

Meeting: LLC Board

Date: September 10, 2020

Attendees

LLC Board:

Maja Andjelkovic
Alissa Cooper
Jason Livingood
Sean Turner
Peter Van Roste

Staff/Contractors:

Jay Daley
Alexa Morris
Greg Wood

Observers:

Scribe:

Liz Flynn

Conflicts of Interest Declared:

Jay Daley:

- I am a board member of PIR (refer to existing Col).
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Part I: Open to the Public

1. Record vote results

Three votes have been completed since the previous Board meeting.

a. The August 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: NO VOTE

b. The May 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. Based on Jay's assessment of required conditions, the board approved replacing IETF 109 Bangkok with an online meeting. In a special meeting on 28 August 2020, the board voted as follows:

Maja Andjelkovic: NOT PRESENT
Alissa Cooper: YES
Jason Livingood: YES
Sean Turner: YES
Peter Van Roste: YES

2. Executive Director Report

Public Executive Director Report

For the IETF Administration LLC Board meeting on 10 September 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

None.

2. Policies

Community engagement policy

This is the policy for how the LLC engages with the community. It is still being drafted.

Infrastructure and services vulnerability disclosure statement

The consultation on this has now finished and a final version is now recommended for approval. The changes made as a result of the consultation are:

- Added a 90 day commitment to fix/publish.
- Explained scope better.
- Added a new section detailing our commitment to public disclosure

The following changes were recommended but not adopted:

- Use of a `security.txt` file. The Security Area ADs specifically recommended against that until it becomes an RFC.

- Use of a web form for reports. The feedback on this was mixed and so the decision is to leave this off for now as this can always be added later.
- Sign the automated response with PGP. This is unnecessary and introduces a security issue around key management.
- Payment of bounties. The feedback on this was mixed and so the decision is to leave this off for now as this can always be added later.

There was little feedback on the email address to use and so we will use `vulnerability_disclosure@ietf.org` or something similar after discussing it with the IESG, but not an address under `@llc.ietf.org`.

When approved this will be published as a web page.

RECOMMENDATION: *To approve the Infrastructure and services vulnerability disclosure statement.*

Compliance training

I am in discussions with IETF Counsel to see if they can provide compliance training on our code of conduct, conflict of interest, whistleblower and records retention policies; and our antitrust position.

3. Finance

2020 Budget

The FI 2020 Budget Reforecast has now been [blogged](#).

2021 Budget

The 2021 Draft Budget is now ready in 2021 Draft Budget (Narrative) and `ietf-2021-budget-draft` (Budget). This is presented only for information at this meeting to ensure that there is agreement about the key assumptions and major changes to the 2021 budget.

Endowment

I've now had detailed advice from IETF Counsel on the old ISOC endowment policy and can report that, by law, the old ISOC endowment policy became an LLC policy when the endowment transferred, with a basic substitution of "IETF Administration LLC" for "Internet Society" within the policy. That means that

the LLC is still required to fulfil the explicit restrictions in that policy, which include:

1. Establishing and consulting with an Endowment Council
2. Carrying out an annual determination of how much funds to appropriate from the endowment for spending
3. Following a list of prohibited investments
4. Maintaining specific minimum and maximum asset ratios when investing the endowment.

The policy does *not* restrict us to maintaining the principal of the endowment. Separately, some donations were made through the website and that additionally restricted spending the principal, which ISOC/LLC counsel agreed can be limited to \$100k.

Our current compliance with those restrictions is as follows:

- The LLC does not have an Endowment Council.
- The LLC has a default position of reinvesting the endowment interest and so is compliant with 2 by default, even if it does not have a specific annual process to determine that.
- Goldman Sachs have assessed the current Investment Policy against points 3 and 4 above and concluded that we are compliant with 4 but the level of High Yield investments exceeds the maximum set in the old policy.

To address this, we can change the IETF Endowment Policy with a majority vote of the Board. I therefore propose to draft a replacement IETF Endowment Policy for the board to consider, with the following changes from the transferred policy:

1. No Endowment Council, as it is my understanding that a Council was not operational at the time of transfer and there is no expectation that we reinstate one.
2. Only those prohibited investments as required by law in order to ensure there is no subjectivity in the prohibitions.
3. No annual spending determination as there is a clear plan to grow the investment for at least the next ten years.
4. No specific minimum/maximum asset ratios as our professional investment advisors are best placed to assess and recommend the appropriate risk profile for our investments.

Feedback from the board on the proposed way forward is requested.

4. RFPs and contracts

Tools Landscape RFP

This RFP was not awarded as there were no suitable bids from the very small number of bids received. While previous RFPs were awarded the number of bids was still much lower than needed and only achieved by directly inviting vendors to bid.

We clearly have a problem here with too small a pool of vendors responding to our bids, which I gather is a long-standing issue and attempts to address it by encouraging a wider response from our community have not been successful. Consequently I am rethinking our approach to resourcing and the impact of such factors as:

- When we need specialist resources (e.g security) and when we need general resources (e.g. research)
- The relatively small value of a number of our RFPs
- When IETF knowledge is needed and when it isn't

5. Meetings

IETF 107 Virtual

The adjuster/underwriter has informed us that our claim is still being processed.

IETF 108 Online

Judging from the [IETF 108 meeting survey](#) results then this meeting was a success but an online meeting is unlikely to ever be as productive as an in-person meeting. Based on this feedback and the detailed feedback received during the meeting, we are following up with key suppliers on some changes to their service needed for IETF 109.

IETF 109 Online

As you approved, this meeting is now moving online. It will have the same fee structure as IETF 108 but there may be some changes to the way that fee waivers are described, based on community feedback.

The small group drawn from the LLC/Secretariat/IESG/IRTF has been re-established to plan the meeting and agenda structure for IETF 109.

Carbon footprint analysis of meetings

We now have the carbon footprint analysis of the last six in-person meetings calculated using the following sources:

- Emission factors are from the GHG Protocol's Emission Factors for Cross-Sector Tools.
- Assumptions about energy use at venues and hotels are based on Commercial Buildings Energy Consumption Survey (CBECS) data.
- It is assumed that attendees travel to and from the conference by air through the capital city of their respective country.

We will be repeating these calculations for future in-person meetings and aiming to collect better data from participants in order to make them increasingly accurate.

	IETF 101 London	IETF 102 Montreal	IETF 103 Bangkok	IETF 104 Prague	IETF 015 Montreal	IETF 106 Singapore
Air travel	3,508	2,859	5,328	4,111	2,974	6,408
Venue	1.0	0.5	0.8	1.5	0.5	0.9
Hotel stays	30	18	27	35	19	24
Total	3,539	2,877	5,356	4,147	2,993	6,433

All figures in Metric Tonnes of Carbon Dioxide Equivalents (MT CO₂e) emitted.

We are meeting with the consultants that calculated these figures to understand our options for offsetting. After this meeting these figures will be blogged.

Meeting planning

In conjunction with the Secretariat we have been working on an overhaul to the mechanics of the venue selection process and the web pages that explain that. Like many legacy processes it is a bit higgledy-piggledy with multiple pages and no simple entry point for those who don't live and breathe this. The changes being prepared are:

- A streamlined web page explaining this all nice and simply
- Two new forms that are to be used when a venue recommendation is made, one lightweight form for IETF participants and one detailed form for venues and their agents.
- An updated set of detailed documents for venues on our room/space/network etc requirements (still being worked on)
- A new [Trello board](#) of collated and classified venue feedback.

When this is ready it will go out to the community for a semi-consultation, in the same way that we semi-consulted on changes to the RFP process.

6. Tools and NOC

None.

7. IESG/IAB/IRTF/Trust/RSOC

Transfer of IP assets to the IETF Trust

Chair to update on his discussions with the Trust Chair.

8. Miscellaneous

None.

3. Discussion of ISOC funding proposal (public part)

Jason has received some pre-briefing feedback from ISOC. The feedback so far hits some common themes: concern about our reliance on bespoke tools and diversity and inclusion. Otherwise things are progressing well.

4. Quick update on GENDISPATCH interim meetings

The two recent GENDISPATCH interim meetings have had some interesting discussions but next steps are not yet clear.

Part II: Board + Staff

1. Confidential Executive Director Report

The board authorized the ED to move forward with several venue contracting actions, including opening community consultation on moving IETF 110 in March 2021 to an online meeting due to the ongoing COVID-19 pandemic.

Part III: Board + ED Only

1. Discussion of ISOC funding proposal - private part

The board discussed plans for additional pre-briefings and discussed how to approach further negotiations.

Part IV: Board Only

1. Brief Nomcom update

Peter provided an update as the liaison to the IETF NomCom that the NomCom's work has kicked off.

2. Executive Director performance review

The board discussed the timing and other aspects of the end of year performance review.