

## DotAsia Board Meeting Minutes

<b>Date(s) &amp; Time:</b>	August 25, 2021 (Wednesday) 14:01 – 15:22 (UTC+8)
<b>Location:</b>	Zoom Meeting Room: <a href="https://aji.asia/zoomboard">https://aji.asia/zoomboard</a>
<b>Attendees:</b>	<p>Santanu ACHARYA * Kashif ADEEL Satish BABU Andi BUDIMANSYAH ** Nicole CHAN Edmon CHUNG Joel DISINI *** Maureen HILYARD Ellen STRICKLAND Rebecca CHAN (DotAsia Team) Freda CHEUNG (DotAsia Team)</p> <p>Apologies: Alireza SALEH</p> <p>Absent: Billy CHEON</p> <p>* Joined meeting during Discussion Item 5.1. ** Joined meeting during Discussion Item 4.1. *** Joined meeting during Discussion Item 4.1, and left meeting after Discussion Item 9.1.2.</p>

No.	Action Items:	Owner	Remarks
2020.01.A01	Follow up with MONIC and CTT on obtaining clarification and voting representative for .MO.	DotAsia Team	CTT considering next steps.
2021.06.A02	Bring the discussion of listing positions of DotAsia subsidiaries on SOI to BGC.	Edmon CHUNG	Completed.
2021.07.A01	Bring the discussion on application record of SCP funds to BCC.	Edmon CHUNG	Completed.
2021.07.A02	Bring the discussion on the financial operations regarding payment to Afilias and ICANN to BFC.	Edmon CHUNG	Completed.
2021.08.A01	Provide current industry standard pricing information of Registry Lock Service to the Board for reference.	Edmon CHUNG	

No.	Action Items:	Owner	Remarks
2021.08.A02	Procure report on Total Domains Under Management by cc-locality.	Edmon CHUNG	

No.	Resolutions / Decisions:
2021.08.001	Board Meeting Minutes (Jul 28, 2021) <ul style="list-style-type: none"><li>Approval of Board Meeting minutes of Jul 28, 2021.</li></ul> Approved.
2021.08.002	SCP Applications from .KR <ul style="list-style-type: none"><li>Approved in principle in Jul 2021 Board meeting</li><li>Circulation to BFC and AC completed</li><li>Board Exco approved funding accordingly</li></ul> Ratified.

## Discussions:

### 1. Roll Call

- 1.1. Maureen HILYARD chaired the Board Meeting as Board Chair on Aug 25, 2021.
- 1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.

### 2. Review / Amend Agenda

- 2.1. With no further comments received, the agenda was accepted.

### 3. Updates of SOI (Statement of Interest)

- 3.1. Edmon reported that he will be joining the ICANN Board at the conclusion of the ICANN AGM in Oct 2021.
- 3.2. Ellen reported that she will be working with Prime Minister cabinet of New Zealand as InternetNZ, which would not anticipate any conflicts with DotAsia.

### 4. Approval of Board Meeting Minutes (Jul 28, 2021)

- 4.1. Latest version of Draft 1 was presented and action items were briefed to the Board.
- 4.2. The Jul 28, 2021 Board Meeting minutes were approved. (2021.08.001)

**5. Registry Services: IDN, Registry Lock & Dropzone**

- 5.1. It was reported that DotAsia is planning to add additional IDN languages support for .Asia, and that it is anticipated that a first-come-first-served model will be used.
- 5.2. It was reported that DotAsia intends to submit Registry Services Evaluation Policy (RSEP) requests to ICANN for adding Registry Lock service and Dropzone service for .Asia. It was further reported that such submissions had also been discussed at the AC meeting.
- 5.3. Question was raised on the price setting for Registry Lock service. It was explained that the price was based on current industry standard, detailed information to be provided to the Board for reference before the launch of the service. (2021.08.A01)

**6. BGC-001 Update on Board Chair Elections Process**

- 6.1. It was reported that BGC discussed the BGC-001: DotAsia Board Governance Framework with amendment on the tie-breaker option with consideration of attendance record and agreed to seek legal advice on the amendment.
- 6.2. DotAsia is awaiting legal advice on the amendment.

**7. Board Attendance Record**

- 7.1. It was reported that BGC discussed the Board attendance issue to get the Board attendance improved.
- 7.2. It was also reported that based on the received opinions from comparable local and international organizations, there was one reference commented that since they started publishing meeting attendance of elected persons publicly on their website, the situation had improved over time.
- 7.3. BGC discussed the suggested practice and agreed to make recommendation to the Board on publishing the meeting attendance on DotAsia website.
- 7.4. It was reported that BGC further considered to take action to remove Board members who have a significant non-attendance. DotAsia is awaiting legal advice on the issue.

**8. Banking Situation Update**

- 8.1. As agreed at the Jul 2021 Board meeting, Dr. Anthony NEOH was appointed to be the legal specialist to advise on DotAsia's banking situation, and the instructions in explaining the background were sent to Anthony accordingly.
- 8.2. DotAsia is awaiting legal advice from Anthony to address the situation to move forward.

**9. Board Committees Updates**

- 9.1. Board Executive Committee (Exco)
  - 9.1.1. Board Exco discussed and will continue to coordinate with legal counsels on legal matters that DotAsia is involved in.

- 9.1.2. It was reported that as agreed at the Jul Board meeting, Board Exco approved the SCP application of KISA (.KR) for KriGF by KIGA, and the event was successfully held on Aug 20, 2021. (2021.08.002)
- 9.2. Board Governance Committee (BGC)
  - 9.2.1. Last BGC meeting was held on Aug 17, 2021.
  - 9.2.2. BGC discussed the amendment to BGC-001, which is awaiting legal advice. Refer to Discussion Item 6.
  - 9.2.3. BGC also discussed Registry Services for .Asia domains, Board attendance considerations and next steps to improve the situation. Refer to Discussion Item 5 and 7 respectively.
  - 9.2.4. BGC is also awaiting specialist legal advice on the banking situation for further discussion on the Board Chair Elections.
- 9.3. Board Finance & Procurement Committee (BFC)
  - 9.3.1. Last BFC meeting was held on Aug 24, 2021.
  - 9.3.2. BFC discussed the amendment to BFC-001: Standard Operating Procedures (SOP) on Finance & Procurement, in particular on the expenditure limit of unbudgeted expenditure.
  - 9.3.3. It was reported that the migration of historical data to the new accounting software has been completed. It is targeted to produce the first set of monthly financials up to June by the Sep Board meeting, which will include the confirmation and compliance note as requested.
  - 9.3.4. BFC also discussed Board member compensation and looking to seek legal advice to explore the appropriateness of providing a form of sitting fee to Board members attending Board meetings, and/or a mechanism to support Board member participation at relevant events.
  - 9.3.5. BFC also discussed the expenses of DotAsia, further discussion to be continued at next BFC meeting and reported back to the Board.
- 9.4. Board Community Projects Committee (BCC)
  - 9.4.1. Last BCC meeting was held on Aug 17, 2021.
  - 9.4.2. BCC discussed the background, and mechanism and historical allocations of SCP program.
  - 9.4.3. BCC also discussed the additional IDN language support for .Asia domain. Refer to Discussion Item 5.
  - 9.4.4. BCC also discussed updates of .Kids and process forward. Refer to Discussion Item 10.6.
- 10. Registry Operations Updates**
  - 10.1. .Asia Registry Operations (Monthly Scorecard), .Asia Market & Community Development Updates

- 10.1.1. Edmon provided a report on the .Asia Registry Operations Monthly Scorecard (summary circulated via email), and a briefing on .Asia Market Development activities.
- 10.1.2. It was reported that DotAsia's social media activities will continue to follow and celebrate athletes' performances in the Paralympics.
- 10.1.3. It was highlighted that DotAsia participated at KrIGF supported by the SCP funds. It was further highlighted that KrIGF has been promoting its activities with the krigf.asia domain.
- 10.2. Question was raised on whether it is possible to provide information of the Total Domains Under Management by country in order to design different promotion plan in different country. It was explained that the standard report from Afilias only shows by region, DotAsia will follow up with Afilias to get a breakdown to country (cc-locality) from the system. (2021.08.A02)
- 10.3. Question was raised on the difference between Total Domain Under Management and Domain Years Under Management. It was explained that Domain Under Management refers to the registered number of names, whereas Domain Years Under Management refers to the remaining registered years for the domains.
- 10.4. Question was raised on the significant drop of Total Domains Under Management (DUM) from Jul 2020 to Jun 2021. It was explained that the Total DUM was increased significantly due to a price promotion in Dec 2019, then the DUM dropped back to normal level when most of the low cost domains expired (even though a small percentage did renew) in Jan 2021.
- 10.5. It was suggested to provide a marketing report from DotAsia marketing team on DotAsia marketing strategies and the outcomes. It was discussed and agreed to invite the marketing team to join the Sep Board meeting to provide a more structured marketing update on the promo programs.
- 10.6. Updates on DotKids were provided to the Board.
  - 10.6.1. It was reported that the Registry Agreement (RA) with ICANN for .KIDS was completed on Aug 13, 2021.
  - 10.6.2. It was explained that DotAsia has been working with a group of children's rights and children's welfare organizations during the application period, and DotAsia is committed to the community to build up DotKids Foundation and invite those organizations to join as members of DotKids Foundation in the coming 6 - 9 months.
  - 10.6.3. It was further explained that DotAsia had supported the application fees along with other expenses for DotKids during the application period, and DotAsia will recoup some of those expenses when DotKids becomes operational and will plan to continue to serve DotKids in a secretariat like role. DotKids is envisioned to become an independent organization once it becomes financially independent and viable, and DotAsia will continue to be a member of DotKids and participate in its work.
  - 10.6.4. It was reported that DotAsia will help develop the organizational structure and policies for DotKids as part of the launch of the foundation along with market plan for the launch of the .KIDS TLD registry.
  - 10.6.5. Question was raised on the reason of separating DotKids to an independent organization as it is an asset of DotAsia. It was explained that DotAsia considers .KIDS as a community project rather than an asset. The development of the DotKids Foundation is a community

contribution from DotAsia to the global internet community, especially the children's rights and children's welfare community.

- 10.6.6. Question was raised on whether it is possible to consider another back-end service provider to potentially set a more competitive price for .KIDS. It was explained that .KIDS was the only new gTLD application that was successful in the Applicant Support Program of ICANN, which provided funds to DotKids throughout the application process, and the back-end provider was identified during that process. It was further explained that Afilias has lent its support to .KIDS since 2012 to guarantee the continuation of the .KIDS registry operations, which was an important aspect in successfully passing the Applicant Support Program evaluations.
- 10.6.7. It was commented that it would not be in the best interests of the initiative to breach the commitment to switch to another back-end service provider.
- 10.6.8. Question was raised on the ownership of DotKids and DotAsia's shares in DotKids. It was explained that DotAsia is a founding member and is currently the sole member of DotKids Foundation, and DotKids Foundation is set up as a not-for-profit membership organisation, thus there is no shareholding structure. It was further explained that DotAsia will invite the children's rights and children's welfare community organisations to join as members, and DotKids will be owned by the children's rights and children's welfare community, but DotAsia will remain a member of DotKids.

## 11. Financial Updates

- 11.1. The latest Cash Flow Summary as of Jul 31, 2021 was presented to the Board. There were no major changes from previous projection.
- 11.2. Question was raised on the front-end service income from PCCW. It was explained that this is the quarterly income for the front-end service that DotAsia offered to PCCW in the name of Namesphere to manage their TLDs. It was further explained that the income will be booked into Namesphere account, but not be included in the DotAsia financials since the income is under Namesphere.
- 11.3. It was suggested to separate the cash flow summary of DotAsia, DotAsia Foundation and Namesphere to avoid confusion. It was explained that the summaries are already separated, but just included into one sheet for convenience. It was agreed to have the summaries separately included in different sheets in the future.
- 11.4. It was reported that the field work by Mazars for the DotAsia audit will be starting on Aug 26, 2021 and expected to last for around 10 days.

## 12. Next Board Meeting Schedule

- 12.1. It was proposed and agreed to reschedule the Sep Board meeting to Sep 22, 2021 due to the APriGF meeting on Sep 27 – 30, 2021.
- 12.2. Upcoming Regular Board Meetings at UTC 06:00 (HKT 14:00)
  - Sep 22 (APriGF on Sep 27 – 30)
  - Oct 20 (ICANN 72 on Oct 23 – 28)
  - Week of Nov 22-26 (2-day meeting with 1 joint meeting with AC)

- Dec 22 (IGF on Dec 6 – 10)

**13. Legal Updates**

- 13.1. Updates and clarifications on legal proceedings were briefed to the Board.