Minutes of the OASIS Board of Directors - Final
April 28, 2004

Directors in Attendance
John Borras
Ed Cobb
Colin Evans, Chairman
Patrick Gannon, OASIS President and CEO
Eduardo Gutentag
Frederick Hirsch
Jim Hughes, Treasurer
Chris Kurt, Secretary
Jeff Mischkinsky
Laura Walker
Michael Weiner

Guests in Attendance
Karl Best
George Kowalski – UNECE (Item 3 only)
Sead Vilogorac –UNECE (Item 3 only)
Pete Wenzel – TAB/SeeBeyond (Item 5 only)
Chet Ensign – TAB/Lexis Nexis (Item 5 only)
Scott McGrath (Item 12 only)

1. Introductions and Agenda Review

The meeting convened at 9:05 am CDT. All Directors were present. The agenda was reviewed and approved as originally distributed.

2. Approval of Previous Minutes

RESOLUTION 2004-04-28.01: RESOLVED, that the board unanimously approves the minutes of the March 12, 2004 Board of Directors meeting.

3. Meeting with UNECE Representatives

Representatives from UNECE briefed the Board on their efforts on Internet Enterprise Development. The relationship between OASIS and UNECE was discussed.   The Board discussed the details of the proposal and its potential benefits to OASIS.

"The Board supported Patrick Gannon accepting the invitation to serve as Chair of the Team of Specialists on Internet Enterprise Development for one year."

4. Liaison Status Update

Karl Best provided an update on the status of discussions between OASIS and UN/CEFACT. As a result of the past round of meetings, both organizations have agreed to continue to discuss their relationship.

5. TAB Update

Pete Wenzel provided an update on the activities of the TAB. They have provided recommendations to the Board TC Process committee for consideration in next revision of the OASIS process. They have also developed a set of recommendations for collaboration tools, artifact naming guidelines, and documentation templates.

The TAB is developing alternate views of the conceptual model to improve understanding of the various TCs and their topic areas.

The OASIS Symposium was successful, and a summary of the event will be distributed by the TAB as a follow-up. Updates to the presentation review process, mechanisms for debate, and general symposium content were discussed to make improvements for future events. Plans for future events were discussed.

The Board discussed a letter sent to the Board and TAB about the symposium, and decided that the Chairman of the Board would respond.

Ed Cobb joined the meeting during this discussion.

6. IPR Committee Update

Ed Cobb provided an update on the status of the IPR Committee and the key open issues for discussion across the entire Board. Each of the open issues was discussed by the Board and direction was provided to the committee.

The four key issues were as follows:
- Whether verbal communications should be included in the definition of Contribution.
- Whether optional features (or multiple alternatives) in specifications should fall within the definition of Normative.
- The approach to licensing terms on the various modes
- Whether the opt-down provisions should remain in the policy

7. Outside Director Update

The outside directors held a general discussion on the overall health of the organization.

8. Recess

The meeting adjourned for the day at 6:05 pm, and reconvened at 8:05 am CST on Thursday, April 29. All Directors were present.

9. TC Process Update

Karl Best provided an update on the TC Process discussions. In order to support the anticipated changes to the IPR Policy. General topics include:
- The number of members required to initiate new work.
- The approval process for company representatives to join TCs
- How to clarify the scope of work
- Relationship between TCs and their subcommittees, particularly when operating in different languages.
- TAB recommendations for process improvements
- The process for disclosures and contributions

John Borras' TC will be experimenting with various options for subcommittee activities when these subcommittees are operating in varied geographies or languages within the framework of our current process. Challenges include ability to attend meetings and cultural/language skills that are available among the constituency. Feedback will be provided to the TC Process committee to help address these issues.

The TC Process Committee will be meeting via teleconference weekly on Friday mornings between 8 and 10 am Pacific.

10. Finance Committee Update

Jim Hughes and Patrick Gannon presented an update from the Finance Committee.

The March Financial Report shows that OASIS is $70K ahead of Net Ordinary Income budget year-to-date. There were no issues to report or board actions required related to the Financial Report.

The management letter from the 2003 Audit is still under development, but the numbers are all complete. There are no issues to report to the Board. The auditors have reported a clean audit.

The revised forecast for the remainder of 2004 shows revenue still approximately $3MM. Renewals are slightly ahead of the original expectations. Forecasted new member and portal sponsorship revenue has been revised downward, while renewals are ahead of plan.

11. Strategy Committee Update

Patrick Gannon presented information on a proposed set of new adoption services. Six types of services have been identified around skills development, conformance, and interoperability.

The details of the proposal were discussed.

Questions and concerns were raised around ideas around conformance. Detailed plans in this area would be required before approval to move forward. The highest priority items for further planning are in the areas of interop demonstrations, training, and self certification.

Interoperability demonstrations will continue to be developed. For training and conformance/certification, more detailed plans will be presented to the Strategy and Finance Committees, and then for further review and approval by the Board.

John Borras left the meeting during this discussion.

12. User Advisory Board

Scott McGrath presented a proposal for development of a User Advisory Board. The details of the proposal were discussed and additional work is required in this area.

13. General Health Update

Feedback to staff was provided on the results of the outside director's meeting.

Michael Weiner left the meeting during this discussion.

14. Adjournment

The meeting adjourned at 11:31 am CDT. The next meeting is May 19th at 8:00 am Pacific time. The following meeting is on June 25th.

Respectfully Submitted,

Christopher Kurt, Secretary