

## Minutes of Directors' Meeting - 13 November 2012

By Teleconference in accordance with Article 80

The meeting commenced at 17:45

### 1. ATTENDANCE

#### 1.1 Roll-Call and Apologies

Present: **Gunela** Astbrink, **Paul** Brooks (Treasurer), **Narelle** Clark (President), **Roger** Clarke, **George** Fong (Vice-President), **Cheryl** Langdon-Orr (Secretary), **Jon** Lawrence, **Craig** O'Toole, **Holly** Raiche, **Skeev**e Stevens

Apologies: **Rob** Gregory, **Andrew** McRae

A Welcome was extended to new and renewed Board members.

#### 1.2 Election of Office-Bearers

The Board appointed Skeev to act as chairperson of the meeting for the purpose of the election, in accordance with Article 50.1.

The following Office-Bearers were elected, in accordance with Articles 49-52:

**President: Narelle Clark**

The Chair was resumed by the once-and future President.

**Vice-President: George Fong**

**Treasurer: Paul Brooks**

**Secretary: Roger Clarke**

The Board unanimously thanked the outgoing Secretary for her outstanding service on the Executive Committee for the last ten years.

Moved: Paul Seconded: Skeev

#### 1.3 Call for Declarations of Interest

Nil

#### 1.4 Call for Declarations of Absence

Roger will be overseas Sun 18 to Mon 26 Nov (in Tokyo, in sporadic email-contact).

### 2. MINUTES OF PREVIOUS MEETING

The Board adopted the Minutes of the Meeting of 11 September 2012.

Moved: Skeev Seconded: Paul

The Board ratified the decision taken out of session on 10 October to approve the Financial Statements for 2012.

Moved: Roger Seconded: George

### 3. REPORTS

#### 3.1 Executive Committee - Narelle Clark

ToR: <http://www.isoc-au.org.au/Policy/ToR-ExecCtee-120214.doc>

Nil Report.

#### 3.2 Treasurer's Report - Paul Brooks

The Board accepted the Report.

**Action Item:** Exec Ctee to prepare a standard letter of thanks to major sponsors, to be sent after renewals

#### 3.3 Events Committee - Skeev Stevens

ToR: <http://www.isoc-au.org.au/Policy/ToR-EventsCtee-120214.doc>

The Board accepted the Report.

**Action Item:** The Committee is developing a different approach for 2013 conference(s)

**Action Item:** Agenda Item 5.2 is to be folded into the Events Committee discussions

#### 3.4 Policy Committee - Roger Clarke

ToR: <http://www.isoc-au.org.au/Policy/ToR-PolicyCtee-120214.doc>

The Board accepted the Report.

### **3.5 FUMP Committee (Fund-raising, Marketing and Promotion) – Holly Raiche**

ToR: <http://www.isoc-au.org.au/Policy/ToR-FUMPCtee-120214.doc>

The Board accepted the Report.

**The Board appointed** Holly Raiche as Chair of the FUMP Committee

Moved: Skeeve Seconded: Roger

### **3.6 Governance Task Force – Cheryl Langdon-Orr**

ToR: <http://www.isoc-au.org.au/Policy/ToR-GovTF-120214.doc>

A verbal report was presented.

### **3.7 IPv6 SIG – Mike Biber, Craig O'Toole**

Nil report.

**Action Item:** Paul is to contact Mike again asking about SIG activities.

**Action Item:** Craig is to be the Board liaison with Mike in relation to IPv6 matters.

Moved: Skeeve Seconded: Holly

### **3.8 S&E (Skills & Expertise) SIG – Kevin Karp**

Nil report.

**Action Item:** Narelle is to forward material to the Board arising from her discussions with Kevin

### **3.9 Accessibility & Usability SIG – Gunela Astbrink**

The Board accepted the Report.

### **3.10 Other Appointees**

**The Board variously re-endorsed and noted** the following appointments:

- Immediate Past President (Tony Hill)
- ISP Liaison (Skeeve)
- ACMA CCF (Narelle)
- ICANN APRALO representatives (Cheryl, Holly)  
The Board appointed Gunela and Skeeve as additional ISOC-AU representatives
- ACMA representative (Narelle)
- ISOC Pacific Islands Chapter liaison (Cheryl, Gunela)
- ISOC Cambodia Chapter liaison (Skeeve)
- ICANN (Cheryl), as a byproduct of individual Board membership
- auDA (Cheryl), as a byproduct of individual Board Demand-Class membership
- Regional IGF Planning Committee (Cheryl)
- Comms Alliance (Paul)

**Action Item:** Exec Ctee to ask iamems for other members who play representative and liaison roles on behalf of ISOC-AU, and consider publishing them on the web-site

## **4. DIRECTORS' REPRESENTATIONS**

Au-IGF in Canberra – A majority of Board members actively participated.

IPv6 in Melbourne – A number of Board members actively participated.

Paul Brooks spoke on IPv6 at a breakfast seminar in Armidale in October as part of the Armidale Business Chamber's Digital Enterprise Program (in his professional capacity, but ISOC-AU was also mentioned)

## **5. DISCUSSIONS WITH NOTICE**

### **5.1 The Advisory Council (Roger, Narelle)**

**Action Item:** Task Force to further develop the documents, and iterate with the Board, for handoff to FUMP Committee in the near future

### **5.2 An Internet Week, incl. IPv6, AuIGF, and a Standards Focus (Rob)**

Addressed under 3.3 Events Committee.

### **5.3 Board Members' Responsibilities (Narelle)**

**Action Item:** Secretary to draft a Board Handbook for review by the Board

**Action Item:** The Handbook is to reflect the aspects recorded in this meeting's Agenda

**Action Item:** Secretary to design the Handbook for use by incoming Directors

### **5.4 Board Modus Operandi (Narelle)**

**Action Item:** Narelle to draft a document for the Board that articulates the notion of a consent agenda, including a standing agenda plus starred items (for discussion) and non-starred items (approved/noted without discussion)

**Action Items:** Narelle and Holly to send annual calendar material to the Board

**Action Items:** George to send information to the Board relating to the impending Joomla-based Content Management System

### **5.5 Policy Document on SIGs (Narelle)**

**Action Item:** Roger is to draft a Policy document relating to SIGs.

### **5.6 ISOC-AU's ICANN ALAC Role (Narelle, Cheryl, Holly)**

Addressed in Item 3.10 above

### **6. OTHER BUSINESS**

Nil.

### **7. NEXT MEETINGS**

**The Board determined that** each Board member is to **NOTE IN THEIR DIARY** that the second Tuesday of every month except January is a potential meeting date, on the understanding that a minimum of 4 meetings and a maximum of 6 will be called.

Moved: Roger Second: Craig

**Action Item:** Exec Ctee to set up a Doodle-poll to select a date for the next Face-to-Face meeting.

Tue 11 Dec 2012

Tue 12 Feb 2013

Tue 12 Mar

Tue 9 Apr

Tue 14 May

Tue 11 Jun

Tue 9 Jul

**Tue 13 Aug [AGM Prep]**

Tue 10 Sep

**Tue 8 Oct [AGM]**

**Tue 12 Nov [Election of Officers]**

Tue 10 Dec

The meeting concluded at 19:15

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