

Meeting Logistics

Venue

The meeting was conducted by teleconference at 13:00 ET

Teleconference Bridge

Thanks to Oracle for providing the teleconference bridge.

Meeting Tool

We used the Lucid meeting tool to present materials, but for this Board meeting we did not use the tool to capture minutes. Details were sent to the Board distribution list separately.

Meeting Documents

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

Attendance

Directors Present:

- Jim Cabral
- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Margaret LaBrecque
- Paul Lipton
- Jenny Menna
- Beth Pumo
- Bruce Rich

Staff Present:

- Laurent Liscia
- Scott McGrath
- Carol Geyer
- Jamie Clark

Apologies received:

- Jason Keirstead
- Richard Struse

Minutes

1. Welcome, Agenda Review

Gershon Janssen, Chair, presided at the meeting. Bruce Rich, Secretary, took the minutes.

The Chair called the meeting to order at 1:04PM EST and took roll call. With 8 of 11 members present at the start of the meeting, the meeting was quorate. The agenda was adopted as posted, with some reordering to meet the time needs of certain Directors.

2. Approval of Minutes

The motion to approve the draft minutes of the January 29 Board meeting was moved by Beth Pumo and approved unanimously, with the proviso that the ending date of the July Board meeting be adjusted to Friday, July 26

3. Executive Director's Report

Laurent Liscia, Executive Director, reviewed his most recent report. Both the TC business and the TAG business were slightly ahead of projected revenue, with lots of interest (but no revenue) in Open Projects and nothing yet in the FiaB space. OASIS is getting OP prospects referred to us, so we're not always needing to seek out new prospects, but although customization of projects is viewed as one of OASIS's assets in this space, the interaction level with staff is already straining current resources. A pipeline dashboard has been added to the ED report, but it's in enough flux that by the time it's reviewed, it's already somewhat outdated. We anticipate that OASIS will be running a new TAG for ANSI, the "Sharing Economy" TAG, but expect this one will likely be smaller than last year's Privacy TAG.

4. Open Projects Advisory Council

Carol Geyer, Chief Development Officer, led a discussion of the concept of the Open Projects Advisory Council. The council is intended to advise OASIS in the marketing of Open Projects, with the intent of communicating the advantages OASIS now offers to the open source community. The advisors will have a two-year term and will meet quarterly via teleconference. The council is not a governing body, so any recommendations coming out of the council would be fielded by staff and relevant topics would be surfaced to the Board by staff. The intent is to have a diverse group of between 10 and 20 people on the council. So far, 13 of those approached have accepted the offer, with a good mix between men and women, US and non-US. The Board requested clarification of "terms of reference" (council members being able to speak of OASIS and their relationship with OASIS). Carol took this action item, with Jamie Clark, OASIS General Counsel and Martin Chapman, Board Vice-Chair, assisting. The intent is to have this drafted before the first council teleconference.

5. Discussion of Open Projects rules changes

Carol Geyer, Chief Development Officer, assisted by Jamie Clark, OASIS General Counsel, led a brief discussion on the Open Projects Rules changes as recommended by staff and approved by the Board Process committee and Board IPR committee. As all requested changes had already

been applied to the document, Frederick Hirsch moved for approval, effective March 1, 2019, and the revised document was unanimously approved.

Going forward, the IPR subcommittee will be looking at three Open Project items in the near term:

- 1) Adding a “copy-left” license
- 2) Support/removal of RAND, and
- 3) Trademark issues.

6. Finance Committee Report

Frederick Hirsch, Treasurer, and Scott McGrath, Chief Operating Officer, led the review of the January 2019 operations report. On behalf of the Board, Frederick thanked Cathie Mayo and Scott McGrath for the work put in to enhance the Operations Report, adding and sometimes pruning to present the data more informatively.

The remainder of the discussion was held in executive session. No action items or resolutions were recorded.

7. Board Election Process

Scott McGrath, Chief Operating Officer, reviewed the draft 2019 Board Election Process and Schedule. This process had been updated to render it gender-neutral and to adjust the dates around this year’s calendar. The process and schedule were accepted without comment. There was also a brief discussion on recruiting of Board candidates. That discussion was tabled for a later date.

8. Future Board Meetings

Gershon Janssen, Chair, briefly reviewed the future meeting schedule, which is as follows:

Future Meeting Schedule
Wednesday April 10 - Friday April 12, 2019, McLean, VA, USA, Face-to-Face
Tuesday May 21, 2019, 1-3PM ET, Teleconference
Tuesday June 25, 2019, 1-3PM ET, Teleconference
Wednesday July 24 - Friday July 26, 2019, Burlington, MA, USA, Face-to-Face

9. Any Other Business

Gershon Janssen, Chair, led the discussion. One item of note was the Annual Conflict of Interest statement being due to Scott McGrath, COO, with not all Directors yet in compliance. The other item of note was that Jenny Menna, Director, announced her resignation, effective March 18, which will trigger a special election to fill her seat for the remainder of her term. The Board extended thanks to Jenny for her contributions to OASIS.

10. Adjournment

The meeting was adjourned at 3:02PM EST.

New Action Items

Action Item 2019-02-26.01

Carol to work with Jamie and Martin to clarify the “terms of reference” for the Open Projects Advisory Council members.

Approved Resolutions

Resolution 2019-02-26.01

“Board resolves to approve the Executive and Public minutes of the January 29, 2019 Board meeting, as published in:

https://www.oasis-open.org/apps/org/workgroup/board-plus/documents.php?folder_id=3260, with minor clarification of July Board meeting closing date to be 26 July”

Resolution 2019-02-26.02

“The Board resolves to approve the changes to the Open Projects Rules recommended by staff and approved by the Board Process committee and Board IPR committee as displayed in OP-Rules-Recommended-Changes-redline-2.docx (<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/64741/latest>) with the changes to take effect 01 March 2019.”