

Title: Regular Meeting of the Board of Trustees of the Internet Society.

September 16, 2015

Author: S. Bradner  
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INTERNET SOCIETY

124th Meeting of the Board of Trustees of the Internet Society, September 16, 2015.

The ISOC Board of Trustees met from 10:29 PM UTC to 11:13 PM UTC on Wednesday, September 16, 2015 in Half Moon Bay, California USA.

The following members of the Board of Trustees were present:

Walid Al-Saqaf  
Kathy Brown  
Gonzalo Camarillo  
Narelle Clark  
Gihan Dias  
Hans Peter Dittler  
Hiroshi Esaki  
Bob Hinden  
John Levine  
Jason Livingood  
Desiree Miloshevic  
Alice Munyua  
Sean Turner

Also present:

Scott Bradner (Secretary)  
Kevin Craemer (ISOC Staff)  
Greg Kapfer (ISOC Staff) (via teleconference)

Minutes taken by Scott Bradner.

### **1. Welcome, Apologies and Declaration of Conflicts**

Bob opened the meeting at 10:29 PM UTC. He asked if anyone had any conflicts with the topics on the agenda. No one said they had a conflict.

### **2. Approve the minutes of the 123rd meeting of the Board of Trustees, held 6-8 July, 2015 in Auckland, New Zealand**

Narelle moved to approve the minutes of the 123rd board meeting. Sean seconded the motion, which passed unanimously.

Resolution 2015-XX: Approve the minutes of the 123rd Board meeting.

RESOLVED that the minutes of the 123rd meeting of the Board of Trustees, held 6-8 July, 2015 in Auckland, New Zealand, are approved.

### **3. Appoint members of the 2015-2016 Nominations Committee**

PURPOSE: Appoint members of the ISOC 2015-2016 Nominations Committee.

Narelle discussed the seats that the 2016 election needed to fill.

Narelle moved to appoint Gihan, Hiroshi, Jason, Keith Davidson, Dave Farber and Scott Mansfield as members of the Nomcom. Desiree seconded the motion, which passed unanimously.

Resolution 2015-XX: Appoint members of the ISOC 2015-2016 Nominations Committee.

RESOLVED that Keith Davidson, Gihan Dias, Hiroshi Esaki, Dave Farber, Jason Livingood and Scott Mansfield be appointed as members of the Nominations Committee chaired by Narelle Clark.

#### **4. Appoint members of the 2015-2016 Elections Committee**

PURPOSE: Appoint members of the ISOC 2015-2016 Elections Committee.

Hans Peter moved to appoint Alice, Sean, Tero Mustala and Kris Seeburn as members of the elections committee. Hiroshi seconded the motion, which passed unanimously.

Resolution 2015-XX: Appoint members of the ISOC 2015-2016 Elections Committee.

RESOLVED that Alice Munyua, Tero Mustala, Kris Seeburn and Sean Turner be appointed as members of the Elections Committee chaired by Hans Peter Dittler.

#### **5. Update the ISOC Procedures for Selecting Trustees**

PURPOSE: To update the ISOC Procedures for Selecting Trustees.

Hans Peter and the board discussed the need to update some of the ISOC processes for selecting trustees to ensure common understandings of eligibility dates for voting in trustee elections.

Hans Peter moved to update selected ISOC procedures for selecting trustees. Gihan seconded the motion, which passed unanimously.

Resolution 2015-XX: Update the ISOC Procedures for Selecting Trustees

RESOLVED That the current ISOC Procedures for Selecting Trustees be updated as follows:

1) change the paragraph:

Eligibility to Participate in Election (Organizational Member)

An Organizational Member may participate in the election process if they are in good standing as of the preceding December 31. Any disputes regarding eligibility must be resolved by the President of the society or his/her delegate within 31 days of this cutoff date.

An Organizational Member is deemed to be in good standing if their most recent payment due is paid in full, or no more than X days past due where X is:

- 60 days for annual payments;
- 30 days for quarterly payments;
- 15 days for monthly payments.

to read:

Eligibility to Participate in Election (Organizational Member)

An Organizational Member may participate in the election process if they are in good standing at the election eligibility cut-off date which shall be two business days before the elections start date. Any disputes regarding eligibility must be resolved by the President of the Society or his/her delegate within 10 business days of this cut-off date.

An Organizational Member is deemed to be in good standing if their membership dues as of the preceding December 31 are paid in full by the election eligibility cut-off date. The list of Organizational Members in good standing is to be certified for the election by the Internet Society CFO and published on the ISOC web site.

2) change the paragraph:

Eligibility to Participate in Election (Chapter)

An Chapter may participate in the election process if they are in good standing as of the preceding December 31. Any disputes regarding eligibility must be resolved by the President of the society or his/her delegate within 31 days of this cutoff date.

A Chapter is deemed to be in good standing if they are included in the list of active Chapters that is periodically issued by the ISOC VP-Chapters. The process followed by the VP-Chapters must allow for reasonable appeal in the case of a Chapter not agreeing with the list contents.

to read:

**Eligibility to Participate in Election (Chapter)**

A Chapter may participate in the election process if they are in good standing at the election eligibility cut-off date which shall be two business days before the elections start date. Any disputes regarding eligibility must be resolved by the President of the Society or his/her delegate within 10 business days of this cut-off date.

A Chapter is deemed to be in good standing if they are included in the list of active Chapters that is certified for the election by the Internet Society CFO and published on the ISOC web site.

**6. Approve the Timetable for the 2016 ISOC trustee election**

PURPOSE: Review and approve the timetable for the 2016 ISOC trustee election.

Hans Peter presented, and the board discussed a proposed 2016 elections timetable.

Hans Peter moved to approve the 2016 elections timetable. Desiree seconded the motion, which passed unanimously.

Resolution 2015-XX: Approval of the 2016 Elections Timetable  
RESOLVED, that the ISOC 2016 Elections Timetable is approved.

Call for Nominations opens: Monday, 19 October 2015  
Nominations period closes: Monday, 21 December 2015  
Nominations Committee deliberations end: Friday, 12 February 2016  
Candidates announced. Petition period opens: Friday, 19 February 2016  
Petition period closes: Friday, 4 March 2016  
Final candidate slate announced: Wednesday, 9 March 2016  
Election eligibility cut-off date: Thursday, 17 March 2016  
Elections start date: Ballots posted. Voting opens: Monday, 21 March 2016  
Voting closes. Ballots counted: Wednesday, 20 April 2016  
Certification of election & publication of provisional results. Challenge period  
opens Monday, 25 April 2016  
Challenge period closes: Monday, 2 May 2016  
Challenge response period ends. Results finalized and announced: Monday, 9 May 2016

**7. AOB**

7/1 Kathy provided, and the board discussed, an overview of the staff proposal for the 2016 Board AGM and for InterCommunity 2016.

John moved to adjourn. Hans Peter seconded the motion. There being no objection, the meeting was adjourned at 11:13 PM.

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**Summary of Resolutions**

Resolution 2015-XX: Approve the minutes of the 123rd Board meeting.  
RESOLVED that the minutes of the 123rd meeting of the Board of Trustees, held 6-8 July 2015 in Auckland, New Zealand, are approved.

Resolution 2015-XX: Appoint members of the ISOC 2015-2016 Nominations Committee.  
RESOLVED that Keith Davidson, Gihan Dias, Hiroshi Esaki, Dave Farber, Jason Livingood and Scott Mansfield be appointed as members of the Nominations Committee chaired by Narelle Clark.

Resolution 2015-XX: Appoint members of the ISOC 2015-2016 Elections Committee.

RESOLVED that Alice Munyua, Tero Mustala, Kris Seeburn and Sean Turner be appointed as members of the Elections Committee chaired by Hans Peter Dittler.

Resolution 2015-XX: Update the ISOC Procedures for Selecting Trustees

RESOLVED That the current ISOC Procedures for Selecting Trustees be updated as follows:

1) change the paragraph:

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A Chapter is deemed to be in good standing if they are included in the list of active Chapters that is certified for the election by the Internet Society CFO and published on the ISOC web site.

Resolution 2015-XX: Approval of the 2016 Elections Timetable

RESOLVED, that the ISOC 2016 Elections Timetable is approved.

Call for Nominations opens: Monday, 19 October 2015

Nominations period closes: Monday, 21 December 2015

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