

Meeting Logistics

Venue

The meeting was conducted virtually.

Facility & Teleconference Bridge

Thanks to Gershon Janssen for providing the teleconference bridge.

Meeting Documents

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

Directors Present:

- Jim Cabral (Secretary)
- Gershon Janssen (Chair)
- Bret Jordan
- Jason Keirstead
- Vasileios Mavroeidis
- Daniel Riedel (Treasurer)
- Omar Santos
- Duncan Sparrell
- Altaz Valani
- Jay White (Vice-Chair)

Staff Present:

- Francis Beland
- Jamie Clark
- Kelly Cullinane
- Chet Ensign
- Carol Geyer
- Cathie Mayo
- Scott McGrath
- Mary Beth Minto (notetaker)

Absent:

- Anish Karmarkar

Agenda

1. Welcome and roll call

Gershon welcomed the attendees and took the roll call. The meeting had a quorum. Gershon reviewed the agenda. There were no objections. The agenda was approved.

2. Approval of Meeting Minutes

Jim moved to approve the minutes from the 21 November 2023 Special Board Meeting. Duncan seconded. There was no further discussion and no objections. Minutes were approved.

Gershon noted that the September meeting minutes were approved by electronic ballot and that the Board Attendance spreadsheet should be updated to include attendance from the November

special meeting.

3. Staffing Update

Francis discussed upcoming staff transitions. Duncan proposed the idea of informing the membership about these changes.

AI: Francis will communicate with members about which staff members can help if they have questions.

4. Board Subcommittee Update

Bret noted that the Process Committee has been developing a set of best practice documents. The documents aim to enhance the efficiency of TCs by improving/refining processes, streamlining tasks, and making it easier to do work at OASIS.

Gershon asked to note in the minutes that the Board agreed with this process committee proposal.

Jim, Governance Committee chair, discussed that policy/bylaw changes need to go to the Board for approval, and the request that the Board consider the need for Board training and/or reviews.

5. FY2023 OASIS Forecast Q4 vs Budget

Daniel provided an update on the Q4 forecast.

6. FY2023 Audit vs. Review

Cathie proposed working with our external auditor on an annual financial review that would provide more insight for operations and would save the organization money. The audit would be once every 5 years.

Duncan noted that the Annual Report's line about the audit will need to be updated.

Jason mentioned that future funding sources may require an audit, and the absence of an audit could impact the organization's eligibility for government funding. Cathie clarified that we don't currently receive funding from any of these sources.

7. FY2024 Budget Presentation and Approval

Daniel reviewed the proposed budget, noted that with some cost-cutting it is a balanced budget and indicated that he supports the amounts. Cathie provided an overview of the 2024 budget package.

Daniel moved "The Board resolves to approve the Fiscal Year 2024 Budget Package for OASIS Open and Associates dated 04 December 2023 [1] as presented to the Board as the official budget for the Fiscal Year 2024. [1]"

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/71556>"

Omar seconded the motion. There was no further discussion. There were no objections. The motion was approved.

8. Presentation on EU Interoperability Framework

This discussion, led by Harm Jan, will be rescheduled to the February 2024 board meeting.

9. Updates from the Chair

Gershon noted the review period for the ED is underway and will take it up with the Staffing Committee.

Gershon thanked the directors for their participation and support over the last year.

10. Any Other Business

Jim discussed the board training policies and asked if the board was interested in a formal training policy. He asked if there should be a process for evaluating the performance of the board.

Duncan asked how the board can improve. Daniel asked to see a list of materials/resources and mentioned that he would like board training to be voluntary. Omar would like to see the board evaluated at least once a year. Jay would like to see training initiatives set up and then have an evaluation.

Jim noted a consensus that the Board would like to receive recommendations for Board training and review. Jim will take the Directors' request to the Governance Committee.

11. Adjournment

Resolutions:

Resolution 2023-12-13.01

The Board approves the minutes of the meeting of 21 November 2023 in [https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/71569/OASIS%20Board%20of%20Directors%20Special%20Meeting%20Minutes%2021%20November%202023%20\(Executive\).pdf](https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/71569/OASIS%20Board%20of%20Directors%20Special%20Meeting%20Minutes%2021%20November%202023%20(Executive).pdf), and directs staff to load the public versions to the OASIS Board of Directors website.

Resolution 2023-12-13.02

The Fiscal Year 2024 Budget Package for OASIS Open and Associates dated 04 December 2023 [1] as presented to the Board as the official budget for the Fiscal Year 2024 [1]

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/71556> is hereby approved as the official budget for Fiscal Year 2024.