

**Internet Society of Australia  
ABN 36 076 406 801**

**Minutes of Directors' Meeting – Monday, 4 December 2017**

Held by electronic means in accordance with cl.15.2

The meeting commenced at 13:55

**1. ATTENDANCE**

**1.1 Roll-Call and Apologies**

Present: **Greg** Adamson, **Keith** Besgrove (VC), **Paul** Brooks (Chair), **Roger** Clarke (Sec), **Sae Ra** Germaine (VC), **Cheryl** Langdon-Orr (VC), **Craig** O'Toole (Treas), **Holly** Raiche, **Fiona** Tweedie, **Peter** Tonoli

Apologies: **Shantnu** Kumar

Absent: **James** Horton

In the absence of the Chair at the time the meeting convened, Cheryl Langdon-Orr acted as meeting chair.

**2. APPROVAL OF MINUTES**

**The Board approved** the following Minutes:

1. 13 October 2016
2. 24 August 2017
3. 25 October 2017

**3. TREASURER'S REPORT**

**The Board noted** the Treasurer's Report on account balances and cash flow projections.

**4. ADMINISTRATIVE MATTERS**

**The Board noted** that:

- An email was sent to members advising the outcomes of the elections of Officers
- It has not proven possible for the outgoing Company Secretary to provide any documents to the incoming Secretary, resulting in the need to perform several interpolations
- The changes in Directors and the Secretary were entered on the ASIC Registry shortly before (or possibly shortly after) the deadline when the Late Fees period commenced. A letter was sent to ASIC explaining the malfunction with their system and requesting that the Late Fee not be applied
- The amended list of Directors was provided to the Treasurer to enable changes to bank signatories
- The Treasurer initiated the registration process for new signatories
- Narelle Clark's requests for information about the Financial Statements were responded to
- Jon Lawrence's request was addressed, and his request for information responded to

**5. RATIFICATIONS**

**The Board ratified** its approval between meetings of the practice of not filing formal Financial Statements and a formal Directors Report with ASIC.

**The Board ratified** its approval between meetings of the Code of Conduct, at <https://www.internet.org.au/about/25-policies/201-code-of-conduct>

**The Board ratified** its decision between meetings that an apology be tweeted to a former Board member

**The Board ratified** its approval between meetings of the suspension of a member from the ia-members list.

**The Board resolved** that the period of that member's suspension from the ia-members list is to be discussed by the Executive Committee and a report provided to the Board explaining the conclusion reached.

**The Board ratified** its decision between meetings that IA is to prioritise appropriate involvement with developments in relation to rejuvenation of an auIGF (currently the 'Australian Internet Community Forum'), and to delegate to Vice-Chairs Cheryl Langdon-Orr, Keith Besgrove and Sae Ra Germaine to pursue the matter

**The Board ratified** its decision between meetings that Lateral Plains is to be acknowledged on the IA web-site, and formal thanks forwarded to the company for its past and ongoing infrastructure support

**The Board resolved** that the Executive Committee is to execute an appropriate form of certificate to accompany the formal thanks to Lateral Plains.

## **6. ISOC Chapters Advisory Council**

**The Board approved** the motion that the Vice Chair (International) is appointed as the primary Representative of Internet Australia (IA) to the ISOC Chapters Advisory Council (AC); and that wherever possible and practical an additional Vice Chair will also join the AC's meetings, and will engage in AC activities where reasonable.

## **6. NEXT MEETINGS**

**The Board ratified** its decisions between meetings that each Board member is to note in their diaries that:

- the 1st Monday of every month except January, 12:15-14:00, is a potential meeting date
- a minimum of 4 Board meetings will be called
- a maximum of 6 Board meetings will be called

**The Board noted** the intention that a Working Meeting be held early in each quarter.

The meeting concluded at 14:25

Signed as a correct and complete record of the above meeting. Cheryl Langdon-Orr, Vice-Chair