

IETF Trust Call 10:00 EDT, Thursday, April 17, 2008

Participants:

Lynn St. Amour	[not present]
Fred Baker	[present]
Bob Hinden	[present]
Russ Housley	[present]
Ole Jacobsen	[not present]
Ed Juskevicius	[present; Chair]
Olaf Kolkman	[present]
Ray Pelletier	[present]
Jonne Soininen	[present]
Marshall Eubanks	[present; Secretary]
Jorge Contreras	[guest; Counsel to the Trust]

0. Agenda - Review and Bash (if necessary)
1. Approve/Adopt Minutes of Prior Meetings:
 - Feb 21, 2008
 - Mar 10, 2008
 - Apr 03, 2008
2. Discuss status of other minutes:
 - Mar 08, 2007
 - Dec 20, 2007
3. Discuss status of Amendments to the IETF Trust Administrative Procedures document
4. Formally appoint a Secretary for the IETF Trust (i.e. table a motion to appoint Marshall as the Secretary from now to March 2009), in accordance with Paragraph 5 of the Trust Administrative Procedures document
5. Discuss whether we also need to appoint (or reconfirm) Jorge as the Trust's legal counsel per paragraph 6
6. Outbound IPR draft (from IETF IPR working group):
 - status of document (e.g. how did the IETF Last Call end up?)
 - status and plans to draft text for new licensing agreements required by this document
7. IETF Trust "budget":
 - there is some budget info on the Trust website at http://trustee.ietf.org/budget_finance.html
 - what is the Trust's budget for 2008?
 - what (and when) should we post 2008 financial information on this webpage?
 - what (and when) should we post what 2007 Trust finance info on this webpage?

0. Agenda - Review and Bash (if necessary)

Ray Pelletier proposed that the Trust move to adopt the Amendments in Item 3, and then proceed to the election of the Chair.

1. Approve/Adopt Minutes of Prior Meetings:

Feb 21, 2008
Mar 10, 2008
Apr 03, 2008

These minutes having been previously distributed and discussed, Ed Juskevicius moved that they be adopted. This motion was seconded by Bob Hinden and passed by acclamation.

2. Discuss status of other minutes:

Mar 08, 2007
Dec 20, 2007

Ed Juskevicius reported on the effort to finish the minutes for 2007, with these two minutes being still outstanding.

3. Discuss status of Amendments to the IETF Trust Administrative Procedures document

The IAD described the recent changes to these amendments. There was discussion as to the mechanisms required to remove the Trust Chair, with the consensus being that this should not require a supermajority. With these changes, the differences in the administrative procedures are in Section 2,

2. The meetings shall be convened and chaired by the IAOC Chair, or by any Trustee if the IAOC Chair is not available.

which changes to

2. The Trustees shall select one Trustee to serve as the chair of the Trust.

a. Trustees eligible to serve as Trust Chair are the NomCom, IESG and IAB appointees to the IAOC.

b. The term of the Trust Chair shall be one year from the time of selection or the remaining time of his or her tenure as a Trustee, whichever is less. An individual may serve any number of terms as Chair, if selected by the Trustees.

c. The Chair serves at the pleasure of the Trustees and may be removed from that position at any time by the Trustees.

d. The Chair shall convene and preside over meetings of the Trustees but shall have no other powers or authority beyond his or her powers as a Trustee. If the Trust Chair is not available, then any other Trustee may convene or preside over meetings of the Trustees in the absence of the Trust Chair.

in Section 4

4. The Trust Agreement defines the quorum and voting rules for a meeting. If necessary, the Chair of the meeting shall hold the deciding vote. Motions passed by electronic means between meetings shall be confirmed by a vote at the next possible meeting.

which changes to

4. The Trust Agreement defines the quorum and voting rules for a meeting. Motions passed by electronic means between meetings shall be confirmed by a vote at the next possible meeting.

and finally in Section 12

12. The Trustees are the current members of the IAOC. When a member leaves the IAOC for whatever reason, he or she ceases to be a Trustee. When a new member

joins the IAOC, he or she becomes a Trustee. If at any time the IAOC ceases to exist, the Trustees then in office shall remain in office and determine the future of the Trust in accordance with the Trust Agreement.

which changes to

12. The Trustees are current members of the IAOC. When a member leaves the IAOC for whatever reason, he or she ceases to be a Trustee. When a new member joins the IAOC, he or she becomes a Trustee upon his or her agreement in writing to fulfill the duties of a Trustee, as specified in the Trust Agreement.

a. If at any time the IAOC ceases to exist, or there are fewer than three Trustees, then the IESG, or its successor, shall appoint Trustees in accordance with Article VI of the Trust Agreement.

After discussion, Ed Juskevicius moved that

Resolved : That the IETF Trust Administrative Procedures be amended as discussed, and that the Trust adopt the amended Administrative Procedures.

This motion was seconded by Olaf Kolkman and was subjected to a roll-call vote :

Fred Baker	[Aye]
Bob Hinden	[Aye]
Russ Housley	[Aye]
Ed Juskevicius	[Aye]
Olaf Kolkman	[Aye]
Ray Pelletier	[Aye]
Jonne Soininen	[Aye]

The motion carried unanimously, and the revised procedures will be made available at

http://trustee.ietf.org/docs/Trust_Procedures_2008.pdf

The Trustees then considered the election of the Chair. Russ Housley moved that Ed Juskevicius be elected Chair, and there were numerous seconds. Ray Pelletier moved that nominations be closed and, again, there were numerous seconds. The motion closing nominations was then passed by voice vote. The election of the Chair was subjected to a roll call

Fred Baker	[Aye]
Bob Hinden	[Aye]
Russ Housley	[Aye]
Olaf Kolkman	[Aye]
Ray Pelletier	[Aye]
Jonne Soininen	[Aye]

and the motion carried unanimously, with Ed Juskevicius abstaining.

4. Formally appoint a Secretary for the IETF Trust, in accordance with Paragraph 5 of the Trust Administrative Procedures document

Ed Juskevicius moved that Marshall Eubanks be Secretary to the Trust. Russ Housley seconded this motion and it passed unanimously by a voice vote.

5. Discuss whether we also need to appoint (or reconfirm) Jorge as the Trust's legal counsel per paragraph 6

Russ Housley moved that Jorge Contreras be appointed the Trust legal counsel. Jonne Soininen seconded this motion and it passed by acclamation.

6. Outbound IPR draft (from IETF IPR working group):
- status of document (e.g. how did the IETF Last Call end up?)
 - status and plans to draft text for new licensing agreements required by this document

Russ Housley reported that Last Call has closed on the IPR draft and it would enter IESG review shortly.

Jorge Contreras explained that the existing licenses will be basically the same, except for new text saying that they have been granted by the Trust. He suggested that the Trustees should consider the form of the software license, which will be new.

Ed Juskevicius suggested that Contreras should construct a first draft of such a license. After discussion, the Trustees developed consensus on this point, with a draft being requested by May 8th to provide sufficient time for review by the next scheduled Trust call, on May 15th. In addition, Russ Housley volunteered to come up with a first draft of a list of text considered to be code in RFCs, and Jorge Contreras will suggest a textual indicator to designate code in RFCs.

7. IETF Trust "budget":
- there is some budget info on the Trust website at http://trustee.ietf.org/budget_finance.html
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There was discussion of the nature of the expenses incurred by the Trust, currently only for legal fees and for the storage of the physical archive. After discussion, there was consensus that this budget was really an IAOC matter, and that the web site should be changed to reflect this and to point to the IAOC budget page. Ed Juskevicius volunteered to write a first draft of these web site changes, and any final decision was deferred until this could be considered in a subsequent meeting.

There being no new business Ed Juskevicius moved for adjournment, Jonne Soininen seconded, and the motion passed by acclamation, with the meeting ending at 11:02 AM EDT.