

Trust Minutes 2014-02-20

IETF Trust Meeting

2014-02-20 -5 GMT / 11:00 EST

Jari Arkko [PRESENT]  
Scott Bradner [PRESENT]  
Kathy Brown [PRESENT]  
Randy Bush [ABSENT]  
Chris Griffiths [PRESENT]  
Bob Hinden [PRESENT]  
Russ Housley [PRESENT]  
Ole Jacobsen [PRESENT, Chair]  
Ray Pelletier [PRESENT]

Jewelley Dalrymple [SCRIBE]

IETF Trust Agenda

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1. Minutes  
2013-11-06
2. Trust Language Adoption
3. AOB

Ole called the meeting to order at 10:54 AM EST.

1. Minutes

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2013-11-06

The 2013-11-06 minutes are ready for adoption.

Russ moved and Scott seconded a motion to approve the 2013-11-06 minutes as amended. Without objection the minutes were approved.

2. Trust Language Adoption

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Ray provided background for the proposed change to the Trust Agreement.

On 3 August the Trustees requested feedback from the community on some changes to the powers of the Trustees in the IETF Trust Agreement. Our conclusion from that feedback was that there was not community support for changing Trust authority with regard to granting of licenses, however there is support for disposing of physical assets and trademarks

with appropriate controls. On 5 December Trust requested community input on specific language changes to amend one provision of the IETF Trust Agreement to permit the Trustees to dispose of property. There was no community feedback.

The issues are that (a) we cannot currently accept physical assets like hardware donations into the trust. Once accepted into the trust, we would be unable to dispose of these items in the future if they are identified as no longer being needed. This removes flexibility in managing assets in the trust, and we currently use alternative methods of accepting donations outside of the trust; and (b) once a domain name or trademark is registered by the trust, it cannot be abandoned even if it is no longer needed. We must maintain these in perpetuity based on legal counsel review of the current language

The provision to be amended: ARTICLE VII. POWERS, RIGHTS AND OBLIGATIONS OF TRUSTEES

The proposed language prepared by Jorge is the addition to 7.1 Powers and Obligations of Trustees:

"except that in the case of clauses (i) and (ii), the Trustees may, after due consultation with the Beneficiary, dispose of, assign, sell, transfer, renounce, convey or terminate Trust Assets that are of no current or foreseeable future value to the Beneficiary and which require the expenditure of funds to retain. This exception does not include RFCs."

#### RESOLUTION

The Trustees, after consulting with the community, hereby approve and amend Section 7.1 of the IETF Trust Agreement dated 15 December 2005 as follows:

#### 7.1 Powers and Obligations of Trustees.

(a) Except as limited by this Agreement, the Trustees shall have all powers granted by law and shall be responsible for and may take such actions as are required to assure the effective day-to-day operation of the Trust. However, except as otherwise expressly permitted hereunder, the Trustees shall not, and shall not have the right or power to, (i) exchange, distribute, assign, sell, transfer, renounce, or convey, the Trust Assets, (ii) terminate the Trust Assets' registration, or (iii) enter into a license

for,  
grant an option on, or encumber the Trust Assets that is not in compliance with the provisions of Section 9.5, except that in the case of clauses (i) and (ii), the Trustees may, after due consultation with the Beneficiary, dispose of, assign, sell, transfer, renounce, convey or terminate Trust Assets that are of no current or foreseeable future value to the Beneficiary and which require the expenditure of funds to retain. This exception does not include RFCs.

Scott moved and Russ seconded a motion to approve and amend Section 7.1 of the IETF Trust Agreement dated 15 December 2005 as proposed.

Bob [Yes]  
Chris [Yes]  
Jari [Yes]  
Randy [Absent]  
Kathy [Abstain]  
Ole [Yes]  
Russ [Yes]  
Scott [Yes]  
Ray [Yes]

The motion was approved.

### 3. AOB

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There was no additional business discussed.

Ole moved and Ray seconded a motion to adjourn the IETF Trust meeting at 10:59 AM EST.