**Meeting:** **IETF Trust Meeting**

**Date:** **The meeting was called to order at 12:04PM EST by Tobias Gondrom 2016-06-16. Quorum was established.**

**Attendees Present:**
Jari Arkko
Lou Berger
Leslie Daigle
Tobias Gondrom (Chair)
Ray Pelletier, IAD
Benson Schliesser
Andrew Sullivan

**Guest:**
David Frolio (ISOC Counsel)

**Absent:**
Kathy Brown

Scribe: Michele Gehrke

**Agenda**

1. **Minutes**
2016-05-05
With one edit to be made, changing the word "elected" to "appointed", Lou moved to approve; Andrew seconded the motion. Without discussion, objection or abstentions the minutes were approved.

2016-05-25
With additional review and edits to be made, these minutes will be ready for adoption at the June 30, 2016 meeting.

2. **Consulting Agreement with Scott Bradner 16 June 2016**

1. Scott Bradner has served as a Trustee of the IETF Trust since 2012 and is retiring from the Trust on 19 June 2016.
2. Scott has considerable historical, technical and other valuable knowledge that is important to IETF Trust's ability to continue to pursue its mission and objectives.
3. The IETF Trust wishes to continue to consult with Bradner periodically and to have him present at meetings, before which and during which confidential and privileged information of the IETF Trust concerning legal, strategic and other matters may be disclosed, provided and discussed.

4. Both the IETF Trust and Bradner believe it is in each of their best interests to continue their association in a manner that furthers IETF Trust's goals and objectives.

*Resolution*
The IETF Trust approves a pro-bono consulting agreement with Scott Bradner dated 8 June 2016, effective 20 June 2016 [and directs the IETF Trust Chair to execute the document].

Benson moved to approve; Andrew seconded the motion. In addition to the changes made above, there were no further objections or abstentions to the Consulting Agreement with Scott Bradner dated 16 June 2016, and is hereby approved.

**3. Records Retention Policy Adoption dated 3 June 2016**
1. Updating the IETF Trust Records Retention and Management Policy adopted in 2007
2. The objectives of the Policy are:
   a. Ensure compliance with legal and regulatory obligations;
   b. Reduce storage costs and increasing efficiency;
   c. Retrieve current information or important archives more easily and reliably;
   d. Minimize litigation costs; and
   e. Provide a more accurate and reliable record of the IETF Trust's actions and decisions.
3. The Policy addresses the following matters:
   a. Storage and access of physical records
   b. Storage and access of electronic records
   c. Access to historic electronic records
   d. Records Destruction
   e. Document Retention, if required, during Litigation and Other Proceedings
4. Legal Committee & Community reviews

*Resolution:*
The IETF Trust hereby adopts the IETF Trust Records Retention and Management Policy dated 3 June 2016.

Roll Call Vote:
Jari Arkko [YES]
Lou Berger [YES]
Leslie Daigle [YES]
Tobias Gondrom [YES]
Ray Pelletier [YES]
Benson Schliesser [YES]
Andrew Sullivan [YES]

Ray moved to approve; Benson seconded the motion. Without discussion, objection or abstentions to the Records Retention Policy dated 3 June 2016, it is hereby adopted.

**4. ISOC – Trust Agreements dated 25 May 2016**

1. The IETF Trust and the Internet Society desire to document their relationship in an Administrative Services Agreement.

2. The Administrative Services Agreement documents the services that ISOC provides to the IETF Trust. The Agreement provides that ISOC would begin charging for the services in 2017.

3. These services include Accounting, financial, and bank administration; administrative and administration support.

4. Further, there is a Contribution Letter from the President/CEO of the Internet Society documenting a contribution of $60,000 to the IETF Trust for its acceptance.

*Resolution*
The IETF Trust approves the Administrative Services Agreement [and all references therein], dated 25 May 2016 between the IETF Trust and the Internet Society and the Contribution Letter from the President/CEO of the Internet Society, [subject to final legal review].

Roll Call Vote:
Jari Arkko [YES]
Lou Berger [YES]
Leslie Daigle [YES]
Tobias Gondrom [YES]
Ray Pelletier [YES]
Benson Schliesser [YES]
Andrew Sullivan [YES]

Ray moved to approve; Leslie seconded the motion. With the inclusion of the changes above, and without further objection or abstentions to the Records Retention Policy dated 3 June 2016, it is hereby adopted.

Trust ISOC Service Agreement & ISOC Contribution 25 May 16
1. ISOC and the IETF Trustees are documenting the relationship between ISOC and the IETF Trust with formal contracts.
a. An Administrative Services Agreement, documenting the services that ISOC provides to the IETF Trust. The draft agreement provides that ISOC would begin charging for the services in 2017.
   • A memorandum that describes the nature of the administrative services that ISOC provides to the IETF Trust.
b. A letter agreement between ISOC and the IETF Trust, in which ISOC would contribute $60,000 to the IETF Trust in 2016.

**5.  IANA Agreements Update**
Ray reminded the group that he sent to the Trustees a copy of the 3 documents that have been prepared by himself and Scott regarding the assignment of the IPR by ICANN to the Trust including community agreements in which the Trust agrees to hold and assign the IPR in accordance with the wishes of the operational communities and also establishes the CCG which

is the coordinating group of the 3 communities. The 3<sup>rd</sup> document is a licensing agreement where the IPR is licensed back to the PTI, to whomever the IANA service provider may be.

**ACTION:** In particular, Ray would like to have feedback regarding next steps from Jari, Leslie, and Andrew. We will then update the documents and further engage the operational communities including ICANN in terms of the transfer documents. We would like to get to a point where we are in agreement and then the question will be when we will execute these documents.

Due to time constraints, it was decided to take this conversation to the list.

### 6. Bank Account
Ray advised the group that ISOC is changing banks from HSBC to SunTrust. Ray is working with Dana Matthews on the transition that is expected to be completed in July.

### 7. AOB
Trust Insurance

1. IETF Trust's insurance policies renewed for the period from June 1, 2016 to May 31, 2017.
2. Internet Society recommends increasing policy limits as follows:
  a. D&O Liability coverage can be increased from $2 million to $3 million, with an increase in premiums from $2,963 to $3,098.

*Resolution*
The IETF Trust approves an increase in D&O Liability coverage from $2 million to $3 million at the cost of $3,098.

Roll Call Vote:
Jari Arkko [YES]
Lou Berger [YES]
Leslie Daigle [YES]
Tobias Gondrom [YES]
Ray Pelletier [YES]
Benson Schliesser [YES]
Andrew Sullivan [YES]

Leslie moved to approve; Benson seconded the motion. Without further discussion, objection or abstentions, the increase in D&O Liability coverage effective through 31 May 2017, is hereby approved.

The Trust meeting was adjourned by Tobias at 12:31PM EST.