

1 **Minutes of the OASIS Board of Directors**
2 **October 12-13, 2006 – Final**

3
4
5 Held at the Hotel Intercontinental, Geneva, Switzerland
6

7 ***Directors in Attendance***

8 Patrick Gannon, OASIS President and CEO
9 Ed Cobb, Vice Chairman
10 Eduardo Gutentag, Chairman
11 Chris Kurt, Secretary
12 Frederick Hirsch
13 Jeff Mischkinsky
14 Claus von Riegen
15 Michael Winters
16 Paul Knight
17

18 ***Staff and Guests in Attendance***

19 Mike DeNicola, Treasurer and Finance Committee Chair
20 Dr. Carol-Cosgrove Sacks, OASIS Staff
21 Jamie Clark, OASIS Staff
22

23 [ITU-T Executives]

24 Dr. Houlin Zhao, Director, Telecommunication Standardization Bureau (ITU-T)
25 Richard Hill, Counsellor, ITU-T SG2
26 George Sebek, Counsellor, ITU-T SG17
27 Simao Ferraz de Campos Neto, Counsellor, Studies, Strategy, and Cooperation Department, ITU-T
28

29 [UNECE]

30 Virginia Cram-Murtos, Director Trade and Timber Division
31 Jean Kubler, Chief of Trade Facilitation & E-Business
32 Mika Vepsalainen, Secretary of the CEFACT Plenary
33

34 [UN/CEFACT]

35 Mr. Michael Doran, Vice-Chair, CEFACT Bureau & Chairman of the Forum Management Group
36

37 ***Regrets***

38 John Jackson
39 Bob Glushko
40
41

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

43
44 Eduardo Gutentag convened the meeting at 9:02 a.m. CET. Eight directors and the Treasurer were present
45 when the meeting convened. The meeting agenda was reviewed and approved as distributed prior to the
46 meeting.
47

48 **2. Review & Approval of Minutes & Review of Action Items**

49
50 Chris Kurt presented previous meeting minutes for approval and provided an updated status on outstanding
51 action items.
52

53 **RESOLUTION 2006-10-12.01: RESOLVED**, that the Board approves the minutes of the August
54 17, 2006 Board of Directors meeting as previously distributed. Passed unanimously.
55

56 **RESOLUTION 2006-10-12.02:** RESOLVED, that the Board approves the minutes of the
57 September 18, 2006 Board of Directors meeting as distributed and updated during the meeting.
58 Passed unanimously.
59

60 Review of Open Action Items
61

62 ***ACTION ITEM 2005-07-27.05:** Executive Committee to review Liaison Policy for consistency
63 with convergence goals of the organization. [Status: Closed – under review within the TC Process
64 Committee.]*

65
66 ***ACTION ITEM 2006-01-25.02:** Patrick Gannon to track the IT issues list and import into IT
67 tracking tools when they are available. [Status: Open. Ongoing. Patrick Gannon reported that an
68 internal system has been deployed and that evaluation for member use is underway.]*

69
70 ***ACTION ITEM 2006-05-12.02:** Scott McGrath to provide a summary of Member Section roles to
71 the Board. Due before the June Board meeting. [Status: Closed. Scott to send to Board on 9 Oct
72 2006.]*

73
74 ***ACTION ITEM 2006-06-28.01:** Scott McGrath to start a three month trial of the proposed
75 conference call hosting project and to provide monthly progress/usage reports to the Board.
76 [Status: Closed. Scott to send details for 90 day trial to Board on 9 Oct 2006.]*

77
78 ***ACTION ITEM 2006-08-02.01:** Robin Cover and staff to report back to the Board on naming
79 convention implementation in 6 months [Status: Open. Due in Feb 2007]*

80
81 ***ACTION ITEM 2006-08-02.08:** The Staffing Committee to review and possibly revise bonus and
82 performance models and make recommendations back to the Board at its next face to face meeting.
83 [Status: Open. Discussion included on the current meeting agenda.]*

84
85 ***ACTION ITEM 2006-08-02.10:** Jamie Clark to provide a version of the staff resource projections
86 as shared with the Board Strategy Committee to the TAB. [Status: Closed. Revised document sent
87 to the TAB on 5 Oct.]*

88
89 ***ACTION ITEM 2006-08-02.12:** The Board (Chairman) to determine where TAB representatives
90 and staff on Board Committees will regularly participate and vote. [Status: Open. Discussion
91 included on the current meeting agenda.]*

92
93 **3. Board Standing Rules**
94

95 Eduardo Gutentag presented a proposal for TAB and Staff participation in Board Committees for
96 discussion.
97

98 ***ACTION ITEM 2006-10-12.01:** Eduardo Gutentag to revisit the proposal for TAB and Staff
99 participation and provide an updated proposal to the Board at its next meeting.*

100
101 A draft of Board Standing Rules was proposed for discussion and approval. The discussion was deferred
102 until later in the meeting.
103

104 **4. Liaison Policy Revision**
105

106 Updates to the Liaison Policy with respect to how new relationships are established was discussed.
107

108 **RESOLUTION 2006-10-12.03:** RESOLVED, that the Board approves updates to the Board
109 Liaison Policy, as distributed in the Board handouts as “LiaisonPolicy-20061007-2-ModEg.pdf”,
110 and modified as follows:

- 111 • Line 14 and 15 are replaced by the text “Only the OASIS President has the authority to
112 negotiate a Liaison relationship with another organization.”
113 • Explicitly add ‘Membership Agreement’ to the list of signed documents on Line 43.
114 Passed Unanimously

116 **5. Approval of MoUs**

117
118 A proposed Memo of Understanding and liaison framework with KIEC (Korea Institute for Electronic
119 Commerce) was reviewed and discussed.

120
121 **RESOLUTION 2006-10-12.04:** RESOLVED, that the Board approves the MoU between OASIS
122 and KIEC, as distributed in document “Liaison Relationship-KIEC-061006.pdf”, and dated
123 October 6, 2006. Motion Passed by 6-1-2 vote.
124

125 **6. Liaison Org Review**

126
127 <Dr. Carol Cosgrove-Sacks and Jamie Clark joined the meeting for this discussion>

128
129 Dr. Sacks presented an update on Liaison activity with European organizations. Updates were provided for
130 various relationships, with a focus on the organizations meeting with the OASIS Board during this session.

131
132 **7. Liaison with ITU**

133
134 <ITU Executives joined the meeting for this discussion.>

135
136 Key executives from the ITU-T joined the Board for a presentation and open discussion.

- 137 • Dr. Houlin Zhao, Director, Telecommunication Standardization Bureau (ITU-T)
- 138 • Richard Hill, Counsellor, ITU-T SG2
- 139 • George Sebek, Counsellor, ITU-T SG17
- 140 • Simao Ferraz de Campos Neto, Counsellor, Studies, Strategy, and Cooperation Department, ITU-
141 T

142
143 **8. Liaison Report**

144
145 Patrick Gannon presented a report on OASIS Liaison activity. Specific updates related to were discussed.
146 Details were distributed in the October 1, 2006 Liaison Status Report.

147
148 **ACTION ITEM 2006-10-12.02:** Patrick Gannon to update the Liaison Status Report to re-sort by
149 active and inactive engagements. Due by next meeting.
150

151 **9. Member Section Review**

152
153 Patrick Gannon provided an update on the work of the Member Section Policy development efforts.
154 Updates to the policy and general governance principles were discussed.

155
156 **10. Review of Biodiversity Conservation Member Section**

157
158 The status of a proposed Member Section initiated by IUCN (World Conservation Union) was discussed.
159 Patrick provided background material on the organization and its various efforts.

160
161 **11. TC Process Committee Report**

162
163 Jeff Mischkinisky provided a report on the discussion on the TC Process Committee work. Open issues
164 include voting rules, normative line numbering approach, and other items. Jeff reported that the group plans
165 to request feedback from the membership on open issues.
166

167 **12. IT Infrastructure Report**
168

169 Chris Kurt provided a verbal report of work within the IT Infrastructure Committee. Since the last meeting,
170 the group has met to discuss system/service inventory, new project proposals, and changes to the
171 collocation service provider. Next steps for the group will be to return focus to service inventory, skill and
172 resource requirements, and project priorities.
173

174 Patrick reported that the move to the collocation facility is underway. Hardware installation is in progress
175 and no issues related to the move are anticipated.
176

177 Patrick also reported that the Senior Web Developer position has been filled.
178

179 **ACTION ITEM 2006-10-12.03:** The IT Committee should provide feedback on the overall
180 project priorities as input to the Strategy Committee planning.
181

182 Chris Kurt reported that he needs to step down as Chair of the Committee. Selection of a new Chair will be
183 deferred until tomorrow's meeting.
184

185 **13. Staffing Committee Report**
186

187 Michael Winters led a discussion of staffing issues and related items. This session included only Directors
188 and the Treasurer.
189

190 **14. Liaison with UNECE & UN/CEFACT**
191

192 <Representatives from UNECE and UN/CEFACT joined the meeting for this discussion.>
193

194 Representatives from UNECE and UN/CEFACT joined the meeting for a status update and open discussion.
195 In attendance were:

- 196 • Virginia Cram-Murtos, Director Trade and Timber Division
- 197 • Jean Kubler, Chief of Trade Facilitation & E-Business
- 198 • Mika Vepsalainen, Secretary of the CEFACT Plenary
- 199 • Michael Doran, Vice-Chair, CEFACT Bureau & Chairman of the Forum Management Group
200

201 Virginia Cram-Murtos provided an update on UNECE structure and activities.
202

203 **15. Recess**
204

205 The Board recessed for the day at 5:47 p.m. CET and reconvened at 9:00 a.m CET on Friday, October 13.
206 All Directors except Claus von Riegen were present when the meeting reconvened.
207

208 ***Directors in Attendance***

209 Patrick Gannon, OASIS President and CEO

210 Ed Cobb, Vice Chairman

211 Eduardo Gutentag, Chairman

212 Chris Kurt, Secretary

213 Frederick Hirsch

214 Jeff Mischkinsky

215 Claus von Riegen

216 Michael Winters

217 Paul Knight
218

219 ***Staff and Guests in Attendance***

220 Mike DeNicola, Treasurer and Finance Committee Chair
221

222 [ISO]

223 ISO Deputy Secretary General Gerundino

224

225 **16. Review of Agenda**

226

227 The agenda for the day was reviewed and approved as distributed.

228

229 **17. Election of Board Secretary**

230

231 Nominations for the Board Secretary were

232

233 **RESOLUTION 2006-10-12.05. RESOLVED**, that Frederick Hirsch is hereby elected as Board
234 Secretary. Passed unanimously.

235

236 **RESOLUTION 2006-10-12.06: RESOLVED**, that the Board thanks Chris Kurt for his service as
237 Board Secretary. Passed unanimously.

238

239 **18. Financial Reports**

240

241 Patrick Gannon presented the updated FY2006 Financial Forecast for review and discussion. It was
242 reported that new memberships are behind forecast, while both event and portal sponsorship revenue are
243 well ahead of plan. Expenses are being managed to match income.

244

245 **19. Strategy Committee Review**

246

247 <Claus von Riegen joined the meeting during this discussion.>

248

249 Frederick Hirsch provided a summary of activities within the Strategy Committee over the past month. An
250 updated document describing OASIS strategy was reviewed and discussed.

251

252 **ACTION ITEM 2006-10-12.04: Strategy Committee to review OASIS trademark policy**
253 **requirements and report back at the next Board meeting.**

254

255 Patrick Gannon presented an overview of the MCI Group and the services they provide. Whether OASIS
256 can or should take advantage of their services was discussed among the Directors and staff present. We also
257 discussed overall business development steps.

258

259 Patrick Gannon provided a brief update on an OASIS China Office proposal and its status.

260

261 **20. Liaison with ISO**

262

263 <ISO Representatives joined the meeting for this discussion. >

264

265 In attendance was:

- 266 • ISO Deputy Secretary General Gerundino

267

268 Deputy Secretary General Gerundino provided a verbal introduction to the standards efforts within ISO,
269 along with his views on their relationship with OASIS and other organizations. A general discussion of
270 future direction and activities was held.

271

272 **21. TAB Review**

273

274 Paul Knight presented a status summary for TAB Committees. The process subgroup has been actively
275 participating in the TC Process work and has provided input to the Board committee. The gap analysis, and
276 member communications committees have been quiet since the last report.

277

278 Plans for the 2007 Symposium were presented. The event will be at the San Diego Marriott from April 15-
279 17, 2007. The 18th – 20th will be used for Technical Committee meetings.

280

281 **22. Future Meeting Planning**

282

283 The schedule for future Board meetings was discussed.

284

285 November 13, 2006 10:00 a.m.– 12:00 p.m. PT Teleconference

286 December 15, 2006 8:00 a.m. – 10:00 p.m. PT Teleconference

287 January 24-25 2007 F2F at IBM in Tampa, FL

288

289 **23. Board IT Committee Chair Selection**

290

291 Nominations for the Board IT Committee Chair were discussed.

292

293 **RESOLUTION 2006-10-12.07:** RESOLVED, that Eduardo Gutentag is hereby appointed Chair
294 of the Board IT Infrastructure Committee. Passed unanimously.

295

296 **24. Standing Rules Again**

297

298 Board standing rules were discussed among the Directors. Eduardo stated that he plans to provide an update
299 to the Board at its next meeting.

300

301 **25. General Organizational Health**

302

303 The Directors held a general discussion of overall organizational health.

304

305 **RESOLUTION 2006-10-12.08:** RESOLVED, that the Board thanks Dr. Carol Cosgrove-Sacks
306 for her efforts to schedule meetings with key standards representatives during the Board meeting.
307 Passed unanimously.

308

309 **RESOLUTION 2006-10-12.09:** RESOLVED, that individuals who are not Directors may
310 participate in Board meetings only for agenda items where they are explicitly invited by the Chair
311 or their delegate. Passed unanimously.

312

313 **26. Outside Directors Discussion**

314

315 The outside Directors had their regular discussion of additional items requiring review.

316

317 **27. Wrap-Up and Adjourn**

318

319 The meeting adjourned at 4:55 p.m. CET.

320

321 Respectfully Submitted,

322 Christopher Kurt

323 Secretary