Internet Society Board of Trustees Meeting #122 (Teleconference)
29 June 2015
Agenda

20:00 to 22:00 UTC

1. **Welcome, Apologies and Declaration of Conflicts - B. Hinden** (3 mins.)

2. **Consent Agenda – B. Hinden** (3 mins.)
   (a) Approve the minutes of the 120th meeting of the Board of Trustees
   (b) Approve the minutes of the 121st meeting of the Board of Trustees
   (c) Ratify the e-vote authorizing staff to establish a legal presence in the European Union

**Resolution 2015-XX Approve Consent Agenda**
RESOLVED, that the following items contained in the Consent Agenda were approved and ratified:

   a/ Approve the minutes of the 120th meeting of the Board of Trustees
   Resolution 2015-XX: Approve the minutes of the 120th Board meeting.
   RESOLVED that the minutes of the 120th meeting of the Board of Trustees, held on April 21, 2015 via teleconference are approved.

   b/ Approve the minutes of the 121st meeting of the Board of Trustees
   Resolution 2015-XX: Approve the minutes of the 121st Board meeting.
   RESOLVED that the minutes of the 121st meeting of the Board of Trustees, held on April 24, 2015 via teleconference are approved.

   c/ Ratify the e-vote authorizing staff to establish a legal presence in the European Union
   Resolution 2015-XX: Establishing a Legal Presence in the European Union
   RESOLVED that the e-vote held May 28 to June 5, 2015, authorizing staff to establish a legal presence in the European Union is ratified. The e-vote passed unanimously. The resolution in the e-vote was:

   WHEREAS the Board of Trustees of the Internet Society resolved at its 90th meeting in October 2011 to authorize ISOC to establish legal presences in global locations for the purpose of supporting the ISOC mission; and
   WHEREAS forming a non-profit entity in the European Union will avail ISOC to potential funding sources to support the ISOC mission;
   BE IT RESOLVED that the Board of Trustees authorizes ISOC to establish a legal presence in the European Union for the purpose of supporting the ISOC mission. Activities of this legal presence are limited to activities that do not affect the non-profit status of the Internet Society.

3. **Welcoming New Chapters - B. Hinden** (5 mins.)
   PURPOSE: To welcome newly approved ISOC chapters.

   **PROPOSED RESOLUTION:**
   Resolution 2015-XX: Welcome new Dominican Republic Chapter
   RESOLVED, that the ISOC Board of Trustees warmly welcomes the new Internet Society Dominican Republic Chapter, which was chartered and approved since the last Board meeting.

   **PROPOSED RESOLUTION:**
   Resolution 2015-XX: Welcome new Tanzania Chapter.
   RESOLVED, that the ISOC Board of Trustees warmly welcomes the new Internet Society Tanzania Chapter, which was chartered and approved since the last Board meeting.

4. **Elections Committee Report – G. Dias** (10 mins.)
   PURPOSE: Receive the final report of the ISOC Elections Committee.

   **PROPOSED RESOLUTION:**
   RESOLVED that the Report of the 2015 Elections Committee is accepted.
5. Governance Committee Report - D. Miloshevic (10 mins.)
PURPOSE: Receive the report of the ISOC Governance Committee.

PROPOSED RESOLUTION:
Resolution 2015-XX: Accept the Governance Committee Report.
RESOLVED that the Report of the Governance Committee is accepted.

6. Finance Committee Report - J. Livingood (10 mins.)
PURPOSE: Receive the report of the ISOC Finance Committee.

PROPOSED RESOLUTION:
RESOLVED that the Report of the Finance Committee is accepted.

7. Audit Committee Report – R. Vansnick (10 mins.)
PURPOSE: Receive an update from the Audit Committee & accept the report of the independent auditor.

PROPOSED RESOLUTION:
RESOLVED, that the 2014 Independent Auditors Report is accepted, in reliance on the PIR 2014 Independent Auditors Report as accepted by the PIR Board on May 11, 2015.

8. Actionable items for the 2015-2016 Board of Trustees - K. Brown (5 mins.)
PURPOSE: Accept and convey actionable items for the 2015-2016 Board of Trustees.

PROPOSED RESOLUTION:
Resolution 2015-XX: Accept and convey actionable items for the 2015-2016 Board of Trustees.
RESOLVED, The Board of Trustees accepts as accurate the following Summary of Agreed Board Actionable Items
BE IT FURTHER RESOLVED that the Board of Trustees conveys this Summary of Agreed Board Actionable Items to the 2015-2016 Board of Trustees.

Summary of Agreed Board Action Items

At a planning retreat held in January 2014, the Internet Society Board of Trustees decided that:

1.) ISOC exists to advance the deployment and evolution of a global, open and trusted Internet available to everyone on the earth;

2.) ISOC is a global, trusted, authoritative leader that gets things done; and

3.) ISOC should focus on three strategic priorities:

I. Maintain and strengthen multi-stakeholder processes for advancing global and local Internet Governance;
II. Advance core infrastructure and evolution of Internet technology; and
III. Promote the robustness and resiliency of Internet security through technical standards and deployment.

The Board’s decisions and priorities set the Internet Society on a refocused path to meet challenges facing the Internet and ISOC in the years ahead. Staff presented the Board with a revised 2014 work plan and, subsequently, a 2015 Action Plan and Budget which was approved by the Board.

The 2013-2014 Board considered these priorities so crucial to the continued success of the Internet Society that they resolved to convey them in a Summary of Board Action Items to the 2014-2015 Board. Now, at the close of its own term, the 2014-2015 Board also takes the opportunity to convey these decisions and priorities to the 2015-2016 Board, as well as the following additional recommendations:
I. Continue support for the 2015 Internet Society Action Plan, including its strategic and operational objectives;

II. Continue support for 2014-2015 Board-approved initiatives in the areas of ISOC technology improvements, and ISOC positioning and branding; and

III. Continue support for using a portion of the 2014 budget surplus for projects with long-term impacts, such as website curation and chapter grants.

9. **IETF & IAB Updates – J. Arkko, A. Sullivan (45 mins.)**
PURPOSE: Review strategic developments.
No resolution required.

10. **IAOC Update – T. Gondrom (10 mins.)**
PURPOSE:
(a) Provide update on IAOC and IASA activities
No resolution required.

11. **President and CEO Report - K. Brown and G. Kapfer (15 mins.)**
PURPOSE:
(a) Mid-year progress report - K. Brown
(b) Q1 Financial review and interim financial progress. - G. Kapfer
No resolution required.

12. **AOB (5 mins.)**

Adjournment