**July 14, 2015 OpenID Board Meeting Minutes**

**Present:**

Don Thibeau, Executive Director

Debbie Bucci

Pamela Dingle

Nat Sakimura

Mike Jones

Torsten Lodderstedt

Tony Nadalin

George Fletcher

John Bradley

Raj Mata

**Absent:**

Adam Dawes

Dylan Casey

Tracy Hulver

Roger Casals

**Visitors:**

John Ehrig, Global Inventures

Tom Smedinghoff, Locke Lord LLP

1. **Resolutions**

The Executive Committee unanimously recommends that the board adopt the following two resolutions:

RESOLUTION G: Guidelines for OpenID Foundation Certification Program

WHEREAS the OpenID Foundation OpenID Certification program allows entities to formally and publicly declare that their specific deployment of a product or service conforms to a specific conformance profile of the OpenID Connect protocol, and

WHEREAS, in connection with the operation of the Certification Program, it has been proposed that OIDF adopt the following OpenID Foundation Certification Program Guidelines:

1. Adoption is the foundation's highest priority.
2. The foundation's goals include incentivizing membership, certification of multiple profiles per implementation and international participation.
3. Certification Profiles are rolled out in three phases: pilot by early adopters, membership beta and general availability.
4. OpenID Certification pilots and betas are to be available to all members in good standing.
5. Upon completion of the beta and pilot phases, certification for those profiles will be made available to non-members.
6. All fees are waived during the pilot phase; fees will be charged during the beta and general availability phases.
7. The Foundation intends to authorize fees sufficient to cover the costs of operating a certification program once the corresponding pilot phase is complete.
8. OpenID Foundation Certification fees are to be the same for all members.
9. Certification fees are due at the time of submission and are charged per implementation.
10. Certification(s) will be approved once payment is received.

Now, therefore, be it RESOLVED that the OIDF Board APPROVE the OpenID Foundation Certification Program Guidelines as proposed and presented. Mike moves, George seconds. The motion was approved by unanimous consent.

RESOLUTION L. Formation of liaison committee and delegation of power to the committee

WHEREAS the OpenID Foundation board recognises the importance of the liaison communications being made in a timely fashion, now

BE IT RESOLVED that

(1) the liaison committee (LC) to be created with its member being the liaison officers and EC members;

(2) the LC to be given a delegation of power as to the creation and authorization of the liaison communications to the liaison organisation;

(3) the LC's decision shall be by the simple majority of the LC members either in a quorate meeting or the majority of the entire LC expressed by the written consent by the LC members;

(4) The LC shall report the liaison communication made in the next board meeting after the communication was made. Nat moves, Mike seconds. The motion was approved by unanimous consent.

Don noted for the record that the liaison committee is separately actively working on establishing liaison relationships with FIDO and Kantara

1. **Working Group Formation**

Tony raised a concern that there is grey area on who can propose a WG that some have taken to mean that non-members can create/propose WG’s. Tony suggested that this may cause an IPR issue since it may be the case that there has not been a contribution agreement signed before the WG is created (i.e., you cannot sign a contribution agreement for a working group or make contributions until a working group has been created to contribute to) . Tony believes the proper checks and balances are not in place to prevent non-members from claiming that it is their charter and their work since they will have not signed a contribution agreement. However, it is clear that actual contributions must be made by parties that signed an IPR contribution agreement. Foundation membership is not related to who can participate in working groups, although in practice and experience, participation in a working group often leads to membership, because active WG members often choose to join the foundation.

It is in the interest of the foundation to keep the barrier to start work in the foundation low since it encourages people to do work in the OIDF and become members.  Mike Jones pointed out the checks and balances already in place in Section 4.2 of the OpenID Process Document, which provides for review of proposed charters by the Specifications Council. The Specifications Council can reject proposed charters for any of these reasons:

* + 1. an incomplete Proposal (i.e., failure to comply with §4.1);
		2. a determination that the proposal contravenes the OpenID community’s purpose;
		3. a determination that the proposed WG does not have sufficient support to succeed or to deliver proposed deliverables within projected completion dates; or
		4. a determination that the proposal is likely to cause legal liability for the OIDF or others.

The board reviewed and discussed the relevant/pertinent sections of the OpenID Process Document and agreed that there is currently a grey area and it would be prudent that the WG formation policy be clarified through the creation of a WG formation FAQ published by the Specifications Council. The board unanimously approved the following resolution:

Resolution W

BE IT RESOLVED that a minimum defined number (3) of OIDF members be required to be among the proposers for the formation of a new working group.

**Action:** Mike J to draft a document for the Specs Council review/approve that defines a standing rule to require 3 members be among the group of new WG proposers.