

1 **Minutes of the OASIS Board of Directors - Final**
2 **December 17, 2004**

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4 **Directors in Attendance**

5 John Borrás
6 Ed Cobb
7 Mike DeNicola
8 Colin Evans, Chairman
9 Patrick Gannon, OASIS President and CEO
10 Eduardo Gutentag
11 Frederick Hirsch
12 Jim Hughes, Treasurer
13 Chris Kurt, Secretary
14 Jeff Mischkin
15 Michael Weiner

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17 **Guests Present**

18 Scott McGrath, OASIS Membership Director
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20 **1. Call to Order, Review of Agenda**

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22 The meeting was called to order at 8:05 am PDT. All Directors except Ed Cobb were in
23 attendance when the meeting convened.

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25 The meeting agenda was discussed and rearranged to accommodate Colin Evan's
26 resignation and related decisions the Board needs to make.

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28 **2. Review & Approval of Minutes from November 12 Board call.**

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30 <Ed Cobb joined the meeting during this discussion>

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32 Minutes from the previous meeting were presented for review and approval.

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34 **RESOLUTION 2004-12-17.01: RESOLVED**, that the Board unanimously approves
35 November 11-12, 2005 meeting minutes.

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37 Open Action Items:

38 **Action Item 2004-11-12.01: Patrick Gannon to provide the Board with guidelines**
39 **to support a referral program for conformance self-test vendors. A draft is due**
40 **before the next Board meeting.**

41 Status: This item is on the agenda for discussion
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43 **3. Finance Committee Items**

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45 Patrick Gannon presented a proposed 2005 budget for review and approval. The
46 strategies and assumptions supporting the budget were discussed.

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OASIS Staff expects a net increase of six new Technical Committees next year, with membership revenue remaining constant.

RESOLUTION 2004-12-17.02: RESOLVED, that the Board unanimously approves the FY 2005 Budget dated December 10, 2004, with revenue of \$ 2,794K, income of \$ 2,783K, expenses of \$ 2,489K and net income of OASIS Managed funds of \$72K; according to a 12 month distribution.

4. Strategy Committee Items

Two new membership levels were proposed for approval. The benefits of these membership levels and supporting rationale were discussed.

RESOLUTION 2004-12-17.03: RESOLVED, that the Board unanimously approves the creation of the Foundational Sponsor membership and sponsorship package, offered for a \$45,000 fee.

MOTION 2004-12-17.04: RESOLVED, that the Board approves the creation of the Associate membership level as a Non-Voting category of membership, offered for a \$250 fee. Motion withdrawn.

5. Strategy Committee Items

A proposal for Domain activity, and its distinctions from Member Sections was discussed. Directors are asked to provide feedback for approval in the January Board meeting.

6. Status of IPR Committee

Ed Cobb provided an update on the IPR Committee status. The Committee is still working to resolve some final issues, and plans to provide a package for approval at the January Board meeting.

7. Next Meeting Agenda

The Board discussed how to fill the position opened up by Colin Evan's resignation.

RESOLUTION 2004-12-17.05: RESOLVED, that the Board will hold a special election to fill the open Board seat. Passed unanimously.

RESOLUTION 2004-12-17.06: RESOLVED, that the Board thanks Colin Evans for his contributions to OASIS and service as a Director and Chairman of the Board. Passed unanimously.

91 The next Board meeting will be held at the IBM facilities in Phoenix, AZ on January 20
92 and 21, 2004. The first order of business at this meeting will be to select a new Chairman
93 of the Board.

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95 **8. Adjournment**

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97 The meeting adjourned at 9:56 am PDT.

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100 Respectfully Submitted,

101 Christopher Kurt

102 Secretary