

DotAsia Board Meeting Minutes

Date(s) & Time:	Jan 22, 2025 (Wed) 14:01 AM – 15:32 PM (HK Time)
Location:	Zoom Meeting Room: https://aji.asia/zoomboard
Attendees:	<p>Satish BABU Thomas BARRETT Jordan CARTER Nicole CHAN Edmon CHUNG Maureen HILYARD Boyoung KIM Jose LAY Akinori MAEMURA Rupesh SHRESTHA</p> <p>Rebecca CHAN (DotAsia Team) June LAU (DotAsia Team) Timothy LI (DotAsia Team)</p> <p>Apologies: Jo-Fan YU</p>

No.	Action Items:	Owner	Remarks
2023.09.A03	Set up meeting with auditors (Mazars) upon receiving draft audit report.	Rebecca CHAN	Scheduled for F2F Meeting.
2024.09.A06	Conduct study on DotAsia's support to ccTLDs and new gTLDs.	Edmon CHUNG	Completed.
2024.12.A01	Prepare a concept paper outlining DotAsia's approach for supporting new gTLD applications.	Edmon CHUNG	Completed.
2024.12.A02	Analysis of DotAsia Member Engagement Survey 2024.	Edmon CHUNG	Discussions at BCC.
2025.01.A01	Review the board elections procedures and consider the geographic diversity requirement for future elections.	Edmon CHUNG	In Progress
2025.01.A02	Prepare summary and highlights of the Strategic Plan Progress Report for AGM.	Edmon CHUNG	To be circulated for discussion at F2F Meeting.

No.	Resolutions / Decisions:
2025.01.001	Board Meeting Minutes: <ul style="list-style-type: none">Approval of Board Meeting minutes of Dec 11, 2024. Approved.

Board Meeting Discussions (2025.01.22):

1. Roll Call

- 1.1. Jordan CARTER chaired the Board meeting on Jan 22, 2025.
- 1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.

2. Updates of SOI (Statement of Interests)

There were no SOI updates from Board Directors.

3. Consideration of Board Meeting Minutes (Dec 11, 2024)

- 3.1. The latest version (DRAFT1) of the Dec 11, 2024 Board meeting minutes was presented.
- 3.2. Board minutes were approved. (2025.01.001)

4. Board Elections 2025 Update (Nominations Report)

- 4.1. Board Elections updates and a preview of the Nominations Report were presented by June from the DotAsia team. It was noted that the nominations period for the Board Elections 2025 has closed and no disputes or appeals were raised during the nomination and dispute resolution period.
 - 4.1.1. It was reported that Maureen HILYARD and Jose A. LAY were re-elected from the Sponsor Member category, and that Akinori MAEMURA was re-elected from the Co-Sponsor Member category.
 - 4.1.2. It was noted that the elections administrator has sent the draft Nominations Report to the Nominations Committee (NomCom) for their review, and the NomCom has until January 30 to finalize and send the report to the DotAsia Board.

- 4.2. It was reported that the Elections Committee (EC) defined a mechanism to consider the fulfilment of the geographical diversity requirement in the case where multiple candidates were nominated in both Sponsor and Co-Sponsor Member seats.
 - 4.2.1. A comment was raised noting that in the longer term, the Board may want to discuss whether the regional representation requirement is relevant for DotAsia, and that the lack of candidates from certain sub-regions may persist given the relatively small Membership.
 - 4.2.2. It was suggested and agreed that at a minimum, the Board Elections Procedures (BGC-004) should be reviewed regarding the implementation of the geographic diversity requirement for future elections. (2025.01.A01)

5. Board Chair Election

- 5.1. It was noted that the Board Chair position will be vacated after the DotAsia AGM. In accordance with the Board Governance Framework (BGC-001), Board Members shall be given 28 days' notice for the Board Chair election.
- 5.2. There was unanimous agreement to proceed with the Board Chair elections.
- 5.3. It was presented and agreed that nominations will be accepted at the beginning of the scheduled F2F Board meeting on Feb 20, and that, if multiple nominations are received, secret ballot will be held at the next meeting on Feb 21 in accordance with BGC-001.
- 5.4. A question was raised on how the balloting will be conducted should it be required. It was explained and agreed that if balloting is required for the Board Chair Election, paper ballots will be distributed and voting done anonymously in person.
- 5.5. It was clarified and agreed that the new Board Chair will assume office after the AGM held on Feb 23.

6. Strategic Plan Progress Report 2024

- 6.1. A draft of the Strategic Plan Progress Report was circulated and presented.
 - 6.1.1. The 39 tracking measures were briefly explained, along with the overarching priorities. It was highlighted some of the measures are quantitative and some are descriptive.
 - 6.1.2. It was suggested and agreed to renumber the tracking measures such that a hierarchical linkage to the strategic goals and area of DotAsia work can be more readily mapped. (2025.01.A02)
- 6.2. It was noted that a more concise highlight of the progress report will be developed for presentation to Members at the AGM. It was suggested and agreed that the highlights should be based around the overarching priorities set forth.
- 6.3. Further discussion on the Progress Report is planned for the upcoming F2F Board meeting.

7. DotAsia Response to Next Round of New gTLDs

- 7.1. The proposed DotAsia approach to support not-for-profit initiatives in the Asia Pacific region was presented. It was highlighted that the proposal is based on the Board discussions on the matter beginning in Da Nang.
 - 7.1.1. There was discussion about learning from the past experiences with engaging in new gTLD projects and to ensure that better documentation are in place.
 - 7.1.2. A comment was raised that the financial component of the proposal will need to be further discussed taking into the balance the conditions for taking on debt to fund the initiative and DotAsia's current financial situation.
- 7.2. Further discussion of the proposal is planned for the upcoming F2F Board meeting.

8. Preparations for F2F Board Meeting & AGM @APRICOT2025

- 8.1. The draft agenda for the F2F Board Meeting was presented.
 - 8.1.1. The provisions for holding the Board Chair Election (Section 5 above) were highlighted.
 - 8.1.2. It was noted that the auditors have been invited to join part of the financial updates section.
- 8.2. It noted that the AGM is scheduled to take place on Feb 23 from 14:30 – 16:00 local time, which will be within the AP* Retreat. The rundown of the DotAsia AGM was presented.

9. Chair's Report

Board Chair Jordan CARTER commented that preparations for the end of this Board term were going well, with congratulations extended to those who were re-elected to the Board, and gratitude was expressed to the outgoing Board Directors for their contributions in putting the organization back on track.

10. Operations & Financial Updates

- 10.1. Updates on audit reports of DotAsia Foundation and DotAsia Organisation, along with DotAsia Foundation's financial statements were presented.
 - 10.1.1. It was highlighted that the audit reports for the DotAsia Foundation for 2022 and 2023 have been received and presented to the BFC.
 - 10.1.2. While there is still a delay in audit reports for DotAsia Organisation due to previous allegations, a deadline had been set to move forward.

10.1.3. For the Namesphere group audits, KSHK has requested additional documents and is aiming to have the reports available soon.

10.1.4. It was noted that Edmon had been donating his ICANN directorship compensation to DotAsia Foundation during his term. The Board expressed appreciation and it was agreed that the generous arrangement should be documented formally.

10.2. Operations updates on .Asia, .KiDS, as well as community work were presented. It was highlighted that the anticipated drop in total Domains Under Management (DUM) can be observed. Upcoming events include the APNG camp and AP* Retreat.

11. AOB

A new calendar format for upcoming Board meetings highlighting key community events was presented.