

1 **Minutes of the OASIS Board of Directors**

2 **May 11, 2006 – Draft v2**

3
4 Held at the Grand Hyatt San Francisco

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6 ***Directors in Attendance***

7 Eduardo Gutentag, Chairman

8 Ed Cobb, Vice Chairman

9 Mike DeNicola, Treasurer

10 Chris Kurt, Secretary

11 Patrick Gannon, OASIS President and CEO

12 Jeff Mischkinsky

13 Frederick Hirsch

14 Claus von Riegen

15 Bob Glushko

16 Michael Winters

17
18 ***Regrets***

19 John Jackson

20
21 ***Guests and Staff in Attendance***

22 Scott McGrath, OASIS

23 Carol Geyer, OASIS

24 Jamie Clark, OASIS

25 Robin Cover, OASIS

26 Mary McRae, OASIS

27 Jane Harnad, OASIS

28
29 Pete Wenzel

30 Martin Chapman, Oracle Corporation

31 Alan Clark, Novell

32 William Cox, Individual

33 Hal Lockhart, BEA Systems, Inc.

34 Jishnu Mukerji, Hewlett-Packard

35 Donglin Wang, Changfeng Open Standards Platform Software Alliance

36 Marian Lewandowski, Xenos

37 Hans Aanesen, Individual

38 Svein Tore Johansen, Individual

39 Harm-Jan van Burg, Netherlands Tax and Customs Administration

40 Ann Terwilliger, Visa International

41 Mark Palmer, NIST

42 Harry Gore, LMI Consulting

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44
45 **1. Welcome, Goals and Agenda Review**

46
47 Eduardo Gutentag convened the meeting at 1:33 pm Pacific Time. All Directors except John Jackson were
48 in attendance. Guests from the OASIS Membership were welcomed to the meeting.

49
50 The meeting agenda was reviewed and approved as distributed.

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52 **2. Review & Approval of Minutes & Action Items from 12 Apr Board call.**

53
54 Chris Kurt presented the minutes of the April 12, 2006 Board meeting for review and approval.

55

RESOLUTION 2006-05-11.01: RESOLVED, that the Board approves the minutes of the April 12, 2006 Board of Directors meeting. Passed unanimously.

3. Status of Open Action Items

Chris Kurt reviewed the open action items. Current status is reported below.

*ACTION ITEM 2005-07-27.05: Executive Committee to review Liaison Policy for consistency with convergence goals of the organization.
[Status: Open. Convergence issues being worked by TC Process committee.]*

*ACTION ITEM 2006-01-25.02: Patrick Gannon to track the IT issues list and import into IT tracking tools when they are available.
[Status: Open. Ongoing.]*

*ACTION ITEM 2006-01-25.03: The TAB to distribute the current AIR draft for public review, process any comments, and provide an updated version to the Board for approval at its March meeting.
[Status: Open. Ongoing work within TAB & Staff. See Agenda Item 11 May #6.]*

*ACTION ITEM 2006-01-25.04: The Strategy Committee to report at the May meeting with options for alignment of membership categories.
[Status: Open. Staff initiated member survey based on questions reviewed with Strategy Committee. See Agenda Item 11 May #4]*

*RESOLUTION 2006-01-25.06: RESOLVED that OASIS staff is directed to investigate and provide conference call bridge hosting, funded through the use of current reserve funds, with the operational plan subject to Board approval at the March meeting. Passed unanimously.
[Status: Open. Staff is surveying TCs for more detailed needs of conference calls.]*

*ACTION ITEM 2006-02-24.02: Ed Cobb to schedule an outreach committee meeting and develop a policy communication plan proposal.
[Status: Open. Outreach Team met on 15 March.]*

4. Strategy Committee Report

Frederick Hirsch provided a report on the Strategy Committee activities. The committee presentation was reviewed, and feedback was provided by the Board. Additional discussion on this topic was deferred until after the Member Section Review topic.

5. Member Section Review

Ann Terwilliger presented the status of the PKI Member Section. Current activities include the following:

- Third International PKI Survey,
- PKI usage study within OASIS,
- Investigation of new projects for web signing, and the OASIS web sites,
- Liaisons with the Asia PKI forum.

The PKI Member Section provided an updated forecast of the spending plan for the remainder of 2006.

6. Strategy Committee Report - Part II

Frederick Hirsch continued the Strategy Committee report on membership categories. The current approach to membership categories, dues and benefits was discussed.

111 **7. Infrastructure Update**

112
113 Patrick Gannon reported on the status of infrastructure updates. The list of open items was reviewed and
114 discussed. The overall review and decision making model was discussed as well.
115

116 **8. Symposium Review**

117
118 Carol Geyer and Jane Harnad provided a summary of the OASIS Symposium results. The meeting had 159
119 attendees, plus ten committee meetings. Feedback on meeting schedules and overall logistics was shared
120 among the Directors and OASIS staff.
121

122 **9. TAB Review**

123
124 Frederick Hirsch led a series of TAB reports. The TAB members joined the meeting to discuss their various
125 activities.

126 Jacques Durand

127 Pete Wenzel

128 Jishnu Mukerji

129 Martin Chapman

130 Hal Lockhart

131 Bill Cox
132

133 Jacques Durand provided additional information on the Symposium. The 2006 event had a smaller number
134 of presentations, with extra support and coordination with the presenters. Overall planning for the event
135 went more smoothly than the previous year.
136

137 Pete Wenzel reported on the work of the Gap committee, on behalf of Mike Mahan. This group has
138 identified experts in various domains and has started to conduct interviews.
139

140 Bill Cox presented an update of the Quality Subcommittee work. They have been focused on the AIR
141 guidance document and supporting material. They are also discussing work on testability/test assertions and
142 a FAQ content template.
143

144 **10. Member Comments**

145
146 The Board opened the meeting for an open discussion with the other members who were in attendance.
147

148 Marian Lewandowski Suggestion: Have a session at the next Symposium entitled 'How to give an effective
149 presentation'. It is important to make sure that our presentations are as high quality as possible, and that we
150 take the event seriously.
151

152 Harry Gore - LMI Consulting, representing the US Department of Defense: We should have additional
153 educational panels/presentations to provide information on core technologies. Another topic for
154 consideration is the application/use of OASIS work in the public sector.
155

156 Harm-Jan van Burg - Chair of TaxXML TC and eGov TC: The Symposium agenda was not suitable for
157 members with a business focus. It is too biased toward the software industry and vendors. As a second
158 request, he and others are frustrated with the current membership structure, and will be following up with
159 more information to the board on how government agency membership could be approached. Third, the
160 members of the TaxML committee joined OASIS in order to have a discussion with other industry
161 participants and vendors. They do not have direct communications with appropriate vendor representatives.
162 More interaction between committees - crossing business and technical boundaries - should be promoted.
163

164 <Chris Kurt left session.>
165

166 **11. General Organization Health**

The board reviewed the organizational health issues list and further discussions.

12. Outside Directors Session

The Outside Directors met to discuss additional topics as appropriate.

12. Recess

Following the Outside Directors session, the Board recessed for the evening.

13. Reconvene

The meeting reconvened at 8:31 am PT.

Directors in Attendance

Eduardo Gutentag, Chairman (via teleconference)

Ed Cobb, Vice Chairman

Mike DeNicola, Treasurer

Chris Kurt, Secretary

Patrick Gannon, OASIS President and CEO

Jeff Mischkinsky

Frederick Hirsch

Bob Glushko

Claus von Riegen

Michael Winters

Guests in Attendance

Mary MacRae, OASIS

Jamie Clark, OASIS

Carol Cosgrove-Sacks, OASIS

Scott McGrath, OASIS

Ram Kumar, OASIS

Martin Chapman, Oracle Corporation

John Greacen, Greacen Associates, LLC

Tom Clarke, National Center for State Courts

Darrel Thomas

Sarah Barbuscia

Hans Aanesen, Individual

Regrets

John Jackson

John Jackson and Michael Winters were not present when the meeting reconvened. The remaining agenda was reviewed and approved without change.

14. Finance Committee Reports

<Michael Winters joined the meeting during this discussion>

Patrick Gannon presented the reports from the 2005 audit. The 2005 Financial Statement and Management Letter were reviewed and discussed. The auditors did not identify any significant issues in their reports. The auditors did make suggestions on cost and revenue monitoring related to funds dedicated to member sections and accrued income from membership dues.

A discrepancy between the 2005 income and 2005 financial statement was identified (\$2,489 and \$2,498, respectively). This error, expected to be simply typographical, will be investigated and resolved.

The auditors reported that the accounting staff was doing an excellent job of record keeping and providing reports to the auditors. The conversion to the new financial software was successful and is providing benefits in support of the annual audit.

The March operations report was reviewed and discussed. It was noted that new member revenue is significantly behind plan. Current membership levels are at 350 organizational members, and a total of 574 members. 92% of members have signed the new agreements. The overall membership and sales process was discussed.

ACTION ITEM 2006-05-12.01: Staff to provide a copy of the new membership sales pipeline to the Finance Committee for review.

At the end of March, 64 TCs were active, with 13 under the new IPR Policy. During the month, two new TCs had their first meeting, while 3 closed.

15. Liaison Report

<OASIS staff and Members joined the meeting for this session.>

Dr. Cosgrove-Sacks gave a presentation on OASIS' role in international standards, and her new role as OASIS' international policy advisor. She provided an overview of her background and a report of accomplishments for 2005. For 2006, efforts will be focused on advocacy, developing relationships in Geneva and Brussels, and providing leadership/coordination for OASIS staff in Europe.

Liaison activity and other relationships in Europe were discussed.

Patrick Gannon presented the Liaison activity status report. Notable activities include a joint ITU-OASIS forum on disaster warnings, development of a World Standards day with ISO, and UBL discussions with CEFAC. Activities with industry and other vertical groups include ACORD, ANSI-HITSP, INCITS, IDPF, the World Conservation Union, and the Telemanagement Forum.

16. Member Section Reports

<Claus von Riegen and Eduardo Gutentag left the meeting during this discussion.>

John Greacen and Tom Clarke presented a status report on the Legal XML Member Section. The deliverables and status of the Member Section's committees was presented and discussed. The 2006 budget and spending plan were presented. Thoughts on Member Section policy were shared as input to the policy discussion.

Darrel Thomas and Sarah Barbuscia presented a status report on the DCML Member Section. The Member Section has 17 active members from 13 companies. They have restructured onto a single Technical Committee. The budget for 2006 was presented for review.

Patrick Gannon provided a status report on the Member Section policy discussion. The Committee is meeting regularly, and a draft policy document is being developed. The summary of the items planned for the Member Section policy was provided. Various aspects of the draft policy were discussed.

ACTION ITEM 2006-05-12.02: Scott McGrath to provide a summary of Member Section roles to the Board. Due before the next Board meeting.

ACTION ITEM 2006-05-12.03: Staff to look at the mechanism for members to designate dues allocation to Member Sections and report options back to the Finance Committee and Board. Due before the next Board meeting.

279 **17. Outreach Team**

280
281 Ed Cobb reported on the work of the outreach team. They attempted to schedule a speaker from ASF for
282 the symposium, but were not successful.

283
284 **ACTION ITEM 2006-05-12.04:** The outreach team to draft a document on open source use of
285 OASIS work.

286
287 **18. TC Process Committee**

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289 Jamie Clark reported on the discussions of the TC Process Committee. The committee has been working
290 through their list of open issues and plans to have a draft update for review before the Billerica f2f Board
291 meeting. Key areas of review include related work disclosures, voting, chair selection, TC formation and
292 errata.

293
294 **19. TC Admin Review of TC Operations**

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296 Jamie Clark introduced Mary McRae and Ram Kumar as members of the TC Administration team. He
297 reported on the work of the administration team and roles. The changing nature of the administration
298 workload, primarily related to more 'vertical' TC work, was discussed.

299
300 The TC admin team reported on the status of IPR transition planning and votes. Steps to ensure that
301 transitions happen on time were discussed.

302
303 **ACTION ITEM 2006-05-12.05:** Patrick Gannon to include the list of TCs that have not made
304 IPR mode transition plans to next month's Operations report,

305
306 **ACTION ITEM 2006-05-12.06:** Patrick Gannon and staff to create the list of TCs and their
307 current status as a new page on the OASIS member site, and notify the TC Chairs of where the
308 page is posted.

309
310 **20. Staffing Committee Report**

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312 Patrick Gannon provided a report on the Staffing Committee work. One of the key activities was to put
313 together a success/management backup plan for the organization. The first version of this plan was
314 reviewed and discussed.

315
316 **21. Wrap-Up and Adjourn**

317
318 The board discussed the results of the open segments of the Board meeting. The Board discussed whether
319 to continue open sessions at Board meetings, and generally supported continuing open sessions at f2f
320 meetings, particularly when they are held in conjunction with Symposiums. The Board decided not to have
321 an open segment at the Billerica meeting.

322
323 The list of action items opened during the meeting was reviewed and discussed.

324
325 Topics for the June meeting:

- 326 - Resolve election ties
- 327 - Financial/Operations report for April and May
- 328 - Strategy Committee report on member categories
- 329 - Bonus policy and departmental goals
- 330 - TC Process Committee updates
- 331 - Member section policy - draft review
- 332 - Infrastructure project status

333
334 Topics for the August meeting:

- 335 - Financial/Operations report
- 336 - Quarterly reforecast
- 337 - TAB review and new member introductions
- 338 - Strategy committee proposal for member categories and dues
- 339 - Infrastructure project status
- 340 - TC Process update
- 341 - Member section policy approval
- 342 - Staff departmental reports
- 343 - Staffing committee chair/team roundtable report
- 344 - General organizational health review

345

346 The meeting adjourned at 4:48 pm Pacific time. The next meeting is scheduled for June 28, 2006 at 9:00
347 am Pacific time.

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349

350 Respectfully Submitted,

351 Christopher Kurt

352 Secretary