

Meeting Logistics

Venue

The meeting was conducted by teleconference.

Teleconference Bridge

Thanks to OASIS for providing the teleconference bridge.

Meeting Documents

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

Attendance

Directors Present:

- Jeremy Allison
- Rich Bowen
- Martin Chapman
- Frederick Hirsch
- Gershon Janssen
- Bruce Rich

Staff Present:

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

Absent:

- Jason Keirstead
- Wende Peters
- Beth Pumo
- Daniel Riedel
- Richard Struse

1. Welcome, Roll call, Agenda

The meeting was quorate.

No objections or additions were offered to the agenda.

2. Review and approval of meeting minutes

Approval of the minutes was tabled until the next meeting.

3. Executive Director Report

Guy briefed Board on current updates.

Jory will be leaving at the end of month. Guy reports he will look to make her replacement an FTE. Filling the position is his top priority right now.

He provided an update on conversations with the Ethereum Foundation.

Guy and Chet provided an update on the results to date from the new requirements that TCs periodically review their charter and re-elect their Chairs.

4. Finance Committee Report

Frederick and Scott provided an update on finances year to date. Scott noted that the audit is underway.

5. Open Project Rules / Affiliates

Frederick reported on the work to update the Membership Agreement as part of the Members are Members initiative.

Frederick reviewed the red-line showing changes to the Open Project Rules to provide IPR coverage of affiliates that is equivalent to what the IPR Policy does for TCs. The changes were forwarded from the Governance committee to the full board.

Martin moved that the Board resolve to approve the revised Open Projects Rules (file: 2021-02-11-OpenProjectsRules-Affiliates-Clean.docx) for immediate adoption. Jeremy seconded. There was no discussion of the motion. There were no objections to unanimous approval. The motion was approved.

6. Partnership proposal

Discussion in executive session.

7. Bizdev project pipeline

Carol presented a review of the current business development pipeline.

8. OOEF update

Martin provided an update on how the OOEF is proceeding. The group is still in its organizing phase and no specific proposals for work have come forward yet.

9. Any other business

No other business was raised.

Next meeting is 23 March 2021.

10. Adjourn

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.

Board Action Items (Red indicates highest priority):

Action Item 2019-07-24.02 owner: Governance, 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 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 2020-02-06.10 owner: Governance, target: tbd

Bylaws clarification: President vs ED vs Board Chair.

Action Item 2020-02-06.11 owner: Gershon, external counsel, target: 2020-07-22

Craft response to member request for information.

Action Item 2020-02-06.13 owner: Gershon, target: Q3/2020

Update to the Interop Demo Policy / Resolve OASIS Interoperability Demonstration Policy.

Action Item 2020-03-06.01 owner: Gershon, target: tbd

Track committee accomplishments and attendance.

Action Item 2020-06-23.01 owner: Staffing Committee, target: July 2020

Execute 90-day ED evaluation.

Action Item 2020-07-22.01 owner: Process, target: tbd

Vulnerability Disclosure Policy and Process.

Action Item 2020-07-22.02 owner: Process, target: tbd

Code of Conduct.

Action Item zzz owner: TBA, target: tbd

Confidentiality Policy.

Staff Action Items:

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 2020-02-06.12 owner: Staff/ED, target: tbd
Branding of OASIS Open vs Open Projects.

Resolutions

Resolution 2021-02-23.01

The Board resolves to approve the revised Open Projects Rules (file: 2021-02-11-OpenProjectsRules-Affiliates-Clean.docx) for immediate adoption.