

Meeting Minutes

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| Meeting | Annual General Meeting | |
| Date / Time | 16 November 2022 / 5pm AEDT | |
| Location | Live Streamed from Level 14, 385 Bourke Street Melbourne via Link Market Services | |
| Present | Alan Cameron AO, Chairperson Alice McCleary, Director Angelo Giuffrida, Director Jackie Korhonen, Director James Atkins, Director | Matthew Healy, Director Peter Elford, Director Sandra Davey, Director Tania Fryer, Director Adrian Nathanielsz, Auditor |
| Also in attendance | Rosemary Sinclair AM, CEO Linda Brown, Co Sec | Sophie Mitchell, CCO Rebecca Papillo, CM |
| 39 members and guests attended online | | |
| Apologies | Kate Cornick, Director | |

1. Welcome

The Chair, Alan Cameron AO, welcomed everyone to the auDA 2022 Annual General Meeting on behalf of the Board, noting that a quorum of ten members was present online and declared the meeting open at 5:00pm AEDT.

The Chair acknowledged the Wurundjeri People of the Kulin Nation as the traditional custodians of the land and their Elders, past and present and acknowledged Aboriginal or Torres Strait Islander people who may be attending.

The Chair introduced the auDA Directors present in the room and those attending online. The Chair advised that the Notice of Meeting had been issued on 20 October 2022 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 auDA's governance activities to 30 June 2022, noting that the Board ensures that auDA delivers on its purpose, to administer a trusted .au that will unlock positive social and economic value for all Australians.



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

- providing input into and approving auDA's 2021 to 2025 strategy, objectives and performance measures to ensure that auDA has a clear and transparent direction and measurable goals
- delivering auDA's first corporate governance statement against which auDA now reports and which provides an independent benchmark for governance, transparency and accountability
- updating the auDA Board skills matrix to ensure an optimal mix of skills and areas of experience for the auDA Board to support the 2021-25 strategy
- approving an update to the risk management framework, including defining Board risk appetite statements for key risks and monitoring through regular reporting
- providing input to the Government's review of the auDA Terms of Endorsement, updated November 2021
- welcoming and working with new members of auDA's General and Technical Advisory Standing Committees
- providing oversight to the program of work to transition .au membership to a new model
- working with the Nomination Committee to fill five Appointed Director positions and to determine the nominees for the three Elected Director positions. The Appointed directors are Alice McCleary, Matt Healy, Peter Elford, Sandy Davey and new director Sandra Hook.

The Chair thanked his fellow directors for their collaborative approach and their active participation in Board and Committee meetings, acknowledged the contribution of outgoing directors and welcomed new directors. He also thanked members of auDA's Advisory Committees; GASC, TASC and EDU before handing 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 auDA's work over the course of the year was guided by its purpose and vision, set out in the 2021 to 2025 strategy. The CEO noted the strategy sets auDA's vision to unlock positive social and economic value for Australians through an open, free, secure and global Internet. The CEO also noted the importance of the updated Terms of Endorsement that set out auDA's core functions.

The CEO outlined the key value-creating activities over 2021-22:

- strong investment in operating the .au Domain Name System (DNS), enabling the .au name servers to process an average of 30,200 DNS queries per second, or an average of 2.6 billion queries each and every day over 2021-22



- extended the registry licence agreement with Identity Digital Australia, which included new requirements for Identity Digital Australia to strengthen .au's security and reliability of service
- cyber security activities including adherence to the Australian Cyber Security Centre's ASD Essential Eight maturity model, maintenance of ISO 27001 international certification, stringent monitoring and regular testing of auDA systems and training for staff and Directors and DNS abuse mitigation
- innovation in and promotion of the .au, which grew .au domain to more than 3.6 million domains under management by 30 June 2022, and entered the top 10 CCTLDs, a rise of 8% from 30 June 2021 and representing an average of 61,000 .au domain names created each month
- launched new namespace .au direct to deliver utility for Internet users by providing greater choice of shorter and easy to remember Australian domain names. Now second largest domain name after com.au.
- supported innovation by supporting the auDA Foundation Grants Program to deliver \$600,000 in grants to 15 successful recipients for projects that will enhance the utility of the Internet and the auDA Co-Marketing and Innovation Program, which provided over \$450,000 in funding to registrars to promote and raise awareness of the .au amongst prospective registrars and those looking to renew or grow their domain name holdings.

The CEO thanked Identity Digital for its role in supporting auDA to deliver on its remit and accredited registrars for their role in supporting the .au and in enabling significant growth in .au over the 2021-22 year.

The CEO noted the compliance activities for the period including:

- investing to enhance and improve compliance processes and enhance compliance management, publishing auDA's compliance posture, implementing an audit program to support compliance activities and building the compliance team
- working closely with enforcement bodies, consumer affairs and fair-trade bodies to respond to formal requests for information
- providing registrar and domain investor stakeholder monthly briefings on matters relevant to the .au, including the launch of .au direct

The CEO noted engagement activities for the period including:

- with stakeholders and industry, to raise awareness of the DNS, the .au domain and the broader Internet ecosystem and to grow trust and confidence in .au
- with domestic and international country code top-level domain operators and the domain community through hosting regular forums with Australian territory top-level domain registry operators and separately, with country code operators from New Zealand, Canada and the UK



- participating in local and international governance forums, including ICANN 72, 73 and 74, and the 16th annual Internet Governance Forum
- with Government on policy matters, such as the Security Legislation Amendment Critical Infrastructure Act of 2022
- with the community including developing an auDA reconciliation action plan, a First Nations namespace and through the delivery of a regular webinar series
- canvassing issues including cyber security, DNS abuse, the digital lives of Australians and the Regional Online Security Outlook
- supporting the Australian Strategic Policy Institute to develop auCheck, an online website and email security check tool and through active participation in the DNS Abuse Institute Advisory Council, and membership of the Internet Watch Foundation.

The CEO noted membership activities including:

- investing in the member program, through increased member events across the nation, an online member webinar series, a new weekly newsletter and a new partnership program resulting in membership growth of more than 800 members in the financial year
- focusing on member transition, as required under auDA's constitution, to transition then existing associate members to the current class of members by 27 September 2022 with over 3150 members transitioning.

In closing, the CEO thanked the auDA Board, the executive, the auDA management team and all auDA staff.

3. Reports

The Chair noted the 2021-22 financial report and the reports of the Directors and the auditor, KPMG, and invited questions arising from the Chair, CEO and Financial reports. Questions were received and responded to on:

- the director appointments, number of candidates and selection process
- membership and plans to grow membership and generate value for new members
- representation of domain investors and portfolio holders on the auDA Board and Committees
- the role and activities of the General Advisory Standing Committee
- Key management personnel remuneration
- auDA's investment strategy
- Board oversight of auDA's security posture
- auDA reserves, pricing and investments.



4. Declaration of Newly Elected Directors

The Chair confirmed that in accordance with Rule 5.6, the following candidates were declared as the successful auDA Board Elected Director:

- Angelo Giuffrida
- Wendy Thorpe
- Mike Trovato.

The Chair congratulated Angelo on his re-election and welcomed Wendy and Mike and thanked everyone who participated in this process, especially the two nominated candidates who were unsuccessful in the election.

The Chair also thanked the Nomination Committee for its tireless work to process the significant number of applications and deliver candidates of great quality.

5. General Business

No items of general business were raised.

6. Meeting Close

The Chair declared the meeting closed at 6:03pm.

Signed as a true and correct record.

Alan Cameron AO

Independent Chairperson

Date: