

1 **Minutes of the OASIS Board of Directors**

2 **April 12, 2006 – Final**

3
4 Held via teleconference

5
6 **Directors in Attendance**

7 Eduardo Gutentag, Chairman

8 Chris Kurt, Secretary

9 Frederick Hirsch

10 John Jackson

11 Jeff Mischkinsky

12 Patrick Gannon, OASIS President and CEO

13 Claus von Riegen

14 Bob Glushko

15 Mike DeNicola, Treasurer

16 Ed Cobb, Vice Chairman

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18 **Regrets**

19 Michael Winters

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21 **Guests in Attendance**

22 Scott McGrath, OASIS

23 Jamie Clark, OASIS

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

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28 Eduardo Gutentag convened the meeting at 8:07 a.m. Pacific time. All Directors were present when the
29 meeting was convened.

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31 The meeting agenda was reviewed without objection.

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33 **2. Review & Approval of Previous Minutes & Action Items**

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35 Action items status was reported by Eduardo Gutentag. Status was reported as documented below.

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37 *ACTION ITEM 2005-07-27.05: Executive Committee to review Liaison Policy for consistency*
38 *with convergence goals of the organization.*

39 *[Status: Open. Convergence issues being worked by TC Process committee.]*

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41 *ACTION ITEM 2006-01-25.02: Patrick Gannon to track the IT issues list and import into IT*
42 *tracking tools when they are available.*

43 *[Status: Open. Ongoing.]*

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45 *ACTION ITEM 2006-01-25.03: The TAB to distribute the current AIR draft for public review,*
46 *process any comments, and provide an updated version to the Board for approval at its March*
47 *meeting.*

48 *[Status: Open. Ongoing work within TAB & Staff.]*

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50 *ACTION ITEM 2006-01-25.04: The Strategy Committee to report at the May meeting with options*
51 *for alignment of membership categories.*

52 *[Status: Open. Staff initiated member survey based on questions reviewed with Strategy*
53 *Committee.]*

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55 *ACTION ITEM 2006-01-25.06: Frederick Hirsch to review TAB Charter.*

56 *[Status: To Be Completed. Submitted for Approval.]*

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RESOLUTION 2006-01-25:06: RESOLVED that OASIS staff is directed to investigate and provide conference call bridge hosting, funded through the use of current reserve funds, with the operational plan subject to Board approval at the March meeting. Passed unanimously. [Status: Open. Staff is surveying TCs for more detailed needs of conference calls.]

ACTION ITEM 2006-02-24.02: Ed Cobb to schedule an outreach committee meeting and develop a policy communication plan proposal. [Status: Open. Outreach Team met on 15 March.]

ACTION ITEM 2006-03-17.01: Eduardo Gutentag to compose a draft letter in response to the requests from the TAX XML TC, to be finalized in cooperation with Patrick G. and then sent to them. [Status: Closed. Eduardo Gutentag & Patrick Gannon sent email to Harm Jan van Berg, Chair of the Tax XML TC.]

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

RESOLUTION 2006-04-12.01: RESOLVED, that the Board approves the Minutes of the March 17, 2006 meeting. Passed unanimously.

3. 2006 Election Schedule Approval

<Scott McGrath joined the meeting at this time.>

Patrick Gannon and Scott McGrath presented the 2006 election schedule for approval. The process for submitting nominees and questions to candidates was discussed.

The June 30, 2006 Board meeting was rescheduled to June 28, 2006 from 9:00 – 11:00 am Pacific time.

RESOLUTION 2006-04-12.02: RESOLVED, that the Board approves the 2006 Election Schedule as follows:

Wed, 12 April	Board Approve Election Schedule
Fri, 14 April	Publicly Announce election schedule for BoD & TAB
	Start accepting member questions for BoD only.
Mon, 24 April	BoD & TAB Nominations open
Fri, 19 May	Last day for member questions to the candidates
Tue, 23 May	Nominations close 23:45 hrs, 11:45pm US EDT (UTC -4)
	Nominated Candidates MUST submit confirmation of acceptance.
Fri, 26 May	Last day for Candidates to submit statements and replies to questions
Thu, 1 June	BoD & TAB Ballots open
Mon, 26 June	Ballot closes 23:45 hrs, 11:45pm US EDT (UTC -4)
Wed, 28 June	Tie-breaker Board Call (if needed)
Wed, 28 – 30 June	Announce results to candidates
Thu, 6 July	Announce results to Members
Wed-Thu, 2-3 August	Board Meeting, Billerica, MA, new Board seated
Thu-Fri, 3-4 August	TAB meeting, Billerica, MA, new TAB seated

Passed Unanimously

4. TAB Charter Revision Approval

Frederick Hirsch presented a proposed update to the TAB Charter for review and approval. The updates were discussed by the Directors.

113 **RESOLUTION 2006-04-12.03:** RESOLVED, that the Board approves v5 of the TAB Charter,
114 effective immediately, and amended as follows:
115 - The first bullet under item 1 is changed to read “Providing technical guidance ~~to improve on~~
116 **how OASIS Standards and Committee Specifications are produced.**
117 - Change item 5 and 6 to delete the word “**Voting**”
118 - Delete the following text from item 5: “This TAB voting authority is established solely as a
119 mechanism to help formulate TAB recommendations to the Board.”
120 Passed unanimously.

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122 **5. TAB Status Review**

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124 Frederick Hirsch presented an update on TAB status and the result of the ASIS document review. The TAB
125 has not finalized recommended updates to the ASIS document. The process for developing
126 recommendations was discussed.

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128 Patrick Gannon will ask Robin Cover to take the lead in developing a proposal for conventions and policy
129 to support ASIS document development.

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131 **6. Strategy Committee Review**

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133 Frederick Hirsch presented an update on the strategy committee work. He reported that a survey has been
134 distributed to gather information from members about their demographics. The results of this survey will be
135 used as input for a review of the current membership structure. Additional background material was
136 presented.

137
138 Chris Kurt offered to provide a list of vendors that could help with the survey process.

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140 **7. Infrastructure Status**

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142 Scott McGrath reported on the status of infrastructure updates and support for the new TC sign-up and
143 approval processes. Patrick Gannon reported on other projects underway.

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145 **8. Finance Committee Status**

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147 Patrick Gannon reported on Finance Committee Status. Patrick has not yet met with the Auditor to finalize
148 the 2005 financials. These are scheduled for presentation and review at the May meeting. No significant
149 issues have been reported to date.

150
151 Staff is still investigating conference call bridge services. An additional survey to gather usage data is under
152 development.

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154 **9. Liaison Committee Report**

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156 <Jamie Clark joined the meeting for this discussion.>

157
158 Patrick Gannon provided an update on discussions with UN/CEFACT and UBL futures. Issues related to
159 consistency with OASIS policy and current status within UN/CEFACT was discussed.

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161 **10. Review of topics for May Board Meeting**

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163 Possible agenda items for the May Board meeting were discussed.

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165 Topics identified include the following:

- 166 - Review of Membership Categories
167 - Meet with TAB
168 - Meet with Member Section Steering Committee reps

- 169 - Board Committee Status (Finance, TC Process, Strategy, etc.)
170 - Discuss logistics for Board meeting and open sessions

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172 **11. Adjourn**

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174 The meeting adjourned at 10:00 a.m. Pacific time.

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177 Respectfully Submitted,

178 Christopher Kurt

179 Secretary