

## Minutes of Directors' Meeting - 14 February 2012

By Teleconference in accordance with Article 80

The meeting commenced at 17:45

### 1. Attendance

Present: **Gunela** Astbrink, **Paul** Brooks (Treasurer), **Narelle** Clark (President), **Roger** Clarke, **Rob** Forsyth, **Tony** Hill, **Jerry** Leeson, **Andrew** McRae, **Skeev**e Stevens

Apologies: George Fong (Vice-President), Rob Gregory, Cheryl Langdon-Orr (Secretary)

[Declarations of Interest]

### 2. Minutes of Previous Meeting

The Board adopted the Minutes of the Meeting of 13 December 2011.

Moved: Rob Seconded: Paul

### 3. Adjustments to Board Processes

The Board considered the Motions arising from the Meeting of Board members on 31 January, in file BoardChanges-120131.doc vsn of 3 February, which had been previously circulated and discussed.

#### 3.1 The Board resolved to establish the following three Board Committees:

- **Events Committee**
- **Policy Committee**
- **Fund-Raising, Marketing and Promotion Committee (FUMP)**

Moved: RobF Seconded: Gunela

#### 3.2 The Board resolved to establish the following Task Force:

- **Governance Task Force**

Moved: RobF Seconded: Gunela

#### 3.3 The Board resolved to approve the Policy re Committees and Task Forces

Moved: RobF Seconded: Gunela

#### 3.4 The Board resolved to adopt the Terms of Reference for:

- **the Executive Committee**
- **the Events Committee**
- **the Policy Committee**
- **the FUMP Committee**
- **the Governance Task Force**

Moved: RobF Seconded: Gunela

#### 3.5 The Board resolved to amend the Policy re Committees and Task Forces

Replace para. 10. with the following:

In general, Committees and Task Forces may co-opt other appropriate persons. Those persons may be members or non-members of ISOC-AU, but Board approval of non-members is required prior to their co-option.

Moved: Andrew Seconded: Jerry

#### 3.6 The Board resolved to appoint Board-members to Committees and the Task Force

as per the document entitled 'Initial Appointment of Committee-Members', as amended

Moved: Roger Seconded: RobF

#### 3.7 Frequency of Board Meetings

The Motion was '**The Board resolves to meet (4) times per annum**'

Moved: RobF Seconded: Roger

Changed from 4 to **6 meetings p.a.**, by 4-1, with 1 abstention, then Carried 5-1

**The Meeting noted the importance of frequent Executive Committee meetings, and frequent reports to the Board.**

#### 3.8 The Board resolved to dissolve the following Committees:

- **Revenue Sub-committee**
- **Sponsorship Sub-committee**
- **Membership Sub-committee**
- **Remuneration Sub-Committee**

Moved: Roger Seconded: Skeev

### 4. Actions Arising/Carried Over from the Minutes

See Attachment

## **5. Reports**

### **5.1 Executive Director's Report**

The Board accepted the Report.

### **5.2 Treasurer's Report**

The Board accepted the Report.

### **5.3 Committee Reports**

The Board noted that no reports were to hand from any of the Committees that had now been dissolved. The Board noted that future Board Agendas will include entries for

- Events Committee
- Policy Committee
- FUMP Committee
- Governance Task Force

**The Board noted that Committee Reports are to be posted on the Board list 7 days before the date of the Board meeting**

### **5.4 Director's Representations**

Paul advised that Communications Alliance has kicked off a new technical working committee (WC36), looking to revise document G632:2007 Quality of Service for Internet Protocols. Paul is on the committee as a representative of The Internet Society of Australia, and is chairing the working committee.

Rob F advised of Meetings of the Australian Federal Government taskforce for Trusted Identities in Cyber space (PM&C), as a Director of NSW Board of Crimestoppers (NSW Police), Member of the Australian Federal Government National Standing Committee on Cloud Computing (DBCDE), Member of the NZ Government's Cyber Security Awareness Advisory Group (Ministry of Economic Development), member of the Steering Committee of Cyber Security Awareness Week (DBCDE). Chairman of the Over the Horizon forum being the final event of the Australian Cyber Security Awareness Week (DBCDE) and Chairman of the Internet Industry Association (IIA) Security taskforce

Roger advised of a Meeting of the Australian Federal Government taskforce for Trusted Identities in Cyber space (PM&C)

## **6. SIGs Report 6.1 IPv6**

The Board heard a verbal Report from Tony

**The Board noted that the Events Committee is to prioritise a broader Event during 2012, in a manner that leverages off and does not undermine the IPv6 Summit.**

### **6.2 S&E (Skills & Expertise)**

Nil Report.

### **6.3 Accessibility & Usability**

Held over to the next Meeting due to time limitations

## **7. Discussions With Notice**

Nil.

## **8. Other Business**

Nil.

## **9. Next Meetings**

**--- PROVISIONAL ---**

Motions:

1. That Board meetings continue to be scheduled for the 2nd Tuesdays of relevant months
2. That one Board meeting be scheduled at a time suitable for finalising the Annual Report
3. That one Board meeting be scheduled between the AGM and year-end, to enable the new Board to convene
4. That the 2012 schedule be as follows:

Tue 14 Feb 2012

Tue 10 Apr 2012

Tue 12 Jun 2012

Tue 14 Aug 2012

Tue 11 Sep 2012 (prep for AGM)

Tue 13 Nov 2012 (post AGM)

The meeting concluded at 19:05

## **Attachment: Matters Carried Over from Previous Meetings**

3.1 Suitability of Google Docs as the Board's shared work-area

ROGER to clarify concerns about Accessibility without a Google login, and Accessibility and use by Google and third

parties

**To the Policy Committee**

3.2 Juniper ANDREW, PAUL to liaise further with them about membership renewal

**CLOSED**

3.3 Flexibility on Membership Rates

HOLLY to organize a meeting of Membership Committee to include consideration of this

**To the Governance Task Force**

3.4 Forum Series

EXEC CTEE TO WORK WITH ROBG re Copyright, and likely speakers to articulate the plans

**To the Events Committee**

3.5 ISOC-AU Policy Position on USO Issues

GEORGE to draft for the Board's consideration

**To the Policy Committee**

Paul declared an interest in the form of a consultancy to the DBCDE re USO matters

3.6 Organisational Membership / Sponsorship

ALL BOARD MEMBERS are to provide specific suggestions regarding organisations and individuals within them who are good prospects to approach, and to arrange two organisational contacts per Director by September - later amended to March 2012

**To the FUMP Committee**

3.7 Governance and Authorisations

TONY, NARELLE to provide a background document and//or proposal

Narelle has provided a draft.

**To the Governance Task Force**

3.8 NBN

GUNELA, GEORGE, HOLLY to tele-conference prior to meeting with NNSW MP

Done, but expanded to consideration of a possible regional forum on the NBN

**To the Events Committee**

3.9 A Process for reporting on IPv6 uptake in Asia

GUNELA, NARELLE, PAUL to progress

**CLOSED**

3.10 Paul's Attendance at the Meeting of 11 Dec 2010

HOLLY to amend the web-site copy of the Minutes

PAUL to amend the draft report of Directors' attendance at meetings

**DONE AND CLOSED**

Signed as a correct and complete record of the above meeting. Narelle Clark, President, ISOC-AU