

Ordinary General Meeting of 9 June 2023

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Minutes

CONTENTS

- PREAMBLE 3**
- 2. AGENDA 3**
- 3. ATTENDEES..... 3**
- 4. MINUTES..... 7**
 - 4.1. OPENING BY THE CHAIR 7**
 - 4.2. APPOINTMENT OF A RECORDING SECRETARY AND SCRUTINEER 8**
 - 4.3. ACTIVITY REPORT 2022..... 8**
 - 4.4. PRESENTATION OF THE 2022 ANNUAL ACCOUNTS 18**
 - 4.5. AUDITOR’S REPORT 21**
 - 4.6. APPROVAL OF THE ACCOUNTS FOR THE 2022 FINANCIAL YEAR AND APPROPRIATION OF PROFIT..... 23**
 - 4.7. VOTE ON THE 2024 OVERALL BUDGET ALLOCATED TO TRUSTEE COMPENSATION..... 24**
 - 4.8. DISCUSSIONS WITH THE MEMBERS ON THE ASSOCIATION AND THE ASSOCIATION’S PROMISE..... 25**

Preamble

On 9 June 2023 at 10:00 am, the members of Afnic met in an ordinary general meeting at the Campus Cyber, 5 Rue Bellini, 92800 Puteaux and online <https://visio.afnic.fr/b/sop-geq-nim>.

Notice of the meeting, containing the agenda, had been sent on 11 May 2023, electronically, to all members.

The date and place of the meeting, the agenda and the working documents were available in the members' area: <https://members.afnic.fr>.

2. Agenda

- Opening by the Chair
- Appointment of a Recording Secretary and Scrutineer
- Activity report 2022
- Presentation of the 2022 annual accounts
- Auditor's report
- Approval of the accounts for the 2022 financial year and appropriation of profit
- Vote on the 2024 overall budget allocated to trustee compensation
- Discussions with the members on the Association and the Association's promise

3. Attendees

Upon entering the meeting, each member present signed an attendance sheet; for members attending online, a screenshot was taken of the list to identify them and record

their online presence on the attendance sheet. These documents can be consulted at the Afnic Members service.

In total, 50 members were present or represented, 49 of whom were entitled to vote. Those present were counted each time a resolution was voted on.

4 Founding Members represented by two Afnic trustees:

- Inria represented by Mr Godefroy Beauvallet
- Inria represented by Mr Luc Saccavini
- Ministry of Industry represented by Ms Isabelle Amaglio-Terisse
- Ministry of Electronic Communications represented by Ms Mirelle Campana

1 Honorary Member (non-voting):

- Ms Annie Renard, attending online

10 user members, individuals:

- Mr Sébastien Bachollet
- Mr Laurent Bloch
- Mr Sourakatou Ramanou Biaou, attending online
- Mr Antoine Boutignon
- Mr David Chelly
- Mr Alexis Fitzjean Ó Cobhthaigh, attending online
- Mr Benjamin Louis
- Ms Elisabeth Porteneuve, attending online
- Mr Abdel Mchatet, attending online
- Mr François Nguyen, attending online
- Mr Nicolas Pawlak
- Mr David-Irving Tayer

10 User Members, corporations:

- Association E-seniors, represented by Ms Anne-Marie Joly-Bachollet
- Association bzh, represented by Mr David Lesvenan, attending online
- Bibliothèque Nationale de France represented by Mr Vladimir Tybin
- CCI France, represented by Ms Marie-Rose Truong, attending online
- CCI Métropolitaine Bretagne Ouest, represented by Mr Claude Ravalec, having given power to Mr David-Irving Tayer
- INPI, represented by Mr Paul Perpère and Ms Caroline Beauvillain
- ISOC France, represented by Mr Nicolas Chagny, having given power to Mr Sébastien Bachollet
- NOVAGRAAF, represented by Marc-Emmanuel Mellet (present) and Ms Charline Prêt, attending online
- Sparkling, represented by Mr Benjamin Louis

16 Registrar Members (including 1 non-voting):

- Cabinet Germain Moreau, represented by Mr Gaël Mancec
- CSC Corporate Domains, represented by Mr Patrick Hauss, having given power to Mr Arnaud Franquinet
- Domainium, represented by Mr Philippe Franck, having given power to Mr David Chelly
- Domainoo, represented by Ms Emilie Dessens, attending online
- Gandi, represented by Mr Arnaud Franquinet
- Nordnet, represented by Mr Scott Jung and Ms Sophie Engrand, attending online
- One2net, represented by Mr Pierre Geoffroy, attending online
- Orange, represented by Ms Sophie Jean-Gilles
- Ordipat, represented by Ms Jennifer Korn, attending online
- OVHCloud, represented by Ms Emma Caner
- Solidnames, represented by Mr Jean-François Poussard

15 correspondent members of the International College (including 1 non-voting):

- ANSI, represented by Mr Antoine Souroumpo

- CACSUP, represented by Mr Philémon Kissangou
- CAMTEL – Cameroun Télécom, represented by Mr Oumarou Mounpoubeyi
- Centre Reseautic, represented by Mr Raft Razafindrakoto
- CII, represented by Mr Vojo Spahiu
- CNI, represented by Mr Félix Ndayirukye
- INPHB, represented by Mr Souleymane Oumtanaga
- IT-NUM, represented by Mr Wilfried Quenum
- Jeny SAS, represented by Mr Deo Gratias Tonouhewa
- NIC Madagascar, represented by Mr Raft Razafindrakoto
- NIC Mauritanie, represented by Mr Ahmed Salem Cheikh and Mr Ahmedou Haouba
- SAN, represented by Mr Agim Cami, attending online and having given power to Mr Vojo Spahiu
- Transversal, represented by Mr Max Henry
- Webnet Africa, represented by Ms Rita Tshimanga

Also attending the General Meeting:

- Mr Olivier Souillard, auditor, Audit France
- Mr Laurent Toutain, Chair of Afnic's Scientific Council
- Mr Benoit Ampeau, Partnerships and Innovations Director, Afnic
- Mr Pierre Bonis, CEO of Afnic
- Ms Sophie Canac, Head of Associative Governance
- Mr Lucien Castex, Representative for Public Affairs, Afnic
- Ms Clémence Davoust, Events Communication Manager, Afnic
- Ms Caroline Duval-Favre, Purchasing and Finance Director, Afnic
- Ms Marianne Georgelin, Legal Director, Afnic
- Mr Hervé Martin, Human Resources Director, Afnic
- Mr Régis Massé, Director of Information Systems, Afnic
- Ms Virginie Navailles, Head of Transversal CSR Approaches, Afnic
- Ms Mégane Passereau, Assistant to the CEO, Afnic

- Ms Emilie Turbat, Sales & Marketing Director
- Mr Pascal Vella, Head of Digital Communication, Afnic
- Mr Nicolas Vanbremeersch, Spintank
- Mr Pierre-Yves Liberatore, Spintank
- Ms Fleur Bouré, Spintank
- Ms Emma Messuwe, Spintank

4. Minutes

4.1. Opening by the Chair

The ordinary general meeting being lawfully convened, the Chair Mr Godefroy Beauvallet opened the session. He welcomed participants. He welcomed two new Trustees to the Board of Trustees: Mr Boris Dintrans, CEO of GIP RENATER, appointed by the French Ministry of Higher Education and Research, and Ms Isabelle Amaglio-Terisse, member of the General Economic and Financial Board, appointed by the French Ministry for Industry.

Godefroy Beauvallet announced that the agenda would conventionally include the activity report and the financial statements, but also the renewal of the Association's promise.

This year there were no elections, but Godefroy Beauvallet recalled that next year two terms of office would expire.

- For the registrars: GANDI, represented by Arnaud Franquinet
- For the users: ISOC France, represented by Sébastien Bachollet

4.2. Appointment of a Recording Secretary and Scrutineer

Mégane Passereau (Afnic) was appointed recording secretary and Sophie Canac (Afnic) was named scrutineer.

4.3. Activity report 2022

2022: a year of transformations

Godefroy Beauvallet recalled that the main event of 2021 had been the renewal of Afnic as concession holder for the .fr TLD. 2022, meanwhile, saw the implementation of the association's commitments, among which:

- The digital transition: Afnic continued to strive to promote businesses' online autonomy. The objective of 3,000 businesses supported in the context of the *Tous en Ligne Maintenant* ["All Online Now"] support programme was achieved ahead of time. Following this, an extension agreement was signed with Bpifrance. It is important to continue these actions promoting businesses' online autonomy.
- Coordination of the Internet community and participation in governance bodies with entry to ITU and Afnic's involvement with the *Coalition for Digital Africa* programme which was referred to in the sessions of the International College. It is in the context of ITU that Afnic proposes a method for calculating the carbon footprint of the DNS.
- Setting up regular ICANN preparatory meetings with the Ministry of Foreign Affairs, sharing reports of Internet governance bodies with members.
- Afnic continued its efforts to combat abuse so as to ensure that .fr remains a trustworthy TLD with the introduction of new services such as mediation (for a launch in July 2023) and the strengthening of systems for verifying eligibility when domain

names are purchased. And work continues to equip Afnic with tools for limiting cases of abuse on the TLDs that it manages.

- There was intense regulatory and legislative activity, particularly on the subject of cybersecurity. Afnic's teams manage to convey the view of the French Internet community and to make sure they are taken into account by explaining both the roles of the registrars and the technical workings of the Internet, particularly the DNS, so as to be as well prepared as possible in a situation in which laws are difficult to apply in practice. One example is the anti-fraud filtering project, which can take very varied forms.

Godefroy Beauvallet stressed the motivation of the Afnic teams in the major project to switch the .fr to the new registration system on 1 October 2022, following the switch-over of the other gTLDs in 2021, and then in 2023 the takeover of the management of the .ga TLD. This underlines Afnic's ability to take over a complex TLD despite limited collaboration with its former operator.

Lastly, 2022 was an important year for advances in the structuring of Corporate Social Responsibility (CSR). Afnic scheduled an audit for the end of June 2023 to this end with a view to obtaining the CSR Commitment (*Engagé RSE*) label from AFNOR, the French standards organisation. Being an Afnic employee or member means being committed to a responsible digital industry.

The Association

Pierre Bonis observed that the hybrid meeting mode is becoming the norm for all bodies, the result being as follows:

- 5 meetings of the Board of Trustees of which one via video conference
- 1 strategic seminar,
- 2 registrars' and users' consultative committee meetings,
- 2 public consultations
- 1 meeting of the international college and some project meetings,

- 1 General Meeting.

Pierre Bonis recalled that 2022 had seen elections for all three colleges. It was also marked by the re-election of the Chair, Godefroy Beauvallet, for a further three-year term of office.

He thanked members for their commitment and perseverance, especially in the meetings of the consultative committees, which explored a plethora of subjects, particularly in the context of the implementation of the undertakings made by Afnic in its response to the call for tenders for the .fr TLD.

Over the past ten years Afnic has launched very few public consultations: 2022 marked a resumption of these, with two public consultations – notably concerning registry policies.

Operational Working Groups were also used more in 2022 to bring members together, both Users and Registrars in two consultative committees to advance with the Afnic teams on various product and/or service processes. One Operational Working Group was set up for digital identity, then in 2023, two more on procedures for verifying data with registrars and the introduction of graded sanctions for failings.

Lastly, the members of the International College met for two days in Afnic's headquarters to discuss various subjects such as ONDA (the African Domain Name Observatory project), PAR (the ccTLD Registry Empowerment Process project), I2N (National Digital Identity), etc.

Pierre Bonis underlined the work of the Scientific Council, chaired by Laurent Toutain, which gave rise to the Scientific Council Open Days dedicated to responsible digital behaviour, with a 2023 theme of spam-related topics.

Pierre Bonis recalled the annual involvement of the founding members, mainly during the strategic seminar of the Board of Trustees which allowed three new strategic priorities for 2023-2025 to be worked on:

- Consolidate the position as the leader in domain names and the DNS in France and in Europe;
- Maintain .fr as the most dynamic TLD in its market with development of its activity aimed at VSEs/SMEs as the priority targets;

- Be a recognised and useful stakeholder in digital solidarity and a sustainable digital sector.

A very good year for the “.fr” domain

Pierre Bonis indicated that the .fr TLD had passed the 4-million mark in terms of domain names in 2022, with a 2.9% growth in stock and 753,412 new .fr domain names registered. This growth rate exceeds that of the EU as a whole for domain names.

The renewal rate was 83.5%, down from 2021 possibly due to a growth in activity during the COVID-19 period, with fewer renewals expected in 2023.

Market share is constantly increasing and reached 39.4% at the end of 2022.

Afnic’s continued actions in favour of the online presence of VSEs/SMEs and young people

Pierre Bonis stressed that the digital transformation of French businesses was at the heart of Afnic’s missions and made reference to the two programmes promoting online presence.

Tous en Ligne Maintenant [“All Online Now”] is a programme to provide support for businesses over a period of around one month to provide training and help them implement their projects.

In 2022, more than 20,000 VSEs/SMEs took part in a physical or online workshop via the *Foliweb* awareness-raising initiative on how to create a website, a newsletter, improve SEO or choose the right domain name.

For the third consecutive year, the Foliweb Awards rewarded the online strategy of six micro-enterprises, enabling them to develop their activity and ensure its continuity.

In 2022, the support programme for online presence *Réussir-en.fr* [“Succeed with .fr”] was overhauled, both its website and its graphic identity, in order to respond to accessibility standards.

In parallel, Afnic continued to collaborate with France Num and Studio Next on a second season of the programme *Connecte ta Boite* [“Connect your Business”] and the production of new podcast episodes. Added to this are the video tutorials which enrich the programme and provide small enterprises wishing to take the digital leap with information.

Lastly, awareness-raising actions were aimed at the 16-25 age group (in collaboration with student clubs and associations, “train the trainers” sessions through workshops in universities and schools) for online presence, the protection of personal data and the use of domain names.

A new registry system for the .fr domain

Pierre Bonis recalled that the main project in 2022 was the switch-over of the .fr TLD to the new registry system (the biggest switch-over in the history of domain names). This allowed the .fr domain to migrate to a more modern, more efficient, faster and modular registry system.

The migration of nearly four million domain names was carried out in less than twenty-four hours in order to respect the life cycle of domain names.

Development of registry policies to facilitate the fight against online abuse

Pierre Bonis recalled that the fight against abuse is at the heart of Afnic’s concerns and is still gaining in force in a context in which tolerance of abuse is ever diminishing.

The number of requests for verification of holders’ particulars is increasing sharply, a tangible sign of Afnic’s determination to make use of its tool for verifying holders’ particulars, which may result in a domain name’s being blocked or deleted if it can be shown to be involved in abuse.

Pierre Bonis underlined the efforts of the Afnic teams and of the registrars to keep .fr a trustworthy domain.

Afnic's approach to abuse has a threefold objective:

- to retain the trust of .fr users in the national TLD;
- to quickly and effectively put an end to the abusive practices of certain holders, while respecting the rights of each individual and maintaining the necessary neutrality of the registry, both indispensable elements of this trust;
- and to develop our practices, in particular by means of innovation, so that strengthening the fight against abuse is consistent with maintaining the simplicity and competitiveness of the .fr domain, in a context of heightened competition.

Non-.fr activity - Other activities: Generic TLDs:

Pierre Bonis indicated that the growth curve had inverted for the .paris TLD, which was up by 2.86% thanks in particular to commercial and promotional operations carried out in collaboration with the registrars.

The .museum TLD was continuing to grow constantly, with an 8% increase in stock.

The *Cercle des .marque* ["The Brand TLD Club"] continued to meet regularly with brand representatives to discuss custom TLDs, illustrating the dynamism of the community internationally too.

Other activities: training offering

Pierre Bonis indicated that in 2022 Afnic continued its development and its commitment to the transfer of expertise by strengthening its training and support systems financed by Bpifrance under its *Tous en ligne Maintenant* programme.

Afnic's training catalogue, certified by Qualiopi®, now comprises five training programmes, two of which require no prior technical knowledge, the other three being classed as "expert" and much sought after by businesses.

In 2022 Afnic held ten training sessions, as against three in 2021, and trained 40 professionals.

R&D: proximity, engagement and visibility

Pierre Bonis indicated that in 2022 Afnic had taken part in four collaborative research projects and had produced scientific publications, notably on the Internet of Things.

Afnic is involved in three large-scale collaborative projects on the Internet of Things, security, independence and digital sobriety:

- * DiNS: Contribution to the design and development of a functional and open identification and naming architecture to leverage the connectivity of objects on disparate IoT networks
- * PIVOT: Franco-German project on cybersecurity for which Afnic is the French coordinator
- * ENE5AI: On the initiative of and coordinated by Gandi in the context of the plan to relaunch the French 5G, ENE5AI aims to propose an “edge” digital infrastructure for tests in five different environments.
- These projects illustrate the diversity of Afnic’s partnerships.

These R&D initiatives are important (some 10% of Afnic’s revenues are invested in R&D projects) since they form part of the undertakings made to the French State:

- Security and resilience of Internet infrastructures
- Fight against cyberthreats and abuses of the DNS
- IoT and the new “edge” network architectures
- Reduction of the carbon impact of the DNS

The Afnic Foundation

Pierre Bonis recalled that the Afnic teams work all year long to generate revenues with which to fuel the Foundation. This enables the Foundation to finance digital solidarity projects throughout mainland and overseas France.

Thanks to the good results of the .fr domain in 2022, Afnic was able to plough €2,151,000 into the Foundation.

The various themes of the projects supported by the Foundation are: education and training; insertion and employment; health and disability; citizenship; the transformation of organisations; regional development; the environment, habitat and culture.

Projects financed by the Afnic Foundation in 2022:

- €401,700 were paid to 49 structures whose projects aim to train, educate and favour digital mediation,
- €867,100 were paid to 32 associations in the social/solidarity economy,
- €544,750 were paid to four heads of network to finance three-year projects for territory coverage.

2022 was also a year of reflection, in which the Foundation took the time to consider its positioning and its methods of intervention in relation with the foreseeable evolution of usages and needs and seeking complementarity with institutional players operating in the digital sphere.

The Afnic Foundation intends to continue supporting solidarity players, offering a forum to share expertise and knowledge, and encourage dialogue and constant benevolent support.

Social responsibility at Afnic

Pierre Bonis recalled that Afnic had initiated the structuring of the ISO 26000 framework and worked through actions based on pillars of sustainable development.

Afnic is pursuing its development through objectives and the monitoring of their attainment and has put in place a process of continuous improvement.

Social results

Workforce: in 2022, Afnic had 89 employees, 47% women and 53% men, the total number being up by 5% (eight new hires and four departures).

Diversity and equal treatment: in 2022, the index concerning gender equality in the workplace was 98/100, unchanged from 2021.

Skills development: the training budget represented 3.1% of the total payroll in 2022, in line with our commitment to devote 3% of the total payroll each year to developing employees' skills. 48% of employees followed at least one training course.

Employee satisfaction: according to the annual in-house survey, 87% of employees were satisfied with Afnic as an employer and 90% were satisfied with the quality of life at work, both items showing gains of two percentage points relative to the previous year.

Societal results

Afnic Foundation for Digital Solidarity: Out of 267 candidacies received in 2022, the Afnic Foundation for Digital Solidarity supported 81 projects for a total amount of €1,268,800, financed with the profits made from the .fr TLD.

The responses received to the two calls for projects in 2022 - "Digitisation for a More Equitable Society" and "Digital Mediation Workshops" - once again reflected current social and societal concerns, particularly as regards the subjects of support for women, health and sustainable development.

Support for the online presence of VSEs/SMEs and young people: through Réussir-en.fr¹ ("Succeed with .fr") and the Foliweb workshops, more than 20,000 VSEs/SMEs were supported in their move online in 2022 and trained to develop their activities on the Internet, and more than 4,000 young people took part in the workshops organised with our partners on mastering their online presence, particularly on the subjects of their identity and their data.

In addition, more than 1,500 VSEs/SMEs, retailers and traders with limited experience of the digital world took the “*Tous en ligne maintenant*”² training courses organised by Afnic and its partners (digital associations CINOV Digital, Neocamino and La Mêlée, the CPME (Confederation of SMEs), the Auvergne-Rhône-Alpes Region, the CINOV employers’ federation, the insurance brokers’ association Planète CSCA and the AFPA training institute).

Supporting employment and local dynamism: Afnic is committed to a local presence and is determined to put down roots in a dynamic territory.

Environmental results

Afnic’s Carbon Balance Sheet: the Carbon Balance Sheet for 2022 amounted to 690 tCO₂e, up by 8% compared to 2021.

Inputs constituted the main source of emissions, which represented around 66% of the carbon footprint, followed by travel at 13%; energy at 12% and fixed assets at 11%.

Freight and waste together accounted for less than 1% of emissions.

A new plan for reducing greenhouse gas (GHG) emissions

Workshops conducted with the management committee allowed us to draw up a new plan for reducing GHG emissions, targeting the three biggest items of the carbon balance sheet. This roadmap was adopted by the Board of Trustees in November 2022 for implementation as of 2023.

Afnic has also committed to offset its GHG emissions as of 2022 via the contribution to global carbon neutrality.

4.4.Presentation of the 2022 annual accounts

Trends in revenues

Caroline Duval-Favre, Director, Procurement and Finance at Afnic, indicated that total revenues were up by 5.8% at €20,874,000 for the year to 31 December 2022. This growth is mainly in line with that of the .fr TLD (revenue from which was up by 6.2%). It was correlated with the annual growth of the stock of domain names, which stood at 3,996,245 at the end of 2022.

This growth in revenues was brought about in particular by renew operations.

Relative to the budget objectives, revenues from the .fr TLD were ahead by 0.2%, in line with the 0.3% forecast growth in the stock of .fr names.

As regards revenues from other activities, those from French overseas TLDs were up slightly by 1.4%, in line with the increase in the stock of names.

Afnic's revenues from its back-end registry operations were down slightly by 3% as a result of tariff adjustments for two TLDs and the fall in revenues from the .paris TLD despite an increase in the stock.

Revenues from Consultancy and Training increased sharply by 407% to over €52,000.

Trends in operating expenses

Caroline Duval-Favre stressed that operating expenses had increased in line with revenues, i.e. by more than 6.5%.

This increase was primarily due to two phenomena:

- The increase in personnel costs due to an increase in the workforce (eight new hires and four departures) but also to internal promotions and the payment of value sharing bonuses (PPV)
- Gradual resumption of assignments and travel

In parallel, Afnic recorded savings on IT expenses, which are explained by the finalisation of the AVENIR project and therefore of the associated external services.

It should be noted that renewal of equipment and maintenance are heavily affected by inflation and suppliers' rate increases.

Trend in Operating Profit

Afnic's operating profit (before taxes and before endowment to the Afnic Foundation for Digital Solidarity) was positive, despite a slight fall of 4.3% relative to 2021, amounting to €4,227,000 (approximately 20% of revenues), reflecting Afnic's operational performance.

Net profit came to €1,006,172, up 36.6% on 2021.

The amount of the 2022 endowment to the Afnic Foundation for Digital Solidarity was €2,151,409. Since its creation, the ".fr" business had allowed it to be endowed with €16,006,259.

Focus on activities

Operating profit from the .fr domain was stable relative to 2021, with a decline of just 0.4%.

Operating profit from other activities (overseas TLDs, back-end operations and Consultancy & Training) was up by 54% on 2021, which is explained by two main factors:

- reduction of expenses linked to overseas TLDs;
- increased revenues from Consultancy & Training and resolution of the OP3FT dispute.

Workforce

The year 2022 ended with a workforce of 89, up by 5% compared with the end of 2021 (eight arrivals and four departures).

Accumulated surplus

The accumulated surplus at the end of 2022 was enough to cover nearly 15 months of personnel costs, data centre hosting and premises rentals.

Conclusion

Caroline Duval-Favre indicated that the very good results for 2022 allowed Afnic to consolidate the accumulated surplus and to maintain its strategic objectives, and notably for 2023:

- to consolidate its position as the leader in domain names and the DNS in France and in Europe;
- to maintain .fr as the most dynamic TLD in its market with development of its activity aimed at VSEs/SMEs as the priority targets;
- to be a recognised and useful player in digital solidarity and sustainability;
- to bring the multi-actor model of its structure to life.

2023 will also be the year in which Afnic acquires and moves into its new head office.

Godefroy Beauvallet pointed out, however, that there was a mismatch of a few months between the good momentum of revenues during COVID-19 and the associated increase in expenses, which lagged somewhat. This would certainly have an impact on the budget for 2023.

Obligations as an Operator of Essential Services (OES), obligations relating to security and those imposed by the NIS2 Directive are becoming ever-more stringent, leading to additional operating costs (machines, compartmentalisation, shifts, on-call services) and the increased costs of IT services and energy were not absorbed in the full year.

Godefroy Beauvallet also drew attention to the cash position, half of which would be allocated to the acquisition of the new premises.

Sébastien Bachollet, trustee and chair of the Finance Committee of the Board of Trustees, pointed out that Afnic had ended the year 2022 in the black and thus increased the accumulated surplus, but that the objective was to be able to cover expenses ideally for around the next 12 months, not beyond.

Godefroy Beauvallet explained that the acquisition of Afnic's future offices would allow it to reduce the availability of the accumulated surplus without this burdening total assets.

4.5. Auditor's report

Report on the annual accounts

Olivier Souillard, Auditor, read the report on the annual accounts:

“In execution of the assignment entrusted to us by your General Meeting, we have audited the accompanying financial statements of Association Française pour le Nommage Internet en Coopération (Afnic), as attached to this report and as presented for the year ended 31 December 2022.

We certify that the annual statements are, in accordance with French accounting rules and principles, regular and sincere, and give a true and fair view of the result of operations over the past financial year and of the financial situation and assets of the Association at the end of this year. We conducted our audit in accordance with the professional standards applicable in France and we believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

In accordance with professional standards applicable in France, we also conducted the specific checks required by the legal and regulatory texts. We have no observations to make regarding the truthfulness of the information provided in the documents sent to members, particularly the financial presentation made to you.”

The annual accounts were certified without qualification.

Special report on regulated agreements

Olivier Souillard read the special report on regulated agreements:

“We hereby inform you that we have not been advised of any agreement entered into during the past financial year that would need to be submitted for approval by the

ordinary general meeting, and in accordance with the statutory provisions of your association, we have been advised that the performance of the following agreements approved by the ordinary general meeting held during the previous financial year continued throughout the past financial year.”

Trustee compensation

The Extraordinary General Meeting of 20 November 2019 had decided that the elected trustees would receive compensation for the duties entrusted to them, within the limits set annually by the General Meeting.

In accordance with Article 14 of the articles of your association and Article 2.1.5 of its internal regulations, this compensation, which must be requested by the elected trustees, is paid quarterly.

In respect of financial year 2022, the following amounts were paid to the following elected trustees: Mr Sébastien Bachollet: €10,500; Mr Arnaud Franquinet: €10,500; Mr Benjamin Louis (for the first half of 2022): €5,250; Mr Sébastien Almiron (for the second half of 2022): €5,250; Mr Souleymane Oumtanaga: €10,500; Mr Arnaud Wittersheim (for the first half of 2022): €5,250.

In respect of the first quarter of 2023, the following amounts were paid to the following elected trustees: Mr Sébastien Almiron: €2,625; Mr Sébastien Bachollet: €2,625; Mr Arnaud Franquinet: €2,625; Mr Souleymane Oumtanaga: €2,625.

Olivier Souillard thanked Laurence Clément-Zerbib and Caroline Duval-Favre for their welcome and their faultless collaboration in the audits.

Sébastien Bachollet gratefully acknowledged the online presence of Ramanou Biaou, an Afnic member, who had been appointed as a member of the Board of Trustees of the Internet Society, ISOC.

4.6. Approval of the accounts for the 2022 financial year and appropriation of profit

Godefroy Beauvallet submitted to the vote the two resolutions concerning the approval of the accounts for 2022 and the appropriation of the result.

50 members were present in person or online or duly represented, 49 of whom had the right to vote (40% of the total number of members entitled to vote).

The following resolutions were passed unanimously:

Resolution 1: Approval of the accounts for the 2022 financial year

The General Meeting, having heard the report of the statutory auditor and the additional explanations provided orally, approved the accounts for the year ended 31 December 2022 as presented.

The General Meeting gave discharge to the trustees for the performance of their duties during the previous financial year.

Resolution 2: Allocation to the "other reserves and working capital" account

The General Meeting, at the proposal of the Board of Trustees, resolved:

to allocate the accounting surplus for the year of €1,006,172 to the "other reserves and working capital" account.

4.7. Vote on the 2024 overall budget allocated to trustee compensation

Godefroy Beauvallet reminded members that in accordance with the articles of association, the General Meeting must vote each year on the amount to be made available for elected trustee compensation, and reminded them that this concerned only the five elected trustee, not all trustees.

There was no change in amount compared with previous years.

The following resolution was passed unanimously, with one abstention:

Resolution 3: Setting of a maximum annual budget to cover trustees' compensation for 2024.

Having taken due note of the documents provided and following additional oral explanations, the General Meeting set the maximum budget for the compensation of elected trustees so requesting at €52,500 (excl. tax) for the year 2024.

The amount is to be equitably distributed among the trustees so requesting and subject to their diligence.

None of the five elected trustees may receive more than one fifth of this budgeted amount.

4.8. Discussions with the members on the Association and the Association's promise

Sophie Canac, Head of Association Governance, recalled that to be a member of the association meant being at the heart of the "Internet Made in France".

Afnic's ecosystem

The association forms part of an ecosystem comprising a large number of stakeholders in the French digital sector.

Afnic works with direct clients, mainly registrars, but also with indirect clients such as resellers and generic TLD registry clients.

Afnic also maintains regular contact with authorities regulating the activity, such as ANSSI (the French Cybersecurity Agency) and ICANN, and also with rights holders, .fr domain name holders, the scientific community, professional associations and partners.

The Association's governance

The members are divided into five colleges:

- The founding members
- Honorary members
- Registrars
- Users (legal and natural persons)
- The International College, which brings together our French-speaking counterparts, for the most part in Africa

The Association's various bodies

The association has statutorily put in place decision-making bodies and functions:

- General Meeting
- Board of Trustees
- Chairman
- Chief Executive Officer

And also consultative bodies!

- Users' Consultative Committee
- Registrars' Consultative Committee
- International College

The Scientific Council, while not statutory, has a consultative say through its chair, who is invited to meetings of the Board of Trustees.

Association members in June 2023

In June 2023, the association had 128 members, broken down as follows:

- 5 founding members
- 8 honorary members
- 19 members of the International College (no changes)
- 40 registrar members (one cancellation – ceased to be registrar but rejoined as a User)
- 56 User members of which 28 natural and 28 legal persons (four new and four cancellations, one of them due to disappearance of the entity)

Review – A model that has proven stable for some fifteen years

For the College of Registrars: One in ten of the accredited registrars for the .fr TLD is a member of the association, and these registrars hold around 81% of .fr domain names.

Registrar members come from varied business backgrounds: for example, some specialise in brand protection and intellectual property, others in the secondary market.

Around 40% of the members of this college are highly active within the association, taking part in association bodies, working groups, etc.

Although minutes are published in the members' area in both French and English, all meetings of the association's bodies are in French only. This sometimes limits the participation of English-speaking registrars.

As regards the Users College, which is composed of 57 members divided equally between private individuals (natural persons) and corporate entities (legal persons) with varied interests (Internet specialists, registries, institutions, influencers, lawyers, intellectual property consultants, etc.), 35% of these members are very active within the association.

Lastly, the International College is composed of 19 members representing 15 countries. Its functioning differs from that of the other colleges in that it tends to operate in cooperative mode with multi-year projects supported by Afnic.

Member statistics

As regards the numbers of the various kinds of members, the number of registrars has been fairly stable for the past ten years or so. On the other hand, Afnic has seen a gradual increase in the number of User members.

As for years of membership, most members are loyal to the association, the majority having been members for more than 15 years; the Users College has seen more regular new entrants over the past three years.

Participation in the bodies and voting in the General Meeting

The General Meeting tends to attract most members when elections are to be held.

However, the introduction of electronic voting has led to an increase in voter participation and involvement of members in the General Meeting.

All appointed and elected members of the Board of Trustees participate actively in Board and committee meetings.

Consultation 2012–2023

Since 2012, Afnic has held 25 sessions of the consultative committees and three themed webinars (one at the end of 2022 on CSR and two in 2023 on the reports of the Internet governance bodies and on the domain names market.)

In all, 62 consultation subjects and 83 information subjects were addressed in consultative committee meetings. This shows the importance of bringing members together to address these subjects.

Sophie Canac also recalled that Operational Working Groups (OWGs) continued, with two main subjects for 2023: common solutions for verifying holders' particulars and graduated sanctions linked to abusive domain names.

Review – The Association's promise

The Association's promise is centred on the contribution of its members to the "Internet made in France".

Since 2014, Afnic had put in place certain innovations for its members:

- Extraordinary Consultative Committees enabled stakeholders, not just members, to come together to discuss more general subjects.
- OWGs allowed members and staff to make tangible progress on projects.
- In 2018, Afnic set up a specific website dedicated to members where they can find all the preparatory documents and minutes of governance bodies' meetings.
- In 2019, remuneration was established for elected trustees with a view to promoting involvement in the association and making it more attractive.
- Increase in hybrid participation and online voting.
- In 2023, the new Newsletter published by Afnic addressed public decision makers; members were given a preview.

Interaction among members

Members come together once a year for the General Meeting.

Elected and appointed members of the Board of Trustees meet about five times a year including once for the annual strategic seminar.

The Users and Registrars Colleges meet twice a year for the consultative committee sessions.

Lastly, the International College attends a two-day work session once a year at Afnic's HQ.

Over and above the association meetings, members can meet on other occasions such as the annual dinner, the FGI (French Internet Governance Forum) which Afnic co-organises, the JCSA (Afnic Scientific Council Open Day), etc.

The future of the association and member services

The questions that arise for Afnic, particularly in its capacity as registry office for the .fr TLD:

- Is our association-based model sufficient and representative of our duty of dialogue/consultation as regards the .fr TLD?
- But Afnic is not just the .fr TLD, and even the Articles of Association have more to say on this subject...
- What are the expectations (needs) of Afnic as regards its members? And should it have these expectations?

Vis-à-vis members and their expectations:

- What is the difference between a commercial relationship and the member relationship?
- What kinds of expectations do members have (reduced charges on certain Afnic services, content, decoding, etc., by theme or amassed)?
- More meetings, networking? More face-to-face, more video for other things?

- How best to make use of and showcase the expertise of those of our members who wish to become involved?
- More differentiation among members or more global?

It is important for Afnic to catalogue members' feedback and use it to propose changes, in preparation for the Board of Trustees seminar which will deal with the renewal of the Association's promise at the end of September.

Sophie Canac also announced that a questionnaire would be sent to members following the General Meeting.

Godefroy Beauvallet recalled that this subject regarding the association had only just begun. Following the ideas gathered from the questionnaire and the survey that will be carried out this summer by our partner, the Board of Trustees will work on the topic during the seminar, but this work will not end here, and the Board will come back to members to test more directly operational ideas.

Godefroy Beauvallet again thanked all the participants in the General Meeting for their presence, in person and online, and declared the meeting closed at 12:45 pm.

Drawn up in Puteaux on 9 June 2023

The Chair,

Godefroy Beauvallet

The Recording Secretary,

Mégane Passereau

The Scrutineer,

Sophie Canac