

## DotAsia Board Meeting Minutes

<b>Date(s) &amp; Time:</b>	September 22, 2021 (Wednesday) 14:00 – 15:18 (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 Maureen HILYARD Alireza SALEH * Ellen STRICKLAND Rebecca CHAN (DotAsia Team) Freda CHEUNG (DotAsia Team)</p> <p>Apologies: Joel DISINI</p> <p>Absent: Billy CHEON</p> <p>* Joined meeting during Discussion Item 4.1, and left meeting after Discussion Item 6.1.</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.
2021.08.A01	Provide current industry standard pricing information of Registry Lock Service to the Board for reference.	Edmon CHUNG	Information will be provided at Oct Board meeting.
2021.08.A02	Procure report on Total Domains Under Management by cc-locality.	Edmon CHUNG	Completed.

No.	Resolutions / Decisions:
2021.09.001	<p>Board Meeting Minutes (Aug 25, 2021)</p> <ul style="list-style-type: none"> <li>Approval of Board Meeting minutes of Aug 25, 2021.</li> </ul> <p>Approved.</p>

## Discussions:

### 1. Roll Call

- 1.1. Maureen HILYARD chaired the Board Meeting on Sep 22, 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. No further updates since last Board Meeting.

### 4. Approval of Board Meeting Minutes (Aug 25, 2021)

- 4.1. Latest version of Draft 1 was presented and action items were briefed to the Board.
- 4.2. It was reported that there was an internal issue with .MO, therefore it will be unlikely for them to nominate a voting representative for the time being.
- 4.3. Question was raised on the financial status of HNET Asia. It was clarified that DotAsia has 40% share of .MO which means that DotAsia bears 40% profit and loss of .MO, and a loss was reported based on the financial report as of Jun 2021. It was further clarified that .MO usually records a profit at the year-end since DotAsia charges for the support of the operation of .MO through a government contract which is not dependent on the registration income of .MO domains. Since the reported financials included 9-months figures only, it was suspected that the incoming profit is not realized yet, DotAsia will follow up with the Fusion team and report back to the BFC.
- 4.4. Question was raised on the expected application rate and the profit of Registry Lock<sup>1</sup> service. It was reported that the registry number is expected to be very low, but that this has become a standard feature for gTLDs and has been requested for by Registrars supporting enhanced services for mission critical domains.
- 4.5. There was discussion on the reporting arrangement from Fusion to BFC and to the Board. It was reported that the current arrangement is that Fusion will provide (1) written monthly financial report to the BFC and the Board, (2) will present the report to the Board on a semi-annual basis (during F2F Board meetings at APRICOT and in Hong Kong).
- 4.6. The Aug 25, 2021 Board Meeting minutes were approved. (2021.09.001)

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<sup>1</sup> Registry Lock service as defined on the ICANN website (<https://www.icann.org/resources/pages/fast-track-rsep-process-authorization-language-2019-06-14-en>): Helps protect against inadvertent transfers, modifications to or deletions of domain name registration data by allowing an authorized representative from the sponsoring registrar to request the activation or deactivation of certain Extensible Provisioning Protocol (EPP) statuses.

## **5. Banking Situation Update**

- 5.1. It was reported that DotAsia is still awaiting legal specialist advice from Dr. Anthony Neoh to address the situation to move forward.
- 5.2. It was further reported that the preliminary response from the specialist indicated that finding a bank in Hong Kong to provide service to DotAsia would be challenging.
- 5.3. It was also reported that legal counsel will provide legal advice on Board Chair Elections and updating DotAsia Articles of Association upon receiving the specialist legal advice on the banking situation as the issues are related. Therefore, updates of BGC-001 and DotAsia Article of Associations were delayed.

## **6. Board Elections Procedures (BEP) & Timeline 2022**

- 6.1. Draft timeline of Board Elections 2022 was presented and briefed to the Board for consideration.
- 6.2. It was highlighted that, as discussed in the Oct 2020 Board meeting, the Board Elections Procedures (BEP) 2022 will be split into 2 documents: one for general election procedures, which is anticipated to be more stable and updated only when adjustment is needed; and another for specific information, such as dates and listing of Directors with term expiring, etc., which is expected to be updated every year.

## **7. Board Committees Updates**

- 7.1. Board Executive Committee (Exco)
  - 7.1.1. Board Exco discussed and will continue to coordinate with legal counsels on legal matters that DotAsia is involved in.
  - 7.1.2. Board Exco also had a meeting with legal specialist regarding the banking situation.
- 7.2. Board Governance Committee (BGC)
  - 7.2.1. Last BGC meeting was held on Sep 15, 2021.
  - 7.2.2. BGC was updated and understood that the discussions of Board Chair Elections, M&A updates and banking related issues were delayed awaiting the receipt of the specialist legal advice.
  - 7.2.3. BGC discussed the update of SOI and BEP 2022.
  - 7.2.4. Question was raised on whether being an organising team of Internet Governance events needs to be included in the SOI. It was explained that it is up to the Board Member since there seems not to be any conflict of interest with DotAsia.
- 7.3. Board Finance & Procurement Committee (BFC)
  - 7.3.1. Last BFC meeting was held on Sep 21, 2021.

- 7.3.2. BFC discussed the updates of BFC-001: Standard Operating Procedures (SOP) on Finance & Procurement, which is planned to be tabled to the Board at next Board meeting.
  - 7.3.3. It was reported that the Fusion team joined the Sep BFC meeting and presented Monthly financial reports from Oct 2020 to Jun 2021.
  - 7.3.4. BFC also discussed the rotation of professional service and agreed to restart the discussion next year since the new auditor was just appointed in 2021.
  - 7.3.5. Question was raised on the monthly financial report based on profit and loss. It was explained that written financial report (including profit and loss statement and balance sheet) will be shared to BFC and the Board on a monthly basis, and that as per previously discussed Fusion will join BFC meeting to present the financials quarterly and join Board meeting semi-annually.
- 7.4. Board Community Projects Committee (BCC)
- 7.4.1. Last BCC meeting was held on Sep 16, 2021.
  - 7.4.2. BCC discussed Mission Critical Community Domain Name Protection Policy and BCC is generally favourable to the proposal. Detailed policy and procedures to be developed for further discussion.
  - 7.4.3. BCC discussed updates of community engagements with DotAsia Members and community projects.
  - 7.4.4. BCC also discussed the background, documentations and the next steps of DotKids.
  - 7.4.5. Question was raised on the next steps of enhancing the utilization rate of SCP funds. It was explained that BCC was aware of the situation and has discussed the issue during previous BCC meetings. It was highlighted that DotAsia will begin to spend effort on raising the awareness of the SCP fund.

## 8. Registry Operations Updates

- 8.1. .Asia Registry Operations (Monthly Scorecard), .Asia Market & Community Development Updates
  - 8.1.1. Edmon provided a report on the .Asia Registry Operations Monthly Scorecard (summary circulated via email), and a briefing on .Asia Market Development activities.
  - 8.1.2. It was reported that DotAsia's social media activities continued to follow and celebrate athletes' performances in other sports games apart from the Olympics and Paralympics.
  - 8.1.3. It was reported that the YIGF 2021 virtual camp was successfully held during Sep 17 – 19, 2021 with about 80 participants.
  - 8.1.4. It was highlighted that APriGF 2021 in hybrid mode will be held during Sep 27 – 30, 2021.

## 9. Financial Updates

9.1. Cash Flow Updates

- 9.1.1. The latest Cash Flow Summary as of Aug 31, 2021 was presented to the Board.
- 9.1.2. It was highlighted that the cash flow summary of DotAsia Organisation and Namesphere are displayed on different pages as requested.
- 9.1.3. It was highlighted that the expense of group medical is an annual expense for employee benefits.
- 9.1.4. It was highlighted that projection for Edmon's anticipated donations to DotAsia Foundation was added. Edmon explained that he will look to donate the compensation, after taxes and bank costs if any, he expects to receive from ICANN for serving on the ICANN Board to the DotAsia Foundation. Maureen thanked Edmon for the consideration.

9.2. Monthly Financial Reporting

- 9.2.1. Monthly financial report for Oct 2020 – Jun 2021 prepared by Fusion was presented and briefed to the Board.

**10. Next Board Meeting Schedule**

- 10.1. It was proposed to schedule the Nov Board meeting on Nov 25 & 26 at UTC 04 – 07, with a joint meeting with AC on Nov 25 at UTC 04:00 – 05:30.
- 10.2. Upcoming Regular Board Meetings at UTC 06:00 (HKT 14:00)
  - Oct 20 (ICANN 72 on Oct 23 – 28)
  - Nov 25 & 26 at UTC 04:00 – 07:00 (Nov 25 at UTC 04:00 – 05:30, joint meeting with AC)
  - Dec 22 (IGF on Dec 6 – 10)

**11. Legal Updates**

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