

Meeting Minutes

Meeting	Annual General Meeting	
Date / Time	16 November 2021 / 5pm	
Location	Live Streamed via Link Market Services	
Present	Alan Cameron AO, Chairperson Alice McCleary, Director Jackie Korhonen, Director James Atkins, Director Kate Cornick, Director Matthew Healy, Director	Tania Fryer, Director Peter Elford, Director Sandra Davey, Director Angelo Giuffrida, Director Kathleen Silleri, Gov Observer
Also in attendance	Rosemary Sinclair AM, CEO Linda Brown, Co Sec Sophie Mitchell, CCO Bruce Tonkin, COO	James Shady, CFO Adrian Nathanielsz, Auditor, KPMG Kylie Lane, Ashurst Lawyers
	Refer to attachment 1 for full list of members and others	
Apologies	Anne Hurley, Governing Member Lachlann Paterson, Gov Observer	

1. Welcome

The Chair welcomed everyone to the auDA 2021 Annual General Meeting on behalf of the Board, noting that a quorum of Governing Members was present online and declared the meeting open at 5:06pm Sydney time.

The Chair acknowledged the Gadigal people of the Eora Nation as the traditional custodians of the land on which he was attending the meeting and acknowledged their elders past and present, the traditional custodians of the lands from which all attendees were joining, and any Aboriginal or Torres Strait Islander persons who may have been present.

The Chair introduced the auDA Directors and acknowledged Kathleen Silleri the representative from the Department of Industry, Transport, Regional Development, and Communications, attending in place of her colleague, Lachlann Paterson.



The Chair advised that the Notice of Meeting had been issued in accordance with the Corporations Act and the auDA Constitution and confirmed the agenda and arrangements for participating in the meeting and asking questions.

2. Reports from the Chair and CEO

Chair's Report

The Chair reported on governance activities to 30 June 2021, noting that it was a reporting year dominated by COVID19. He expressed his gratitude to the CEO, the Executive and auDA staff for their commitment to repositioning auDA over this challenging time, growing value for auDA's stakeholders and users of the .au, and building Australians' trust and confidence in the .au domain. He noted that the pandemic had also driven positive change in the online environment as the internet supported people's day to day activities in lockdown.

The Chair highlighted the work of the Board during the period including:

- The amendments to the Constitution to extend the Transition Date following a vote of the Governing Members
- A review of the Board and progress against key governance activities
- A review of the auDA General and Technical Advisory Committees, leading to refreshed Charters
- Approval of the phased implementation of the new .au licencing rules
- Supporting auDA's engagement with the Department of Infrastructure, Transport, Regional Development, and Communications on the government's review of auDA's Terms of Endorsement
- Commencing a review of the auDA risk framework and the development of auDA's inaugural corporate governance principles statement.

The Chair thanked his fellow Directors for their commitment and then handed to the CEO, Rosemary Sinclair AM, to report on the operational achievements for the year.

CEO Report

The CEO thanked the Chair and noted that despite the operational challenges arising from COVID19 work from home arrangements staff were able to adapt and remain focussed on their purpose to administer the .au for all Australians and to champion an open, free, secure and global internet. COVID19 had changed the way business and social engagements are conducted and had led to significant growth in .au domain names including:

- An average of 51,300 new .au domain names created each month, an increase of 15% when compared to the preceding year



- More than 3.3 million domain names under management by the end of the year, just outside the top 10 largest country code top-level domains by number of reported domain names
- A significant uplift in traffic, with the average number of queries to .au name servers per second up 131% compared to 2019–20 to more than 3 billion a day, indicating the strength of the nation’s digital economy, the value of the domain name system, and the importance of auDA’s role in supporting it.

The CEO thanked auDA’s registry operator Afilias for its role in supporting auDA to achieve these historic service levels, noting that the registry agreement had been extended for a further two years, with new terms to strengthen the security and reliability of the .au domain. The CEO also thanked the accredited registrars for their work, noting the new registry registrar agreement to ensure alignment and clarity of roles and responsibilities.

The CEO highlighted auDA’s strategic planning process and public consultation to support auDA’s Terms of Endorsement and other investments and activities during the period including:

- Investing in a new Licencing Framework and Phase 1 implementation, the most extensive update to .au policy rules in 20 years, supported by registrar training and 900 plus audits
- Planning for implementation of Phase 2 of the new licencing rules and for the announcement of the .au direct namespace to launch in March 2022
- Investing heavily in security to protect .au domain and align with international best practice
- Undertaking successful disaster recovery exercises with the registry operator, maintaining ISO27001 certification through the completion of a successful surveillance audit and working towards achieving ISO22301 certification through improvements to business continuity management systems
- Actively engaging with government on the Security Legislation Amendment (Critical Infrastructure) Bill 2020
- Investing in compliance and complaints handling through the implementation of the compliance transformation project including increasing responsiveness to user enquiries
- Multi-stakeholder engagement to deliver value to the Australian internet community and encouraging innovation and investment to deliver social and economic benefits including meeting with and contributing to discussions with industry and government, representing Australia’s interest in international policy forums such as ICANN and regular meetings with auDA members and Board advisory committees
- Communications and community and industry outreach to educate, raise awareness and promote the .au domain



- Sponsorship or membership of:
 - events including the Women Leading Tech Awards and the Council of Small Business of Australia's Director's Cut conference
 - organisations including the Asia Pacific Top-Level Domain Association and ICANN in support of multistakeholder internet governance
 - organisations including the Communications Alliance, the Australian Internet Industry Association, the Australian Strategic Policy Institute and the Telco Together Foundation to support internet and cybersecurity policy development
- Investing in auDA's Co-marketing and Innovation Program to support registrar investment in innovation and marketing to grow and promote trust in the .au, and working to reinvigorate the auDA foundation to support community education and research organisations to undertake initiatives that enhance the utility of the internet.

In closing, the CEO thanked the Board, Executive and auDA staff.

3. Reports

The Chair noted the 2020-21 financial report and the reports of the Directors and the auditor, KPMG and invited questions. Two questions were received and responded to on:

- auDA's level of investment to promote .au direct and promotion plans in the next six months
- auDA's investment strategy and approach to ethical and/or green investing.

4. Adoption of New Constitution

The Chair noted that the Board had reviewed the Constitution to ensure that it remains appropriate for auDA's operations and structure and that the Directors unanimously recommended that the governing members vote in favour of the special resolution to adopt the new constitution.

"That auDA adopt the constitution tabled at the meeting (and signed by the Chair for the purpose of identification) as its constitution in substitution for and to the exclusion of both the existing constitution and the replaceable rules set out in the *Corporations Act 2001* of the Commonwealth of Australia."

The Chair invited questions before calling on the Returning Officer to confirm the result of the electronic poll. No questions were received, and the Company Secretary confirmed that the Governing Members had all voted in the affirmative and that the resolution to amend the Constitution had passed.



5. General Business

There was no other general business and no further comments or questions.

6. Meeting Close

The Chair declared the meeting closed at 5:56pm.

Signed as a true and correct record.

Alan Cameron AO
Independent Chairperson

Date:



Attachment 1. Member and Other Attendance

Name	Category
David Epstein	Governing Member
Richard Bean	Governing Member
Keith Besgrove	Governing Member
Jacqui Lefevre	Governing Member
Karen Hayes	Governing Member
Nikki Scholes	Governing Member
Neville Stevens	Governing Member
Sae Ra Germaine	Associate Member
Akhil Sethi	Associate Member
Ned O'Meara	Associate Member
Patrick Donaldson	Associate Member
Gunela Astbrink	Associate Member
Katherine Sainty	Associate Member
Ian Halson	Associate Member
Tanveer Mohammad	Associate Member
Stuart McNair	Other
Andrew Smith	Other
Phillip Davies	Other
John Saunders	Other
Sonia Joksimovic	auDA Staff
Michael Lewis	auDA Staff
Colin Brown	auDA Staff
Will Bond	auDA Staff
Annaliese Williams	auDA Staff
Andrew McCallum	auDA Staff
Steph Viljoen	auDA Staff



Barbara Schade	auDA Staff
Fasil Fauque	auDA Staff
