DotAsia AGM 2024

2024.05.23

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AGM 2024 (Thu, May 23, 2024)

0. Administrative Welcome

1. Board Chair Opening Remarks

2. Board Election Chair & NomCom Chair Reports

3. Member Resolution: Re-appointment of Mazars as Auditors for DotAsia

4. DotAsia Strategic Plan 2024-2027

5. AOB

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Board Chair Remarks

Jordan CARTER

DotAsia Board Elections 2024

https://www.dot.asia/board-elections-2024/

Board Elections 2024

- Seats up for election
    - 2 seats from Sponsor Member Category
    - 2 seats from Co-Sponsor Member Category

- Board members with term ending at AGM 2024
    - Arthur CHANG (Resigned)   Sponsor Members   North East Asia
    - Murad IBRAGIMOV (Resigned)   Sponsor Members   Central & South East Asia
    - Alireza SALEH   Sponsor Members   Middle East & Western Asia
    - Leonid TODOROV (Resigned)   Sponsor Members   Not in Asia Pacific
    - Satish BABU   Co-Sponsor Members N/A

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Board Elections Procedures (BEP) 2024 Development

Drafting & Finalization of Elections Procedures

- Review and Draft Considered at BGC & Board   Aug 2023-Feb 2024
- 1st Draft announced (public comments)   Oct 18, 2023
- 2nd Draft announced (public comments)   Dec 28, 2023
- Draft Circulated to AC for additional feedback   Feb 14, 2024
- Adopt New Articles of Association   Feb 26, 2024
- Final BEP 2024 Announced and Posted   Feb 27, 2024

Notice of Board Elections

- 1st Draft announced (public comments)   Dec 28, 2024
- Final Notice Announced and Posted   Feb 2, 2024

Board Elections 2024 Schedule

- Nomination Period (20 days)   Mar 21, 2024 (Thu) – Apr 9, 2024 (Tue)

- Nomination Report sent to Board   Apr 25, 2024 (Thu)

- Calling of AGM   May 1, 2024 (Wed)

- Voting Period (10 days)   May 1, 2024 (Wed) – May 8, 2024 (Wed)

- Report at AGM   May 23, 2024 (Thu)

Sponsor & Co-Sponsor Vacant Seats

- In accordance with the geographical diversity requirement specified in Article 3(4) of the DotAsia Article of Association, the geographical diversity requirement that there shall be at least one (1) Director from at least three (3) of the four (4) sub-regions of Asia Pacific is already satisfied by the remaining Directors.

- Vacant Seats for Sponsor Category: 2 seats vacant

- Vacant Seats for Co-Sponsor Category: 2 seats vacant

Election Teams

ELECTION COMMITTEE (Seated Mar 13, 2024)

- Election Chair: **Cheryl Langdon-Orr**

- Election Committee Co-Sponsor Members community representative: to monitor election for seat(s) returned from the Sponsor Member category: **Kuo-Wei Wu** (TWIGF & APrIGF)

- Election Committee Sponsor Members community representative: to monitor election for seat(s) returned from the Co-Sponsor Member category: **Andrew Molivurae** (.vu)

NOMINATION COMMITTEE (Seated Mar 13, 2024)

- NomCom Chair: **Heather Forrest**
- NomCom Members: **Bertrand Cherrier, Pua Hunter, Craig Ng**

- 3rd-Party Election Compliance Administrator: **Janne Villareal**
- 3rd-Party Scrutineer: **Abacus CPA Limited**

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Abacus CPA

- **Third-Party Scrutineer**
  - Hong Kong Standard on Related Services (HKSRS) 4400 (Revised) "Engagements to Perform Agreed-upon Procedures" issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA")

Nomination Results (Board Elections 2024)

Candidate	Member Category	Nominated by	Seconded by	Candidate Confirmation	Candidate Sub-Region
Kashif ADEEL	Sponsor Member	PH Domain Foundation (.PH)	The IUSN Foundation (.NU)	Candidacy Accepted	Middle East and Western Asia
Satish BABU	Co-Sponsor Member	APSIG	APNG	Candidacy Accepted	Central and South East Asia
Thomas BARRETT	Sponsor Member	PW Registry Corp. (.PW)	auDA (.AU)	Candidacy Accepted	Not in Asia Pacific
Boyoung KIM	Sponsor Member	KISA, KRNIC (.KR)	JPRS (.JP)	Candidacy Accepted	North and East Asia
Rupesh Bhakta SHRESTHA	Co-Sponsor Member	SANOG	APNIC	Candidacy Accepted	Central and South East Asia

Since the number of candidates standing for the election in the Co-Sponsor Member category is equal to the number of vacancies in that category (i.e. we have 2 candidates and 2 seats), no voting would be required. **Satish BABU** and **Rupesh Bhakta SHRESTHA** are therefore deemed elected as they are the only candidates in the Co-Sponsor Member category.

https://nominations.board2024.dot.asia/

https://www.dot.asia/board-elections-2024/

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Third-Party Scrutineer Report

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Procedures and Findings

We have performed the procedures described below, which were agreed upon with DotAsia Organisation Limited, on monitoring the voting procedures and results.

1. **We assessed and suggested third-party online voting platform by reviewing the third-party online voting platform on security and integrity**

   - Two trials had been taken from 11th to 19th of April 2024 on testing the procedures and results of the online voting platform ("BigPulse"). Further eleven trials, in a smaller scale, were arranged from 19th to 23rd April 2024 for testing tie-breaker case.
   - System testing has been performed for the followings:-
     a. Timeline (including test vote open and close)
     b. Roles of the Election Managers (Primary Poll Election Manager acting as "Election Chair", Election Compliance Admin and Scrutineer)
     c. Voting validation
     d. Results validation

Third-Party Scrutineer Report

Procedures	Findings
a. Timeline	
• Test vote OPEN (BigPulse sent Ballot email to test voters at preset time).	• All test voters received the Ballot email from BigPulse.
• Test vote CLOSE (BigPulse close the poll at preset time).	• Test voters cannot access to vote after Poll closed. • Results sent to Election Managers and Scrutineer. • Same results can be accessed through BigPulse Dashboard. • RAW data can be accessed via BigPulse's "Support Request".
b. Roles of Election Managers	
• Primary Poll Election Manager (Acting as Election Chair) o Access poll's dashboard and manual trigger of ballot email.	o Access rights are correctly set and monitoring the trials during the testing period.

Third-Party Scrutineer Report
Sponsor Member Findings

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Procedures	Findings
b. Roles of Election Managers (continued)	
• Primary Poll Election Manager (Acting as Election Chair) (continued)	○ Access rights and manual trigger of emails were removed after testing period.

• Election Compliance Admin
  ○ Access poll's dashboard
  ○ Assign re-voting rights upon the approval from Election Chair
  ○ Extract results and email to scrutineer after vote closed
	○ Access rights are correctly set.
	○ Re-voting rights tested and functioned correctly.
	○ Testing of results extract is satisfied.

• Scrutineer
  ○ Access poll's dashboard
  ○ Copied on all incoming votes
  ○ Confirm the results of Sponsor Member are correct (also confirm if tie-breaker random draw was performed)
  ○ Received test election results from Election Compliance Admin and confirm against vote
  ○ Request for RAW data file and confirm against results
	○ Access rights are correctly set and vote validation is done according to the requirement set.

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c. Voting validation	
• Re-vote	• Re-vote is not allowed by system setting. • Re-vote option can only be released by the confirmation from Election Committee.
• Maximum votes	• Voters can only vote for 2 seats at most for Sponsor Member.
d. Results validation	
• Compare voters' information and votes shown in the email and RAW data.	• Results are matched.
• Compare the results shown in RAW data and the final test results provided by BigPulse.	• Results are matched.
• Test on "First-past-the-post" and "draw winner for last tied vacant seat"	• Both requirements were tested by different scenarios and results are valid for meeting both requirements.

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Third-Party Scrutineer Report
Sponsor Member Findings

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2. We obtained the results of the votes cast for the Board election, including in the poll results from BigPulse.

Procedures	Findings
• Email with vote details were sent from BigPulse once voters voted during the polling period from 29th April 2024 00:00 UTC to 8th May 2024 23:59 UTC.	• No missing email and all email results were matched to the final results provided by BigPulse.
• Received votes results after Poll closed.	• No irregularities found.

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3. **We arranged email confirmation from voters and compared the individual details of votes cast included in the summary to the email confirmation received.**

Procedures	Findings
a. Send email to voters for confirming their votes. Votes will be counted as valid if voters reply confirmation email in 48 hours.	• 15 out of 22 voters participated in this Board Election. One bounced email was found.
b. Send reminder to voters yet to confirm after 24 hours.	• All voters confirmed their votes in 48 hours. As a result, total 26 valid votes counted from those 15 voters.
c. Acknowledgement of receipt will be sent to voters who have replied the confirmation email.	
d. Inform Election Committee if there is no reply after 48 hours and follow their recommendation.	
e. Any special request from voters will be sent to Election Committee for comments and final decision.	

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RESULTS

Polling of Sponsor Member of DotAsia Board Elections 2024 started from 29th April 2024 00:00 UTC and ended on 8th May 2024 23:59 UTC. There are total 22 potential voters. Each voter can select up to 2 candidates. 26 votes received from 15 voters were all counted as valid. The voting details are listed below.

	Voter ID	Vote casted	No. of candidates selected	Valid vote	Valid vote counted
1.	789	√	2	√	2
2.	188				
3.	752	√	1	√	1
4.	342				
5.	904				
6.	537	√	2	√	2
7.	471	√	2	√	2
8.	671	√	2	√	2
9.	925				
10.	898				
11.	305	√	2	√	2
12.	764	√	2	√	2
13.	498				
14.	623	√	1	√	1
15.	295	√	1	√	1
16.	722				
17.	329	√	2	√	2
18.	928	√	2	√	2
19.	426	√	2	√	2
20.	168	√	2	√	2
21.	257	√	2	√	2
22.	996	√	1	√	1
	Count/Total	15	26	15	26

Third-Party Scrutineer Report

There were no compliant, disputes and appeals were reported by the end of voting dispute period, 12th May 2024 23:59 UTC. The below results are then be concluded.

Candidate Name	No. of votes	Percentage
Boyoung KIM (Elected)	11	73.33%
Thomas BARRETT (Elected)	10	66.67%
Kashif ADEEL	5	33.33%
Abstain	0	0%

Board Composition with Board Elections 2024 Results

Board Members	Category / Seat	Elections 2024	Sub-Region	Serving until
Satish BABU	Co-Sponsor	Re-elected	South & SE Asia	AGM 2026
Thomas BARRETT	Sponsor	Newly Elected	n/a	AGM 2027
Jordan CARTER	Sponsor		Pacific & Australasia	AGM 2025
Nicole T. I. CHAN	Sponsor		North & NE Asia	AGM 2025
Edmon CHUNG	Ex-Officio		North & NE Asia	n/a
Maureen HILYARD	Sponsor		Pacific & Australasia	AGM 2025
Boyoung KIM	Sponsor	Newly Elected	North & NE Asia	AGM 2027
Jose A. LAY	Sponsor		South & SE Asia	AGM 2025
Akinori MAEMURA	Co-Sponsor		North & NE Asia	AGM 2025
Rupesh Bhakta SHRESTHA	Co-Sponsor	Newly Elected	South & SE Asia	AGM 2027
Jo-Fan YU	NomCom	Newly Appointed	North & NE Asia	AGM 2027

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Nominations Committee (NomCom)

Board Elections 2024

NomCom Roles & Responsibilities

- NomCom is tasked to:
  1. Establish and enforce **Election Code of Conduct**
  2. Vetting and **confirming eligible nominees** in a DotAsia Board Election (based on DotAsia Articles of Association)
  3. **Selection for appointment one individual to the DotAsia Board** (to enhance ability to obtain knowledge and skills, especially where there may be gaps, on the Board)
  4. Compiling a **Nominations Report**

- NomCom is delegated with the power to:
  - Complete tasks **independent from the DotAsia Board**
  - **Determine the non-compliance or ineligibility** of a Board Election candidate
  - (All Board candidates expressly waive any right to damages caused directly or indirectly by the decision of the NomCom)

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Election Code of Conduct

- To be maintained and confirmed by the Nomination Committee (NomCom)

- Violation of Election Code of Conduct may lead to exclusion of Nominee
  1. Generally Expected Standards of Behaviour
  2. Unacceptable Behaviours
  3. Reporting Non-Compliance
  4. Evaluation and Decisions on Reported Non-Compliance
  5. Consequences of Non-Compliance or Ineligibility

- Finalization of Election Code of Conduct: March 19, 2024.
  - Mar 21, 2024 (Thu): Nomination Period Began

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NomCom Candidate Eligibility Vetting Process

- Nominations Period Close: Apr 9, 2024
  - 96hrs Dispute Resolution Period

- Information and Declarations from Nominees:
  - Acceptance of Candidacy
  - Declaration on meeting basic eligibility requirements
  - Abidance by the DotAsia Code of Conduct & Board Confidentiality Guidelines
  - Demonstrate participation in and familiarity with DotAsia works

- NomCom determination on eligibility:
  - DotAsia Team report on validity of declarations (on best efforts basis)

- Publishing of Nominations Report
  - DotAsia AA 23(2): A Nominations Report including all confirmed eligible nominees shall have been sent to the Board after the nomination period and before the voting period

Nomination Period Results (Nominations Report)

- NomCom reviewed five members-nominated candidates and confirmed all five candidates as eligible
    - Sponsor Member (3 candidates for 2 vacancies) – Voting Period commenced on April 29, 2024 - May 8, 2024 23:59 UTC.
    - Co-Sponsor Member (2 candidates for 2 vacancies)

NomCom Appointed Board Director

- Identifying potential NomCom Appointed Candidates:
  - Board Skills Matrix/Survey (identifying any gaps)
  - NomCom ranked preferences of potential candidates
  - NomCom approached potential candidates to assess willingness to serve
- Candidate completes Candidacy Acceptance email
  - Similar to acceptance of nominations in the electoral stream (Code of Conduct / Confidentiality / familiarity, etc.)
  - DotAsia staff validates Candidacy statement (on best efforts basis)
- NomCom finalizes appointment
  - Decision based on Candidate Checklist + Staff validation
  - Nomination Report published

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NomCom Nominated Board Member

- In accordance with the Composition of the Board of Directors specified in Article 3(5) of Part B(2) of the DotAsia Articles of Association, one (1) Director shall be nominated by the Nomination Committee and appointed by the Board of Directors and seated at the annual general meeting of the Company in accordance with the provisions of Article 23.

- Nomination Committee has nominated **Jo-Fan YU**.

Board Composition with Board Elections 2024 Results

Board Members	Category / Seat	Elections 2024	Sub-Region	Serving until
Satish BABU	Co-Sponsor	Re-elected	South & SE Asia	AGM 2026
Thomas BARRETT	Sponsor	Newly Elected	n/a	AGM 2027
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Maureen HILYARD	Sponsor		Pacific & Australasia	AGM 2025
Boyoung KIM	Sponsor	Newly Elected	North & NE Asia	AGM 2027
Jose A. LAY	Sponsor		South & SE Asia	AGM 2025
Akinori MAEMURA	Co-Sponsor		North & NE Asia	AGM 2025
Rupesh Bhakta SHRESTHA	Co-Sponsor	Newly Elected	South & SE Asia	AGM 2027
Jo-Fan YU	NomCom	Newly Appointed	North & NE Asia	AGM 2027

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Thank You

- Arthur CHANG   DotAsia Board Member: 2022 – 2023
- Murad IBRAGIMOV   DotAsia Board Member: 2022 – 2023
- Alireza SALEH   DotAsia Board Member: 2008 – 2024
- Leonid TODOROV   DotAsia Board Member: 2022 – 2023

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Thanks to Election Committee Members

Election Chair:
Cheryl Langdon-Or
Independent

Election Committee:
Kuo-Wei Wu
Co-Sponsor (APrIGF/TWIGF)

Election Committee:
Andrew Molivurae
Sponsor (.VU)

Thanks to Nomination Committee Members
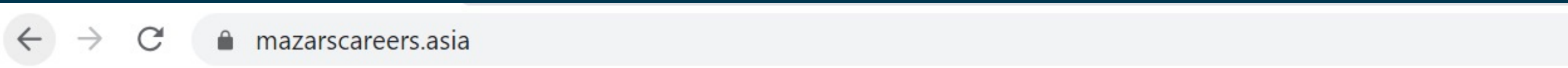
NomCom Chair:
Heather
Forrest

Bertrand
Cherrier

Pua
Hunter

Craig
Ng

Member Resolution

- Continue to Appoint Mazars as Auditors for DotAsia

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mazars

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Welcome to Mazars

DotAsia Strategic Plan Development

by Dot.Asia | Dec 28, 2023 | .Asia News, Announcements and Updates...

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DotAsia Board Meeting Minutes November 22 2023 November 22,

Strategic Plan 2024-2027

- Feb 2023 (AGM 2023): brief statement of strategic direction
- Strategic Plan Development at DotAsia Board:
  - Jun 2023 – Sep 2023: BCC lead discussions for comprehensive Strategic Plan
  - Sep 2023 (F2F, Seoul): full Board discussions on strategic directives
  - Feb 2024 (F2F, Bangkok): full Board discussions on measures of success
  - May 2024: Strategic Plan 2024-2027 adopted
- Member Engagement & Consultation:
  - Dec 12, 2023: Member Engagement session
  - Dec 28, 2023: Draft plan circulated to Members and posted on website
  - Feb 26, 2024: EGM @ APRICOT 2024

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