

## Minutes of Directors' Meeting - 11 May 2015

By Teleconference in accordance with Article 80

The meeting commenced at **12:30**

**NOTE: The Board meeting used a 'consent agenda' approach:  
Starred items were for discussion. Non-starred items were approved/noted without discussion**

**Items starred for discussion were 1.1, 1.2; 2; 3.1, 3.2, 3.3, 3.4; 5.1, 5.2**

### **1. ATTENDANCE**

#### **1.1 \*\* Roll-Call and Apologies**

**Present:** Gunela Astbrink, Narelle Clark, Chris Disspain, George Fong (President), Rob Gregory, Cheryl Langdon-Orr, Craig Ng (Treasurer), Craig O'Toole

**In Attendance:** Laurie Patton (CEO),

**Apologies:** Paul Brooks (Vice-President), Roger Clarke (Secretary), Jon Lawrence, Holly Raiche

#### **1.2 \*\* Agenda**

No additional items were starred.

The Board adopted or noted all non-starred items, as appropriate.

#### **1.3 \*\* Call for Declarations of Interest**

Nil

#### **1.4 Call for Declarations of Absence**

Roger Clarke - 2 May to 21 June

Paul Brooks (in the US for the week)

### **2. \*\* MINUTES OF PREVIOUS MEETING**

**The Board adopted** the Minutes of the Meeting of 23<sup>rd</sup> March 2015 (Gunella, Craig N).

### **3. REPORTS**

#### **3.1 \*\* CEO - Laurie Patton**

**The Board noted** the CEO's verbal report.

The Copyright Blocking Bill was progressing, Laurie and Holly had presented to the Enquiry in Sydney. The submission had been loaded onto the website (<https://www.internet.org.au/index.php/submissions/268-internet-society-submission-copyright-amendment-online-infringement-bill-2015>).

The Parliamentary Friends of the Internet project had progressed and is likely to be launched in June in Canberra.

A number of corporate members both current and prospective had been contacted by Laurie and he continues to push for membership. Both AuDA and AusRegistry had agreed to sign up for Platinum membership as of the new Financial Year. It was also noted that there was a new member from the South Australian Chamber of Commerce. The new membership structure was discussed and ratified. Corporate members will be eligible for a seat on our Advisory Council.

Laurie discussed the perceptions of some corporates with regard to the distinction of roles and purpose between Communications Alliance and ourselves.

#### **Action Items Outstanding:**

\*\* Commitments by Board members arising from the Strategy Day on 20 November 2014

#### **3.2 \*\* Executive Committee - George Fong**

ToR: <https://www.internet.org.au/index.php/policy4/38-terms-of-reference-executive-committee-120214>

**The Board noted** the President's verbal report on a wide range of matters in progress.

#### **Action Items Outstanding:**

- The CEO's Service Contract to be brought forward to the Board for final approval
- The CEO's KPIs to be brought forward to the Board for final approval
- Feedback to be provided by all Directors regarding organisational re-branding
- Finalisation of the web-site

**Secretary** - Roger Clarke

### **Action Items Outstanding:**

- Secretary's Handbook (Preliminary draft previously distributed)
- Directors' Handbook (Terms of Reference agreed)
- Policy document relating to SIGs (Draft distributed, but held over)
- Review of the Privacy Policy (Item added 23 March 2015)
- Review of the privacy aspects of the application form (Item added 23 March 2015)
- Implement CC-BY generally on the Society's own web-site content (Item added 23 March 2015)

**Treasurer** - Craig Ng

**The Board noted** the Treasurer's verbal report.

**The Board noted** the Statement of Revenue of Expenses and Balance Sheet as at 30 April 2015.

**The Board approved** the Budget for FY 2015-16, subject to a minor revision.

### **Action Items Outstanding:**

- Completion of handover/Takeover
- Membership and sponsorship renewals
- Consideration as to whether an auditor should be used distinct from the accountancy firm that prepares the final accounts
- List of missing members to be followed up
- Consideration of the scope and benefits of cycle-billing rather than all invoicing being done on 1 July

### **3.3 \*\* Events Committee** - Craig O'Toole

ToR: <https://www.internet.org.au/index.php/policy4/37-terms-of-reference-events-committee-120214>

**The Board noted** the Chair's verbal report.

**The Board further considered** plans re (Pac)INET.

### **Action Items Outstanding:**

- Program for podcasts - Craig, Paul, Laurie
- PacINET in Brisbane 6-8 September 2015 adjacent to auIGF in Melbourne on 6-7 October - Laurie, Gunela, Cheryl

### **3.4 \*\* Policy Committee** - Holly Raiche

ToR: <https://www.internet.org.au/index.php/policy4/41-terms-of-reference-for-the-policy-committee-120214>

Nil Report

### **Action Item Outstanding:**

The Policy Committee is to work with the CEO to:

- re-consider the process for providing responses to the media on policy matters
- re-consider the process for providing responses to invitations to make submissions on policy matters
- map the expertise areas of all Board members against the (enhanced) [Policy Topics categories](#)

### **3.5 FUMP Committee (Fund-raising, Marketing and Promotion)** - VACANT (Exec Ctee and CEO)

ToR: <https://www.internet.org.au/index.php/policy4/39-terms-of-reference-fump-committee-120214>

Nil Report.

### **3.6 Governance Task Force** - Roger Clarke

ToR: <https://www.internet.org.au/index.php/policy4/40-terms-of-reference-for-the-governance-task-force-120214>

**The Board noted** the Convenor's report, and the first draft of the proposed replacement Constitution distributed by Rob on 15 April.

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

Nil Report.

Held open, because it may become a significant issue again shortly.

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

**The Board noted** the thread on iamems this month.

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

No report requested this month.

### **3.10 Security SIG** - Stefan Pernar

No report requested this month.

## **4. DIRECTORS' REPRESENTATIONS**

Nil Report

## **5. DISCUSSIONS WITH NOTICE**

## 5.1 Non-Functioning Committees and SIGs

Carried over from previous meetings.

### Outstanding Action Items:

- Review and approval of the Draft Policy on SIGs
- Rob to propose through IAMEMS an Internet Governance SIG, intended for launch at auIGF

## 6. OTHER BUSINESS

Nil

## 7. NEXT MEETINGS

**The Board has previously determined that** each Board member is to **NOTE IN THEIR DIARY** that **12:30-13:45 on the 2nd MONDAY OF EVERY MONTH** except January is a potential meeting date, but on the understanding that (a) a minimum of 4 meetings and a maximum of 6 will be called and (b) clashes with public holidays are to be checked well in advance and an alternative date declared:

Tue 9 Jun (Mon 8 Jun is a Public Holiday nationwide except WA) - the Secretary is an apology

Mon 13 Jul

Mon 10 Aug

Mon 14 Sep [AGM prep]

Mon 12 Oct

Mon 9 Nov [AGM]

Mon 14 Dec 2015

Mon 8 Feb 2016

Mon 14 Mar

Mon 11 Apr

Mon 9 May

Mon 13 Jun

The meeting concluded at 14:10

Signed as a correct and complete record of the above meeting. George Fong, President, Internet Society of Australia