.01

“The Board resolves to approve minutes of the meeting held on 2-3 February 2012 and available at:

Confidential (including executive session):

<http://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/45443>

Public:

<http://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/45445>”

RESOLUTION 2012-03-22.02

“The Board resolves to approve a new Board Standing Rule governing the possible loss and procedure for subsequent re-acquisition of voting rights on a Board committee as follows:

‘If a voting member of a Board committee does not attend two of three consecutive meetings of that committee, the chair must change the status of that person from “voting member” to “member”. If a member has lost such voting status, they regain it automatically by attending two consecutive meetings in a row, regaining status after the end of the second meeting.’”