FINAL

Minutes of the OASIS Board of Directors,
Held at BEA Offices, San Jose, CA on 21 November 2002

Attendees:

Directors:	Position
Colin Evans	Director and Board Chair
Patrick Gannon	Director and President/CEO
Jim Hughes	Director and Treasurer
Ed Cobb	Director
Simon Nicholson	Director
Laura Walker	Director
Michael Weiner	Director

Others Present:

Karl Best	OASIS Director of Technical Operations

1. **Opening and Agenda Approval**. Colin called the meeting to order at 8:30 am PST, and the published agenda was approved.

2. **Previous Minutes.** Minutes of the previous meeting were not available, as the Secretary is in hospital.

3. **Strategy Committee Discussion**. Ed led a discussion of the recommendations made in the Wolcott study last year. The conclusions reached on each item were:
    a) Revised Mission Statement done in 4Q2002.
    b) TAB should continue to categorize activities, noting gaps and preparing a descriptive (current and backwards-looking) roadmap or similar document; however, TAB should not create liaisons or prescriptive roadmaps without discussion/approval of the board. All activities should be in support of the OASIS mission statement.
    c) We should pursue known information and use the TAB, but refrain from contracting an outside agency to provide a marketing analysis. The scalability of increasing the number of TCs needs to be addressed, and some consideration might be given to increase TC quality by raising initial requirements.
    d) Staff should work with TAB on new TC formation, but only in connection with item (b) above.
    e) The 'end result' has been improved with the new TC process additions, but we could use more focus on OASIS Standards instead of TC Specifications.
    f) The Strategy Committee will look into future service revenue models.

g) The board will entertain requests for new programs, which might come through the Strategy Committee. "Open for Business" seminars would be useful.

h) Membership fee schedules have been recently revised.

i) International OASIS staff is being discussed later today.

j) The board will entertain requests to work with 'vertical consortia' as needed.

AI 20021121-01: Patrick to talk with Chris about scheduling a TAB presentation on the categorization of existing TC work, with special attention towards business scenarios, target markets for the specifications and the adoption of specifications/standards. This should be done without unnecessarily burdening the TCs with requests for information.

AI 20021121-02: The Strategy Committee is requested to update the Wolcott recommendation chart and present it at the 12/18/02 board meeting.

4. **Liaison Report.** Patrick presented charts showing liaisons and inter-organizational relationships, categorizing relationships as (a) business development (member growth), (b) market development (direct/indirect adoption of OASIS specifications), and (c) technology (direct technical work to build or support a specification). The board discussed mechanisms for staff to decide how to vote in other bodies, the need for clarity in relationships and the need to tie liaison requests to specific requirements from our membership

    AI 20021121-03: By the next board meeting, Patrick is requested to (a) write down specific policies for establishing inbound/outbound liaisons; (b) identify which liaisons are critical to meet OASIS strategy; complete the blank parts of the charts presented today; and (d) identify where OASIS has signed an agreement with an external body and what obligations are imposed on OASIS.

5. **Geographic Expansion**. Patrick noted the increase of European interests and opportunities, leading to a request to increase staffing. It was decided to table this discussion until the scalability and strategy discussions are completed with the Strategy Committee.

6. **Scalability and Number of TCs**. TCs are now growing at a rate of 1-1/2 per month, three times the growth of a year ago. There is concern that we may need to raise our 'start-up' requirements in order to reduce the number of TCs, raise the quality of TCs and provide support for Karl to manage this increasing load.

    AI 20021121-04: Karl is requested to investigate the actual overhead costs per TC; setup metrics to measure resource consumption; recommend ways to raise TC quality; and involve the TAB in these discussions.

7. **October Finance Report.** Patrick presented the October report, noting that Net Ordinary Income was $18K below budget for the month and $14K below budget YTD. We expect to exceed budgeted Net Ordinary Income and Revenue by the end of the year.

8. **CY2003 Budget**. Patrick presented a forecast for the remainder of 2002 and related these numbers to a proposed budget for 2003 which would generate approximately $271K in Net Income, thus clearing our negative net equity issue. This plan would expect a 44% increase in Membership Dues and approximately 35-37% increases in Income and Expenses. Key increases in Expenses were discussed and the board generally agreed with this plan. More details, including a 12-month spread and detailed list of staff and duties, are expected for the December meeting in an attempt to approve the 2003 budget at that time. There is some request to plan for a 5-8% income margin (not a balanced plan) in order to anticipate economic problems in 2003.

9. **IPR Issues**. Jim presented a summary of IPR activities since February, including the major outstanding issues raised by members. After a lengthy discussion, it was decided to:
   a) Generally stop consideration of simple amendments to the existing IPR Policy, as there are major issues which need addressing;
   b) Focus on a "term sheet" of high-level principles/policy, with options and resolution to existing issues, which could then be used to either accept existing materials (agreed in other consortia or submitted), or draft new materials;
   c) Consider using materials provided by OASIS counsel;
   d) Have Patrick respond to current questions as appropriate, with notification that revision activities are underway;
   e) Reconstitute the IPR Subcommittee, consisting of Jim (chair), Karl, Michael, Ed, Chris and Simon, to further consider the materials presented today and report back in the next board meeting on progress.

   Karl will establish a separate email list for these IPR Subcommittee discussions, as non-board members and possibly counsel may join this list.

10. **Board Meeting Calendar**. The board agreed to the following meetings:
    a) 18 Dec 2002, Teleconference, 8-10 a.m. PST;
    b) 27 Jan 2003, Teleconference, 12-2 p.m. PST;
    c) 5 Mar 2003, All-day F2F at Intel, Santa Clara (following the AGM at 7 p.m. PST at Web Services One, Santa Clara);
    d) 3 Apr 2003, Teleconference, 8-10 a.m. PST;

e) 8 May 2003, All-day F2F in London (following the European AGM the previous evening at XML Europe);

f) 19 Jun 2003, Teleconference, 8-10 a.m. PST;

g) 30 Jul and morning of 31 Jul 2003, All-day F2F at OASIS offices in MA.

11. **TAB Status and Activities**. The board agreed with the TAB's plan to build a Web Services Forum on 4 March 2003 at Web Services One, which will be similar in content to the recent Security Forum (and should not provide future-looking roadmaps). The TAB is also requested to return to the board with a plan for a separate, internal OASIS Symposium and a "backwards/contemporaneous looking roadmap", and possibly meet with the board in a 2-hour session at the March 2003 board meeting.

Following discussion of a revision of the TAB charter, the following resolution was taken:

Resolution 20021121-01. By unanimous vote, the TAB charter is amended to add the following to item 2, "Support the OASIS technical process": "iv. Communicate directly with the appropriate technical committees as required to carry out the activities described above."

12. **OASIS Standards Registry.** Karl demonstrated an example of a document management utility at http://registry.oasis-open.org which was built using XML Global tools, ebXML specifications and metadata from the ANSI-based standards registry project. The standards registry project has its metadata out for review now and plans to submit the results to JTC1 in several months. The board generally agreed with continuing to work on this pilot project and see if it could be of any benefit to OASIS.

13. The meeting closed at 6:00 p.m. PST.

Respectfully Submitted,

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Jim Hughes
Acting Secretary