

## **Meeting Logistics**

### **Venue**

Hotel Sofitel,  
Strasbourg Room, 3<sup>rd</sup> Floor,  
120 South 17th St, Philadelphia, PA 19103

### **Meeting Documents**

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

## **Attendance**

### **Directors Present:**

- Martin Chapman
- Frederick Hirsch
- Jenny Huang
- Dave Ings
- Gershon Janssen
- Dawn Jutla (via telecom)
- Paul Lipton
- Monica Palmirani (via telecon)
- Beth Pumo
- Bruce Rich

### **Staff Present:**

- Laurent Liscia
- Scott McGrath
- Jamie Clark
- Carol Geyer (via telecom)

### **Apologies received:**

- Ram Jeyaraman

## **Minutes – Day 1**

### **1. Welcome, Agenda Review**

Gershon Janssen, Chair, presided at the meeting. Dave Ings, Secretary, took the minutes.

The Chair called the meeting to order and took roll call. With 10 of 11 members present, the meeting was quorate. The draft agenda was adopted as posted.

### **2. Approval of Minutes**

Dave Ings, Secretary, sought approval of the Executive and Public minutes of the prior Board meeting.

The motion to approve the draft minutes of the September 20, 2017 Board meeting was moved by Frederick Hirsch and approved by unanimous consent.

### **3. Executive Director's Report**

Laurent Liscia, Executive Director, reviewed his most recent report.

Laurent discussed the origins and development of the Open Projects initiative and the business opportunities it will create. He noted that recently it has been government initiatives leading to new TCs, not traditional software vendors, and he suggested that this is a market indication that OASIS must become more "start-up friendly".

### **4. Open Projects Marketing Plan**

Laurent Liscia reviewed the draft Open Projects Marketing Plan.

Discussion included the various marketing channels that could be used, and ways to reach those communities that would have a higher degree of interest in the program. Also discussed was the proposal to make it a soft launch followed by a ramp up as we gain experience with the program.

Carol Geyer then presented options for reworking the OASIS membership dues structure to (in part) reflect Open Projects. A key consideration is to avoid eroding existing revenue streams. A vigorous discussion of the pros and cons of options ensued, but no conclusions were reached.

### **5. Self-Certification Update**

Carol Geyer, Senior Director, presented the update.

The CTI community (vendors and users) desires a certification program to drive market adoption. Carol proposed that a certification program be developed and administered by the CTI committee itself, with general program advice to be provided by OASIS staff. If other TCs wanted to set up a certification program, staff would work with them in a similar manner – in other words there is currently no proposal to develop an off the shelf certification product for general TC use.

### **6. IT Strategy Update**

Scott McGrath, COO, reviewed the progress of changes and upgrades to our IT infrastructure. He also walked through some new tools that may be deployed to support Open Projects.

## **7. Open Projects Policy Review**

Martin (Board Process Subcommittee Chair) and Jamie Clark (General Counsel), reviewed the final Open Project program drafts with the full Board. The discussion exceeded the allotted time, so further discussion was deferred until Day 2.

## **Minutes – Day 2**

### **1. Welcome, Agenda Review**

Gershon Janssen, Chair, presided at the meeting. Dave Ings, Secretary, took the minutes.

The agenda as adopted was modified to allow for additional discussion time for Open Projects.

### **2. Finance Committee Report**

Frederick Hirsch, Treasurer, led the discussion, held in executive session.

- Frederick reviewed the August operations report.
- Frederick reviewed the September operations report.

### **3. Open Projects Policy Review (Continued from Day 1)**

There was an extended discussion about program approval and launch options. There was consensus that while the policy as presented by Staff was sound, some revisions were still required to the Contributors License Agreement (CLA).

Therefore the Board moved that it approved the program in principle, while asking Jamie Clark to convene an ad hoc Board committee to resolve the CLA issue in time for final approval at a special Board meeting to be held on November 3<sup>rd</sup>. The motion was moved by Martin and approved by unanimous consent.

### **4. Draft 2018 Budget & Proposed Dues Increase**

Scott McGrath (in executive session) presented budget options for 2018. He then reviewed options for a 2018 dues increase (which would be independent of any dues changes required to reflect Open Projects). Following Scott's presentation, the Board resolved to increase in member dues in 2018. The motion was moved by Dave.

### **5. TC Admin Update**

Due to the shortage of time (due to the extended Open Projects discussion) this agenda item was postponed until the next Board meeting.

### **6. Executives and Officers Insurance Review**

Scott McGrath provided an update on action item 2017-03-07.01.

Scott reviewed improvements already made to our E&O policy. He also stated that our D&O policy renews April 2018, and that it will be improved at that time based upon our insurance consultant's advice, discussion with carriers, and affordability. This completes action item 2017-03-07.01.

### **7. OASIS Counsel Update**

Jamie Clark, General Counsel, presented an update on various legal matters, including an update on STIX/TAXII trademarks. The discussion was held in executive session.

Following the STIX/TAXII trademark discussion, Jamie recommended that the Board extend the IPR Policy waiver expressed by Resolution 2016-04-01.01 to include STIX v2.0 and TAXII v2.0. A resolution in support of this recommendation was moved by Beth and approved by unanimous consent.

## **8. Proposed EU Security Standards Regulations**

Martin Chapman led the discussion.

Martin drew the Board's attention to proposed EU security standards regulations that have the potential to affect OASIS, and he encouraged Board member companies to look into the topic and get involved.

Martin's public writing on this topic be found [here](#).

## **9. Organizational Health & Board-Only Discussion**

Gershon Janssen led the discussion. The discussion was held in executive session.

## **Minutes – Day 3**

### **1. Welcome, Agenda Review**

Gershon Janssen, Chair, presided at the meeting. Dave Ings, Secretary, took the minutes.

The published agenda was modified by making time for Laurent to start the day with a presentation about leadership and culture at OASIS.

### **2. Leadership and Culture at OASIS**

Laurent shared his thoughts on this subject with the Board and invited discussion.

At the conclusion of the discussion the Board asked Staff to provide a high-level project plan (such as a Gantt chart) for the Open Projects program launch, so that Board members may help with recruiting.

### **2. AMQP Member Section Closure**

Scott reviewed a proposal to close the AMQP Member Section. Following discussion Paul made a motion to close the AMQP Member Section, which was adopted by unanimous consent.

### **3. OASIS Policy Maintenance**

Gershon Janssen provided an update on action item 2017-03-07.03.

Gershon noted that it's been a longstanding action item that we've never crisply addressed. With the Board's participation, he reviewed and revised a spreadsheet listing the status of current OASIS policies. To complete this action item Gershon and Scott will post the revised spreadsheet in an appropriate place in Kavi to facilitate maintenance of it by Board and Staff.

Following the discussion, an action item was given to the Process Committee to evaluate creating a Policy Deprecation Policy, with a target date of the next F2F Board meeting.

### **4. Proposed Non-Discrimination Policy**

Scott McGrath led the discussion.

Scott reviewed scenarios where a non-discrimination policy (in particular for dealing with customers and vendors) would be useful. The Board discussed options for drafting such a policy. The general sense of the Board was that a policy was needed, whether it be a new policy or an update to an existing policy.

Scott and Jamie were given an action item to investigate and propose options, with a target date of the next Board F2F.

During the discussion a similar question arose – do we need a customer privacy policy? Again, the general sense was yes, so Scott and Jamie were given an action item to look into this, again due by the next Board F2F.

## 5. Future Meetings Review

Gershon Janssen led the discussion.

As noted in Resolution 2017-10-18.02, the Board agreed to hold a special meeting on November 3.

Gershon confirmed that he is able to host the next Board F2F in Amsterdam. The dates of the F2F were confirmed as Wednesday March 7 through Friday March 9 (most likely ending Friday noon).

<b>Friday November 3, 2017, 1-2 PM ET, Teleconference</b>
<b>Wednesday November 29, 2017, 1-3 PM ET, Teleconference</b>
<b>Tuesday December 19, 2017, 1-3 PM ET, Teleconference</b>
<b>Tuesday January 30, 2018, 1-3 PM ET, Teleconference</b>
<b>March 7-9, 2018, Amsterdam, Face-to-Face</b>
<b>Tuesday April 24, 2018, 1-3 PM ET, Teleconference</b>
<b>Tuesday May 22, 2018, 1-3 PM ET, Teleconference</b>
<b>Tuesday June 26, 2018, 1-3 PM ET, Teleconference</b>
<b>July 18-20, 2018, Burlington, MA, USA, Face-to-Face</b>

## 6. Any Other Business

The Board unanimously expressed its thanks to Paul Lipton for hosting the F2F in Philadelphia.

### Outstanding Action Items

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

**Action Item 2017-03-07.01, owner: Scott McGrath, closed: 2017-10-20**

See resolution in minutes above.

**Action Item 2017-03-07.03, owner: Gershon Janssen, closed: 2017-10-20**

See resolution in minutes above.

**Action Item 2017-10-18.01, owner: Martin Chapman, target: 2018-03-07**

Process Committee to evaluate creating a Policy Deprecation Policy (for OASIS policy maintenance).

**Action Item 2017-10-18.02, owner: Scott McGrath, target: 2018-03-07**

Scott to collaborate with Jamie to investigate options for a non-discrimination policy.

**Action Item 2017-10-18.03, owner: Scott McGrath, target: 2018-03-07**

Scott to collaborate with Jamie to investigate options for a customer privacy policy.

## **Approved Resolutions**

### **Resolution 2017-10-18.01**

“Board resolves to approve the Executive and Public minutes of the September 20th, 2017 Board meeting, as published (respectively) at:

<https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/61684/latest> and <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/61685/latest>”

### **Resolution 2017-10-18.02**

“The Board

(a) approves the Open Projects program in principle,

(b) establishes an ad hoc committee of the Board to meet to resolve the CLA drafting issue only as presented at this meeting ( <https://www.oasis-open.org/apps/org/workgroup/board-plus/email/archives/201710/msg00026.html> ), and to deliver a new draft or not by 31st October;

(c) requests that Jamie Clark convene and chair the meeting; and

(d) establishes a special meeting of the Board on November 3 2017 at 1pm US Eastern time,

to approve the Open Projects package of five documents presented at this meeting, with such changes if any as the ad hoc committee recommends (or without change, if the committee does not agree on changes) and

(e) directs the Board chair to initiate an 8-day ballot vote of the full Board, to do the foregoing, if the foregoing meeting fails to reach quorum.”

### **Resolution 2017-10-18.03**

“Board approves the increase in member dues, as represented in <https://www.oasis-open.org/apps/org/workgroup/board-plus/download.php/61808/Fy2018%20%20OASIS%20Preliminary%20budget%202017.10.06.pdf>

effective 1 January 2018.”

### **Resolution 2017-10-18.04**

“Board resolves to extend the IPR Policy waiver expressed by RESOLUTION 2016-04-01.01 to include STIX v2.0 and TAXII v2.0”

### **Resolution 2017-10-18.05**

“Board resolves to dissolve the AMQP Member Section and transfer any Designated Unrestricted Net Assets held by the Member Section to OASIS Net Assets.”