

ISOC Board of Trustees Teleconference #102  
22 July 2013  
20:00-22:00 UTC (4:00PM – 6:00 PM EDT)

Final Agenda

20:00 – 20:05 I. Welcome, Apologies, Declaration of Conflicts – E. Frölich

20:05 – 20:10 II. Consent Agenda – E. Frölich

(a). Approve the minutes of the meeting 101 of the Board of Trustees held in Beijing, April 13, 2013

(b). Ratify an e-vote to appoint Roberto Gaetano and Amitabh Singhal to the PIR Board of Directors for the period Mid- Year 2013 to Mid-Year 2016, and Erik Huizer to the PIR Board of Directors for the period Mid-Year 2013 to Mid-Year 2015.

(c). Ratify an e-vote authorizing Public Interest Registry's execution of the registry contract with ICANN.

(d). Ratify an e-vote approving the selection of Erik Nordmark to fill the remainder of the IAB term of Spencer Dawkins.

PROPOSED RESOLUTION: Resolution 13-xx Approve Consent Agenda

RESOLVED, that the items contained in the Consent Agenda were approved and ratified

III. Welcome New ISOC Chapters – E. Frolich

PROPOSED RESOLUTION: Resolution 13-xx: ISOC Board of Trustees warmly welcomes New Chapters

RESOLVED, that the ISOC Board of Trustees warmly welcomes the new Pakistan Chapter of the Internet Society which was chartered and approved since the last Board meeting.

20:10 – 20:20 IV. Audit Committee Report – E. Burger

PURPOSE: Receive the report of the Audit Committee and accept the 2012 Independent Auditors Report

Resolution 13-XX: Accept the 2012 Independent Auditors Report.

RESOLVED, that the 2013 Independent Auditors Report is accepted, in reliance on and subject to the PIR Board's acceptance of its 2012 Independent Auditors Report with no substantive changes to the consolidated 2012 Internet Society Audit Report.

20:20 – 20:25 V. Election Committee Report – R. Vansnick

PURPOSE: Accept the report of the Election Committee on the 2012-2013 Election

PROPOSED RESOLUTION: Resolution 13-XX: Accept the 2012 - 2013 Election Committee Report

RESOLVED, that the Report of the 2012- 2013 Election Committee is accepted

20:25 – 21:15 VI. President & CEO Report

PURPOSE:

(a). Q1 2013 Business Plan and Financial Review and 2013 Forecast – G. Kapfer

(b). 2014- 2016 Business Plan and Strategic Plan Update – L. St Amour

21:15 – 21:20 VII. Non-Recurring Contribution from Public Interest Registry - L. St Amour

PURPOSE: Given the Board of Directors of Public Interest Registry has determined that an additional \$10 million contribution may be made available to the Internet Society, the Internet Society Board directs ISOC's CEO to request such non-recurring contribution.

PROPOSED RESOLUTION: Resolution 13-xx: Non-Recurring Contribution from Public Interest Registry

WHEREAS, the Board of Directors of Public Interest Registry has determined that an additional \$10 million contribution may be made available to the Internet Society.

RESOLVED, that the ISOC Board requests that the Chief Executive Officer of the Internet Society, as liaison to the Board of Directors of Public Interest Registry, request that Public Interest Registry make an additional \$10 million available to the Internet Society for its charitable purposes.

21:20 – 21:30 VIII. Finance Committee Report – J. Livingood & G. Kapfer

PURPOSE: 2014 Financial Envelope

PROPOSED RESOLUTION: None required

21:30 – 21:35 IX. Approval of Amendments to the Endowment Policy, the Investment Policy, and the Target Asset Mix for the investment of Continuity Funds - G. Kapfer

PURPOSE: Approve Amendments to the Endowment Investment Policy adopted May 29, 2012 and the general Investment Policy adopted May 18, 2009.

Resolution 2013-xx: Approve Amendments to the Endowment Policy for the Open Internet Endowment and the Investment Policy of the Internet Society

RESOLVED, that the Board approves the amendments to the Endowment Policy for the Open Internet Endowment, as recommended by the Finance Committee of the Board of Trustees.

FURTHER RESOLVED, that the Board approves the amendments to the Investment Policy for the Internet Society, as recommended by the Finance Committee of the Board of Trustees.

AND FURTHER RESOLVED, that the Board approves the amendment to the Target Asset Mix allowed for in the Investment Policy with respect to Continuity Funds

21:35– 21:45 X. Debrief on WTPF – M. Kummer

PURPOSE: Post WTPF Debrief

PROPOSED RESOLUTION: None required

21:45 – 21:55 XI. Adoption of Amended By-laws - W. Roseman

PURPOSE: Update and adoption of amended by-laws

PROPOSED RESOLUTION: Resolution 13-xx: Adopt the Amended and Restated By-Laws

RESOLVED, that the Amended and Restated By-Laws, as recommended by the By-Laws Working Group, be adopted by the Board.

21:55 – 22:00 XII. AOB