Meeting: LLC Board

Date: January 16, 2020

Attendees

LLC Board:

Maja Andjelkovic
Alissa Cooper
Jason Livingood
Sean Turner
Peter Van Roste

Staff:

Jay Daley
Alexa Morris

Observers:

Lucy Lynch
Greg Wood

Scribe:

Liz Flynn

Conflicts of Interest Declared:

Sean Turner:
1. I will recuse from any online and offline IETF LLC discussions related to .ORG. I will remove myself from the meetings during any non-public portion and will remain silent during any public portion. Rationale: I am on the Internet Society Board.
2. I will recuse from any online and offline discussions related to the Temporary RFC Series Project Manager. I will remove myself from the meetings during any non-public portion and will remain silent during any pubic portion. Rationale: Standcore LLC is owned and operated by John Levine; he and I are both on the Internet Society Board.

Part I: Open to the Public

0. e-vote Recordings

0a. Recording e-vote results since the last meeting

A board e-vote closed on December 19, 2019 to unanimously approve that IETF LLC investments follow the December 2019 IETF Pool Deployment and Investment plan.

0b. Recording e-vote results since the last meeting

A board e-vote closed on December 19, 2019 to unanimously approve the revised 2020 budget proposal.

0c. Recording e-vote results since the last meeting

A board e-vote closed on December 24, 2019 to unanimously approve the 2019 end of year bonus payment for the IETF Executive Director (pro-rata based on time in role).

1. Approvals

The minutes from the December 12, 2019 were approved and will be posted. The monthly financial statements for October and November 2019 were also approved and will be posted.

2. Review & revise January F2F agenda

The board reviewed and revised the agenda for the face-to-face meeting scheduled for the end of the month.

3. Discuss 2020 IETF Executive Director goals

The Board and ED reviewed and revised the 2020 ED goals and discussed final approval timing and sharing with the IETF community.

4. .ORG issue update - public part

The .ORG sale continues to be a public issue and the Board will discuss in closed session without Jay and Sean based on their potential conflicts of interest.

5. IETF Executive Director Report - public part

Public Executive Director Report

For the IETF Administration LLC Board meeting on 16 Jan 2020

This report is provided by the IETF Executive Director, normally a week before IETF Administration Board meetings, and is taken as read at the meeting allowing more time for questions or follow ups. This report is public with confidential matters appearing in a separate report.

1.   Strategic Matters

ED goals for 2020

Draft goals have been proposed and the Chair has reviewed.

Strategic retreat 2020 and Board Meetings

The retreat has been scheduled and draft agenda provided by the Chair

2.   Policies

Accounting policies and procedures

Further work is needed before this can come to the board for approval, including:
- Removal of section on document retention
- Addition of delegations of authority

IETF Privacy Statement

A new IETF/IRTF/IAB Privacy Statement has now been published. In addition to the change on the IETF website, the IRTF, IAB and RFC Editor sites now link to this statement.

Document retention

In progress.

Whistleblowing policy

We have now signed up with NAVEX Global who will provide a dedicated web page and US based telephone number for whistleblowers. There are a number of details to be agreed on who receives any reports, what other countries to set up numbers in and so on, and then an announcement will be made to the community and content added to the IETF site (and possibly others) to support the rollout.

Covered persons and COI

All contracted entities have been contacted and asked to provide COI forms for their covered individuals. Many have provided their forms and we are just chasing the remaining.

3.   Finance

Budget

The 2020 budget has now been approved and a summary now needs to be published. I will be asking the board whether they want any announcement when the budget is published.

New CPA firm

The switchover to the new CPA firm has taken place without incident. AMS will support the transition for a while yet, particularly with identifying how to code expenditure.

System changes

- The migration from Quickbooks Desktop to Quickbooks Online is complete and no issues were encountered.
- The new payment system Bill.com is up and running and payments are being made. We are taking advantage of its features by implementing new approval processes in Bill.com replacing the previous use of email. There are some issues with multi-currency support but these are not expected to be an issue.
- We are still to implement Tallie for expense management.

4. RFPs and contracts

General

As noted in my last report, more work is needed, which I will address starting in February. This includes
- Producing standard contract terms that are made available for inspection at any time, included in the RFP and not open for negotiation.
- Introducing a more formal process with more careful management of bidders, including when to tell unsuccessful bidders, using the phrase "preferred bidder" rather than "accepted bid", probity checks and including COI declarations.
- Publishing all contracts that are missing from our website.

In addition I expect to carry out a community consultation on possible additional standard contract terms that are unlikely to be uncontroversial, such as a possible prohibition on the use of community feedback to try and change contractual provisions.

Secretariat

This is almost complete.

Temporary RSE Project Manager

The preferred (and sole) bidder, Standcore LLC (John Levine) has been appointed and started work. Given John's role as an ISOC Trustee, he has provided a full COI statement covering how he will manage any conflicts that may arise. This statement will be published in due course and in the interim will be provided to anyone that asks to see it or questions how this will be managed.

Security Review

The reissue of this RFP has been delayed due to other priorities and will happen in early February.

IANA MoU

The 2020 IANA MoU has been signed. This is identical to the 2019 MoU.

5. Meetings

IETF 107 Vancouver

Preparations are well underway and the secretariat have everything very well in hand. A note will be sent to the IETF community regarding the potential impact of the novel coronavirus and our policy concerning meeting refunds.

Sponsorship

I have agreed with AMS that Stephanie McCammon will be our Interim Sponsorship Coordinator (paid for from the budgeted fundraiser salary) for an initial six month period to give us time to agree and start to implement a broader fundraising strategy.

Future locations

I have started to work with AMS on a review of meeting venue selection criteria and the impact on availability and cost of venues. The anecdotal view is that some of our criteria greatly reduce our choice and greatly increase our costs, and I will be analysing the data with a view to providing a full report for the board and community.

Expenditure review

As previously noted, I will be conducting a review of meeting expenditure with a specific focus on how many flights and hotel rooms we pay for and why. The outcome may be a proposed revision to the Travel and Expenses policy.

Attendance of lawyers at IETF 107 Vancouver

Our external counsel (Biddle Law) will be coming to the Vancouver meeting with us paying expenses. I am considering an "office hours" session for them (with me there too) to allow any community members who want to raise legal issues for the IETF (such as the anti-trust issues raised in the IETF 106 plenary) to come and do so directly with the lawyers. I will also be offering the IAB, IESG, IRSG (if they meet then) and various other groups an opportunity to have a session with the lawyers.

Contact Management

The AMS internally developed CRM "ARO" is currently being tested by a few people to see if it is suitable for our needs.

Part II: Board + Staff

1. IETF Executive Director Report - confidential part

The Board reviewed the confidential section of the Executive Director report and had a short discussion.

Part III: Board + ED

The Board and Executive Director discussed how to approach delegation of authority to the Executive Director on certain matters, so that they can work autonomously within certain bounds (e.g. sign a contract below $X).

Part IV: Board Only

Sean Turner recused himself from this portion of the meeting.

.The Board discussed public developments on the .ORG issue.