

DotAsia Board Governance Committee (BGC) Meeting Minutes

Date(s) & Time:	Apr 23, 2025 (Wed) 12:31 PM – 13:27 PM (HKT)
Location:	DotAsia Zoom Meeting Room: http://aji.asia/zoomboardgov
Attendees:	Satish BABU Tom BARRETT Edmon CHUNG Maureen HILYARD Timothy LI (DotAsia Team) Apologies: Akinori MAEMURA Jo-Fan YU

No.	Action Items:	Owner	Remarks
G2025.04.A01	Table updated draft of Code of Conduct (BGC-002) for full Board consideration.	Edmon CHUNG	To be presented at next Board meeting.
G2025.04.A02	Brief BGC on background information regarding Board candidates from sanctioned countries.	Edmon CHUNG	To be presented at next BGC meeting.

Discussions:

1. Roll Call

- 1.1. Satish BABU chaired the BGC meeting on Apr 23, 2025.
- 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 (Jan 15, 2025)

- 2.1. Draft 1 of BGC meeting minutes Jan 15, 2025 and action items were presented.
- 2.2. BGC meeting minutes Jan 15, 2025 were adopted.

3. Review of Code of Conduct (BGC-002)

- 3.1. Updated draft of Code of Conduct (BGC-002) was reviewed by BGC, continuing discussion from F2F Board meeting.
 - 3.1.1. It was noted that the updated draft included clearer description on the matter of anonymity, explaining that while complainants may specify their desired level of anonymity, a high level of anonymity may hinder the processing and evaluation of complaints.
 - 3.1.2. It was agreed that complainants must provide a channel of correspondence (such as an email address), in order for a complaint to be processed.
- 3.2. The BGC completed the review on this iteration of the DotAsia Code of Conduct (BGC-002) and the document will be tabled for full Board consideration at its next meeting. (G2025.04.A01)

4. Review of Board Election Procedures (BGC-004)

- 4.1. Review of the Board Elections Procedures (BEP: BGC-004) was discussed following the experience from Board Elections 2025.
 - 4.1.1. It was noted that the feedback from the Election Committee was focused on the issue of dealing with how the election (voting) process would determine candidates to satisfy the geographical diversity requirements.
 - 4.1.2. A question was raised about the terminologies and categorization of the subregions. The historical references from ICANN and UN sources included in BGC-004 were explained. An update of the terminology may be considered.
 - 4.1.3. Another question was raised about situations where no candidates were nominated for a particular subregion to satisfy the geographical diversity requirement. It was explained that the current BEP provides for the Board to make a nomination under such situation. It was suggested and agreed that whether shifting such process to the Nomination Committee may be appropriate should be further reviewed.
- 4.2. The matter of candidates from sanctioned countries was raised. It was noted that the issue was addressed previously in explaining that the candidate, if elected will serve on the Board as an observer based on previous specialist legal advice received. It was suggested and agreed that for the team to brief the BGC on the background information regarding this. (G2025.04.A02)
- 4.3. A comment was raised regarding new Board members who may not be familiar with the ICANN community and the consensus-based decision

making ethos. It was suggested and agreed that links to the Board Code and Consensus Policy (BGC-006) be added to the list of documents for which candidates are required to confirm willingness to act in accordance with.

- 4.4. A rough timeline for producing and finalizing the BEP for Board Elections 2026 was presented:
- Jun 18 BGC meeting: Draft 0
 - Aug 20 BGC meeting: Draft 1
 - Sep 27 Board meeting: Draft 1
 - Nov 19 BGC meeting: consider need for Draft 2
 - Nov 28 Board meeting: consider need for circulation of Draft 2
 - Dec 19 Board meeting: adoption of Final BEP for Board Elections 2026

5. Update on Namesphere EGM

- 5.1. It was reported that the Namesphere EGM was duly called on Apr 11 and is scheduled to take place on May 2.
- 5.2. It was updated that the finalized version of Namesphere-DotAsia Service Agreement has been circulated to all Namesphere shareholders, and that a confirmed term sheet has been received for the consideration of .WEBinChinese.

6. AOB

- 6.1. DotAsia team's progress on the response to the next round of new gTLDs was reported along with the current roster of prospective Partner NGOs.
- 6.2. A question was raised regarding the selection and identification of prospective partners. It was explained that partners are identified from the network of organizations active in the Internet governance community for which DotAsia or team members have worked with. It was further noted that financial information of prospective partners, which is required by the ICANN process, will also be reviewed. It was highlighted that no open recruitment is planned.
- 6.3. It was commented that efforts to reach out to the Pacific region should be made. There was discussion noting that organizations from the Pacific were generally not responsive so far, and that it may be due in part to the community organizations being focus on their local ccTLDs. It was agreed to further outreach to prospective Pacific NGOs.