

# Meeting Minutes

Meeting	Board Meeting	
Date / Time	3 June 2025, 9 to 4pm AEST	
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, Director
Also in attendance	Sam Grunhard, Gov Observer Bruce Tonkin, CEO Linda Brown, Co Sec Sharon Copeland-Smith, COO Sophie Mitchell, CCO James Shady, CFO	Jane Smith AM, CPCO Sonia Joksimovic, Co Sec Michael Lewis, MI (12.1) Brenda Mainland, MD Survey Matters (12.1)
Apologies		

## 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 and noted that Peter Elford would join remotely if he could. [He was in attendance in the latter part of the meeting as noted below]

## 3. Declaration of Interests

The Board noted the Register of Interests and the CEO's advice on his change of interests. All others confirmed the register was complete.

## 4. Chair's update

The Chair highlighted the Consent Agenda in use for the first time at this meeting for some matters that have previously been discussed by the Board, have been through a Board Committee, or are routine and advised a request to move three items to the Main Agenda.



The Chair noted he had spoken to the CEO about arranging a meeting with the new Communications Minister, the Hon Anika Wells MP, when possible. He also noted that he was attending and speaking at ICANN83 and that director Thu-Tran Trang was also attending. The Board discussed Director travel insurance and contact arrangements.

## **5. Government update**

Sam Grunhard, Government Observer, provided an update on matters of interest including the appointment of the Hon Anika Wells MP as Communications Minister, location of the internet governance team within the *Post and International Branch* of the *Communications Services and Consumer Division* of the Department, consultation on auDA's draft 2026-30 Strategy, which he noted aligns to the Terms of Endorsement, and participation in the upcoming ICANN83 in Prague and Internet Governance Forum meetings in Oslo and other internet governance events.

## **6. CEO Report**

The Board noted the report from the CEO including targeted stakeholder consultation on the draft 2026-30 Strategic Plan, finalising the draft FY26 budget, opportunities to streamline Board and Committee reporting and performance against strategic and operational OKRs. The Board discussed leadership training, recruitment strategies and trends in Domains under Management. The Chair thanked Sharon Copeland-Smith (COO) for auDA's recent State of Play – Online Security in Australia webinar.

## **7. In Camera**

The Board held an In-camera session.

## **8. 2026-30 Strategy**

The Board considered the draft auDA 2026-30 Strategy, noting the CEO's advice that the next step would be to develop measures with the Leadership Team. The Board discussed the focus on innovation and impact, implications of changes in the operating environment over the five years, and how the Board could best support the CEO and Executive team.

The Board **resolved** to approve the auDA 2026-30 Strategy, and noted it would be published and shared with stakeholders in coming weeks, once the design is finalised.

## **9. Health, Safety and Wellbeing**

### **9.1 People and Culture Report**

The Board noted the People and Culture Report including the Human Resource Information System (HRIS) implementation, new lead and lag indicators, and leadership training. The Board discussed opportunities for using AI in People and Culture processes and performance indicators.



## 10. Finance and Sustainability

### 10.1 FY26 Budget

The Board considered the draft FY26 Budget and the Budget Report setting out the financial framework for auDA to achieve the objectives established in auDA's 2025–30 Strategy and to ensure that auDA delivers its core services as provided in the Terms of Endorsement.

The Board noted the Finance and Audit Committee's comments that the budget was conservative, that costs are increasing at a higher rate than revenue, and they would like to see productivity improvements to counter cost growth and create capacity to invest in strategic initiative, and the need to look at opportunities for revenue adjacencies.

The Board **resolved** to endorse the Finance and Audit Committee's recommendation to approve the FY26 budget for expenditure, and to adopt management's recommendations in respect of adjustments to the wholesale price of a .au domain name.

Peter Elford joined the meeting at 11:45.

### 10.2 FY25 YTD (March) Finance Report

The Board noted the FY25 YTD Finance Report.

### 10.3 Investment update

The Board noted the update on investment performance and advice from UBS on the state of the market. The Board noted comments from the Finance and Audit Committee (FAC) Chair that the FAC discussed benchmark performance with UBS at its May 2025 meeting.

**Action:** Explore appropriate benchmark options for auDA's investment portfolio. [CFO/FAC, September 2025]

## 11. Operations

### 11.1 First 90 Days Reflection

The Board noted the Chief Operating Officer's (COO) reflection on her first 90 days in the role and congratulated her on her efforts so far. The focus had been on establishing relationships with key stakeholders, supporting the development of the 2026–2030 strategy, building peer executive relationships and providing broader leadership to the organisation, and meeting with the operations team (and broader auDA team) to understand the functional areas under Operations. The Board raised the regulatory environment and technological change opportunities and challenges.



## 11.2 Licensing Rules Review Update

The Board noted the update on the Licensing Rules Review with expressions of interest for the Chair and Panel Members closing on 5 June, arrangements for interviews, and timing of expected appointments and commencement of the review in September 2025. The Chair advised that the decision on appointments may need to be made by Circular Resolution.

## 11.3 FY26 Compliance Plan

The Board reviewed the FY26 Compliance Plan, noting that the priorities are consistent with three of the themes in the 2026–30 Strategy – trust, innovation and capability, and that it would be published on the auDA website.

The Board **resolved** to approve the Compliance Plan FY25–26.

## 12. Communication, Stakeholder Engagement and Policy

### 12.1 Stakeholder Survey Results

Brenda Mainland from Survey Matters joined the meeting to present on the results of the 2025 auDA Stakeholder Survey. The Board noted this was the second qualitative survey of stakeholders, from across civil society, Government, industry and registry/registrars. The Board discussed the results, noting the 10 percent improvement in stakeholder satisfaction on the 2023 findings and that stakeholders welcomed the appointment of the new CEO. The Board and Exec discussed the ways in which the new Strategy will enable opportunities for greater stakeholder engagement.

## 13. Risk

### 13.1 Risk (Geopolitical)

The Board considered Management’s assessment of Geopolitical Risk and the information provided to the Security and Risk Committee on the root zone eco-system, root zone change scenarios and potential implications for .au., and agreed with management’s assessment that a change to the Geopolitical risk rating was not required.

The Board **resolved** to note that Geopolitical risk remains medium, but auDA is alert and monitoring for any material changes in the geopolitical environment.

## 14. Corporate Governance Policies

### 14.1 Delegations Policy

The Board reviewed the revised Delegations Policy.

The Board **resolved** to approve the revised Delegations Policy.



## 14.2 Health, Safety and Wellbeing Policy

The Board reviewed the revised Health, Safety and Wellbeing Policy.

The Board **resolved** to approve the revised Health, Safety and Wellbeing Policy, with the addition of the Whistleblower policy to the list of related policies.

## 15. Director Remuneration

The Board considered the recommendation to increase Director remuneration by 4%, within the total remuneration cap of \$690,000.

The Board **resolved** to endorse the recommendation of the Governance and Culture Committee (GCC) to approve a 4% increase in Director remuneration (including the Superannuation Guarantee increase from 11.5% to 12%) as from 1 July 2025 for the following roles:

- Independent Chairperson
- Board Committee Chairs
- Directors.

## 16. Consent Agenda

### 16.1 Staff Remuneration

The Board **resolved** to endorse the recommendation of the Governance and Culture Committee (GCC) to approve a 4% increase to the total pool remuneration for FY26, inclusive of the 0.5% increase in the Superannuation Guarantee Charge (SGC) (from 11.5% to 12%) which is effective from 1 July 2025.

### 16.2 Board Charter

The Board **resolved** to endorse the recommendation of the GCC to approve the revised Board Charter.

### 16.3 Corporate Governance Statement

The Board **resolved** to endorse the recommendation of the GCC to approve the revised Corporate Governance Statement.

### 16.4 Corporate Governance Policies

#### 16.4.1 Whistleblower Policy

The Board **resolved** to endorse the recommendation of the Governance and Culture Committee that the Board approve the revised Whistleblower Policy.



## **16.5 Strategic Review of Public Benefit Program**

The Board **resolved** to endorse the recommendation from the Public Benefit Program Committee to approve the recommendations from the Public Benefit strategic review relating to the Community Grants and R&D Grants Program.

## **16.6 Previous Board Meeting Matters**

### **16.6.1 Approval of Previous Minutes**

The Board **resolved** to approve the 8 April 2025 Board minutes as a true and correct record of the meeting.

### **16.6.2 Actions**

The Board **noted** the Actions of the 8 April 2025 Board Meeting.

## **16.7 Board Committee and Advisory Matters**

### **16.7.1 Draft SRC Minutes**

The Board **noted** the draft 2 May 2025 Security and Risk Committee Meeting minutes.

### **16.7.2 Draft GCC Minutes**

The Board **noted** the draft 13 May 2025 Governance and Culture Committee minutes.

### **16.7.3 Draft FAC Minutes**

The Board **noted** the draft 20 May 2025 Finance and Audit Committee minutes.

### **16.7.4 Draft PBPC Minutes**

The Board **noted** the draft 20 May 2025 Public Benefit Program Benefits Committee minutes.

### **16.7.5 Draft Foundation Minutes**

The Board **noted** the draft 20 May 2025 Foundation minutes.

### **16.7.6 Draft GASC Record of Meeting**

The Board **noted** the draft 7 May 2025 Record of Meeting.

### **16.7.7 Draft TASC Record of Meeting**

The Board **noted** the draft 2 May 2025 Record of meeting.



### **16.7.8 Draft EAC Record of Meeting**

The Board **noted** the draft 12 May 2025 Record of Meeting.

### **17. Meeting Close & Next Meeting Dates**

The Board noted the next meeting dates.

The meeting closed at 3:10pm

Signed as a true and correct record.

**Alan Cameron**

Independent Chairperson

Date: