

# *Board of Directors*

**Decision record of the meeting  
held on February 21, 2013**

*afnic*

## Attendees

### Present Board members

INRIA	Represented by Jean-Pierre DARDAYROL, member of the CGIET at the French Ministry of Economy, Industry and Employment, Chairman of the Board
ACFCI	Represented by Thierry HINFRAY, information system manager, elected representative of User members
ASCIO	Represented by Eric LANTONNET, Sales Manager France-Monaco, elected representative of registrars
INRIA	Represented by Stéphane UBEDA, Technological development manager
MAILCLUB	Represented by Frédéric GUILLEMAUT, COO, elected representative of registrars
Ministry in charge of electronic communications	Represented by Anne-Lise THOUROUDE, head of the network and security office, DGCIS
Conakry University Polytechnic Institute - AGNIC	Represented by Abdoulaye DIAKITÉ, professor, elected representative of corresponding members, International college

### Represented Board members

ISOC France	Represented by Gérard DANTEC, board member, elected representative of User members, who gave a proxy to Matthieu CAMUS
Ministry in charge of Industry	Represented by Mireille CAMPANA, who gave a proxy to Anne-Lise THOUROUDE
Ministry in charge of Research	Represented by Patrick DONATH, Director of Renater, who gave a proxy to Jean-Pierre DARDAYROL

### Other participants

Afnic	Mathieu WEILL, CEO
Afnic	Pierre BONIS, Deputy CEO
Afnic	Marine CHANTREAU, CFO
Afnic	Sylvie LACEP, Continuous improvement manager
Afnic	Julien NAILLET, Communication & partnerships manager
Afnic	Virginie NAVAILLES, executive assistant
Afnic	Philippe Renaut, Information systems director
Afnic	Isabel Toutaud, Legal and Registration Policy Department director
State Modernization Agency	Represented by Perica SUCEVIC, Government commissioner

## Working Papers

### Working papers made available to directors

- ✓ Draft resolutions
- ✓ Presentation material
- ✓ Draft minutes of the meeting of November 13, 2012
- ✓ Memorandum on the values of Afnic
- ✓ Implementation timeline of registry policies
- ✓ Memorandum on the variable compensation scheme of the Executive Committee (CoDir)
- ✓ Executive summary of the study on outsourcing and internalization practices

## Draft agenda

9h00: Welcome and appointment of the Recording Secretary

9h05: Welcome of a new director and approval of the minutes of the meeting held on November 13, 2012

9h15: Update (including values)

9h30: Progress report on Registry Policies

9:40: Strategy to promote the .fr TLD

10h10: Variable compensation of the Executive Committee

10h55: Analytical Methodology (on report of the Finance Committee)

11h10: Budgetary framework for fitting out the premises

11:50: Internalization/outsourcing Policy

24:20: Forming the Application Validation Committee for the elections & extension of the mandate of the Chairman of the Board until the General Meeting

14:50: Program of meetings of the Board

## Decision record

Mr. Mathieu Weill opened the meeting. The agenda was approved.

Ms. Virginie Navailles was appointed Recording Secretary

### 1. Welcome of the new directors, approval of the draft minutes of the meeting held on November 13, 2012

- Draft minutes of the meeting held on November 13, 2012

*The Afnic Board welcomed Mr. Eric Lantonnet, to replace Mr. Peter Cousyn as elected ASCIO member.*

*Following his application, the Board approved the appointment of Mr. Eric Lantonnet to the "Finance and risk management" committee to replace Mr. Peter Cousyn.*

*The minutes of the Board meeting held on November 13, 2012 were approved without modification.*

## 2. The values of Afnic

- Memorandum on the values of Afnic

*Following the development process implemented throughout 2012, the Board approved the document describing the values of Afnic as follows:*

- *Integrity is the foundation of our work*
- *We use our skills to serve the Internet*
- *People are the focus of our work*
- *We form a team dedicated to serving the Internet*
- *We face change with determination and resolve*

## 3. Variable compensation of the Executive Committee

- Memorandum on the variable compensation of the members of the Executive Committee

*The Board approved the variable compensation scheme of the members of the Executive committee. It set the targets for 2013 and the baseline amount.*

## 4. Budgetary framework for fitting out the premises

- Slides 27-33

*The Board decided to create a specific Commitments Committee prior to the launch of the call for tenders for fitting out the premises, consisting of:*

- *Thierry Hinfray*
- *Patrick Donath*
- *Frédéric Guillemaut*

*The Committee was to use an external expert as a scribe.*

## 5. Forming the Application Validation Committee for the elections & extension of the mandate of the Chairman of the Board until the General Meeting

- Slides 39-42

*Pursuant to Article 11 of the articles of association, with a view to the election to the Board of Directors to be held on Friday, June 7, 2013, the Board appointed members to the Application Validation Committee as follows:*

- *Jean-Claude Gorichon, Honorary Member of Afnic, Committee Chair*
- *Stéphane Ubéda, representing the INRIA (French National Institute for Research in Computer Science and Control)*
- *Thierry Hinfray, representing the ACFCI*

*As the mandate of the Chairman of the Board was due to expire on March 24, 2013, i.e. only two and a half months before renewing a section of the Board, the Board decided to extend the mandate of Mr. Jean-Pierre Dardayrol to the Board meeting that was to follow the next General Meeting. Such extension did not constitute a second term.*

Signed on February 21, 2013 in Saint-Quentin-en-Yvelines.

Chairman  
Jean-Pierre Dardayrol

Administrator

Recording Secretary  
Virginie Navailles