

.au Domain Administration Limited
ACN 079 009 340

Notice of Meeting of the Board of Directors

Agenda

Date/Time:	Friday, 11 May 2018 5.00pm – 5.45pm (Melbourne Time)
Venue:	By Phone or Level 17, 1 Collins Street, Melbourne, Vic, 3000
Directors:	Chris Leptos AM (CL) Independent Director and Chairman Cameron Boardman (CB) Director and CEO Erhan Karabardak (EK) Supply Director by Phone Tim Connell (TC) Demand Director by Phone James Deck (JD) Supply Director by Phone Suzanne Ewart (SE) Independent Director by Phone Sandra Hook (SH) Independent Director by Phone Joe Manariti (JM) Supply Director by Phone Grant Wiltshire (GW) Supply Director by Phone
Attendees:	Hasaka Martin (HM) Company Secretary by Phone
Chairman:	Chris Leptos AM (CL)
Apologies:	

1. WELCOME/QUORUM

The Chairman **NOTED** that a quorum was present and declared the meeting open at 5.07pm (Melbourne time). The chairman welcomed all those in attendance.

2. MINUTES FOR APPROVAL

The Chairman noted that the minutes would be considered at the end of the meeting as Directors may have had insufficient time to consider the minutes.

3. DIRECTOR APPOINTMENTS TO FILL CASUAL VACANCY

The Directors **RESOLVED** to take the Director Appointments to fill Casual Vacancy Paper as read.

Ms Hook gave an overview of the recruitment process.

Directors were asked to declare any pre-existing person and business relationships with any of the candidates

- Mr Karabardak noted that he had met both Mr. Phair and Ms. Raiche, and knew Ms Raiche from the domain name industry and involvement.
- Mr. Manariti noted that he has met Holly Raiche over multiple auDA industry events.
- Mr. Deck noted the he knew Ms Raiche though the industry.
- Mr. Boardman noted that he knew Ms Raiche though her role in Internet Governance Forums and as a Demand Class member. Mr. Boardman noted that he had met Mr. Phair though is roles as a cyber security expert and that he had been appointed as member of the Registry Transformation Project.

- The remaining Directors noted that they had no prior relationship with Ms. Raiche, Mr Phair or Mr Smith.

The Board **RESOLVED** to note the declarations of Directors.

Ms Hook provided an update to Directors on probity checks that had been conducted by RISQ group.

Appointment of Holly Raiche

The Directors in accordance with clause 19.7 of the Company's constitution **RESOLVED** that Ms. Holly Raiche, having received her signed Consent to Act, is appointed as a Director of .au Domain Administration Limited (ACN 079 009 340) effective 11 May 2018 and until the 2019 annual general meeting, to fill the vacancy brought about by the resignation of Ms. Nicole Murdoch.

Appointment of Damian Smith

The Directors in accordance with clause 19.7 of the Company's constitution **RESOLVED** that Mr. Damian Smith, having received his signed Consent to Act, is appointed as a Director of .au Domain Administration Limited (ACN 079 009 340) effective 11 May 2018 and until the 2018 annual general meeting, to fill the vacancy brought about by the resignation of Mr. Simon Johnson.

Appointment of Nigel Phair

The Directors in accordance with clause 19.7 of the Company's constitution **RESOLVED** that Mr. Nigel Phair, having received his signed Consent to Act, is appointed as a Director of .au Domain Administration Limited (ACN 079 009 340) effective 11 May 2018 and until the 2019 annual general meeting, to fill the vacancy brought about by the resignation of Mr. Hedley O'Meara.

The Directors **RESOLVED** to note the proposed communication from the Chairman to members regard the Director appointments.

4. OTHER BUSINESS

No other business was raised

2. MINUTES FOR APPROVAL

The chairman sought Directors comment on the minutes

The Board **RESOLVED** to approve the minutes of the board meetings held on 10 April 2018, subject to minor amendments.

5. NEXT MEETING

The Directors note that the next board meeting is scheduled for 8am on Wednesday, 23 May 2018 and a board dinner is scheduled for 6.30pm on Tuesday, 22 May 2018.

6. MEETING CLOSE

There being no further business the chair closed the meeting approximately 5.47 pm.

Confirmed and signed as a true and correct record:

Chair

Date

