DotAsia Board Governance Committee (BGC) Meeting Minutes	
Date(s) & Time:	October 9, 2026 (Fri) 12:30PM – 1:30 PM (HKT)
Location:	DotAsia Zoom Meeting Room: http://aji.asia/zoomboardgov
Attendees:	Thomas BARRETT Edmon CHUNG Akinori MAEMURA Kevin MEYNELL Try THY Jo-Fan YU Evin Ashley ERDOĞDU (DotAsia Team) Rebecca CHAN (DotAsia Team) Amina MEIRASBEK (DotAsia Team) Apologies: Maureen HILYARD

No.	Action Items:	Owner	Remarks
G2026.09.A01	Consider a broader review of the Board election process and possible amendments to the Articles of Association after the 2027 election cycle.	Edmon CHUNG	To be considered after Board Election 2027.
G2026.10.A01	Incorporate the final amendments, clean up the draft, circulate the revised BGC-001 and bring for the Board review at the F2F.	Edmon CHUNG	Completed.
G2026.10.A02	Bring the updated Board Self-Evaluation Survey for the Board review at the F2F.	Edmon CHUNG	Completed.
G2026.10.A03	Asses the contended applications, communicate with the relevant partners and bring a proposed direction for the Board review at the F2F.	Edmon CHUNG	Completed.

Discussions:

1. Roll Call

1.1. Jo-Fan YU chaired the BGC meeting on Oct 9, 2026.

1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.

2. Adoption of last BGC Meeting minutes (Sep 2, 2026)

2.1. Draft 1 of BGC meeting minutes Sep 2, 2026, and action items were presented.

2.2. BGC meeting minutes Sep 2, 2026, were adopted.

3. Board Elections Procedures (BGC-004) for Board Elections 2027

3.1. An update was presented on the updated Board Elections Procedures (BGC-004) for Board Elections 2027. It was noted that, the only further amendment since the previous review was the addition of the Member categories to the example illustrating the vote-counting mechanism for the geographical diversity requirement.

3.2. It was also reported that no further substantive changes had been made to the Notice of Board Elections, apart from correcting typographical errors.

3.3. The first draft of the procedures and the Notice will be posted on the DotAsia website and circulated to members for feedback on 14 October 2026. A second draft would be prepared in November if required, with the target of finalizing the documents by Dec 11, 2026.

4. Board Governance Framework (BGC-001) Review

4.1. An updated clean version of the Board Governance Framework was presented following comments raised at the previous meeting

4.1.1. It was explained that most of the amendments proposed had been incorporated using a least-change approach, retaining existing wording where the proposed changes did not affect the substance, and that references to the Articles of Association had been checked for consistency.

4.1.2. A question was raised on the rationale for adding detailed provisions for the delegation of authority (DoA). It was explained that the original draft was a more high-level description of the CEO's duties, developed in connection with the updated CEO employment agreement, whereas the additional proposed provisions were added with the intention of making existing responsibilities and arrangements explicit rather.

4.1.3. It was reported that other updates included specifying the setting for the Board to meet in executive sessions without the CEO, appoint representatives to subsidiaries, request and receive company documents in accordance with BFC-002, adding the BAC Chair to the Board Exco, and clarifying that the Board Exco would not itself conduct evaluations but are the stewards for initiating such.

4.2. Updates to the scope and responsibilities of the BGC was discussed. It was observed that corporate governance extends beyond Board structure and procedures to organisational policies applicable to DotAsia and its staff, including the Code of Conduct.

4.2.1. It was agreed that a short clarification on organisational policies would be added to the corporate governance responsibilities, rather than limiting the description to Board matters.

4.2.2. A question was raised on the reference to registry policy governance. It was clarified that the reference to registry policy governance was intended to cover all TLDs supported by the organisation, including .Asia, .KiDS and any additional TLDs, where appropriate, rather than .Asia alone.

4.2.3. It was noted that based on discussions at the previous meeting, the Board Committee series of documents (e.g. BGC-001/002…) will not be fully listed, but instead include the foundational documents on an "including but not limited to" basis with a link to the policy repository.

4.3. On the matter of quorum, it was noted that the revised draft reflected the previous Board discussion by setting the quorum for Board committees at four. The Board Chair and CEO would continue to be full ex officio members of the relevant committees and count towards quorum.

4.3.1. The BAC would comprise four members, and the CEO would not be a member. Membership of the BAC and BFC would be mutually exclusive, except for the Board Chair, who would be the only member serving on both committees.

4.3.2. A question was raised on whether the provision prohibiting the same person from chairing both the BFC and BAC was still necessary given that only the Board Chair would be on both committees.

4.3.3. There was discussion about the appropriateness for the Board Chair to also chair the BAC and other Board Committees. It was agreed that given the intended check and balance function of the BAC, the Board Chair should not also chair the BAC, while leaving flexibility in times of need for the Board Chair, or vice versa, for the Board Committee Chairs (e.g. the BGC Chair) to also serve as the Board Chair.

4.4. The BGC reviewed the provisions concerning the Board Executive Committee's intersessional powers. Based on the discussion with explanation for time critical responses (e.g. in the face of litigations), the BGC agreed that the current wording should be maintained.

4.5. The BGC considered whether the Board Chair election should be bound by the Election Code of Conduct. It was explained that the Election Code of Conduct is maintained by the NomCom and is specific to the annual Board Elections and regulating appropriate campaigning and Member activities which may not apply to Board Chair election. It was agreed that the Board Chair election should be bound by the DotAsia Code of Conduct (BGC-002).

4.6. Finalized version will be produced and circulated ahead of the F2F Board Meeting in Bali where it is planned to be considered. (G2026.10.A01)

5. Preparations for Board F2F Meeting Oct 23-24

5.1. Preparations for the Board face-to-face meeting scheduled for 23–24 October 2026 were reviewed, and a draft meeting agenda was shared.

5.2. It was noted that the agenda included the previously requested Board-only discussion and litigation update, together with a member engagement discussion arising from the BCC discussions.

5.3. It was agreed that the Board self-evaluation survey should be discussed at the F2F Board meeting. (G2026.10.A02**)**

6. AOB

6.1. An update on DotAsia's response to the Next Round of New gTLDs was provided on the application results following the string reveal day. It was highlighted that 6 of the 11 ASP applications supported by DotAsia as the ASP Incubator could

potentially proceed without contention from other applicants, including: ODC in Cambodia (.nas), OCF in Taiwan (.git), Security Matters in Malaysia (.sec), AI Safety Asia (.aiq), ISOC HK (.soc) and ISOC Hawaii (.aloha).

6.2. The strategic approach for supporting the other applications where contention is identified was discussed. It was noted that a more in-depth study on the matter will be done and further discussion to be had at the F2F Board meeting. (G2026.10.A03)