

# OARC Annual General Meeting 11th October 2014 - Minutes

Location: Hyatt Regency Century Plaza Los Angeles, CA, USA  
Chair: Ondrej Filip  
Secretary: Keith Mitchell

## Attendees

### In person

.CA (CIRA)	LATOUR, Jacques
.nz Registry Sv.	CASTRO, Sebastian
.SE	DUFBERG, Mats
Afilias	GALVIN, James
Akamai	APRIL, Tim
APNIC	HUSTON, Geoff
Comcast	EBERSMAN, Paul
CZ.NIC	FILIP, Ondrej
DENIC eG	PETRASCH, Christian
dotUA	KOHMANYUK, Dmitry
DK Hostmaster	LANSING, Erwin
Dyn	GRIFFITHS, Chris
EURid vzw/asbl	JANSSEN, Peter
Farsight Security	ZIEGAST, Eric
Google	KUMARI, Warren
Internet Identity	RASMUSSEN, Rod
ISC	MARTIN, Jim
JAS Advisors	SCHMIDT, Jeff
JPRS	FUJIWARA, Kazunori
MarkMonitor	MCFADDEN, John
Minds +Machines	THOMAS, Kevin
Netnod	LIMAN, Lars-Johan
NIC Chile	MERCADER, Eduardo
NIC.br	NEVES, Frederico
NLnet Labs	AKKERHUIS, Jaap
No-IP	DURRER, Dan
Nominet UK	ARENDS, Roy
Nominum Inc.	WEBER, Ralf
OARC/OTTIX	SOTOMAYOR, William
Orange	BIDRON, Alain

PIR	BLUMENTHAL, Don
Restena	SCHIEFNER, Carsten
Rightside	MACLAURIN, Wayne
RTFM LLP	REID, Jim
USC-ISI	HEIDEMANN, John
Verisign	WESSELS, Duane
Verizon EdgeCast	LOTFI, Hossein

### Proxies received

ICANN

Secure64

SIDN

Switch

Total Votes: **33** (Before lunch for resolutions)

Total Votes: 37 + 4 proxies or **41** (After lunch for nominees)

## Minutes

1. The meeting was called to order and the 2014 OARC AGM convened at 2pm by the company Chairman, Ondrej Filip. Thank you to Sponsors and logistics. Thanks were expressed from Ondrej to new members and for attendance.
2. The Presidents Report, [OARC Annual Report](#), was presented to the members by the President, Keith Mitchell. Reviewed OARC mission statement, Staff Resources, 2014 Achievements. Goals and Achieving Sustainability.  
Future workshops:  
6-17 April 2015 in Amsterdam  
3-4 October 2015 in Montreal  
1-2 April 2016 at IETF in Buenos Aires  
Oct 2016 Seeking proposals.
3. The [Treasurer's Report](#) on OARC's 2013 [Financial Statements](#) was presented to the members by the Treasurer, Matt Pounsett. Matt stepping down as Treasurer, doing his last report. In Kind Donations category created.

Question: Financial statement pg3, says 1/3rd comes from Grant?

Answer: Most of this came from Verisign.

Question: \$50K put into equipment?

Answer: Board agreed \$100K avail to draw for reserves over 2015-16 for growth/development -keeping close eye on it.

Question: What are Renewal rates? 40% growth over last year which was from managing A/R that hadn't been done in 2011,12. Hoping for more than 15% growth including grant funding if have the person to manage that.

4. A resolution to approve the 2013 Audited Accounts was proposed and voted upon. This was approved as follows:

For: 33  
Against: 0  
Abstain: 0

5. The minutes from the 2013 AGM held in Arizona on 5th October, available at:

[https://www.dns-oarc.net/files/workshop-201310/OARC-2012-AGM\\_minutes.pdf](https://www.dns-oarc.net/files/workshop-201310/OARC-2012-AGM_minutes.pdf)

were presented, and voted upon. These were approved as follows:

For: 27  
Against: 0  
Abstain: 5

The minutes from the EGM in May 2014 in Warsaw located here:

<https://indico.dns-oarc.net/event/20/material/0/8>

were approved as follows:

For: 25  
Against 0  
Abstain: 8

6. Keith Mitchell gave the Presentation of the new Participation Agreement, proposed text of which located here:

<https://indico.dns-oarc.net/event/20/material/0/3>

Governance changes removing voting rights for Beneficial Members, and to remove 3 categories of non-paying Participants, to one non-paying category: “Supporter”. The Member quorum required for General Meetings was reduced from  $\frac{1}{2}$  to  $\frac{1}{3}$ , and the possibility of e-voting at the last EGM.

A new entry level Member category called “**Blue**” is being introduced and places eligibility limits on maximum employees and revenue.

Separated participation/data sharing from Membership.  
Take effect upon subscription renewal for existing Members, or immediately for new Participants.

Supporter must: supply data, provide work results, maybe sponsor.  
This is a Non-voting membership.

Platinum subscription is a now minimum of \$20K/year.

New mutualization of some liabilities between OARC and members.

Shared Information can be possibly vulnerabilities, intelligence, outages, confidential

new research, contact info.

Allow Members to join with the option of NOT sharing data.

Question: With addition of Blue category, is there a risk of folks downgrading to Blue ?

Answer: We considered this and hope that more current beneficial members will upgrade.

Question: \$100k annual revenue limit seems too low. "Steel" not "Blue" ?

Answer: We will take a survey and Board will reconsider the figures.

7. The meeting briefly adjourned for a refreshment break.

Continuation of Participation Agreement discussion...

**\*\*Action:** Members want the board to look at threshold of Blue category. Also possibly rename from "Blue" to "Steel" or some metal. Board agreed to take action and provide a revised new agreement by the end of 2014

8. The following *Action of the Members* Resolutions were proposed by the Board to the meeting, and voted upon as follows:

*"To Provide that the Beneficial membership category shall no longer be available and Beneficial Members shall instead be deemed Supporters, effective as of the date thereof: and further resolve members of the board to take actions as necessary."*

In Favor: 32

Against: 1

Abstain: 0

9. Election of Members of the Board of Directors

The election of members to the Board was called to Elect three member representatives to the OARC board.

The Board seats becoming available were on the following basis:

- Existing Board member Antoin Verschuren's (SIDN) two-year term has ended. Antoin will not be standing for re-election.
- Existing Board member Ondrej Filip's (CZ.NIC) two-year term has ended. Ondrej will be standing for re-election.
- Existing Board member John Crain's two-year term has ended. This seat was originally appointed as the Root Operator's representative, but was converted last year to an at-Large elected position, and John is re-standing for election representing ICANN on this new basis.
- Additionally, existing Board member Matt Pounsett is stepping down from the Board seat held by Afilias he was elected to last year. As this is the middle of

the 2-year term, this seat is not being offered for election, but is being filled by Afilias appointing James Galvin as their new representative.

The following candidates were nominated for election to these 3 positions:

- APNIC (George Michaelson)
- CZ.NIC (Ondrej Filip)
- ICANN (John Crain)
- PIR (Don Blumenthal)

Each member came forward to state their platform. Keith read George Michaelson's.

41 ballot papers were collected from in-room attendees and from proxy holders, and taken to be counted by means of the "Scottish" Single Transferable Vote system.

The results of the ballot were presented and announced, candidates were elected in the following decreasing order of preference:

1. CZ.NIC (Ondrej Filip)
2. APNIC (George Michaelson)
3. ICANN (John Crain)

A copy of the output from the vote-counting software is available at:

<https://www.dns-oarc.net/files/workshop-201410/AGM-election-result201xxxxxx.txt>

Thanks were expressed to outgoing Board members for their service. The unsuccessful candidates and potential nominees were thanked for participating in the election.

The formal part of the meeting was closed at 4pm PDT.

## 10. Roy Arends presented Nominet's new Bumblebee product

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Keith N. Mitchell,  
President and Secretary