

DotAsia Board Meeting Minutes

Date(s) & Time:	Feb 27, 2026 (Fri) 10:30 AM – 12:04 PM (HK Time)
Location:	Zoom Meeting Room: https://aji.asia/zoomboard
Attendees:	<p>Thomas BARRETT Edmon CHUNG Maureen HILYARD Rose JAMIESON Boyoung KIM Jose LAY Akinori MAEMURA Kevin MEYNELL Rupesh SHRESTHA Try THY Jo-Fan YU</p> <p>Rebecca CHAN (DotAsia Team) Evin Ashley ERDOĞDU (DotAsia Team) June LAU (DotAsia Team) Amina MEIRASBEK (DotAsia Team)</p>

No.	Action Items:	Owner	Remarks
2026.02.A01	Start discussion for including invitations for Expressions of Interests (EOI) during Board election nominations period in the Board Elections Procedures (BEP: BGC-004) at the BGC.	Edmon CHUNG	To be included in BGC agenda.
2026.02.A02	Proceed with process to appoint up to 2 non-executive directors from the DotAsia Board to DotKids Foundation.	BoardSec	Completed.
2026.02.A03	Identify and seek external specialist legal counsel advice for agreement with Partner NGOs for new gTLDs.	Edmon CHUNG	Identified, in discussions.
2026.02.A04	Prepare the detailed budget development plan and present it to the BFC for review.	Edmon CHUNG & Rebecca CHAN	To be included in next BFC meeting.
2026.02.A05	Provide BFC with accounting treatment of principal and interest on office mortgage.	Rebecca CHAN	To be reported at next BFC meeting.
2026.02.A06	Prepare further costing and dates for next F2F meeting for consideration.	BoardSec	In progress.

No.	Resolutions / Decisions:
2026.02.004	<p>Adoption of the Board Meeting Minutes on Feb 6 & 7, 2026</p> <p>Motioned by Tom BARRETT, seconded by Jose LAY, and resolved.</p>
2026.02.005	<p>Board Chair Election:</p> <ul style="list-style-type: none"> • Akinori MAEMURA was nominated to be the Board Chair by Jose LAY and seconded by Jo-fan YU. • Akinori accepted the nomination. • No additional nominations were received, no voting needed. <p>Resolved by acclamation.</p>
2026.02.006	<p>Seating of Board Committees:</p> <ul style="list-style-type: none"> • Board Governance Committee (BGC) <ul style="list-style-type: none"> ○ Akinori MAEMURA (Board Chair) ○ Edmon CHUNG (ex officio) ○ Tom BARRETT ○ Maureen HILYARD ○ Kelvin MEYNELL ○ Try THY ○ Jo-Fan YU • Board Finance Committee (BFC) <ul style="list-style-type: none"> ○ Akinori MAEMURA (Board Chair) ○ Edmon CHUNG (ex officio) ○ Tom BARRETT ○ Rose JAMIESON ○ Jose LAY ○ Kevin MEYNELL ○ Rupesh SHRESTHA • Board Community Projects Committee (BCC) <ul style="list-style-type: none"> ○ Akinori MAEMURA (Board Chair) ○ Edmon CHUNG (ex officio) ○ Maureen HILYARD ○ Boyoung KIM ○ Rupesh SHRESTHA ○ Jo-Fan YU <p>Resolved unanimously.</p>
2026.02.007	<p>Appointment of Directors to DotKids Foundation:</p> <ul style="list-style-type: none"> • Tom Barrett • Jo-Fan Yu <p>Motioned by Akinori MAEMURA, seconded by Rupesh SHRESTHA, and resolved.</p>
2026.02.008	<p>It is resolved that, DotAsia will [<i>Redacted – Confidential Negotiation Information</i>] proceed with the transaction if certain conditions are met: [<i>Redacted – Confidential Negotiation Information</i>].</p> <p>Thereupon, DotAsia's CEO Edmon Chung is authorized to execute the above transaction on behalf of the company as the sole signer of any required documents, including but not limited to [<i>Redacted – Confidential Negotiation Information</i>].</p>

No.	Resolutions / Decisions:
	Motioned by Jose LAY, seconded by Maureen HILYARD, and resolved.

1. Administrative

- 1.1. Roll Call / Review of Agenda
 - 1.1.1. Akinori MAEMURA chaired the Board meeting on Feb 27, 2026.
 - 1.1.2. Roll call. Those present for all or part of the meeting are included in the Attendees section.
- 1.2. Updates of SOI (Statement of Interests)
 - 1.2.1. There were no SOI updates from Board Directors.
- 1.3. Adoption of Board Meeting Minutes (Feb 6 & Feb 7, 2026)
 - 1.3.1. The latest version (DRAFT1) of Feb 6 & Feb 7, 2026, Board meeting minutes was presented.
 - 1.3.2. A motion to adopt the minutes was moved by Tom BARRETT and seconded by Jose LAY.
 - 1.3.3. The Board Meeting Minutes on Feb 6 & Feb 7, 2026, were adopted. (2026.02.004)

2. Board Chair Election 2026

- 2.1. Edmon administered the Board Chair Elections.
- 2.2. Nomination procedures in accordance with BGC-001 were briefed to the Board.
- 2.3. A nomination was made for Akinori MAEMURA to be re-elected as Board Chair by Jose LAY, and seconded by Jo-fan YU.
 - 2.3.1. Akinori accepted the nomination.
 - 2.3.2. No additional nominations were received. Since there was only one candidate, Akinori is deemed to be elected as the Board Chair, no voting is needed. (2026.02.005)
- 2.4. Akinori continued the meeting as Board Chair.

3. Seating of Board Committees

- 3.1. The Board Committees and Board Committee Chairs are seated as follows:
 - **Board Governance Committee (BGC)**
 - Akinori MAEMURA (Board Chair)
 - Edmon CHUNG (ex officio)

- Tom BARRETT
- Maureen HILYARD
- Kelvin MEYNELL
- Try THY
- Jo-Fan YU

- **Board Finance Committee (BFC)**
 - Akinori MAEMURA (Board Chair)
 - Edmon CHUNG (ex officio)
 - Tom BARRETT
 - Rose JAMIESON
 - Jose LAY
 - Kevin MEYNELL
 - Rupesh SHRESTHA
- **Board Community Projects Committee (BCC)**
 - Akinori MAEMURA (Board Chair)
 - Edmon CHUNG (ex officio)
 - Maureen HILYARD
 - Boyoung KIM
 - Rupesh SHRESTHA
 - Jo-Fan YU

3.2. Resolved unanimously. (2026.02.006)

4. Appointment of Non-Executive Directors to DotKids Foundation

- 4.1. It was reported that as per the Board's directive, the process for the Appointment of Board Directors to Subsidiaries and Relevant Entities (BGC-005) was followed with an official call for nominations.
- 4.1.1. It was noted that a nomination for Tom BARRET from Jo-Fan YU was received and seconded by Maureen HILYARD loosely in accordance with BGC-005.
- 4.1.2. A further nomination was made for Jo-Fan YU by Jose LAY and seconded by Maureen HILYARD.
- 4.2. A resolution to appoint Tom BARRET and Jo-Fan YU as non-executive directors to the DotKids Foundation board was motioned by Akinori MAEMURA, seconded by Rupesh SHRESTHA, and resolved unanimously. (2026.02.007).
- 4.3. Edmon noted that with the appointment of the 2 non-executive directors, he will remove himself from the DotKids Foundation board.
- 4.4. It was further noted that the experience in implementing BGC-005 will be brought back to the BGC for further consideration on reviewing and/or deprecating the policy document.

5. Board Elections 2026 Reviews – Feedback from EC & NomCom

- 5.1. June presented on the received feedback from the Elections Committee (EC) and Nomination Committee (NomCom) regarding the Board Elections Procedures based on the experience with Board Elections 2026.
- 5.2. A question was raised on how the geographical diversity requirement would be handled if, in a given election, no candidates satisfying the requirement was nominated or met the eligibility criteria. It was explained that, under the current BEP,

if no candidates emerge from regular nominations, the NomCom is tasked to identify and recommend a candidate who would satisfy the geographical diversity requirement for consideration by the DotAsia Members, whom will then have to nominate and second the candidate for the candidacy to be accepted.

- 5.3. Clarification was sought on whether geographical diversity can be fulfilled by a combination of Sponsor and Co-Sponsor Member seats, or only through Sponsor Member seats. It was clarified that, historically, the geo-diversity requirement was implemented through the Sponsor Member category only. Following the Articles amendment in 2024, the framework now allows geo-diversity to be satisfied by both Sponsor and Co-Sponsor seats, providing more flexibility while still maintaining balanced regional representation.
- 5.4. There was discussion about NomCom recommended candidate to satisfy the geo-diversity requirement and NomCom appointed Board Director. It was noted that in the year that NomCom makes an appointment, it is possible for NomCom to identify a candidate that would satisfy the geo-diversity requirement through its appointment.
- 5.5. Comments were raised noting that the wording about the sub-regions may appear confusing because the current placement of “and”s could be read as listing “five” sub-regions, and that examples may be useful to explain the different ways the geo-diversity requirement may be satisfied. It was agreed that the wording and additional examples will be looked at in the development of the next revision.

6. Risk Management Plan Implementation Update

- 6.1. A resolution for engaging in a transaction in relation to the Risk Management Plan was presented.
- 6.2. A suggestion was made to include an explicit time limit on the Board's authorization, so that if the transaction is not completed within a defined period, the Board will explicitly reconsider the resolution in light of updated conditions.
- 6.3. Suggestions to adjust the resolution text were discussed and agreed. It was noted that the public minutes will only contain a redacted version of the resolution given the confidential negotiation information involved.
- 6.4. The resolution was motioned by Jose LAY, seconded by Maureen HILYARD and unanimously resolved. (2026.02.008)

7. Update on DotAsia Response to the Next Round of New gTLDs

- 7.1. A brief update was provided on DotAsia's ongoing preparation for the next round of new gTLDs, including follow-up from prior Board and BFC discussions.
- 7.2. It was reported that DotAsia is continuing to work with prospective partners on operational considerations, and that the team will be meeting with some of the organizations at the upcoming ICANN85 meeting.
- 7.3. It was noted that a more detailed discussion is expected at the next Board meeting after the ASP results are announced and before the opening of the next round.

8. Operations & Financial Updates

- 8.1. Updates on the audits for DotAsia entities were presented. It was noted that there has been limited progress since the previous F2F Board meeting because of the Lunar New Year, except that signed audit reports for DotAsia Foundation and DotKids

Foundation had been returned, while the signed report for DotAsia Organisation from Mazars is still pending.

- 8.2. It was further noted that the team is still awaiting Mazars' breakdown of the loss impairment discussed at the previous meeting, as well as further advice on DotAsia's practice of acting as financial Secretariat for community initiatives such as APNG and AP* Retreat.
- 8.3. It was reported that the DotAsia Foundation and DotKids Foundation audits have been completed, and that the 2025 audit cycle will begin.
- 8.4. Accounting of the office property mortgage as well as the potential to engage with private banking should DotAsia's cash position or reserve increase to a certain level were discussed.
 - 8.4.1. Scenario planning was presented. There was discussion on the different accounting treatment of interest payments and principal payments for the property mortgage, and that principal payments are not considered expense in the current calculation. It was agreed that a further discussion be brought to the BFC. (2026.02.A05)
- 8.5. A follow up question was raised regarding the remaining term of the mortgage. It was responded that approximately 7.5 years remain on the mortgage. It was further remarked that given the geopolitical tensions, liquidity of assets should be considered.
- 8.6. Operations updates were provided by Edmon covering incoming registrar deposits, renewals and domains under management. It was highlighted that the rally on domains under management (DUM) continues bringing the total to over 500K.

9. Any Other Business (AOB)

- 9.1. The Board Calendar for 2026, including the schedule for Board and Board Committee meetings was briefly reviewed. It was noted that the draft calendar shows some of the key community events for planning purposes.
- 9.2. Options for the collocating the next Board F2F meeting with community events were presented. It was noted that costs for the options as well as preferences from Board Directors will be collected for further consideration. (2026.02.A06)