

OARC Inc. Annual General Meeting

11 October 2022 – Minutes

Date: Thursday, 11 October 2022
Location: Online & 6151 Central Ave, Ste. 115
Indianapolis, IN USA
Chair: Benno Overeinder
Minutes: Rebecca Petro

Attendees

In person: A total of 46 people including 7 OARC staff, 8 non-voting member contacts

47 Voting Representatives, inclusive of 9 Proxies, attended from a total of 75 OARC members with named voting reps in the OARC Portal. 48% Of eligible members attended.

Voting Organization Name	Voting Representative
auDA	Bruce Tonkin (Proxy)
Afilias	Carl Clements
AFNIC	Vincent Levigneron
Akamai	Ralf Weber
APNIC	Joao Luis Silva Damas
.PT	Eduardo Duarte
BYU	Casey Decchio
CIRA	Jacques Latour (Proxy)
CentralNic	Gavin Brown
Quad9	John Todd
Cloudflare	Christian Elmerot
CZ.NIC	Jaromir Talir
DENIC	Peter Koch
Deutsche Telekom AG	Nikolai Leymann
DNS Belgium	Kristof Tuyteleers (Proxy)
Double Shot Security	Merike Kao
F5	Reyes Canales
GoDaddy	Rohan Durant
Google	Warren Kumari (Proxy)
.IE	Paul Duffy
ICANN	Matt Larson
ISC	Ray Bellis
InternetNZ	Josh Simpson (Proxy)
ISZT Nonprofit Kft.	Janos Zsako
JPRS	Kazunori Fujiwara
M3AAWG	Matt Thomas (Proxy)

Voting Organization Name	Voting Representative
Meta	Manu Bretelle
NASA	Barbara Schleckser
Ziff Davis	Wayne MacLaurin (Proxy)
NLnet Labs	Benno Overeinder
Nominet	Brett Carr
Norid	Jarle Fredrik Greipsland
NS1	Shane Kerr
PowerDNS	Peter van Dijk
PIR	Suzanne Woolf
RIPE NCC	Paul de Weerd
salesforce.com, Inc.	Allison Mankin
SIDN	Marc Groeneweg (Proxy)
SWITCH	Oli Schacher (Proxy)
Telus	Yared Tessema
ISOC	Mat Ford
NIC Chile	Eduardo Mercader (Orta)
University of Maryland	Karl Reuss
NSRC at University of Oregon	Hans Kuhn
USC/ISI	Wes Hardaker

Minutes

1. The 2022 OARC AGM was called to order by the Board Chairman, Benno Overeinder, and convened at 15:00 UTC.
2. He delivered his welcome and opening statements and introduced Keith Mitchell, President.
3. The [OARC 2021-22 Status Report](#) OARC Status report was presented by Keith Mitchell at 15:05 UTC. At 15:21 UTC, Keith asked for questions. No questions posed.
4. The [OARC Treasurer's Report](#) on OARC's [2021 Financial Statements](#) and 2022 YTD financial position was presented to the members by Keith Mitchell at 15:22 UTC.

Keith Mitchell opened the floor for Q&A at 15:29 and no questions were posed.

5. Keith reviewed the [Resolution voting process](#) and [Board Election process](#)
At 15:34 Keith called a break until 15:50
6. At 15:50, Benno Overeinder reopened the meeting after the break and asked if there were any questions regarding the voting procedures. There were none. Benno introduced the 3 resolutions that were presented for vote. Keith Mitchell updated the number of votes in the room to be 30 with 9 proxies.

7. 15:59 to 16:05 A Resolution to Approve [2021 OARC Audited Financial Statements](#) a resolution to approve the 2022 Audited Financial Statements was proposed and approved as follows: **For:** 29 + 9 Proxies
Against:0
Abstain:0
8. 16:05 – 16:09 A Resolution to Approve [Minutes of 2021 AGM](#) was presented. and was approved as follows:
For: 30 + 8 Proxies
Against:1
Abstain:0
9. 16:09 – 16:15 A resolution to provide that the [Participation Dues](#) set out in the [DNS-OARC Participation Agreement](#) be amended was presented and it was asked if there were any questions.

Shane Kerr from NS1 (16:11 UTC) noted, “I see that the justification for not changing the Diamond rates is that it may trigger some approval problems. I guess since we don't have many Diamond members probably this was direct feedback. I do note that Diamond hasn't had a rate increase since 2014, and now everyone else will.”

Keith noted that this was a Board decision based on 1) approval issues 2) analysis of the membership fees for service benefits consumed and that there was an imbalance that needed to be addressed. Benno also reiterated some of the discussion among the board in making this decision.

Voting was opened and was approved as follows:

For: 26 + 7 Proxies

Against:2

Abstain:1 + 1 proxy

10. At 16:16 it was asked if there was any other business or questions to be presented. No questions were posed, and Benno thanked the Board, staff and members for all their continued hard work.

Peter van Dijk from PowerDNS commented at 16:19 PM “a proposal: if slides are sent ahead of time, perhaps this meeting could be reduced to 30 minutes?”

11. At 16:50 Keith explained the voting process for the [Board elections](#) and asked for questions.

Paul de Weerd from RIPE NCC at 16:22 UTC asked if not participating is the same as abstaining from voting?

Keith responded that is essentially is, yes, but the vote would not count against quorum or be recorded.

12. The close of meeting was at 16:25 and Benno officially closed the meeting thanking everyone once again for the good work everyone has done this past year.

13. **17:00** Board Election voting opens after the AGM.

Rebecca Petro for Benno Overeinder, Chair

Election Results

Summary

Of the 69 voters in this election, 46 cast ballots. Joe Abley (Cloudflare) and Shumon Huque (Salesforce) are the winners after counting the ballots using Scottish STV.

Detailed Results

Counting ballots using Scottish STV. There are 5 candidates competing for 2 seats. The number of ballots is 46 and there were 45 valid ballots and 1 empty ballots.

The bar charts below show the vote counts for each candidate in each round. Place the mouse over a bar to see the number of votes.

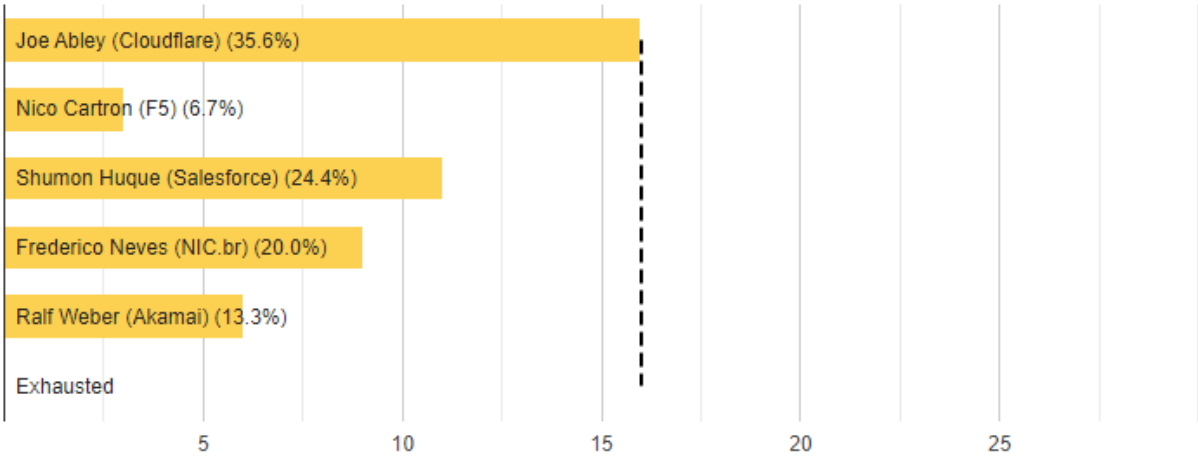
- Yellow — Votes carried over from the previous round.
- Green — Votes received in this round.
- Red — Votes transferred away in this round.

A candidate's votes in a round is the sum of the yellow and green bars. Since the green and red bars represent votes being transferred, the sum of the green and red bars is the same.

The exhausted bar represents votes where the voter did not indicate a next preference and thus there were no candidates to transfer the vote to.

Round 1

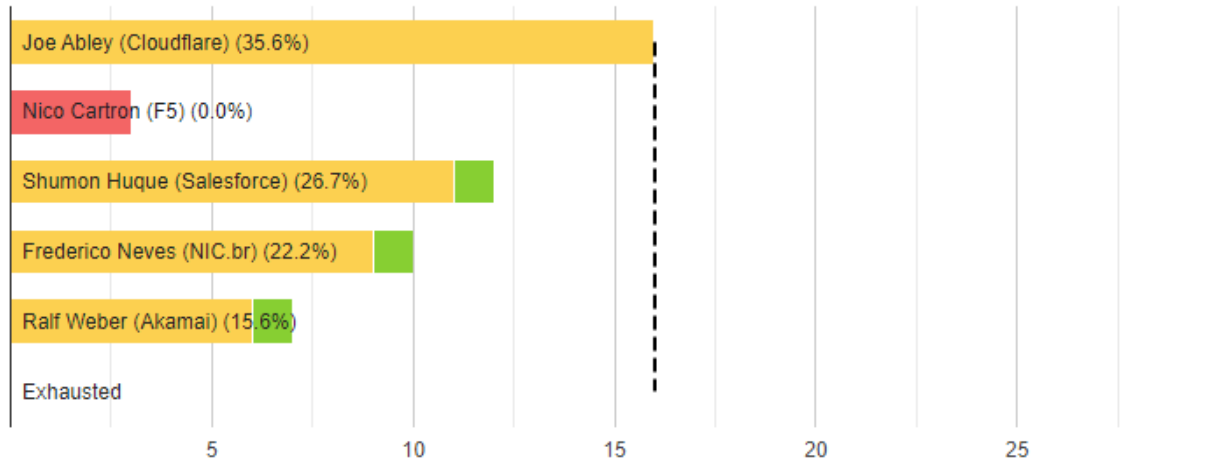
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Count of first choices. Candidate Joe Abley (Cloudflare) has reached the threshold and is elected. No candidates have surplus votes so candidates will be eliminated and their votes transferred for the next round.

Round 2

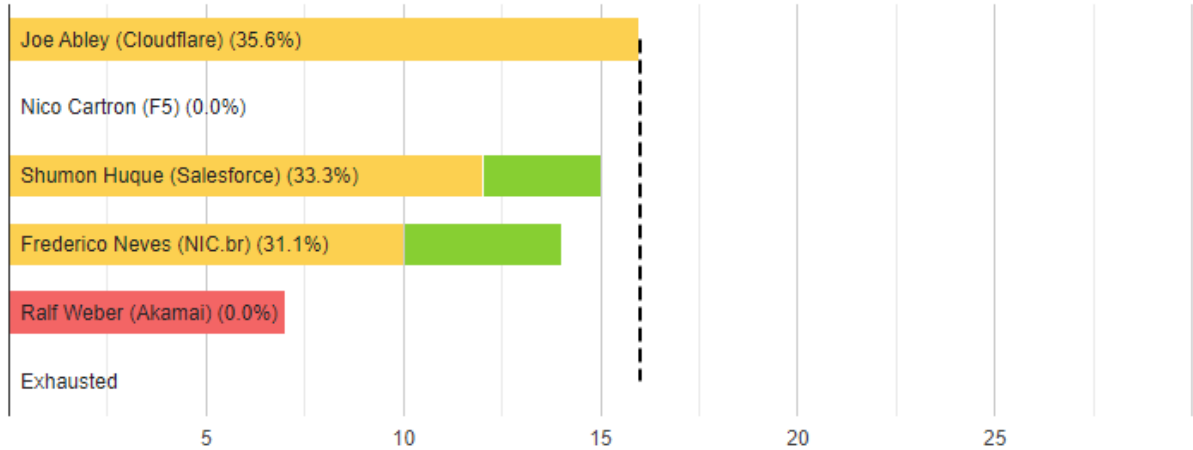
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Count after eliminating Nico Cartron (F5) and transferring votes. No candidates have surplus votes so candidates will be eliminated and their votes transferred for the next round.

Round 3

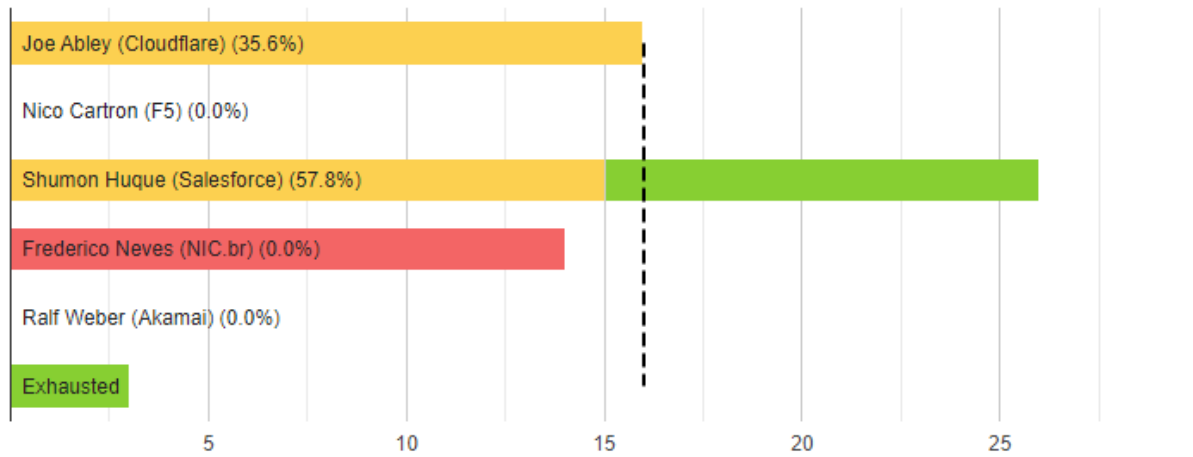
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Count after eliminating Ralf Weber (Akamai) and transferring votes. No candidates have surplus votes so candidates will be eliminated and their votes transferred for the next round.

Round 4

[\(prev\)](#)



Count after eliminating Frederico Neves (NIC.br) and transferring votes. Candidate Shumon Huque (Salesforce) has reached the threshold and is elected.

Winners

Winners are Joe Abley (Cloudflare) and Shumon Huque (Salesforce).
