

Meeting Minutes

Meeting	Board Meeting	
Date / Time	16 October 2025, 9:30 to 1:45pm AEDT	
Location	Level 19, 8 Exhibition St, Melbourne and Teams Meeting	
Present	Alan Cameron AO, Independent Chairperson Peter Elford, Director Brett Fenton, Director Sandy Davey, Director Sandra Hook, Director	Claire Rogers, Director Thu-Trang Tran, Director Mike Trovato, Director Tina Wyer, Director Wendy Thorpe OAM, Director
Also in attendance	Marina Go AM, Chair Elect Sam Grunhard, Gov Observer Bruce Tonkin, CEO Linda Brown, Co Sec Sharon Copeland-Smith, COO Sophie Mitchell, CCO	James Shady, CFO Tarnia Drakes, PCBP (13.1) Shelley Golden, General Counsel Matt Healy, LRRP Chair (8) Kate Rowswell, KPMG Auditor (9, 10) Gianni Garreffa, KPMG (9, 10)
Apologies	Jane Smith AM, CPCO	Sonia Joksimovic, Co Sec

1. Acknowledgement of Country

The Chair acknowledged the traditional custodians of the land, the Wurundjeri people of the Kulin Nation, and traditional custodians of other lands people were meeting on, and paid respects to elders past and present.

2. Welcome, attendance and introductions

The Chair welcomed everyone to the meeting, including Marina Go AM, Chair Elect and Sam Grunhard, Government Observer. He noted that it was his and Wendy Thorpe's last Board Meeting. He thanked everyone particularly the directors who had been on the Board with him since 2019. He noted apologies from Jane Smith CPCO and Sonia Joksimovic, Co Sec.

3. Declaration of Interests

The Board noted the Register of Interests were complete with the updates on new interests from Tina Wyer and Mike Trovato.



4. Chair's update

The Chair confirmed there were three Board Committee Meetings scheduled for the remainder of 2025 (PBPC, GCC, SRC). The Board discussed the next Nomination Committee (**Nom Com**) meeting. The Chair noted the auDA Director position(s) and the search process for two external Nomination Committee members would need to be settled early 2026 and suggested that a search firm would not be required for this. The Chair also noted that the 2026 director search process would involve one elected director position and two appointed director positions.

Action: Ask the Nomination Committee members to provide any further feedback on the 2025 process via email. [Board Chair, Oct 2025]

Action: Consider which directors are required to participate in the Appointed and Elected Director process in 2026. [GCC, Feb 2025]

5. Government update

Sam Grunhard, Government Observer, agreed that the November 2025 Nom Com meeting wasn't necessary, and provided an update on matters of interest including the recent 000 outage, Australia's preparations for the World Summit on the Information Society: 20 year review (WSIS+20) meeting, and the upcoming ICANN and GAC meetings in Dublin. He congratulated auDA on a successful auIGF meeting and thanked the Chair for his contribution during his six-year tenure and Wendy Thorpe for her contribution to the Board and Nomination Committee.

6. CEO Report

The Board noted the report from the CEO including performance against core functions and strategic objectives and key results, the FY25 Annual Report reflecting the range of work and achievements for the year, supporting the auIGF, participating in the UN's World Summit of the Information Society 20-year review (WSIS+20) and supporting the Licensing Rules Review Panel induction and stakeholder activities.

Action: Include Grant Project reports in Diligent for information on outcomes and impact. [GM, Dec 2025]

Action: Discuss Feb 2026 Board Retreat topics with the Chair Elect. [CEO, Dec 2025]

7. In camera

The Board held an in-camera session.

8. Licensing Rules Review Panel Report

Matt Healy, Licensing Rules Review Panel (The Panel) Chair, joined the meeting to provide an update on the work of the Panel. He noted that the main focus to date had been on procedural matters including settling the Project Plan and Stakeholder Engagement Plan.



However the Panel had conducted its first consultation at the auIGF, and were consulting with Registrars at the November Registrar Summit and planning for other consultations was underway. He confirmed that the Panel would consider the impact of any recommendations, and that the Panel's report would include recommendations and options for implementation. The Board noted the Project Plan and Stakeholder Engagement Plan.

9. FY25 Audit

9.1 FY2025 auDA Audit Report

Auditors Kate Rowswell and Gianni Garreffa joined the meeting. The Board noted that the Finance and Audit Committee had reviewed the Audit Report and that the Auditor will sign an unqualified audit opinion and issue a certificate of independence for FY25.

The Board **resolved** to accept KPMG's audit report for the year ended 30 June 2025.

10. FY2025 Annual Financial Statements

10.1 FY2025 auDA Annual Financial Statement

The Board noted that the Finance and Audit Committee (FAC) had reviewed the General Purpose Financial Report (GPFR) and the FAC Chair confirmed the changes made following that review. The Board discussed the Report with the Auditors noting that further changes had been made to Note 16, relating to the restatement of FY2024 revenue for comparison with FY2025 revenue.

Action: KPMG to provide a table of changes to the GPFR between the FAC and Board meetings for review by Wendy Thorpe and Tina Wyr. [CFO, Oct 2025]

The Board **resolved** to approve the General Purpose Financial Report of .au Domain Administration Limited and its controlled entities for the year ended 30 June 2025 and in doing so relied on the assertions of the CEO and CFO set out in the Management Representation Letter that, in their opinion, the financial records of the entity have been properly maintained and that the General Purpose Financial Report complies with the appropriate accounting standards and gives a true and fair view of the financial position and performance of .au Domain Administration Limited and its controlled entities, and that their opinion has been formed on the basis of a sound system of risk management and internal control which is operating effectively.

10.2 Management Representation Letters

The Board noted the Management Representation Letters.



11. Approval of Annual Report

The Board reviewed the FY25 Annual Report noting comments from the CCO on the process and resources involved in the production. The Chair thanked staff for their excellent work on the report. The Board discussed the value in producing condensed summary reports on particular issues.

The Board **resolved** to approve the FY25 Annual Report with a publication date of 23 October 2025.

11.1 AR Media Release

The Board noted the Annual Report Media Release and the opportunity to highlight auDA's achievements for the financial year.

12. Annual General Meeting

12.1 Approval of Notice of Meeting

The Board reviewed the 2025 Notice of Annual General Meeting (AGM) in preparation for the AGM on 20 November 2025 and the Elected Director Ballot.

The Board **resolved** to approve the 2025 Notice of Meeting with an issue date of 23 October 2025.

12.2 Elected Director Procedure

The Board noted the Elected Director Procedure.

13. Health, Safety and Wellbeing

13.1 People and Culture Report

The Board noted the People and Culture Report.

14. Finance

14.1 September 2025 and YTD Financial Reports

The Board noted the September 2025 and Year to Date Financial Report. The Board provided guidance on managing the office lease arrangements.



15. Consent Agenda

15.1 Previous Board Meeting Matters

15.1.1 Approval of Previous Minutes

The Board **resolved** to approve the 28 August 2025 Board minutes as a true and correct record of the meeting.

15.1.2 Actions

The Board noted the Actions were either on the agenda, complete or not due.

15.2 Board Committee and Advisory Matters

15.2.1 Draft FAC Minutes

The Board noted the draft 22 September 2025 Finance and Audit Committee minutes.

15.2.2 Draft GASC Record of Meeting

The Board noted the draft 9 September 2025 Record of Meeting.

15.2.3 Draft TASC Record of Meeting

The Board noted the draft 2 September 2025 Record of meeting.

16. Meeting Close & Next Meeting Dates

The Board noted the next meeting dates.

The meeting closed at 12:50pm

Signed as a true and correct record.

Marina Go AM

Independent Chairperson

Date: