

Meeting Minutes

Meeting	Board Meeting	
Date / Time	Monday 31 July 2023 / 8 to 10am AEST	
Location	Teams Meeting	
Present	Alan Cameron AO, Chair Alice McCleary, Director Jackie Korhonen, Director Matthew Healy, Director Mike Trovato, Director	Peter Elford, Director Sandra Hook, Director Sandy Davey, Director Wendy Thorpe, Director
Also in attendance	Rosemary Sinclair AM, CEO Linda Brown, Co Sec Bruce Tonkin, COO Sophie Mitchell, CCO	James Shady, CFO Jane Smith AM, Interim CPCO Kurt Pritz, PM
Apologies	Angelo Giuffrida recused due to prior disclosed conflict of interest.	

1. Acknowledgement of Country

The Chair acknowledged the traditional custodians of the lands participants were meeting on and paid respects to elders past and present.

2. Welcome, attendance and introductions

The Chair welcomed all present and noted that Angelo Giuffrida did not attend due to his prior disclosed conflict of interest. A quorum was confirmed for the meeting at 8:07am.

3. Declaration of Interests

The Board noted the Register of Interests. All present confirmed that their entries in the Register were complete. All present also reconfirmed that they did not have any conflicts in regard to the Registry Tender Project.

4. Registry Tender

The Board noted the CEO's introduction outlining the breadth of the registry tender project, the effort of the Executive and importance of the contract to auDA in terms of technical services and revenue. The Board noted the COO's overview of the registry tender process and comments on the outcome of the tender evaluation.

The Board expressed their confidence in the Registry Tender process and discussed the terms of the contract, 1 July 2024 commencement date and outcome of the evaluation. The Board queried the process in the event that there was a change of control in the



future and noted that there had been two previous change of control processes completed for the current registry operator, and that approval was required by auDA and, if necessary, the Foreign Investment Review Board (FIRB).

Action: Prepare a paper on how to manage any change of control that may result from a change in financial circumstances in the registry operator. [COO, Dec 2023]

The Board **resolved** to approve entering into contract negotiations with Identity Digital for the Registry Services Agreement, and subject to final sign off from the Probity Advisor that entry into the negotiated Registry Services Agreement does not give rise to any material probity risks, the Board delegates the signing of the contract to the Chair of the Board and a Chair of a Board Committee.

5. Tender Project Risk Update

The Board noted the information paper setting out the Registry Tender risk evaluation.

6. Meeting Close

The meeting was closed at 9:02am.

Signed as a true and correct record.

Alan Cameron

Independent Chairperson

Date: