

# 1 Member Section Policy

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## 18 **1 Overview**

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20 This Policy governs the formation, structure, and activities of a Member Section as described in the  
21 OASIS Bylaws.

22 An OASIS Member Section is a group within the consortium that advances the interests of a specific  
23 community or technology. The Member Section program enables external organizations or initiatives to  
24 become part of OASIS, while maintaining their own identities. It also allows existing communities-of-  
25 interest at OASIS to organize and collaborate more effectively.

26 A Member Section is comprised of:

- 27 • Steering Committee;
- 28 • Affiliated Members (Foundational-, Sponsor-, Contributor-, or Individual-level OASIS members  
29 who choose to affiliate with the Member Section);
- 30 • Participants (people who represent Affiliated Members); and
- 31 • Affiliated Technical Committee(s) (TCs).

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## 33 **2 Governance**

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### 35 **2.1 Rules of Procedure**

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37 Each Member Section operates under its own Rules of Procedure (ROP) in addition to this Policy, the  
38 OASIS Bylaws, and other applicable OASIS policies, procedures, and guidelines.

39 **2.1.1 ROP contents.** The ROP must specify:

40 (a) **Name of the Member Section.** May not contain trademarks not owned by OASIS, and may  
41 not be confusing with the names of other OASIS Member Sections or TCs not affiliated with the  
42 Member Section.

43 (b) **Statement of work.** General area of work to be addressed by Affiliated TCs.

44 (c) **Steering Committee Composition.** Sets the maximum number of seats (the minimum for all  
45 Member Sections is three) and specifies if any seats are reserved for representatives of affiliated  
46 TCs or specific industries.

47 The ROP may specify additional provisions (provided they do not conflict with or contradict  
48 other OASIS policies) including but not limited to:

49 (d) **Requirements for affiliated TCs.** Allowable IPR modes and languages to be specified in TC  
50 charters, Steering Committee approval of TC's submissions for OASIS Standards.

51 (e) **Expectation of Designated Funds.** Designated Funds (monies supplemental to the OASIS  
52 general operating budget used to fund special Member Section activities) .Transferred assets,  
53 request for dues allocation, etc. (See Section 6.)

54 **2.1.2 Changing the ROP.** The RoP may be changed at any time if impacted by OASIS policies or Board  
55 decisions. The ROP may also be changed by approval of both the Steering Committee and the OASIS  
56 Board.

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## 58 **2.2 Steering Committee**

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60 The Steering Committee provides leadership, vision, and oversight to advance the mission of the  
61 Member Section.

62 **2.2.1 Responsibilities.** The Steering Committees may engage in a variety of activities based on the  
63 specific needs of the Member Section. The Steering Committee must:

- 64 (a) maintain the ROP document;  
65 (b) vote on TC affiliation requests;  
66 (c) meet (via teleconference or face-to-face) at least twice a year;  
67 (d) publish minutes visible to Member Section Participants within 30 days of all Steering  
68 Committee meetings; and  
69 (e) provide an annual report to the OASIS Board and the Member Section members on the  
70 actual and planned activities of the Member Section.

71

72 Optionally, the Steering Committee may establish liaison relationships in accordance with the OASIS  
73 Liaison Policy.

74 **2.2.2 Size and Composition.** Each Member Section Steering Committee must have a minimum of  
75 three members. The maximum number of seats is specified in the ROP.

76 There are two types of Steering Committee seats:

- 77 • *At-large:* Steering Committee members elected to serve two-year terms.  
78 • *Designated:* Seats reserved in the ROP for representatives of affiliated TCs or specific  
79 industries.

80 **2.2.3 Eligibility.** Steering Committee members must, at all times, be current OASIS Members as well  
81 as Member Section Participants. A Steering Committee may not contain more than one representative  
82 from the same Affiliated Member, even in the event of a job change, merger, or acquisition.

83 **2.2.4 Steering Committee Elections.** OASIS staff conducts annual Steering Committee elections for  
84 all Member Sections, beginning in September. A new Member Section is required to participate in  
85 annual elections only after its Initial Steering Committee has served for at least nine months.

86 **(a) Nomination and election periods.** Nomination and election periods must each be a minimum of 14  
87 days. The number of open seats for a Steering Committee election is calculated by subtracting the  
88 number of retained seats (Designated seats and At-large seats with ongoing terms) from the maximum  
89 number of seats specified in the ROP.

90 **(b) Uncontested ballots.** If a ballot is uncontested no vote will be taken and all eligible nominees will be  
91 automatically seated at the end of the nomination cycle, provided the Steering Committee maintains a  
92 total of at least three members. Any unfilled seats will remain open until the next election. If the  
93 nomination period does not yield sufficient candidates to meet the three-person minimum requirement,  
94 then the candidate deficit will be reported to the Member Section, and nominations will be extended  
95 one time for 14 days. After the extension, if sufficient candidates are not identified to meet the three-  
96 person minimum requirement, then the existing Steering Committee must submit a remediation plan  
97 for review by the OASIS Board within 30 days or be subject to closure of the Member Section.

98 **(c) Voting.** Steering Committee contested election ballots must achieve quorum of one-third of Affiliated  
99 Members (including stated abstentions) before closing. Each Qualified Elector may one vote per  
100 candidate with the maximum votes being the number of seats open for election. Any ballot unable to  
101 reach quorum in 60 days is invalidated, and the existing Steering Committee must submit a remediation  
102 plan for review by the OASIS Board within 30 days or be subject to closure of the Member Section.

103 **(d) Ties.** In the event two candidates receive the same number of votes, a winner shall be selected by a  
104 random process chosen and conducted by the OASIS Member Section Administrator, witnessed by one  
105 or more uninterested parties.

106 **(e) Qualified Electors.** Voting in Steering Committee elections and other Member Section ballots is  
107 restricted to the Primary Representative of each Affiliated Member or an official designee.

108 **(f) Vacated Seats.** Any Steering Committee seat vacated mid-term may be filled until the next election  
109 by majority vote of the remaining Steering Committee or may remain vacated, provided there are at  
110 least three members serving on the Steering Committee.

111 **2.2.5 Removal of a Steering Committee Member.** A Steering Committee Member may be removed  
112 by Special Majority Vote (as defined in the [OASIS TC Process](#)) of the Qualified Electors or by resolution of  
113 the OASIS Board.

114 **2.2.6 Operation.** The Steering Committee must elect its own Chair and may elect other officers as it  
115 chooses. The Steering Committee sets its own meeting schedule and agenda. The Steering Committee

116 conducts its meetings according to OASIS policies and the precepts of *Robert's Rules of Order Newly*  
117 *Revised*.

118 **2.2.7 Contracting services.** The Steering Committee may identify and recommend consultants and  
119 contractors to be engaged by OASIS Management to advance the mission of the Member Section;  
120 however the Steering Committee may not enter into agreements, sign contracts, or execute legal papers  
121 on behalf of the Member Section or OASIS. The Steering Committee must evaluate and confirm receipt  
122 of all goods and services, creating a record (e.g., meeting minutes) that can be audited as part of Staff  
123 financial review. The Member Section may not engage in any activity that might jeopardize OASIS' status  
124 as a tax-exempt organization.

125 **2.2.8 Subcommittees.** The Steering Committee may establish one or more Subcommittees. The  
126 duration, membership, Chair, and scope of a Subcommittee will be set by the Steering Committee and  
127 posted on the Member Section's website. Subcommittee members must be current Member Section  
128 Participants.

### 129 **3 Member Participation**

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131 **3.1 Affiliated Member Status.** At any time, a Foundational-, Sponsor-, Contributor-, or Individual-  
132 level OASIS member may activate or withdraw its affiliation from a Member Section by notification from  
133 the Primary Representative to OASIS Member Services. Affiliated Member status is maintained by  
134 notifying Member Services during the annual membership renewal period.

135 **3.2 Activities of Member Section Participants.** The following are the activities that the Participants  
136 of a Member Section may engage in:

- 137 (a) discuss and provide feedback on the overall direction and program of work of the  
138 Member Section activities;
- 139 (b) provide feedback to the Member Section Steering Committee on budgets, plans and  
140 decisions that the Steering Committee makes;
- 141 (c) nominate candidates (including themselves) for the Steering Committee;
- 142 (d) vote in Steering Committee elections (Qualified Electors only).

143 **3.3 Participation in Affiliated TCs.** The only requirement to participate in any OASIS TC is OASIS  
144 membership. Participants do not need to represent Affiliated Members in order to participate in a  
145 Member Section's Affiliated TCs.

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### 147 **4 Creating a Member Section**

148 A Member Section may be formed at the request of an external group or current OASIS Members. OASIS  
149 staff will assist in submitting a Proposal which includes all of the following:

- 150 (a) **Rules of Procedure.** (see Section 2.1).  
151  
152 (b) **Initial Steering Committee.** Names, email addresses, and membership affiliations of  
153 members who serve on the Steering Committee prior to the first elections.  
154  
155 (c) **Convener.** Member who convenes the first meeting of the Steering Committee.  
156  
157 (d) **Initial Supporters.** Names, email addresses, and membership affiliations of individuals who  
158 support this ROP (must include representatives of at least five Foundational-, Sponsor-, or  
159 Contributor-level OASIS members).  
160  
161 (e) **Statements of Support.** Approval from the Primary Representative of each Initial Supporter  
162 of the ROP.  
163

164 If the Member Section intends to operate under a transitional Directed Spending Plan (see  
165 Section 6.1), then the Proposal should also include:

- 166  
167 (f) **Proposed Directed Spending Plan.** Overview of expectations for Designated Funds and  
168 outline of supplemental services that will require funding.  
169

170 Once the Proposal is reviewed by OASIS Management and approved by the OASIS Board, the Member  
171 Section is created. The Initial Steering Committee is seated, and members are invited to affiliate. New  
172 TCs which are to be affiliated with the Member Section may be created and existing OASIS TCs may  
173 request affiliation with the Member Section.

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## 175 **5 Closing a Member Section**

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177 The Steering Committee may vote to dissolve the Member Section when all affiliated TCs have  
178 completed their deliverables, no new work is planned, or when the Member Section structure is no  
179 longer suitably beneficial.

180 OASIS Management shall inform the OASIS Board if any of the following conditions occur: a) more than  
181 three months elapse where there are less than five Affiliated Members that are OASIS Foundational  
182 Sponsors, Sponsors, or Contributors; b) the Member Section is unable to maintain a minimum of three  
183 members on its Steering Committee; or c) the Steering Committee consistently fails to perform the  
184 requirements described in this Policy. After notification, the OASIS Board may decide to close the  
185 Member Section.

186

## 187 6 Services and Funding

188 OASIS provides a wide range of services to enable the efficient operation of all Member Sections. These  
189 services are detailed in *Forming a Member Section*.

- 190 • **Core services funded by OASIS general operating budget** include support for TCs (specification  
191 development) and also encompass services specific to Member Sections including member  
192 support, financial management, marketing and promotion, web site hosting and maintenance,  
193 and mailing list management. Core services are provided and/or managed by OASIS staff.  
194
- 195 • **Supplemental services funded by Designated Funds** include support for optional promotional  
196 or support activities, e.g., event hosting. Designated Funds for supplemental services are  
197 provided by registration fees, sponsorship fees, donations, grants, transferred assets (from  
198 external groups that form or join the Member Section), and dues allocations.

### 199 6.1 Directed Spending

200 When an independent, funded organization elects to become a Member Section, its Steering Committee  
201 may opt to manage a Directed Spending Plan for a transitional period of time (typically two years). The  
202 purpose of Directed Spending is to ensure a successful transition by enabling the Steering Committee to  
203 more directly engage in the management of supplemental services that support the initial promotional  
204 activities of the group. Directed Spending may be funded by dues allocations (a portion of the annual  
205 dues from Affiliated Members) and other sources of Designated Funds. The amount of the Directed  
206 Spending Plan is determined by OASIS Management in consultation with the Steering Committee and  
207 the OASIS Board.

208  
209 A Member Section does not need to operate under a Directed Spending Plan in order to conduct  
210 supplemental services or activities. A Directed Spending Plan is offered solely as a means of allowing a  
211 Steering Committee to be more engaged in the budgeting process.

212  
213 **6.1.1 Additional requirements for Directed Spending.** A Member Section with Directed Spending  
214 must adhere to requirements that extend beyond those listed elsewhere in this Policy, including:

215 **(a) Additional Affiliated Members.** A Member Section with Direct Spending must have a  
216 minimum of ten Affiliated Members. For new groups, the total annual dues to OASIS from  
217 Affiliated Members must exceed 75,000 USD.

218 **(b) Annual Directed Spending Plan.** The Steering Committee must develop a Directed Spending  
219 Plan that shows how the resources will be used to further Member Section goals. The Spending  
220 Plan must be provided to and approved by OASIS Management as part of the consortium's  
221 annual budget planning process.

222 **(c) Management of expenditures.** The Steering Committee must provide executive oversight of  
223 service commitments and payments to be made on behalf of the Member Section in support of  
224 the Directed Spending Plan.

225 **(d) Quarterly activity and expense reports.** The Steering Committee must provide quarterly  
226 reports to OASIS Management and to the Member Section Members on the actual and planned  
227 activities and services of the Member Section.

228 **(e) Quarterly Steering Committee meetings.** Member Sections are required to hold at least one  
229 meeting per quarter.

230 Member Sections that do not meet the above requirements must receive approval from the OASIS  
231 Board to continue Directed Spending.

232 **6.1.2 Applying Affiliated Member dues allocations.** The allocation of dues from a member that is  
233 affiliated with multiple Member Sections operating under Directed Spending will be distributed  
234 proportionally.

235 **6.1.3 Unexpended allocations.** If a Member Section does not expend its full allocation in the current  
236 year (as prescribed by its Directed Spending Plan), the remaining funds may be applied to the next  
237 year's Directed Spending Plan; however, subsequent dues allocations will be based on the unmet  
238 needs of the approved Spending Plan.

## 239 240 **6.2 Appropriate use of funds**

241 All funds must be spent in a fair manner on activities that advance the mission of the Member Section  
242 and provide proportional benefit to its Affiliated Members.

243 **6.2.1 Member travel.** As a general rule, members (including Steering Committee Members) are  
244 expected to fund their own travel in support of Member Section activities; in rare instances,  
245 Designated Funds may be applied to defer member travel costs provided extreme need can be  
246 demonstrated and prior OASIS Management approval is obtained.

247 **6.2.2 Standards development.** In keeping with OASIS' international standing as a source of open,  
248 consensus-driven standards, funds may not be used to compensate individuals for developing  
249 specifications.

## 250 **6.3 Record Keeping**

251 Regardless of funding source, all income and expenses for Member Sections are managed in OASIS  
252 accounts. All Designated Funds and their sources and expenditures will be recorded and routinely  
253 reported by OASIS Management.

## 254 255 **6.4 Unspent funds**

256 At the conclusion of the budget year, if a Member Section is holding unspent funds that are not covered  
257 by a current or future Spending Plan, the OASIS Board may transfer some or all of such funds to the  
258 OASIS Net Assets. The Steering Committee may petition the OASIS Board for special consideration prior  
259 to a final transfer decision.

260 In the event a Member Section closes, any unspent funds will be transferred to OASIS Net Assets. The  
261 balance of any unrecognized income will revert to the OASIS general operating fund.



262

## 263 **7 Conducting and Documenting Work**

264 Official copies of all Member Section resources, including web pages, documents, email list archives, and  
265 any other records of discussions for the Member Section, Steering Committee, Affiliated TCs, and  
266 Subcommittees, must be located only on facilities designated by OASIS. Member Sections may not  
267 conduct official business, engage in technical discussions, store documents, or host web pages on  
268 servers or systems not designated by OASIS.

269 Records (web pages, documents, ballot results, and email archives) of the Member Section are publicly  
270 accessible in perpetuity. Records of the Steering Committee are visible to all OASIS Members; the  
271 Steering Committee has the option to make its records publicly accessible.

272 Any OASIS member may post to the official email lists of all Member Sections and Steering Committees.

## 273 **8 Technical Committee Affiliation**

274 TCs that affiliate with Member Sections abide by the OASIS TC Process and all other OASIS Policies and  
275 Bylaws.

276 **8.1 Eligibility.** Each OASIS TC may be affiliated with no more than one Member Section.

277 **8.2 Affiliation requests.** A TC may affiliate with a Member Section by passage of a Special Majority Vote  
278 (as defined in the TC Process) of TC members followed by passage of a Special Majority Vote of the  
279 Steering Committee.

280 **8.3 Intention to Affiliate.** Before a TC is formed, its Proposers may declare their intention to request  
281 Member Section affiliation; however, this declaration is not required or binding. Proposers should  
282 ensure the charter meets any TC Affiliation requirements specified in the ROP (see Section 2.1.1) and  
283 may petition the Steering Committee for feedback prior to finalizing the TC charter.

284 **8.4 Ending Affiliation.** A TC may withdraw its Member Section affiliation by passage of a Special  
285 Majority Vote of TC members. A Member Section may terminate the affiliation of a TC by passage of a  
286 Special Majority Vote of the Steering Committee.

## 287 **9 Appeals**

288 Any Eligible Person who believes that an action taken or not taken with respect to a Member Section is  
289 in violation of OASIS policies may file an appeal according to the procedure described the TC Process.

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294 This Policy applies to all members of OASIS. The OASIS Board of Directors may amend this Policy at any  
295 time at its sole discretion.

296 Common terms used in this Policy are defined in the [OASIS TC Process](#).

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298 *Transition notes:*

299 Beginning in 2014, all Steering Committee elections will be held in September. Current Steering  
300 Committee members whose terms expire in the June 2014 to August 2015 timeframe will be extend or  
301 reduce their terms to synchronize with the September timeframe. Three MS terms will be extended  
302 two/three months, one shortened by three months, two occur in September already.

303 Member Sections formed prior to 2014 may continue to operate under Directed Spending provided they  
304 meet the requirements in Section 6.1.1.