

Meeting: LLC Board

Date: November 12, 2020

Attendees

LLC Board:

Maja Andjelkovic
Alissa Cooper
Jason Livingood
Sean Turner
Peter Van Roste

Staff/Contractors:

Jay Daley
Stephanie McCammon
Alexa Morris
Laura Nugent
Greg Wood

Observers:

Carsten Bormann
Stéphane Bortzmeyer
Sean Croghan
Martin Duke
Sandy Ginoza
Warren Kumari
Barry Leiba
Henrik Levkowetz
Julian Reschke
Alvaro Retana
Alice Russo
Robert Sparks

Scribe:

Liz Flynn

Conflicts of Interest Declared:

None.

Part I: Open to the Public

1. Record e-vote results

Three e-votes have been completed since the previous Board meeting.

a. The October board meeting minutes were approved with the board e-voting as follows:

Maja Andjelkovic: YES

Alissa Cooper: YES

Jason Livingood: YES

Sean Turner: YES

Peter Van Roste: YES

b. The July 2020 financial statement was approved with the board e-voting as follows:

Maja Andjelkovic: YES

Alissa Cooper: YES

Jason Livingood: YES

Sean Turner: YES

Peter Van Roste: YES

c. The August 2020 financial statement was approved with the board e-voting as follows:

Maja Andjelkovic: YES

Alissa Cooper: YES

Jason Livingood: YES

Sean Turner: YES

Peter Van Roste: YES

2. Nomcom update

Peter, as Board liaison to the Nomcom, reports that the Nomcom is nearing the end of the interview process and everything has gone smoothly.

3. Executive Director Report (public part)

Public Executive Director Report

For the IETF Administration LLC Board meeting on 12 November 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 in a separate report.

1. Strategic Matters

None.

2. Policies

Community engagement policy

After consultation the Community Engagement Policy is ready for approval. The contentious section about community volunteers has been removed and will be considered for a later proposed update to the Code of Conduct. All other feedback has been addressed.

If approved by the board then the new mailing list will be established after IETF 109.

RECOMMENDATION: *To approve the IETF LLC Community Engagement Policy.*

RESULT: The Board approved this policy with a roll call vote as follows:

Maja Andjelkovic: YES

Alissa Cooper: YES

Jason Livingood: YES

Sean Turner: YES

Peter Van Roste: YES

Infrastructure and services vulnerability disclosure statement

This has now been published.

Endowment Policy

The consultation on the Endowment Policy has completed with no issues raised. When this is finally approved, I will make contact with RIPE NCC and issue them their invoice.

RECOMMENDATION: *To approve the IETF LLC Endowment Policy.*

RESULT: The Board approved this policy with a roll call vote as follows:

Maja Andjelkovic: YES

Alissa Cooper: YES

Jason Livingood: YES

Sean Turner: YES

Peter Van Roste: YES

3. Finance

2021 Budget

The 2021 Budget Draft 3 has previously been sent to the board by email 2021 Budget Draft 3 (Narrative) and ietf-2021-budget-draft-3 (Budget). This has been updated following the last board meeting to incorporate all board feedback. This is now ready for approval.

As discussed, this budget will not be published until negotiations with ISOC are complete.

RECOMMENDATION: *To approve the 2021 Budget Draft 3 as the final 2021 budget.*

RESULT: The Board agreed to hold its approval vote until the ISOC negotiations are complete.

4. RFPs and contracts

Tools Maintenance Contract

As you will have seen, Henrik Levkowitz has announced his intention not to renew his Tools Maintenance contract. I have discussed with the Tools Team PM how the resource gap is to be filled and he has indicated that an existing contractor can increase their hours to fill the gap, which will give us time to consider our longer term tools resourcing needs.

5. Meetings

IETF 106 Singapore

As noted by email, we have been paid the subvention funding.

IETF 107 Virtual and IETF 108 Online

The adjuster/underwriter has informed us that our claim is still being processed. We have tried to get more details but this is proving difficult.

IETF 109 Online

Preparations for IETF 109 are well underway. Data on registrations will be provided at the meeting.

Global Hosts and Sponsorships restructuring

The Sponsorship Coordinator and I have met with most of the Global Hosts to discuss a restructuring of our sponsorship programme with the aim of:

- Reducing the administrative burden on Global Hosts
- Introducing year round recognition of all sponsors with a restructure of the recognition section of the website
- Providing a pathway for companies to become long term sponsors without hosting meetings
- Rework our lower level sponsorship offerings to align with common corporate values and showcase the uniqueness of the IETF.

We have a couple more meetings with Global Hosts to go and will then work this up into a full plan for presentation to the board at its December meeting.

New venue selection process

We are currently consulting with the community on a new operational selection process for venues. At the time of writing no feedback has been received. Once this is in place we will consult on our proposed assessment template, which is likely to be a much more lively discussion.

6. Tools/RPC/RSOC/RSE

Authoring Tools Survey

As a reminder, this is a major survey to provide us data on the broad area of I-D authoring tools and the formats and templates they use. This should provide valuable information for:

- RSOC for understand future support of different versions
- The Tools Team for operational prioritisation
- The Tools Architecture and Strategy Team for planning their work

This survey has gone live and at the time of writing has ~600 responses. It is hoped that a report will have been published by the board meeting.

RFC XML and Style Guide change management team

The RSOC has established this new team as a temporary measure to cover an operational responsibility of the RSE that is not covered by the Temporary RFC Series PM. As explained by the RSOC Chair:

A key role of the RFC Series Editor (RSE) has been to support the RFC Production Center (RPC) and the xml2rfc developer, Henrik Levkowetz, in triaging incoming change requests for the v3 XML and the RFC Style Guide and deciding how those are addressed. This could mean saying 'no', or any combination of changing the XML of an I-D, changing the v3 XML schema, and changing the Style Guide.

The role of the Temporary RFC Series Project Manager (TRFCSPM), John Levine, doesn't include this responsibility and that has left a gap with no clear management of these decisions. Consequently, the RSOC has formed an "RFC XML and Style Guide change management team" to fill

this gap as a temporary measure while the IAB process to determine the future role of an RSE progresses. This team is made up of Henrik Levkowitz as the developer, John Levine as the TRFCSPM, Robert Sparks as the Tools Team PM and Peter Saint-Andre as an RSOC representative. The role of the team will be to discuss and approve all changes to the RFC XML and Style Guide.

It is expected that providing this formalization around change management will lead to the v3 XML schema stabilizing quickly, which in turn will enable a new SLA to be established and so ensure that RFC processing times meet community expectations.

v3 RFC XML Issues

I have supported the Temporary RFC Series PM in documenting at a high level the main issues affecting the v3 RFC XML and these have been published in a [blog post](#).

I continue to support the Temporary RFC Series PM and RSOC in addressing these issues.

Not-for-profit pricing

I've had some success this month with approaching companies to ask for not-for-profit pricing. Both Cloudflare and Gitlab have given us free services and Atlassian a 75% discount.

7. IESG/IAB/IRTF/Trust

Transfer of IP assets to the IETF Trust

This is a reminder that this is unresolved.

RECOMMENDATION: *To authorise the IETF Executive Director to negotiate with the IETF Trust on a transfer of IP assets in line with previous board discussions.*

8. Miscellaneous

Helpdesk systems

The Secretariat has led a project, working with the NOC and Tools Team, to choose a new helpdesk system to replace RT and a decision has been made with commercial negotiations to be handled by me. The plan is to replace the multiple different support email addresses with a single address and manage the various queues behind the scenes. This responds directly to feedback provided in post-meeting surveys and also provides us with far better functionality by switching to a modern system.

Compliance training

IETF counsel have been working on this and I expect something to be ready after IETF 109.

Education, Mentoring, and Outreach Directorate support

IETF LLC staff are supporting the work of the EMO Directorate in advance of new leadership and possible restructuring of their efforts. Initial conversations with 9 IETF working group and IRTF research group chairs will inform a survey to understand what information, resources, and tools might make them more effective. Proposals are being sought for an online version of a training pilot for WG chairs, originally planned for in-person at IETF 107.

IANA Review of Protocol Parameters Report

Due to COVID related delays it was agreed with IANA at our April 2020 joint leadership call that the delivery of the Review of Protocol Parameters Report could be delayed by a month until 28th February 2021. An agreement has been signed with IANA to that effect.

4. Discuss proposal to un-redact the fees section of all contracts.

After consultation with counsel, no changes will be made to the contracts posted on ietf.org at this time as it was not clear up front during contracting that we planned to do so. We can revisit this later.

5. Update on ISOC negotiations (public part)

The LLC is near the completion of negotiations with ISOC and expect to make a joint announcement in the next few weeks.

6. Discussion of questions from community regarding Henrik's decision not to extend his contract

In a discussion with the Board, Jay, Henrik, and other community members expressed frustration with the current situation and disappointment at Henrik's departure after many years of service. Henrik expressed concern with how last year's RFP process and contract negotiations were conducted. Jason indicated that the board appreciated and valued Henrik's contributions, that his decision not to renew came as a surprise, and expressed that the LLC continues to be open to the possibility that he may change his mind and renew.

Jay and the board said that the way the contract term was negotiated should have been better. While there were many reasons for this such as Jay having just started as the IETF ED, the transition from the interim ED Portia Wenzel-Danley, and the great number of RFPs that were open at that time, this did not excuse the fact that communication with Henrik was sparse and unclear, resulting in his dissatisfaction with both the proposed contract as well as the amount of communication that occurred before and during the process of negotiations. The board and ED were under the misimpression that the contract negotiations had concluded satisfactorily, after agreeing to Henrik's request for a fee increase in exchange for the change of term length; based on what we have now learned, this was quite clearly not the case.

Henrik also expressed a desire for more regular informal communications that might have taken place on an ad hoc basis during regular in person IETF meetings that no longer took place now that meetings have shifted online (due to COVID-19), and that such more regular meetings may have helped resolve the situation earlier. A similar point was raised by another commenter. Subsequent discussion focused on the need for more frequent virtual meetings when in-person meetings have become impossible for now, which was agreed as an important issue. Jay agreed to undertake more regular informal virtual meetings with contractors. Jason expressed for the board that they wished they had heard sooner of Henrik's feelings.

Henrik also suggested that the board should be periodically directly involved in communicating with and overseeing the work of contractors, expressing his concern that the board did not know the details of his day-to-day work or his frustrations with how his work was overseen. Jason said that the board had heard from the community a desire for them to shift focus from day-to-day details onto strategic matters and that the IETF ED was hired in order to operate the LLC on a day-to-day basis. The Board agreed there are places to improve and recognized the fine line between engagement and over-engagement or between being involved in the day-to-day details of all aspects of the IETF versus micromanagement of the ED.

Community members also expressed their concern that the LLC must preserve the IETF's informal and volunteer-centric culture and not become corporatized. Jason on behalf of the board strongly agreed with this and noted that in recent benchmarking against other SSOs that was requested in the process of recent funding negotiations that the IETF is extremely unique not just culturally and in terms of work processes but also in that it was primarily run by volunteers with a small number of professional staff and contractors, in marked contrast to most SSOs that have a very large staff that chair working groups and so on. Jason noted that in the early start up of the LLC that there was a requirement to create certain policies & practices as a matter of legal and/or tax compliance and to accord with the terms of the formation agreement with ISOC, but that this work is now completed and the board is focused on the future - and remains committed to preserving the culture of the IETF.

It was recognized that while the discussion was a difficult one, we should not shy away from having them and that we should have more regular open and honest discussions like this in the future. The Board welcomes direct feedback at any time and also encourages more community members to attend board meetings and participate.

Part II: Board + Staff

1. Confidential Executive Director Report

Jay gave updates about some future meeting venues in contract and discussed a December-January holiday and vacation schedules.

2. Review of slides for IETF 109

Plenary slides were reviewed and discussed.

Part III: Board + ED Only

Detailed next steps on the negotiations with ISOC were discussed.

Part IV: Board Only

Planning for an end-of-year review for the Executive Director was discussed. Jason will circulate the form again tomorrow for final comment. The process will begin with a self-assessment by Jay, after which the board will review that and add comments and then assess a performance rating and determine incentive compensation.

The board also discussed the high-level areas for focus in early 2021, including:

- On-board a fundraiser and execute on a fundraising plan.
- Discuss when it may be possible to resume in person meetings and how to prepare for this.
- Focus on diversity & inclusion.
- On-board a new IETF chair to the LLC board.