Trust Call 25 Oct 2012

IETF Trust Meeting
2012-10-25 -4 UTC / 10:00 AM EDT

Bernard Aboba   [ABSENT]
Bob Hinden   [PRESENT, Acting Chair]
Dave Crocker   [PRESENT]
Scott Bradner   [PRESENT - Joined Late]*
Lynn St. Amour   [PRESENT]
Marshall Eubanks   [ABSENT, Chair]
Ole Jacobsen   [PRESENT]
Ray Pelletier   [PRESENT]
Russ Housley   [PRESENT]

* Scott joined the call immediately after the Trust meeting was
adjourned. His votes for removal of Marshall Eubanks as Trust Chair
and the appointment of Ole Jacobsen as Trust Chair were recorded when
the Trust meeting was briefly reopened.

David Kessens   [Guest]
Jewellee Dalrymple [SCRIBE]

IETF Trust Agenda
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1. Minutes
    2012-10-11
2. IETF Trust Chair Removal Vote
3. Call for Nominations for IETF Trust Chair
4. Election of IETF Trust Chair
5. AOB

Bob called the meeting to order at 10:09 AM EDT.

1. Minutes
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The 2012-10-11 minutes are ready for adoption.

Russ moved, and Bob seconded a motion to approve the
2012-10-11 minutes with modifications.

Without objections, the minutes were approved.

2. IETF Trust Chair Removal Vote
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Ray provided background on the matter of the removal of the
IETF Trust Chair.

The question is - Shall the IETF Trust Trustees remove Marshall
Eubanks as IETF Trust Chair?

The Trust Administrative Procedures (adopted 4-17-08):
 <http://trustee.ietf.org/docs/Trust_Procedures_2008.pdf> provides
the authority for the removal of the Trust Chair.

Section 2. c. says, The Chair serves at the pleasure of the Trustees and may be removed from that position at any time by the Trustees.

Rationale for the Action would include:
1. The current IETF Trust Chair has not been participating in Trust activities since a 4 August presentation to the ISOC BoT meeting; the Trust mail list since 1 August, or the Legal mail list since 22 June.
2. Numerous attempts via email (14 times), calls/voicemail (6 times), texts (7 times), and registered mail (2 times) have been made by the IAD, IAOC Chair and IETF Chair to reach Marshall, with no response.
3. There has been no explanation from Marshall for his lack of participation in Trust activities.
4. Several matters have arisen and are currently active Trust items, but have been languishing for lack of leadership bringing them to closure.

As to the Process:

The Trust Agreement and Administrative Procedures are silent on the specific process of removing the Chair. However the Trust Agreement does discuss quorums and voting:

Section 7.2 Decision Making states:
  Quorum – majority of Trustees then in office
  Decisions – must be made by a majority of Trustees then in office

Ray then noted the IAOC Administrative Process which were adopted more recently than the Trust procedures, on 16 September 2010 offers specific direction concerning the removal of the IAOC Chair, in that it requires that:

        the removal of a Chair must be at a meeting or Special Meeting at which such action was in the notice of the meeting and it calls for a majority of 2/3 of the IAOC voting members, not including the chair to remove the Chair.

Ray notes the current state:
  The Trust Agenda was emailed to Trustees on 12 October at 11:08 AM EDT and the agenda included: IETF Trust Chair Removal Vote. The intent was to provide timely notice to the incumbent Chair and all Trustees.

Bob moved, and Russ seconded the following resolution:

RESOLUTION:
After consideration of the lack of participation by the Trust Chair in Trust matters for a period in excess of two months, and the failure of the Chair to respond to repeated attempts to contact him, the Trustees hereby remove Marshall Eubanks as the IETF Trust Chair effective 25 October at 10:15 AM EDT.

Scott Bradner   [YES]*
Dave Crocker   [YES]
Bob Hinden   [YES]

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Russ Housley        [YES]
Ole Jacobsen        [YES]
Ray Pelletier       [YES]
Lynn St. Amour   [YES]
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* Scott joined late, and he recorded this vote when he joined.

The motion passed.

3. Call for Nominations for IETF Trust Chair
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Ray provided an overview of the process.

Trustees eligible to serve as Trust Chair are the NomCom, IESG
and IAB appointees to the IAOC according to the Administrative
Procedures of the IETF Trust (4-17-08).

There will be a call for nominations, nominations closure, discussion
among the Trustees with nominees withdrawn, then voting of all Trustees.
Again there must be a quorum, at least 5 out of 9, and there is, and the
decision must be made by a majority of Trustees then in office (5 of 9).

4. Election of IETF Trust Chair
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Bob nominated Ole Jacobsen for Trust Chair. In accepting, Ole
stated he would accept for the remainder of the term, that is, March
2013. There were no further nominations and nominations were closed

Bob moved, and Russ seconded a motion to elect Ole Jacobsen as
Trust Chair.

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Scott Bradner       [YES]*
Dave Crocker       [YES]
Bob Hinden         [YES]
Russ Housley        [YES]
Ray Pelletier       [YES]
Lynn St. Amour   [YES]
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* Scott joined late, and he recorded this vote when he joined.

Ole Jacobsen has been chosen as the Trust Chair. An announcement
will be sent to the Community letting them know the
Trust's choice - along with a paragraph thanking Marshall for his
years of service. Ray and Ole will draft the announcement.

5. AOB
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No additional business was discussed.

Bob adjourned the IETF Trust meeting at 10:20 am ET.

Bob moved, and Ray seconded a motion to reopen the IETF Trust
meeting at 10:23 am ET to accommodate Scott Bradner's arrival to
the IETF Trust meeting.

The motion passed and the IETF Trust meeting was reopened at 10:23 am ET.

Scott wanted to record how he would have voted on the removal and election of a new Trust Chair.

Scott Bradner voted yes to remove Marshall Eubanks as the IETF Trust Chair effective 25 October at 10:15 AM EDT.

Scott Bradner voted yes to elect Ole Jacobsen as Trust Chair.

Bob moved, and Ray seconded a motion to adjourn the IETF Trust meeting at 10:27 am ET.