

# *Board of Directors*

**Record of decisions taken during the  
meeting held on 13 February 2014**

**afnic**

## 1. Attendees

### Members of the Board in attendance

INRIA	Represented by Emmanuel SARTORIUS, member of the CGE at the MEIE, Chairman of the Board
BACHOLLET Sébastien	Engineer, elected as a representative of user members
MAILCLUB	Represented by Frédéric GUILLEMAUT, administrator, elected as a representative of registrar members
Ministry for Electronic Communications	Represented by Anne-Lise THOUROUDE, Head of the "Network Security" office with the ICT, STIC and DGCIS Use and Network sub-division
NIC MADAGASCAR	Represented by Lala ANDRIAMAMPIANINA, Chairman, elected as a representative of the Corresponding members of the "International" college
TAYER David-Irving	Attorney, elected as a representative of user members

### Members of the Board represented

INRIA	Represented by Stéphane UBEDA, technological development Director, having mandated Emmanuel SARTORIUS
Ministry for Research	Represented by Patrick DONATH, Director of Renater, having mandated Emmanuel SARTORIUS
Ministry of Industry	Represented by Mireille CAMPANA, Deputy Head of the ICT, STIC and DGCIS Use and Network sub-division, having mandated Anne-Lise THOUROUDE

### Other participants

Afnic	Mathieu WEILL, CEO
Afnic	Pierre BONIS, Deputy CEO
Afnic	Pascale GATTI, Chief Administrative and Financial Officer
Afnic	Virginie NAVAILLES, executive secretary
Afnic	Philippe RENAUT, Technical Director
Afnic	Mohsen SOUISSI, Head of R&D
Audit France	Christian Detré, statutory auditor

Excused

Secretariat-General for government modernization	Represented by Perica SUCEVIC, government commissioner
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## 2. Working Papers

- ✓ Draft resolutions
- ✓ Presentation material
- ✓ Draft minutes of the meeting held on November 7, 2013
- ✓ Follow-up on the Board action plan
- ✓ 2014 organization
- ✓ Memorandum on the amendment of Afnic rules of procedure in order to manage the vacancy of a corporate member
- ✓ Methodological memorandum on the recommendations from the techno-economic study: cross-key NEXT
- ✓ Methodological memorandum on the recommendations from the techno-economic study: Precautionary Reserve (RP) and the Support fund for the development of the Internet (FSDI)
- ✓ Methodological memorandum on the recommendations from the techno-economic study: processing financial income
- ✓ Memorandum on the variable compensation of the Executive Committee (CoDir) approved in February 2013
- ✓ 2014-2016 R&D strategy of Afnic
- ✓ Update on the FSDI
- ✓ Internet governance (document forthcoming)
- ✓ Memorandum on the compensation of directors
- ✓ Memorandum on naming Mr. Pierre Vassout as an honorary member of Afnic

## 3. Agenda

- ✓ Welcome and appointment of the Recording Secretary
- ✓ Approval of the minutes of the meeting held on November 7, 2013
- ✓ Update

- ✓ Setting up of the Application Validation Committee for the election, and election schedule
- ✓ Accounting and tax choices (following the techno-economic study)
- ✓ Objectives of the Executive Committee
- ✓ R&D and promoting Afnic expertise; Scientific Council
- ✓ Scope and launch of the FSDI
- ✓ Internet governance
- ✓ Compensation of directors
- ✓ Miscellaneous

## 4. Record of decisions

Virginie Navailles was appointed Recording Secretary. An attendance sheet was drawn up and signed by all the participants. The Board of Directors is regularly constituted.

1. Approval of the minutes of the meeting held on November 7, 2013

*The Board approved the draft minutes of the meeting held on November 7, 2013.*

2. Setting up of the Application Validation Committee for the election

*Pursuant to Article 11 of the articles of association, with a view to the election of a second representative to the Board of Directors to be held on Friday, June 6, 2014, the Board appointed members to the Application Validation Committee as follows:*

- ✓ *Jean-Claude Gorichon*
- ✓ *Stéphane Ubéda*
- ✓ *David-Irving Tayer*

### 3. Accounting and tax choices following the techno-economic study

*Regarding the report of the Finance and Risk Management Committee, the Board approved the recommendations made following the techno-economic study conducted by Mazars in relation to the calculation of the precautionary reserve, the processing of financial income, and the cost accounting methodology. These recommendations were to be transcribed into the methodological accounting memorandum which was to be appended to the financial statements for 2013.*

### 4. Objectives of the Executive Committee

*The Board assessed the achievement of the common objectives of the Executive Committee for 2013 as follows:*

- ✓ *Launching the FSDI and having a first endowment of more than € 2 million before the end of 2013, for S2/2012 and 2013: partially achieved*
- ✓ *Being ready for the deployment of the new TLDs: partially achieved.*
- ✓ *Confirming our progress in Operational Excellence (target 330 EFQM) : achieved*
- ✓ *Reducing our exposure to the highest risks: achieved*
- ✓ *Achieving more than 10% volume growth of the .fr TLD in the course of one year: not achieved*

*The Board congratulated the Executive Committee on its efforts in achieving these ambitious objectives, which depend on a number of outside factors, and subsequently decided to reconsider the weighting of the various objectives.*

*The Board established the following common objectives for the Executive Committee for 2014:*

- ✓ *Maintaining the dynamics of the .fr TLD*
- ✓ *Successfully launching the new TLDs*
- ✓ *Implementing the cost management programme*
- ✓ *Acquiring outside recognition for the excellence approach of Afnic*
- ✓ *Successfully moving and implementing the new organization*

## 5. R&D and promoting Afnic expertise; Scientific Council

*The Board approved the R&D strategy of Afnic planning the development of innovative products and services around Afnic business lines, under the Afnic Labs label. It requested a progress report on the execution of this strategy within a year.*

*The Board, having reviewed the work conducted by the Scientific Council of Afnic, acknowledged its efforts and thanked its Chairman and all of its members for their work. It renewed the mandate of all members of the Scientific Council for three years.*

## 6. Miscellaneous

*On the proposal of the CEO, the Board named Mr. Pierre Vassout as an honorary member of Afnic, on account of the positions he held within the organization for 14 years.*

Signed on February 13, 2014 in Saint-Quentin-en-Yvelines.

Chairman  
Emmanuel Sartorius

Administrator

Recording Secretary  
Virginie Navailles