

DotAsia Board Governance Committee (BGC) Meeting Minutes

Date(s) & Time:	Aug 27, 2025 (Wed) 12:30 PM – 13:31 PM (HKT)
Location:	DotAsia Zoom Meeting Room: <a href="http://aji.asia/zoomboardgov">http://aji.asia/zoomboardgov</a>
Attendees:	Satish BABU Akinori MAEMURA Tom BARRETT Edmon CHUNG Maureen HILYARD Jo-Fan YU  Amina MEIRASBEK (DotAsia Team) Evin ERDOGDU (DotAsia Team)

No.	Action Items:	Owner	Remarks
G2025.05.A01	Revise the Board Election Procedures (BGC-004) based on discussions.	Edmon CHUNG	Completed.
G2025.06.A01	Table updated draft of Code of Conduct (BGC-002) for full Board consideration.	Edmon CHUNG	Completed.
G2025.08.A01	Update Draft BEP (BGC-004) based on discussions and circulate for full Board discussion at its next meeting.	BoardSec	Completed.
G2025.08.A02	Draft email from the Board Chair to the current Election Committee (EC) and Nominations Committee (NomCom) members, inquiring about their interest in continuing to serve for another year.	Edmon CHUNG	In progress.
G2025.08.A03	Identify and evaluate other options for .WEBinChinese.	Edmon CHUNG	Completed negotiations.

**Discussions:**

**1. Roll Call**

- 1.1. Satish BABU chaired the BGC meeting on Aug 27, 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 (Jun 18, 2025)**

- 2.1. Draft 1 of BGC meeting minutes Jun 18, 2025 and action items were presented.
- 2.2. BGC meeting minutes Jun 18, 2025 were adopted.

### **3. Review of Board Election Procedures (BGC-004)**

- 3.1. An updated draft of the Board Election Procedures (BEP) (BGC-004) was circulated and presented. Based on past discussions and recommendations, several changes were presented.
  - 3.1.1. The previous language regarding the handling of candidates from sanctioned countries was updated to emphasize requirements and sensitivities related to DotAsia's banking relationships, rather than focusing on sanctions imposed by specific countries or institutions.
  - 3.1.2. A concern was raised regarding who the decision maker would be in determining sanction cases, especially in cases where such sanctions take place during the term of a Director rather than known at the conclusion of a particular election, and whether such decision would explicitly involve the sanctioned individual. It was discussed and agreed that additional description for such situation happening during the term of a Director be added, and that the Board as a collective should make the decision.
  - 3.1.3. A question was raised regarding the definition of the term "Observer" and that if the exact status it confers on an individual is not defined, the term should not be capitalized. It was noted that only a lightweight description is included in the sentence immediately following, but that a formal definition is not included.
  - 3.1.4. The differences between an Observer and a Board member were discussed. It was highlighted that the details and complications should be clearly addressed. It was suggested that a more formal definition may be included in BGC-006: Board Code & Consensus Process such that the context of the Board's consensus-based deliberative approach can be better included.
  - 3.1.5. Another question was raised regarding whether DotAsia would need to appoint another Board Director if a current member becomes an Observer. It was clarified that the DotAsia Articles allow for a vacated seat to be left alone until the term of such vacated seat is refilled in a future Board Elections. There was agreement that the scenario involving a sanctioned Board Director is inherently unpredictable, making advance planning difficult, and that the entire Board would need to determine subsequent actions when such a situation arises.

- 3.2. There was agreement on the other updated aspects of the draft BEP for Board Elections 2026.
- 3.3. The draft BEP should be updated based on the discussions and tabled for further discussion at the next full Board meeting. (G2025.08.A01)

#### **4. Election Committee (EC) & Nominations Committee (NomCom) 2026**

- 4.1. The draft Notice of Board Elections 2026 Draft was presented. It was highlighted that the timeline for this year's Board Elections is brought forward for a few weeks in alignment with the APRICOT schedule which means that the DotAsia AGM 2026 will be held in early February (Feb 8) rather than at the end of February as with previous years. It was further noted that the Roles & Responsibilities description for NomCom had been updated based on the updates to the BEP.
- 4.2. Composition of the EC and NomCom 2026 was discussed. Aspects of continuity and rotation of members were raised. It was agreed that continuity should be emphasized more as the transition towards the new DotAsia Articles is still ongoing.
- 4.3. There was agreement that the Board Chair should reach out to current members to understand their interest and willingness to serve for another year. DotAsia team will help draft outreach email for consideration. (G2025.08.A02)
- 4.4. It was noted that if current members are unwilling to continue, potential candidates should be identified before the next in-person Board meeting, and that EC and NomCom should be seated by Dec 3, in accordance with the draft Board Elections 2026 timeline.

#### **5. Preparations for Board F2F Meeting**

- 5.1. The draft Board F2F Meeting agenda was presented.
- 5.2. A key update was the inclusion of the GoCreate! event, which the entire Board is encouraged to attend on the morning of October 15. This addition necessitated adjustments to other scheduled sessions.
- 5.3. Another update is an invitation by the APriGF local host for the Board to meet with Nepal government representatives. It is tentatively scheduled after the APriGF closing ceremony on October 14
  - 5.3.1. There was agreement that having the Board meet with officials from the host is a welcomed arrangement.
  - 5.3.2. It was noted also that the Board should be informed in advance about the social etiquette and protocols in Nepal for meeting with

government officials. DotAsia team to provide detailed agenda, and expectations well ahead of time to facilitate proper preparation.

**6. Update on Namesphere Matters**

- 6.1. Updates on the .WEBinChinese as well as preparations on litigations were shared.
- 6.2. Challenges with the .WEBinChinese project were highlighted. It was agreed that if further negotiations are not forthcoming other options should be explored and the matter presented for full Board consideration.  
(G2025.08.A03)