

Minutes - OASIS Board of Directors Meeting

Held 26 March 2009 by teleconference, 8-10 PT.

OASIS Board approved Public minutes.

Thanks to Freeconference.com for providing the teleconference bridge.

26 March 2009

Directors in Attendance:

- Eduardo Gutentag, Chairman
- Jeff Mischkinisky, Vice Chairman
- Jim Hughes, Treasurer and Finance Committee Chair
- Frederick Hirsch, Secretary
- Peter Brown
- Bob Freund
- Mike DeNicola
- Bob Glushko
- Paul Knight
- Claus von Riegen
- Michael Winters

Staff in Attendance:

- Laurent Liscia
- Scott McGrath

1. Welcome, Agenda Review

Eduardo Gutentag, the Chairman, presided at the meeting, and Frederick Hirsch, the Secretary, kept the minutes. Eduardo Gutentag, the Chairman, convened the meeting at 8:07 PT, noting that a quorum was in attendance. Eleven directors and Laurent Liscia were present when the meeting convened. The meeting agenda was reviewed and approved.

2. Minutes Approval

[RESOLUTION 2009-03-26.01, Approve the minutes from 2009-02-05 as distributed on 2009-02-11 by Frederick Hirsch.](#)

[Approved unanimously](#)

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200902/msg00018.html>.

3. Open Action Review

This section records action item status. There are 8 action items listed.

Actions from 1 May 2008

ACTION: 2008-05-01.2: Process Committee to make proposal related to transfer of uncommitted Member Section funds to general fund on annual basis.

Status: completed.

Note: On agenda of this meeting.

Actions from 13 November 2008

ACTION: 2008-11-14.5: Laurent Liscia to provide a proposal related to the funnel paper.

Status: completed.

Note: Laurent Liscia indicated that he has decided this should not be pursued. Non-assert IPR mode will help achieve objectives.

Actions from 5 February 2009

ACTION: 2009-02-05.1: Laurent Liscia to arrange for Board committee charters be placed on the Board page with the list of committees.

Status: open.

Note: See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00004.html> and this agenda.

ACTION: 2009-02-05.2: Laurent Liscia to work with the D & O insurer to make insurance policy more specific regarding "standards-setting" exclusion and seek improvements in the policy.

Status: open.

Note: See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00004.html>.

ACTION: 2009-02-06.1: The TAB to update the TAB wiki page to clarify that the wiki pages are not OASIS policy and not required processes. The TAB will notify the OASIS Board when this action is completed.

Status: completed.

Note: See <http://wiki.oasis-open.org/tab/FrontPage>.

ACTION: 2009-02-06.2: Bill Cox to deliver TAB links and information on Buildings and Energy to the OASIS Board.

Status: open.

ACTION: 2009-02-06.3: The TAB to deliver a plan for TAB activities with specific dates and deliverables in advance of the next Board meeting, 26 February.

Status: open.

Note: A presentation with delivery dates was agreed upon by TAB.

ACTION: 2009-02-06.4: Jamie Clark and Mary McRae to report to IPR committee on how this change would effect existing TCs if at all.

Status: completed.

Note: No need for transition, but need for FAQ. See

<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00004.html>.

4. Open Resolution Review

This section records the follow-up status for resolutions, for example the posting of approved minutes and policies or the follow-up actions required of a resolution. There are 6 resolutions listed for follow-up action.

Resolutions from 5 February 2009

RESOLUTION 2009-02-05.01, RESOLVED: Approve the minutes (public and confidential) from 2008-12-22 as distributed on 2008-12-29 by Frederick Hirsch.

Follow-up Status: completed.

Note: See <http://www.oasis-open.org/board/minutes-2008-12-22.pdf>.

RESOLUTION 2009-02-06.01, RESOLVED: Add A item to agenda to approve election schedule.

Follow-up Status: completed.

Note: Completed during meeting.

RESOLUTION 2009-02-06.02, RESOLVED: Approve election schedule as presented to the Board by Scott McGrath.

Follow-up Status: completed.

Note: Posted 11 March, see <http://lists.oasis-open.org/archives/members/200903/msg00004.html>.

RESOLUTION 2009-02-06.03, RESOLVED: The Board adopt the additional non-assert mode text as distributed by Bob Freund on 29 January 2009 and include that in the OASIS IPR policy. RESOLUTION

2009-02-06.03a (to amend), Effective in 90 days RESOLUTION 2009-02-06.03b (to amend), this draft to be reviewed by OASIS legal counsel before the next OASIS board meeting

Follow-up Status: open.

RESOLUTION 2009-02-06.04, RESOLVED: The Board thanks Bob Freund and Hitachi for hosting this meeting and making excellent arrangements.

Follow-up Status: completed.

Note: Completed during meeting.

Resolution 2009-02-19: That RESOLUTION 2009-02-06.03 (as amended and adopted) is further amended to have an effective date of 120 days after its adoption on 2009-02-06, rather than 90 days as stated in that resolution.

Follow-up Status: open.

Note: Board action by Unanimous Consent. See

<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200902/msg00059.html>.

5. OASIS Report and Strategy Discussion

The Board of Directors entered Executive Session.

The Board of Directors finished Executive Session.

6. IPR Committee Report

RESOLUTION 2009-03-26.03, The Board approves a revision to the IPR Policy as submitted by Bob Freund on 20 March 2009. See

<http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00059.html>.

RESOLUTION 2009-03-26.03a (to amend), 1. Resolved to remove the section starting in line 45 with "Includes only those specific portions [...]" and ending in line 53 with "[...] with such optional portions of the deliverable."; 2. Resolved to change "Charter" in line 113 to "charter".; 3. Resolved to change "implementation" in line 228 with "an implementation". ; 4. Resolved to add a blank line after line 257.

Approved unanimously

RESOLUTION 2009-03-26.03b (to amend), Replace "TC mode" with "IPR Mode" in lines 294 and 301.

Approved unanimously

MOTION 2009-03-26.03c (to amend), Remove "(except as specified in the Transition Policy)" in lines 309-310

Motion failed [4-5-2]

MOTION 2009-03-26.03d (to amend), Replace "implementer" with "Beneficiary" in line 418.

Motion withdrawn

RESOLUTION 2009-03-26.03e (to amend), Substitute "delay the effective date of the revised IPR policy for 60 more days" for the text of the main motion

Approved unanimously

Approved unanimously

<Eduardo Gutentag left the meeting>

Jeff Mischkinsky, co-chair, began chairing the meeting.

The Approved main motion 2009-03-26.03 as amended reads:

RESOLUTION 2009-03-26.03 (as amended), Delay the effective date of the revised IPR policy for 60 more days.

The original main motion of 2009-02-06.03 as further amended by the unanimous consent action of 2009-02-19 and with this approved motion reads:

RESOLUTION 2009-02-06.03 (as amended), The Board adopt the additional non-assert mode text as distributed by Bob Freund on 29 January 2009 and include that in the OASIS IPR policy, effective in 180 days and to be reviewed by OASIS legal counsel before the next OASIS board meeting.

Note that this means the revision to the IPR policy would be effective 5 August 2009, with 60 day member review beginning no later than 6 June 2009.

7. Process Committee Report

Jeff Mischkinky reported on Process Committee status.

RESOLUTION 2009-03-26.04, Approve revised Member Section Policy as distributed by Jeff Mischkinsky on 17 March 2009.

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00033.html>.

8. Bylaws Voting Change

<Scott McGrath joined the meeting>

The Board discussed the Single Transferable Vote (STV) system for OASIS election votes, the benefits of doing so, and concerns about deployment. There was a request for some additional details on how it may be implemented in practice.

<Michael Winters left the meeting>

<Eduardo Gutentag joined the meeting>

RESOLUTION 2009-03-26.05, The sense of the OASIS Board is for further study of the Single Transferable Vote (STV) system for use of OASIS Board and TAB elections.

RESOLUTION 2009-03-26.05f (to amend), add ", including feedback from OASIS Election and Voter Services TC"

Approved unanimously

Approved unanimously

The Approved main motion 2009-03-26.05 as amended reads:

RESOLUTION 2009-03-26.05 (as amended), The sense of the OASIS Board is for further study of the Single Transferable Vote (STV) system for use in OASIS Board and TAB elections, including feedback from OASIS Election and Voter Services TC.

The Board noted that for this to affect this year's Board and TAB elections there cannot be an extended study of systems. The Board noted that the OASIS Elections and Voting TC might be able to give advice.

Jeff Mischkinisky requested that any Board members interested in assisting with ad hoc work on this contact him.

Eduardo Gutentag resumed chairing

<Mike DeNicola, Jeff Mischkinisky left the meeting>

RESOLUTION 2009-03-26.06, The Board approves the OASIS proposal to NIST to create a roadmap for SmartGrid Standards, with a contract value of up to \$1.8M.

Approved unanimously

9. Finance Committee Report

Jim Hughes reported on Finance Committee status, noting that the latest financial report has been posted to the Board list, that the committee has discussed business contract and D&O issues and financial policy at its meeting this week.

10. Outreach Committee Report

No report

11. Staffing and Compensation Committee

No Report

12. Submissions ad hoc Committee Report

Submissions ad hoc Committee discussed issues related to maintenance and versioning. The committee plans to have proposal to Board in April.

13. Governance Committee Report

No report

14. Board Committee Charters

Review Board Committee Charters, approve those ready for publication on public Board page. See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00016.html> and <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00037.html>.

RESOLUTION 2009-03-26.07, Approve revised Executive Committee charter, as distributed by Eduardo Gutentag on 17 March 2009.

Approved unanimously

See <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00038.html>.

15. Upcoming Meetings

Upcoming meeting schedule:

- 23 April 2009, Teleconference
- 30 April, AGM, see <http://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/200903/msg00035.html>
- 19-20 May, Paris, hosted by SAP, all day each day.
- 25 June 2009, Teleconference
- 30-31 July, Billerica, hosted by Nortel.

The Board confirmed that the Paris F2F meeting will be two days, 19-20 May.

ACTION 2009-03-26.1: Executive Committee, Carol Geyer and Laurent Liscia to determine details on how the AGM will be conducted, topics, who will participate and logistics.

ACTION 2009-03-26.2: Eduardo to confirm location for Billerica July F2F meeting.

16. Conflict of Interest Policy

This topic was deferred.

17. Unanimous Consent Status and publishing

This topic was deferred.

18. Adjourn

The meeting adjourned at 10 PT.

Respectfully Submitted,

Frederick Hirsch

Secretary, OASIS Board of Directors