

**Minutes of the OASIS Board of Directors  
held in Boulder, Colorado on 13 and 14 January 2004**

**FINAL**

**Attendees:**

**Directors**

Colin Evans

Patrick Gannon

Jim Hughes

Christopher Kurt

John Borrás

Ed Cobb

Eduardo Gutentag

Frederick Hirsch

Jeff Mischkinsky

Laura Walker

Michael Weiner

**Position**

Chairman

OASIS President and CEO

Treasurer

Secretary

**Others Present**

Karl Best

OASIS Vice President

Lofton Henderson

CGMO Inc. Director (agenda item 3 only)

**Regrets**

- none -

**1. Welcome, Goals, and Review of Agenda.**

The meeting was called to order at 9:05 am MST. 10 of 11 directors were present, with Laura Walker absent. The agenda was reviewed and approved as distributed.

Open action items were reviewed and status reported as follows:

**AI: 2003-10-27.07:** Patrick G., Recommend policies for allowed activities within Member Sections. This action item is closed. Patrick's proposal will be discussed during this meeting.

**AI: 2003-10-27.08:** Patrick G., Propose a 2004 schedule of employee salary increases & bonuses and submit to Staffing Committee for review. This action item remains open. A proposal will be provided by Patrick Gannon to the staffing committee in the next week (prior to January 20).

**2. Review & Approval of Minutes from December 17th Board call.**

Chris Kurt presented the minutes of the previous meeting for review and approval.

**RESOLUTION 2004-01-13.01:** RESOLVED, that the minutes of the November 25, 2003 minutes are approved by the Board. Passed by vote (10-0-0).

### **3. Board Committee Assignment Updates**

It was noted that Frederick Hirsch has joined the IPR Committee since the last Board meeting.

### **4. Review and Approval of CGM Open Member Section Rules of Procedure**

Lofton Henderson joined the meeting for this discussion.

Patrick Gannon presented a proposed Member Section Rules of Procedure for CGM Open and the process to close the separate CGM Open, Inc.

A separate agreement will be created between CGM Open, Inc. and OASIS to complete the CGM shutdown process this year. The existing affiliate agreement will be cancelled once the member section is launched.

The details of the process and proposed Rules of Procedure were discussed, and modifications to the RoP were made.

Laura Walker joined the meeting at this time.

**RESOLUTION 2004-01-13.02:** RESOLVED, that the Board approves the CGM Open Member Section, version dated 8 January 2004 [CGM-Member-Section-RoP-forBoardVote-040106.doc] and modified as follows:

- (a) Add a reference to the OASIS IPR Policy to Section 2.1.
- (b) Remove all of Section 10 related to IPR.
- (c) Fix typo in section 2.3 (replace “non longer” with “no longer”).

Passed by vote (10-0-1).

**Action Item 20040113.01:** Michael Weiner to clarify policies on funding marketing and promotional activities for all Technical Committees, reporting back at the next Board meeting.

**Action Item 20030113.02:** Patrick Gannon to provide a CGM Open transition status report to the Board as an agenda item for the May Board meeting.

## 5. TAB Review

Eduardo Gutentag provided a report on the work of the TAB. Updates on both the symposium and the quality committees were provided.

Five proposals for presentations and tutorials have been received as of January 8<sup>th</sup>. The New Orleans Marriott has been selected as the venue.

A number of TCs are looking into f2f meetings in conjunction with the symposium. The symposium is scheduled for April 26 and 27.

Options for funding models for the event were discussed, and the feedback will be provided to the event planning committee by Eduardo Gutentag.

A number of recommendations for updates to the TC Process, document templates, and other mechanisms to improve the quality of their deliverables are being developed by the TAB.

Laura Walker left the meeting after this discussion.

## 6. IPR Policy Revisions

Ed Cobb presented an update on the work of the IPR Committee. The Committee has been meeting regularly since the last Board meeting, and had a day-long face to face meeting yesterday.

The current thinking on approach and open issues were discussed in detail.

The process for soliciting and processing comments later in the process was discussed, and will be further developed within the committee.

## 7. TC Procedure Revisions

Karl Best presented a set of proposed updates to the TC process for review and discussion. The changes that are creating the most significant issues were discussed in additional detail.

**RESOLUTION 2004-01-13.04:** Resolved, that the Board approves an update to the TC process to clarify how meeting attendance is taken by adding the phrase "...failure to be present during the roll call at the beginning of the meeting [, or added to the list of attendees in the minutes by request of the attendee during the meeting,] of two..." to line 196 of the current process document, effective immediately. Passed by (10-0-0) vote.

**RESOLUTION 2004-01-13.05:** Resolved, that the board hereby creates a subcommittee for TC Process updates with the following members: Jeff Mischinsky, Jim Hughes, Eduardo

Gutentag, Christopher Kurt, Frederick Hirsch, and Michael Weiner, with Karl Best as Chairman of the subcommittee. Passed by (10-0-0) vote.

## **8. OASIS Standards Registry**

Karl Best presented an update on the OASIS standards registry project. There was a general discussion on the maintenance and governance of the registry, and overall strategy for this resource.

## **9. Liaison Review**

Patrick Gannon provided a report on the status of Liaison relationships with other standards organizations and industry efforts.

## **10. Review draft policies for allowed activities within Member Sections**

Patrick Gannon presented a draft policy for allowed activities within a Member Section (such as on the general mailing lists), and those activities that are required to be performed within a Technical Committee.

Laura Walker rejoined the meeting during this discussion.

## **10. Strategy Committee Review**

Colin Evans presented an update on the work of the strategy committee.

The committee has looked into four challenges for 2004:

- Revenue through service offerings – while many ideas were shared, the committee has not yet developed a specific plan for this type of activity. Next steps for this activity is documentation of the supporting business cases.
- User domains – It is expected that vertical domains will become a larger portion of the OASIS work, and the committee is working to understand how to establish synergies with existing efforts. A User Advisory Board may be established to help advise the Board on this activity.
- Technology – How does OASIS identify the ‘next’ wave of technology?
- Geography – Are there strategic changes related to growth in Europe and Asia that are needed?

## **12. 2004 Operational Priorities**

Patrick Gannon provided an overview of operational priorities for 2004 and solicited feedback on this year's plans. Plans were discussed in the following areas:

- Administration & IT
- Technical Committees
- Membership services
- Business Development
- Marketing & Communication

### **13. Outside Director Discussion Session**

An executive session was held to discuss OASIS topics among the non-staff members.

### **14. Recess**

The meeting adjourned for the day at 6:10 pm MST, and reconvened at 9:04 am MST on Wednesday, January 14.

#### **Attendees:**

##### **Directors**

Colin Evans

Patrick Gannon

Jim Hughes

Christopher Kurt

John Borrás

Ed Cobb

Eduardo Gutentag

Frederick Hirsch

Jeff Mischinsky

Michael Weiner

##### **Position**

Chairman

OASIS President and CEO

Treasurer

Secretary

##### **Absent**

Laura Walker

The agenda for the remaining of the meeting was reviewed and updated.

### **15. Staffing Committee Review**

John Borrás provided an update on the work of the staffing committee since the last meeting.

The committee had action items to discuss four areas:

- Whether net ordinary income is the correct measure for performance measurement in the bonus policy. This is the current approach until there is a decision to make any changes.
- Metrics to determine the budget for salary increases.
- Develop a process document for bonus and salary are determined. John Borrás will start to develop this document.
- Review of deliverables for President/CEO Bonus for the current period (H1 2004).

#### **16. Staff Monthly Operational Report**

Patrick Gannon presented a proposal for a new report format for monthly communication to the Board. The content of the reports was discussed, and suggestions were made for additional information that may be useful to understand the overall health of the organization.

#### **17. Plans for AGM & Board F2F in New Orleans**

The schedule for an April Board meeting was discussed. The Board will meet all day on Wednesday, April 28 and the morning of Thursday, April 29. The Annual General Meeting will be scheduled for the evening of Tuesday, April 27.

The July F2F meeting in Billerica is scheduled for Thursday July 29 and Friday July 30.

The week of October 4 is scheduled for a European Board meeting and possible symposium.

#### **18. Action Item Review**

The action items from this meeting were reviewed and confirmed.

#### **19. Adjourn**

The meeting adjourned at 10:51 am MST. The next two Board conference calls are scheduled for February 17, and March 12 at 8:00 am PST.

Respectfully Submitted,

Christopher Kurt

Secretary