



GOVERNANCE

Member Representation on the Governing Board of The Open Group

The Open Group governance model provides for Member representation on the Governing Board. There are three Board positions for Customer Member representatives, and one for a Supplier Member representative.

Role

Member representatives on the Governing Board share control and responsibility in four main areas:

Strategy Guidance

- Vision and Mission
- Competitive Strategy
- Long-term Plan

Approvals

- Annual Operating Plan
- Use of IPR
- Specifications

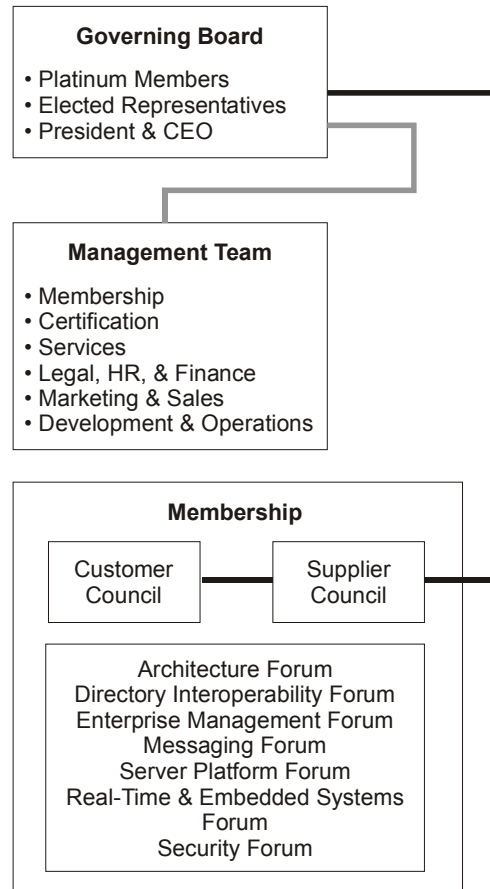
Oversight Committees

- Compensation
- Finance and Audit

Leadership

- Champion Initiatives
- Support Member Goals

Governance Model



Responsibilities

Board Member responsibilities include:

Legal

- To always act in the best interests of The Open Group
- To represent themselves and their professional expertise at all times, exclusive of their affiliation to their member organization

Consortia

- To represent the wishes of their constituency
- To be an ambassador for The Open Group

A Board Member's legal responsibilities take precedence over their consortia responsibilities.

The Commitment

- To attend a one/two-day Governing Board meeting four times per year, usually scheduled during or adjacent to a Conference week of The Open Group
- To liaise with members during Conferences and elsewhere, to gather feedback on members' issues and concerns/aspirations
- To read Governing Board briefing papers, and to be involved in discussions with fellow Governing Board members and executive managers of The Open Group in preparation for Board meetings, perhaps totalling one week per year

Eligibility to Stand for Election

Any staff member of any member organization of the Customer Council or the Supplier Council that is not a Platinum Member (Platinum Members automatically have a seat on the Governing Board) is eligible to stand for election.

All member organizations are eligible to vote. Customers vote for customer candidates, and Suppliers vote for supplier candidates.

Note: The principle of “one organization one vote” is sustained throughout all operations in The Open Group.

Election Process

Member representatives serve on the Governing Board for two years.

The next election will be held in May/June 2004, for appointment of Member representatives to serve on the Governing Board for two years from the date of the first Governing Board Meeting thereafter, which will be in July 2004.

The election process and timetable for 2004 is as follows:

- The Open Group will issue a call for nominations for candidates on February 3 2004, in San Diego.
- Members should submit nominations by email to ogcc_steering@opengroup.org.
- The closing date for nominations is April 30 2004.

- The Open Group will issue to all Members a formal announcement of candidates and voting instructions by May 14 2004.
- Voting will open on May 15 and close four weeks later (June 11 2004).
- The results of the election and declaration of the elected candidates will be announced within two weeks of the close of ballot.

Governing Board Appointment

A legal requirement for Board appointments is that the existing Board of Directors must approve the appointment of new representatives to their Board.

The procedure used to satisfy this legal requirement is that elected Member representatives are proposed by the Corporate Secretary for appointment to the Governing Board at its first meeting after the election results are announced.

The appointed member representatives then serve on the Governing Board for the duration of their two-year term, unless they tender their resignation to the Corporate Secretary beforehand.

Why Serve?

1. To get the opportunity to work with a great bunch of people
2. To provide value-add to The Open Group products and services
3. To advance your organization’s interests
4. To communicate the will of your fellow Members
5. To give back some of what you have received over the years in the industry
6. To influence the direction of The Open Group and the IT industry
7. To support the vision, mission, and activities of The Open Group
8. To ensure the Governing Board is responsive to the Membership

The Customer Council, The Open Group
April 2004

www.opengroup.org/customer_council
or email: ogcc_steering@opengroup.org