

## DotAsia Board Finance Committee (BFC) Meeting Minutes

<b>Date(s) &amp; Time:</b>	March 12, 2021 (Friday) 14:00 – 15:10 HKT
<b>Location:</b>	DotAsia Zoom Meeting Room: <a href="http://aji.asia/zoomboardfinance">http://aji.asia/zoomboardfinance</a>
<b>Attendees:</b>	<p>Santanu ACHARYA Kashif ADEEL Satish BABU Andi BUDIMANSYAH Nicole CHAN Edmon CHUNG Maureen HILYARD Rebecca CHAN (DotAsia Team) Freda CHEUNG (DotAsia Team) Janet TSANG (Baker Tilly Representative) * Trent PUN (Baker Tilly Representative) *</p> <p>Apologies: Joel DISINI</p> <p>* Joined meeting for Discussion Item 4.4 only.</p>

No.	Action Items:	Owner	Remarks
F2020.11.A01	Bring discussion of setting policy on engaging and maintaining corporate relationships to BGC.	Edmon CHUNG	To be raised in Mar BGC meeting.
F2020.12.A02	Seek advice from Fusion on reflecting risk management in budgeting.	Rebecca CHAN	In progress.
F2021.01.A04	Search other bank options for opening new Namesphere bank account.	Rebecca CHAN	On going.
F2021.02.A03	Table the upgrade of accounting software to the Board for consideration at the Feb 27 Board meeting.	Rebecca CHAN	Completed.
F2021.03.A01	Request a written clarification from Baker Tilly for further discussion.	Rebecca CHAN	Baker Tilly turned down engagement.

### Discussions:

#### 1. Roll Call

- 1.1. Ms. Maureen HILYARD chaired the BFC meeting as Board Chair on Mar 12, 2021.

- 1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.
- 2. Adoption of Minutes of last BFC Meeting on Feb 17, 2021**
  - 2.1. BFC meeting minutes 2021.02.17 and action items were discussed.
  - 2.2. BFC Meeting Minutes 2021.02.17 approved unanimously with quorum of former BFC members.
- 3. Selection of BFC Chair**
  - 3.1. It was reported that one nomination of Santanu ACHARYA for BFC Chair was received. Santanu accepted the nomination and submitted the resume to BFC for consideration.
  - 3.2. Santanu gave a speech on his financial and industrial experience, and his vision for BFC.
  - 3.3. Nominated by Nicole CHAN, seconded by Andi BUDIMANSYAH. Resolved with no objections from BFC Members.
  - 3.4. Santanu chaired the rest of the BFC meeting.
- 4. Appointment of auditors**
  - 4.1. There was discussion on the next step of appointment of auditors. BFC should discuss on whether to continue to recommend or change the recommendation to the Board, and the Board should consider the recommendation and make the final recommendation to Members. It is planned to call for an Extraordinary General Meeting to resolve the appointment of auditors.
  - 4.2. It was explained that BFC had previously evaluated 3 shortlisted firms in detail on different aspects, it was suggested to continue on the process.
  - 4.3. It was reported that the disciplinary actions happened over 10 years ago, involved personnel are no longer with Baker Tilly and they have enhanced their internal procedures. Fusion CPA commented that Baker Tilly has good reputation in Hong Kong.
  - 4.4. Representatives from Baker Tilly Hong Kong joined the BFC meeting.
    - 4.4.1. Question was raised on the relationship between Baker Tilly International and Baker Tilly Hong Kong. It was clarified that Baker Tilly HK is an independent firm under Baker Tilly International, and Baker Tilly International has no shares in Baker Tilly HK.
    - 4.4.2. Janet TSANG, Partner and Engagement Director responsible for DotAsia audits joined the meeting. The bio of Janet was presented for reference. It was clarified that Baker Tilly received advices from HKICPA and established internal monitoring measures to prevent disciplinary actions in the future. It was reported that the latest review was performed by HKICPA in 2019, and the results have not been announced yet.

- 4.4.3. Question was raised if Baker Tilly served any TLD registry company before. It was explained that Baker Tilly did not have experience on working with such client.
- 4.4.4. Question was raised if there are any other current cases are filed against Baker Tilly HK. It was responded that some improvements were suggested by HKICPA, which will be reviewed again in 2021.
- 4.5. Concern was raised on whether language barrier would impact the audit process. It was commented that Baker Tilly should be able to communicate well with DotAsia in local language in Hong Kong. It is more important to make sure the company is following all the appropriated processes.
- 4.6. There was discussion on seeking other auditors who have auditing experience for TLD registry company. It was remarked that such requirement would significantly limit the options for qualified auditor in Hong Kong, and that lack of such specific experience is understandable as there are not many TLD registries in Hong Kong.
- 4.7. It was suggested and agreed to ask for a written clarification from Baker Tilly for further discussion, including its relationship with Baker Tilly International, its prior experience in working with IT and Internet companies, and any issues or filing against Baker Tilly by HKICPA that they foresee. (F2021.03.A01)

## **5. Posting of BFC documents**

- 5.1. Discussion deferred to next BFC meeting.

## **6. Draft Budget 2021 - 2022**

- 6.1. A comparison of approved budget 2021 – 2022 and adjusted budget 2021 – 2022 was presented and briefed to BFC.
- 6.2. It was highlighted that major budget allocation of Market Development is based on rebates.
- 6.3. It was also highlighted that some of the salary expenses are allocated into Community Projects of DotAsia Foundation and to Namesphere.
- 6.4. Question was raised on the Capital Asset of DotAsia. It was clarified that Equipment & Capital Expenditure Asset is included in the budget, which includes the office furnishings and provision for laptops.
- 6.5. A question was raised on whether comparison is provided of budgeted and actual expenditure. It was explained that such reports are usually provided during face-to-face meetings of the Board.
- 6.6. Detailed discussion deferred to next BFC meeting.