

Meeting: LLC Board

Date: December 12, 2019

LLC Board:

Maja Andjelkovic

Alissa Cooper

Jason Livingood

Sean Turner

Peter Van Roste

Staff:

Jay Daley

Alexa Morris

Observers:

Joe Lorenzo Hall

Greg Wood

Scribe:

Liz Flynn

Conflicts of Interest Declared: Sean Turner recused himself from discussions of the Temporary RFC Series Project Manager.

Part I: Open to the Public

0. Recording results of board e-vote

A board e-vote on December 6, 2019 unanimously approved a resolution to authorise the Executive Director to recruit for a full-time support position.

1. Review & approve minutes from last meeting

The minutes from the November 18 meeting were approved and will be posted.

2. Approve September 2019 financials

The monthly statement was approved and will be posted. The board also discussed getting these approved and posted on a more timely basis in the future, such as by approving via e-vote rather than waiting for the next regular board meeting - especially as we move to a monthly meeting cadence in 2020.

3. January meeting date & face-to-face planning meeting

The Board meeting in January will be pushed back one week to Thursday 16 January. A face-to-face meeting will take place in Washington D.C. on Jan 29 - 30, 2020, with details TBD.

4. ED Report

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Public Executive Director Report

For the IETF Administration LLC Board meeting on 12 Dec 2019

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

These are being worked on with a draft due by December 31st.

Strategic retreat 2020 and Board Meetings

These are still to be scheduled. I will be seeking guidance on what the Board wants prepared for the strategic retreat.

2. Policies

Accounting policies and procedures

The draft of December 2019 has been revised and is out to the Board, Secretariat and new CPA firm for comment. There are a number of further changes required and so the new CPA firm will be provided with a draft for guidance on how to operate, with a final version to be agreed in the new year.

IETF Privacy Statement

This has been reviewed and is out to community consultation for a two-week period. This is out on GitHub with all the issues raised tracked and “live” updates being published to address those.

DRAFT - IETF Privacy Statement
Consultation on 2019 DRAFT

Document retention

I now have the latest version of the document retention matrix and will be properly reviewing it in due course. My initial impression is that we should simplify this, if the law allows.

Whistleblowing policy

I am in discussions with a supplier for a service for whistleblowers to use and trying to negotiate sufficient coverage that we do not need to track exactly how many people are covered. The services include a dedicated hotline number (one per country we choose) and a customised reporting web page. Following guidance from the Board I will be signing a contract that allows for reporting from anyone in the IETF community.

Covered persons and COI

I will shortly be contacting Covered Persons as defined in our policies and asking them to fill out COI forms. Legal advice has been provided on who this should be sent to.

3. Finance

Budget

I have identified some changes and worked with AMS on updating the budget, which will be presented for approval in a separate report.

New CPA firm

The new CPA firm have been put in touch with AMS and we have agreed that they will takeover from 1 January 2020. We have agreed between the three of us how to manage conference income reconciliation as AMS will continue to be responsible for registration billing.

System changes

Advised and supported by the new CPA firm, I am intending to introduce some new systems to manage financial interactions:

- Quickbooks online (migrating from Quickbooks desktop)
- Tallia for expense management
- Bill.com for accounts payable and accounts receivable

4. RFPs

General

I was able to make a few important changes to the RFP process, including a right to audit, clearer reporting lines and better termination provisions, but much more work is needed. 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.

Tools support

Contracts have now been awarded to cover all components of the Tools Support RFP. There are a number of inconsistencies in the contracts, including various start dates, no standard expectations of quality and varying termination provisions, that need to be addressed for the next round.

Secretariat

This is still in negotiation.

Temporary RSE Project Manager

The IAB have given the go ahead and negotiations have opened with the preferred bidder.

Security Review

I will be reissuing this RFP before the end of the year.

5. Meetings

IETF 106 Singapore

From my perspective this meeting went very well. Thanks to a lot of preparation by Alissa and the secretariat I was able to meet many of the key people and get a rapid induction in the many complex issues.

Global Hosts and Meeting Sponsors

I met with a number of these and generally their feedback was positive. The one area of improvement they asked me to look at is around the social event, how it is organised and how it is included in the contract. I have started a conversation with AMS on us providing a full service, where we organise and run the social event, charging the sponsor a suitable management fee.

Future locations

The activities of a local supporter of an upcoming meeting have led me to ask the Secretariat to document what a local supporter could help with and how they should act if they do. I will then aim to put this into a simple contract for local supporters.

I received requests for meetings in Beijing and Moscow and two sponsors offered as much money as we needed if we could hold a meeting in New Zealand.

Expenditure review

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

Our external counsel (Biddle Law) will be attending IETF 107 Vancouver to get a better understanding of our work. We will be paying expenses not for their time.

Contact Management

With the number of potential sponsors and other contacts to track and the various people who meet with them I think a CRM is needed. Rather than purchase a complex system I am first testing the AMS internally developed CRM "ARO" to see if that is suitable for our needs.

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5. Financials

Sean has provided the Board with an updated investment plan. With more review time needed, an e-vote will be scheduled to approve the plan.

Part II: Board + Staff

1. Data redaction response

The IETF has received a request to delete someone's personal information under GDPR. After consultation with counsel, Jay has responded and the matter is closed for now.

2. Status of RFPs and budget approval was discussed and all items are on track for completion on schedule.

Part III: Board + ED Only

1. Board approved, unanimously other than Sean Turner abstaining, award of the contract for the Temporary RFC Series Project Manager.

Part IV: Board Only

The strategic planning process was discussed, as well as details for the upcoming face-to-face meeting. The Board also confirmed that the Interim Executive Director had completed her contract satisfactorily and met all transition goals.