

**Meeting:** IAOC Trust Meeting

**Date:** The meeting was called to order at 11:00AM EST by Benson Schliesser, 2016-02-12. A quorum was established.

**Trustees Present:**

Jari Arkko  
Scott Bradner  
Leslie Daigle  
Tobias Gondrom  
Ray Pelletier, IAD  
Benson Schliesser (Chair)  
Andrew Sullivan

**Absent**

Lou Berger  
Kathy Brown

**Guests:**

Jorge Contreras  
Greg Kapfer

Scribe: Michele Gehrke

**Trust Agenda**

1. Bank Account and 501c3 Status

Ray reported that the goal is to have the account established by 1 March. He said he was working with Greg Kapfer and the ISOC accounting staff to get the paperwork completed.

Ray said that the paperwork to engage the law firm of Morgan, Lewis & Bockius, LLP to prepare and file the 501c3 application to the IRS will be executed promptly. The law firm has said that the Trust will need to adopt a Conflict of Interest policy before filing for 501c3 status. The Legal Committee will work on the policy and recommend to the Trustees.

2. Bank Account Funding Level

Ray reported that the Trust Budget is \$53K for 2016, and by March 1<sup>st</sup> he said he expects we would have spent about \$10K of that. He said that he expected that ISOC would transfer the balance into that account, and from which all bills would be paid.

Jorge shared that over the last 10 years, the Trust has operated with no funds at all, relying on ISOC to pick up the tab. Further he said that as we shift to an area where the Trust will begin

to pay these things on its own, it's smart to have some budget for at least a year to cover expenses. Jorge recommended that a formal agreement between ISOC and the Trust be drafted.

Greg and Ray to prepare an agreement between the Trust and the Internet Society for review by the Finance Committee and thereafter by the Trust.

### 3. Trust Secretary, Treasurer, and/or Other Officers

Ray said that the Trust Agreement makes no mention of officers for the Trust, but that the Trust administrative procedures only state that the Trust may appoint a Secretary to record and publish the minutes, Legal Counsel, and, if necessary, the IETF Administrative Director shall serve as Treasurer of the Trust and shall arrange for an annual audit and for tax filings

Benson said it was unclear to him if this relates back to our tax status, that is, whether we have to appoint someone as Secretary or Treasurer to keep that status.

Jorge explained to the group that the Secretary is listed in the Procedures as item #5. #7 says if necessary, the IAD will serve as Treasurer of the Trust. The positions are in the Administrative Procedures. Marshall was the last official person to be appointed as Secretary. Once he left, that was never picked back up again. Further, he explained that in the Trust, there is no requirement that officer positions have to be created.

Benson inquired as to how do we want to deal with the Secretary and Treasurer position?

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### 4. Trust Owned Business Records

Benson said he wanted clarification regarding business records that are owned by the Trust, especially authentication requests that come into ISOC and/or AMS). Jorge explained that at a practical level, the custodian of the records is AMS. These are electronic records that Sandy and Alexa authenticate.

Benson asked who are Alexa and Sandy actually representing at AMS? Jorge said he was unsure as to the answer but feels the Trust is the owner of these records; the copyright is owned by the Trust. Jorge said he wasn't sure we have a good answer to that question.

Benson asked whether we needed something in writing. Scott said that the Secretariat provides that.

Leslie said that the Records Retention policy doesn't need to call this out specifically; it's covered in the Secretariat agreement.

Jorge said he is not aware that AMS is involved with the Trust.

Ray said that when we do a contract it is stated that the work product is the property of the Trust. Ray said he would review the Secretariat and RFC Production Center contracts to see what they say in this area.

#### 5. Trust Records retention policy

Scott informed the group that he and Ray worked on a revised version of the Trust Records Retention policy and stated that records of a non-confidential nature will be maintained on the website.

Scott urged the Trustees to review the proposed changes to the policy and provide any comments or suggestions.

#### 6. Hackathon IPR Statement(s)

Jari thought this was done and handed over to the Legal Committee. Jari said he sent a message on November 4th. Jari said he will resend the message and Scott said he would queue it up for the Legal Committee.

#### 7. GitHub IPR Statement(s)

Scott said he thought the matter was at the IESG. Jari thought we were going to do something with the Note Well. Jari said he would research and send a note to the IESG.

#### 8. Privacy policy - data, website, etc.

Ray informed the Trustees that the Legal Committee is near the end of a draft policy for review.

Scott shared that there is minor wording dealing with individuals under the age of 13, then after that some open questions about exact wording, for example how have we shared the info for marketing purposes. Jorge is to come up with some wording refinement. Jorge is collecting feedback and will produce a new draft for the Legal Committee.

#### 9. IETF Trademark acquisition and enforcement policy

Benson said this has been referred to the May Retreat for discussion.

#### 10. Trademark licensing (outbound) policy

Scott has worked with Ray on this.

Andrew asked where do we stand on enforcing our marks? Are we doing so correctly?

He said licensing and trademarks was an issue for IANA and IPR also.

Benson said this matter is also being referred to the Retreat.

#### 11. Overall scope/intent of patent policy (BCP79)

Jari said he was awaiting a draft update. Jorge said he would update and provide the draft.

Jorge would also provide a draft regarding anonymous requests for documentation authentication for posting on the website.

#### 12. Non-IETF TMs or copyright claims in IETF materials

Benson announced that we can pursue this topic at another meeting.

**Benson adjourned the Trust Meeting at 11:59am.**