DotAsia Annual General Meeting (AGM) Minutes	
Date & Time:	February 23, 2025 (Sunday) 14:30 pm – 16:02 pm KLT (UTC +8)
Location:	Zoom Meeting Room: https://agm.dot.asia/zoom Venue: M World Hotel, Petaling Jaya, Malaysia
Member Representative Attendees:	Thomas BARRETT (PW Registry & DotAsia Board) Jordan CARTER (auDA & Outgoing DotAsia Board Chair) Joyce CHEN (APNIC) Noelle Francesca de GUZMAN (ISOC-APAC) [a] Hiro HOTTA (JPRS) Boyoung KIM (KISA & DotAsia Board) Rajiv KUMAR (NIXI) Holmes LEONG (MONIC) Jose LAY (ANC & DotAsia Board) Rupesh SHRESTHA (SANOG & DotAsia Board) Jo-Fan YU (TWNIC & DotAsia Board) Ai-Chin LU (APTLD) [b]
Other Attendees:	**Other Representatives of Member Organizations and participants Onsite/Online:** Satish BABU (APSIG & DotAsia Board) Nicole CHAN (TWNIC & Outgoing DotAsia Board Member) WenYu CHEN (TWNIC) Justine CHEW (APRALO) Phavanhna DOUANGBOUPHA (APTLD) [c] Atsushi ENDO (JPRS) Pavel FARHAN (APNG) Hideaki GOTO Samiran GUPTA (ICANN) Maureen HILYARD (APRALO & DotAsia Board) Akinori MAEMURA (JPNIC & DotAsia Board) Alban KWAN (CSC & AP* Co-Chair) Jean F. QUERALT (IO Foundation) Yien Chyn TAN (ICANN & AP* Co-Chair) Sagarika WICKRAMASEKERA (APSIG) **Elections Committee:** Cheryl LANGDON-ORR Ellen STRICKLAND (EC Chair) [d] **Nomination Committee (NomCom):** Bertrand CHERRIER Craig NG (NomCom Chair) [e] **Financial Services Provider:** Tony HON (Fusion FS) [f] **Backend Registry Services Provider:** Jitender KUMAR (Identity Digital)

DotAsia Team:
Pavan BUDHRANI (DotAsia Team)
Rebecca CHAN (DotAsia Team)
Edmon CHUNG (DotAsia Team
Jenna FUNG (DotAsia Team)
Timothy LI (DotAsia Team)
Phyo Thiri LWIN (DotAsia Team)
Kelvin TRUONG (DotAsia Team)
Jasmine KO (DotAsia Team)

a. Joined meeting during Discussion Item 2.1
b. Joined meeting during Discussion Item 2.1
c. Joined meeting during Discussion Item 3.2
d. Left meeting during Discussion Item 5.1
e. Left meeting during Discussion Item 5.1
f. Left meeting during Discussion Item 10.1

No.	Member Resolutions / Decisions:
2025.02.001	Re-Appointment of Auditors: • Continue to Appoint Mazars as Auditors for DotAsia. The resolution was motioned by Hiro HOTTA (JPRS), seconded by Tom BARRETT (PW Registry), and resolved unanimously.

Discussions:

1. Member Representative Roll Call

1.1. As the Chair of the DotAsia Board, Jordan CARTER chaired the DotAsia Annual General Meeting on Feb 23, 2025.

1.2. Roll call. Member representatives present for all or part of the meeting are included in the Member Representative Attendees section.

1.3. According to DotAsia M&A, the quorum of the Annual General Meeting is 10. A quorum of members was present and the meeting was duly convened.

2. Board Chair Opening Remarks

2.1. Jordan welcomed DotAsia Members to the AGM on behalf of the Board.

2.2. The Chair provided an overview of the Board's work over the past year, emphasizing strengthened governance, improved effectiveness, the Board's collegial approach, highlighting its commitment to active listening, constructive engagement, and a focus on key priorities, alongside efforts to resolve past litigations.

2.3.   The Chair expressed gratitude to the DotAsia team and fellow Directors for their collaborative efforts.

3.   Board Elections 2025 (Election Chair & NomCom Reports)

3.1.   Ellen STRICKLAND reported on the Election procedures and processes as the Election Committee Chair.

    3.1.1.   Board Directors with term ending at AGM 2025 and the vacancies for the Board Elections 2025 were presented.

    3.1.2.   The geographical diversity requirement mandated by the DotAsia Articles were explained. It was noted that for the Board Elections 2025, there shall be at least one (1) Director elected from Australasia and Pacific OR Middle East and Western Asia.

    3.1.3.   It was reported that the Nomination Period opened on Dec 27, 2024 and closed on Jan 16, 2025. Two (2) candidates were received from the Sponsor Member category, and one (1) candidate from the Co-Sponsor Member category. Since the number of candidates standing for election in both the Sponsor Member and the Co-Sponsor Member categories were equal to the number of vacancies in the respective category, no voting was required.

    3.1.4.   It was further noted that one of the candidates satisfied the geographical diversity requirement. Maureen HILYARD (Australasia and Pacific) and Jose A. LAY were re-elected from the Sponsor Member category, and Akinori MAEMURA was re-elected from the Co-Sponsor Member category.

3.2.   Craig NG reported on the compilation of the Nominations Report 2025 as the NomCom Chair.

    3.2.1.   The roles and responsibilities of the NomCom were explained, including the confirmation of the Election Code of Conduct, and the delegated authority to determine the eligibility (or non-compliance) of a candidate.

    3.2.2.   It was reported that since all three nominated candidates were current Board Directors, the eligibility check was relatively straightforward. No complaints or violations of the Election Code of Conduct were reported, and all candidates were found eligible for appointment.

3.3.   Jordan expressed gratitude to the Election Committee and the NomCom for a smooth completion of the Board Elections 2025.

3.4.   Gratitude was extended to Jordan and Nicole as outgoing Board Directors, highlighting their significant contributions to the strengthening of DotAsia's governance during their tenure. It was noted that Jordan is participating remotely for this AGM, but a plaque of appreciation had been presented to him earlier at the DotAsia Board meeting (a photo of the presentation was shown). Nicole was presented with a plaque of appreciation. Nicole highlighted the systematic work done internally and externally, expressed optimism that DotAsia can take forward-

looking directions and play a more significant role in the Internet community and domain industry.

4. Board Governance Committee (BGC) Report

4.1. Satish BABU presented the Board Governance Committee (BGC) Chair Report as the BGC Chair.

4.2. In 2024:

4.2.1. The BGC completed two election cycles for both the Board Elections 2024 and 2025, updating the Board Elections Procedures (BEP: BGC-004) to align with the amended DotAsia Articles (adopted by Members at the DotAsia EGM during APRICOT 2024).

4.2.2. The Board Resolution Process (BGC-006) was updated to the Board Code & Consensus Process reinforcing the Board ethos of a consensus driven approach with a respectful environment conducive to collective decision making, accountability and upholding of fiduciary duties.

4.2.3. The DotAsia Code of Conduct (BGC-002) was updated, expanded its coverage to include participants of DotAsia activities, such as the DotAsia AGM, online spaces, and mailing lists.

4.3. A reader-friendly version explaining the purpose of the Code of Conduct had also been produced and added to the DotAsia website. Further discussions are underway to enhance the complaints and remedial process.

5. Board Finance Committee (BFC) Report

5.1. Akinori MAEMURA presented the Board Finance Committee (BFC) Chair Report as the BFC Chair.

5.2. In 2024:

5.2.1. Financial Reporting to the Board was enhanced with more robust budget vs. actual reporting.

5.2.2. Standard Operating Procedures (SOP) on Finance & Procurement (BFC-001) was updated with adjustments to approval thresholds, extension of Closed Quotation to a Specified Quotation Process, and adding an Incidental Purchases category.

5.2.3. The DotAsia Budget Cycle and Fiscal Year was synchronized. Previously the budget cycle was April to March, whereas, the fiscal year was from October to September.

5.3. As part of the implementation of Strategic Plan 2024-2027, the BFC had also completed a Risk Management Plan.

6. Board Community Projects Committee (BCC) Report

6.1.   Maureen HILYARD presented the Board Community Projects Committee (BCC) Chair Report as the BCC Chair.

6.2.   In 2024:

6.2.1.   The BCC reviewed the Social Impact Assessment (SIA) Framework, updating the Theory of Change (ToC) for systematically evaluating the social impact of DotAsia's community projects in alignment with the Strategic Plan.

6.2.2.   A Member Engagement Survey was conducted. Responses indicated approval of DotAsia's work and contributions to the Asia Pacific Internet community, and provided insight for further engagement with and meaningful participation from Members.

6.3.   Building on a suggestion from the Advisory Council discussions, a shared pool concept is being developed for the Sponsor Community Projects (SCP) funds.

6.3.1.   It was explained that the mechanism being proposed is that expiring SCP funds allocated to specific cc-localities would move into a shared pool available for grant recipients from any cc-locality through a DotAsia Member, including both Sponsor and Co-Sponsor Members.

6.3.2.   It was clarified that DotAsia Members cannot be grant recipients, and DotAsia rely on Members to identify and vet local organizations and initiatives for SCP funds.

6.3.3.   No objection or concerns were raised about the proposal.

7. Member Resolution: Re-Appointment of Auditors

A resolution for re-appointment of Mazars as auditors was presented. The resolution was motioned by Hiro HOTTA (JPRS), seconded by Tom BARRETT (.PW), and resolved unanimously. (2025.02.001)

8. .Asia Registry Backend Provider Report

.Asia Registry Technical Update was presented by Jitender KUMAR of Identity Digital.

9. Financial Report 2023-2024

9.1.   Financial Report for fiscal year ending Sep 30, 2024 for DotAsia Organisation was presented.

9.2.   Financial Report for fiscal year ending Sep 30, 2024 for DotAsia Foundation was presented.

9.3.   It was noted that the consolidated financials will be posted on DotAsia's website when they are available.

10.   DotAsia Highlights 2024 & Strategic Plan Progress Report

10.1.   Operations updates on the .Asia registry as well as community work were presented.

10.2.   Progress on the Strategic Plan 2024-2027 was reported. It was highlighted that 39 specific tracking measures across 4 key areas of DotAsia works were identified and included in a full report. 5 overarching priorities were determined by the Board and the progress on each was highlighted:

10.2.1.   On expanding revenue base, in 2024, DotAsia had been successful in all 4 identified indicators, showing healthy growth in Domains Under Management (DUM), New Creates, Gross Revenues, and Return on Market Development activities with Registrars.

10.2.2.   On increased effectiveness and funds for community projects, in 2024, DotAsia was successful in increasing the percentile allocation to community contributions and delivered achievements in community projects, however, reduction in grants received indicates an area needing improvement.

10.2.3.   On resolving the future of Namesphere and returning DotAsia operations to surplus, in 2024, DotAsia had been working through the preparations for defending against litigations aimed at Namesphere activities, and had taken steps to formalize contractual relationship with services provided to Namesphere to prevent future contentions. Net Domain Income increased contributing to DotAsia returning to operational surplus. Furthermore, DotAsia is preparing to reinforce support to new gTLDs and ccTLDs from and for the APAC Internet community.

10.2.4.   On strengthening organizational governance to protect against capture, in 2024, amendments to the DotAsia Articles were successfully adopted and implemented, and continuous improvement of DotAsia's Governance and Board Policy Documents was also achieved.

10.2.5.   On enhancing voice to support the global multistakeholder Internet governance ecosystem, it was highlighted that in 2024, DotAsia team actively supported 18 community projects, participated in over 760 working group meetings, served as a speaker (or moderator) at over 100 occasions in events, and had successfully advocate for DotAsia's positions to be included in 18 community documents.

10.3.   Activities supporting the .KiDS community gTLD were presented. It was highlighted that since the launch of .KiDS in November 2022, the total Domains Under Management (DUM) has been growing steadily to over 5,000.

10.4.   In closing, Jordan expressed his gratitude for everyone's contributions, and emphasized the importance of DotAsia's community engagement and Members' continued involvement.

11.   Joint Dinner with AP* Retreat

The Joint Dinner with AP* Retreat was held at Lax Lax Restaurant in the One Utama Shopping Mall.