

Meeting Logistics

Venue

The meeting was conducted by teleconference and started at 13:00 ET.

Meeting Documents

All meeting documents are available to Board members in the Kavi Board Plus workspace.

Attendance

Directors Present:

- Peter Brown
- Martin Chapman
- Frederick Hirsch
- Dave Ings
- Gershon Janssen
- Ram Jeyaraman
- Dawn Jutla
- Paul Lipton
- Monica Palmirani
- Sanjay Patil

Staff Present:

- Laurent Liscia
- Scott McGrath

Apologies received:

- Jenny Huang

Minutes

1. Welcome, Agenda Review

Gershon Janssen, Chair, presided at the meeting. Dave Ings, Secretary, took the minutes.

The Chair called the meeting to order and took roll call. The meeting was quorate. The draft agenda was adopted as posted.

2. Approval of Minutes

The motion to approve the draft minutes of the March 7-9, 2017 Board meeting was moved by Paul and approved by unanimous consent.

The motion to approve the revised Executive and Public minutes of the Board meetings held in 2016 on October 26-28, November 13, November 29, and December 13, was moved by Martin and approved by unanimous consent.

3. Executive Director's Report

Laurent Liscia, Executive Director, reviewed his most recent report.

Laurent reviewed the changes in the traditional standards market while highlighting new business development approaches that OASIS is adopting in response to those changes.

4. Finance Committee Report

Frederick Hirsch, Treasurer, led the discussion, held in executive session, of:

- The review of the March 2017 operations report.
- The review of the 2017 audit report.
- The review and approval of the 2016 annual report for distribution to members.
- Action item 2017-03-07.05 regarding refund accounting.
- The review of the Q1 2017 forecast.
- The review and approval of the draft 2016 IRS 990 form.

During the discussion motions were carried to:

- Release the 2016 annual report to members (moved by Dave).
- Release the 2016 audit report to members (moved by Frederick).
- Approve the draft 2016 IRS 990 form for submission to the IRS (moved by Dave).

5. Governance Committee

Frederick Hirsch, Chair, led the discussion.

- Frederick reported good progress on the policy review, which is now nearly complete.
- There are some policies outside the scope of the Governance Committee (e.g. policies owned by OASIS staff). Action item 2017-03-07.03 will be reassigned to Gershon, with a revised due date, to drive a review of those policies.
- Scott reviewed our current Directors and Officers liability insurance policy. The Board supported his recommendation to seek independent (outside) advice as to whether better coverage is available in the market.

6. IPR Committee Report

This agenda item was folded into the next as the topics overlapped.

7. Process Committee Report

Martin Chapman, Chair, led the discussion.

Martin reviewed the status of the TC Process streamlining project, the draft of which is out for review by the Board. He also reviewed progress on the Open Projects initiative, highlighting an outstanding IPR process issue that needs to be resolved before the current draft can be declared ready for Board review.

8. Action Item Review

Dave Ings, Secretary, led the discussion.

All outstanding action items are grouped together here for ease of reference. However, some of these action items were reviewed elsewhere in the agenda as part of other discussions.

Action Item 2017-03-07.01, owner: Scott McGrath, due: 2017-07-26

Scott McGrath to investigate current liability insurance options for Directors and Officers.

Update: See agenda item 5. Due date revised.

Action Item 2017-03-07.02, owner: all Board members, due: completed

Review the current draft of the OASIS Process documents and send comments to Martin.

Update: completed.

Action Item 2017-03-07.03, owner: Gershon, due: 2017-06-28

All OASIS policy owners to review their policies and if revisions are required, report back to the Board meeting with a target date for completing the revisions.

Update: See agenda item 5. Reassigned to Gershon and due date revised.

Action Item 2017-03-07.04, owner: Scott McGrath, due: 2017-05-23

Scott McGrath to direct staff to prepare a guidance note for TCs regarding appropriate TC behaviour and mitigation options when travel (border) restrictions impact TC attendance.

Update: In progress. Due date revised.

Action Item 2017-03-07.05, owner: Scott McGrath, due: completed

Scott McGrath to clarify with the OASIS auditor how member refunds should be accounted for given OASIS' status as a not-for-profit organization.

Update: completed.

Action Item 2017-03-07.06, owner: Gershon Jansen, due: 2017-07-26

Gershon Janssen (with staff) to follow-up with Tim Hudson of Cryptsoft to determine next steps regarding Tim's event interop policy recommendations.

Update: See agenda item 10. Due date revised.

9. Future Meetings Review

Gershon Janssen, Chair, led the discussion.

Tuesday May 23, 2017, 1-3 PM ET, Teleconference
Wednesday June 28, 2017, 1-3 PM ET Teleconference
July 26-28, 2017, Face-to-Face, Burlington, MA, USA
October 18-20, 2017, Face-to-Face, Philadelphia, USA

10. Any Other Business

Gershon Janssen, Chair, led the discussion.

Gershon discussed several options for addressing feedback OASIS has received regarding our event interop policy (action item 2017-03-07.06). Working with Laurent, Gershon will drive this forward and schedule additional time at a future Board meeting.

Approved Resolutions

Resolution 2017-04-26.01

“Board resolves to approve the Executive and Public minutes of the March 7-9, 2017 Board meeting, as published (respectively) at:

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60401/latest> and
<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60402/latest>”

Resolution 2017-04-26.02

(Note there was a typographical error in the April 26th agenda as published. The meeting dates in this resolution refer to Board meetings held in 2016, not 2017 as per the agenda item description.)

“Board resolves to approve the revised Executive and Public minutes of the October 26-28, November 13, November 29, and December 13 Board meetings, as published (respectively) at:

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60519> and
<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60523>

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60520> and
<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60524>

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60521> and
<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60525>

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60522> and
<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60526>”

Resolution 2017-04-26.03

“Board resolves to approve the release to OASIS Members of the 2016 Annual Report.”

Resolution 2017-04-26.04

“Board resolves to approve the release to OASIS Members of the 2016 Auditor's Report, at:

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60576/OASIS%20Open%20FS%20Final%202016-1.pdf>”

Resolution 2017-04-26.05

“Board resolves that the draft IRS 990 form for 2016 has been reviewed by the Board and is approved for filing with the IRS, as published at:

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/60579>”