

Meeting Logistics

Venue

The meeting was conducted by teleconference.

Teleconference Bridge

Thanks to Oracle for providing the teleconference bridge.

Meeting Documents

All meeting documents were available to Board members in the Kavi Board Plus workspace.

Meeting Tool

The Zoom meeting tool was used to present materials and manage the speaker queue.

Attendance

Directors Present:

- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Bret Jordan
- Jason Keirstead
- Margaret LaBrecque
- Paul Lipton
- Beth Pumo
- Bruce Rich
- Richard Struse

Staff Present:

- Chet Ensign
- Carol Geyer
- Guy Martin
- Scott McGrath

Regrets Received:

- Daniel Riedel

Minutes

1. Welcome, Agenda Review

Gershon Janssen, Chair, presided at the meeting. Bruce Rich, Secretary, recorded the minutes. The Chair called the meeting to order at 1:05PM EDT and took roll call. With 10 of 11 Directors present, the meeting was quorate. The agenda was reviewed and approved as published.

2. Review of Minutes

Bruce Rich, Secretary, led the discussion.

The minutes from the 6 March 2020 meeting were reviewed. Martin moved to approve as presented. Paul seconded. The motion was approved by unanimous consent.

The minutes from the 28 February special Board meeting were not available for review prior to this meeting, so will be reviewed at the next Board meeting.

3. Executive Director Welcome and Remarks

Gershon Janssen, Board Chair, led the discussion.

As of 23 March 2020, OASIS has a new Executive Director, Guy Martin. Gershon welcomed Guy to his first official Board of Directors meeting and reviewed the months-long process that had brought the Board to this hiring decision. There will be a general announcement that will go out to the membership, as well as a press release. Guy has already begun participating in Board committee meetings (e.g., Finance) and will hold an all-hands (virtual) staff meeting on Thursday.

4. February 2020 Operations Report Review

Frederick Hirsch, Treasurer, and Scott McGrath, Chief Operations Officer, led the discussion. The discussion was held in executive session. No motions were recorded.

5. 2019 Audit Draft Review

Frederick Hirsch, Treasurer, and Scott McGrath, Chief Operations Officer, led the discussion. The discussion was held in executive session. No motions were recorded.

6. Membership Engagement

Gershon Janssen, Board Chair and OASIS President, led the discussion. The discussion was held in executive session. No motions were recorded.

7. Action Item Review

Gershon Janssen, Board Chair, led the discussion.

The results of the review are reflected in the Action Item section of these minutes. Additionally, HQ staff are being impacted by the State of Massachusetts's COVID-19 response, but do not anticipate issues prior to the 5 April expiration of the work-from-home order.

8. New Items Discussion

Bret Jordan, Board Member, led a discussion on some potential changes to OASIS processes and activities. Enough discussion was generated to run the meeting overtime. Bret and Gershon will meet offline to break proposals out for further development and discussion.

9. Any Other Business

Topic omitted due to time considerations.

10. Adjournment

The meeting was adjourned at 3:10PM EDT.

Outstanding Action Items

All outstanding action items are grouped together here for ease of reference. However, some of these action items may be reviewed elsewhere in the minutes as part of other discussions.

Action Item 2019-07-24.02 owner: Frederick Hirsch, target: 2020-07-23
Governance and IPR Advisory Committee to take up review of the bylaws, standing rules and committee charters, including potential new membership class(es). Charters have been updated, other work (including modernized bylaws) in progress.
Action Item 2019-07-24.04 owner: staff/ED, target: tbd
Investigate cost-effective tooling to produce report on allocation of staff time to projects
Action Item 2019-07-24.05 owner: staff/ED, target: tbd
Investigate mechanisms to add variance analysis to financial report to more easily see significant changes
Action Item 2019-07-24.06 owner: staff/ED, target: tbd
Proposal to incentivize current and additional Foundational Sponsors
Action Item 2019-07-24.07 owner: Chet Ensign, target: 2020-04-28
Work with TAB for a plan for TAB revitalization/wrapup.
Action Item 2020-02-06.03 owner: Staff/ED, target: tbd
OASIS starting other lines of business
Action Item 2020-02-06.06 owner: Staff/ED, target: tbd
Clarify Board policies vs staff policies.
Action Item 2020-02-06.07 owner: TBA, target: tbd
Appropriate level of detail for minutes.
Action Item 2020-02-06.08 owner: TBA, target: tbd

Appropriate usage of Executive Session for private discussions of the Board.
Action Item 2020-02-06.09 owner: Gershon, target: 2020-04-28
List duties delegated to staff. Executive Director duties done, so 90% complete
Action Item 2020-02-06.10 owner: Governance, target: tbd
Bylaws clarification: President vs ED vs Board Chair.
Action Item 2020-02-06.11 owner: Gershon, external counsel, target: 2020-03-31
Craft response to member request for information.
Action Item 2020-02-06.12 owner: Staff/ED, target: tbd
Branding of OASIS Open vs Open Projects.
Action Item 2020-02-06.13 owner: Process, target: tbd
Resolve OASIS Interoperability Demonstration Policy.
Action Item 2020-03-06.01 owner: Gershon, target: tbd
Track committee accomplishments and attendance.
Action Item 2020-03-06.02 owner: Gershon/Scott, completed
Board to issue COVID-19 guidance to staff.
Action Item 2020-03-24.01 owner: Board, target: 2020-04-28
Comment as needed on the “Notes to Financial Statements” section and ask questions as needed on the rest of the draft “Financial Statements for the Years Ended December 31, 2019 and December 31, 2018”.

Resolutions

Resolution 2020-03-24.01

“Board resolves to approve the Executive and Public minutes of the 6 March 2020 Board meeting minutes, as amended and published in:

Executive: <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/66814/latest>

Public: <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/66815/latest>”