

DotAsia Board Governance Committee (BGC) Meeting Minutes

Date(s) & Time:	Apr 22, 2026 (Wed) 12:00PM – 13:00 PM (HKT)
Location:	DotAsia Zoom Meeting Room: <a href="http://aji.asia/zoomboardgov">http://aji.asia/zoomboardgov</a>
Attendees:	<p>Thomas BARRETT Akinori MAEMURA Kevin MEYNELL Edmon CHUNG Try THY Jo-Fan YU</p> <p>Evin Ashley ERDOĞDU (DotAsia Team) Amina MEIRASBEK (DotAsia Team)</p> <p>Apologies: Maureen HILYARD</p>

No.	Action Items:	Owner	Remarks
G2026.03.A01	Prepare a proposal to the full Board to formally deprecate BGC-005.	Edmon CHUNG	In progress. To be presented at next full Board Meeting.
G2026.03.A02	Bring discussion of review of BGC-001 and establishment of separate charter documents to respective Board Committees.	BoardSec	Completed.
G2026.04.A01	Circulate documents for discussion of Board Committee charters in Google Docs for further review and comments.	BoardSec	Completed.
G2026.04.A02	Review and revise the BGC-001 document, including the BGC section according to the given comments, and prepare a revised draft for the next meeting.	Edmon CHUNG	To be circulated before next BGC meeting.

**Discussions:**

**1. Roll Call**

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

**2. Adoption of last BGC Meeting minutes (Mar 4, 2026)**

- 2.1. Draft 1 of BGC meeting minutes Mar 4, 2026, and action items were presented.
- 2.2. Thomas BARRETT moved to adopt the minutes, and Akinori MAEMURA seconded the motion.

- 2.3. BGC meeting minutes Mar 4, 2026, were adopted.

### **3. Board Committee Charters & Board Audit Committee**

- 3.1. The topic of Board Committee Charters were discussed. A view was expressed that the current BGC-001 document be reviewed before considering separate charters for specific committees. It was agreed that relevant documents related to the consideration of the roles and responsibilities of the Board Committees be circulated on Google Docs for collaborative review. (G2026.04.A01)
- 3.2. The proposed Board Audit Committee was discussed as a standalone committee, separate from the BFC, to avoid overlap of responsibilities. Tom presented a draft set of audit oversight responsibilities for consideration.
  - 3.2.1. A suggestion was raised on expanding the scope of the Audit Committee to other aspects such as cybersecurity audit and other compliance matters. It was further discussed that the Audit Committee may explore a broader scope on audit and risk management areas where appropriate, however that the first focus may still begin with the financial audit function.
  - 3.2.2. There was discussion on the committee size and quorum. It was noted that DotAsia Board Committees generally do not have fixed membership sizes, and a suggestion was made to have the quorum set at 3.
  - 3.2.3. It was suggested and agreed that to collect and take a look at board audit committee charters from other organizations as a reference.
- 3.3. A suggestion was made that the BAC charter could be included as a separate section within BGC-001 rather than as a completely standalone document. There was agreement that the BGC look at this as part of an overall review of BGC-001.

### **4. Board Governance Framework (BGC-001) Review**

- 4.1. A minimally updated BGC-001 document was circulated and presented. It was highlighted that the main changes in this version includes updating of references of the DotAsia's Articles of Association to the amended 2024 version, and the inclusion of Board Observers as updated to BGC-004 (Board Elections Procedures) and BGC-006 (Board Code & Consensus Process) in 2025.
- 4.2. It was discussed that this review focus first on the sections describing the roles and responsibilities of the Board Committees.
  - 4.2.1. It was noted that the current version is generally based on the DotAsia Articles, and that with the establishment of a formal DotAsia Strategic Plan, perhaps the descriptions should be pointed to that instead.
  - 4.2.2. It was further suggested and agreed that the development and monitoring of progress in the implementation of the Strategic Plan should involve all Board Committees in their respective roles.
  - 4.2.3. It was discussed and agreed that the quorum for all Board Committees be updated to 3.
- 4.3. DotAsia team will revise the draft for the updated BGC-001 based on the discussion and circulate to the BGC for further consideration. (G2026.04.A04)

**5. Response to Next Round of New gTLDs**

- 5.1. An update was provided on the next round of new gTLDs. It was reported that ICANN has still not confirmed any of the applications submitted or supported by DotAsia, but that several clarification questions have been received and answered. It was noted that some of the questions received appear to be repetitive.
- 5.2. It was reported that discussions on possibly obtaining a loan is no longer being pursued.
- 5.3. A question was raised about the arrangement with organizations supported by DotAsia. It was affirmed that all arrangements with partner NGOs will be based on ensuring that
- 5.4. noted that in accordance with the ASP requirements, it is up to the partner NGOs whether or not they would continue to work with DotAsia as well as other service providers. Likewise, DotAsia is not making any commitments until confirmation by ICANN of ASP eligibility.
- 5.5. It was confirmed that legal counsel with extensive ICANN knowledge and experience has been found and will be providing advice on formalization of arrangements with partner NGOs.