ISOC Switzerland Chapter Inaugural Meeting

22 April 2012, ISOC Geneva Headquarters, 20:00 – 23:40

- **Present:**
    - Delage Alexandre
    - Pitoiset Laurent
    - Staub Werner
    - Gagliano Roque
    - Engelson Boris
    - Gajewski Jacek
    - Dittler Hans Peter
    - Cieslak Marcim
    - Iwaszkiewicz Jan
    - Misiowiec Marek
    - Labbé Martin
    - Chenou Jean-Marie
    - Höneisen Bernhard
    - Pallotta Vincenzo
    - Radu Roxana
    - Galati Federico
    - Chevallier Michel
    - Baazia Riad

Guests: Sabrina Wilmot (ISOC), representatives of ISOC chapters (Germany, France, Poland) and one ISOC chapter in formation (Azerbaijan)

- **Agenda of the Inaugural GA**
    1. Welcome
    2. Election of Inaugural GA Officers
        a. Two Vote Counters
        b. Chair of Inaugural GA
        c. Secretary of Inaugural GA
    3. Agenda Bashing
    4. Decision on Formation of an Association
    5. Statutes
        a. Selection of Variant
        b. Voting on (pre-submitted) <u>Change Requests</u>
        c. Final Acceptance of the Statutes
    6. Declarations to join the Association
    7. Elections
        a. Board (or Interim-Board)
        b. Oversight Committee
        c. Head Office (if applicable)
    8. Action plan / activities
    9. Decisions on membership fees
    10. Tasks for the Board
    11. Miscellaneous
    12. Closing

- **Opening statement**
  - by Jasek Gajewski - the request for creating the Swiss chapter was accepted since November, without any objections.

- **For the present meeting:**
  - scrutiny committee– 2 persons: Michel Chevallier, Marcim Cieslak
  - chair of the meeting: Bernie Höneisen
  - secretary: Roxana Radu

- **Tour of the table with brief introduction of those present**

- **Introduction of the agenda: no change requests - agenda approved**

- **Voting on the formation of the ISOC Switzerland Chapter:**
  - consensus voting
  - Engelson: suggestion for a Lemanique chapter

- **Discussion of the 3 different statute proposals**
    A) All in one: Swiss legislation + ISOC requirements (1 document, 1 section; but might lead to legal conflicts (Swiss law vs. ISOC rules)
    B) One section each (positive aspects: no legal conflicts between ISOC and Swiss law; most flexibility; clear separation; negative aspect: 2 different sections)
    C) Two documents (positive aspect: no legal conflicts; negative aspects: might lead to inconsistencies; there are 2 separate documents)

  - ➢ **Questions:**
    - Gajewski: does the B variant entail any incompatibility if everything is in the same document?
    - Höneisen: for the Swiss legislation there is a 2/3 majority requirement for changes, whereas for the ISOC requirement the Board can adjust it.
    - Member: Is there a European chapter for ISOC?
    - Gajewski: there are 25 chapters in Europe, and there is a discussion forum for them, but nobody has the right to represent all of them together.
    - Member: an important distinction reflected in the statute variants is that the Swiss legislation part is binding by general constitution, whereas the ISOC requirements part is binding by contract.
    - Staub: the ISOC requirements could be seen as the internal document that could be changed, then I am in favour of version C, keeping them separate.
    - Palotta: let's look at the actual clauses of the statutes
    - Gajewski: changes to Bylaws in the final part of the blue document
    - Höneisen: needs to be changed in reference with the blue part of the document

- o Staub: how are changes to the statute going to be made? Physically meeting or by electronic vote? Electronic voting should be included in the statute.
- o Member: One clarification: 2/3 majority required to modify anything refers to 2/3 of those present
- o Chevallier: if there is no quorum, there should be more specification about physical presence

➢ **Voting for choosing the final version of the statutes**
   a) Voting for choosing between variants B and C as the main counterproposal to A:
      - o *For counterproposal B: 12 in favour*
      - o Fo*r counterproposal C: 0 in favour*
      - o *Abstentions*: 8
   b) Voting the final version between variant A and counterproposal B:
      - o For *variant* A: 4 in favour
      - o *For variant B: 9 in favour*
      - o *Abstentions*: 6

➢ **Discussion of the paragraphs (one-by-one) of the statutes (variant B)**
   Observations:
   - o 'seated in Zurich' should be changed (later on) to reflect the variation in the Swiss regions
      - ▪ Request of order for moving on to par. 2: 12 votes in favour
   - o Letter of affiliation agreement of ISOC with the chapter in progress
      - ▪ "The chapter shall be" rather than 'is', since ISOC CH is not licensed today ; but the organization exists even if ISOC doesn't accept it as a chapter
      - ▪ Sabrina Wilmot: ISOC by-laws template mentions "'shall be called"
      - ▪ Motion to move on to discuss the rest: majority voting
   - o Par. 6: ''students must be registered as full-time students'' – can be left to the GA to decide
   - o Par. 7: voting on the new version: the Board should decide on accepting membership, rather than the GA
   - o Raising a point of order to only discuss the articles that have changes: majority vote
   - o Basic remarks and requests for further change have been made for the next GA:
      - ▪ Par. 7 – votes in favour: 10; against: 1; abstentions: 4
      - ▪ Par. 13: consensus for accepting the change
      - ▪ Par. 14: consensus for accepting the change
      - ▪ Par. 17: consensus for accepting the change
      - ▪ Par. 21: consensus for accepting the change
      - ▪ Par. 23 (2): consensus for accepting the change

➢ **Vote on accepting the statutes:**
   - o in favour: 19, against: 0, abstentions: 2

- **Signing the list of funding members (18 present)**

- **3 new applications for membership**
  - Kummer Markus, Simao Ilda, Wyden Guelpa Anja
  - accepted by majority voting
  - Observation made about approving the membership of public servants– questioning whether that is conflictual with their official position at the time of the application; reply that they apply as individual members to the ISOC Switzerland Chapter

- **Changes in the bylaws (ISOC requirements):**
  - majority vote for discussing only the specific changes
  - "Additional responsibilities of the Board" – change accepted by majority voting

  - ➢ **Voting on the entire by-laws (ISOC requirements) document:**
    - approved by majority voting

- **Elections:**
  - Proposal for voting on interim board (Roque Gagliano): majority voting (14)

  INTERIM-BOARD (until next GA) – a total of 17 casted votes
  - *Chairperson*: Bernie Höneisen (4 votes),
    Vincenzo Palotta (10 votes), abstentions (3)
  - *Vice-chair person for internal affairs*: Vincenzo Palotta (3 votes),
    Bernie Höneisen (10 votes), abstentions (4)
  - *Vice-chair person for external affairs:*
    Federico Galati (15 votes), abstentions (2)
  - *Treasurer*:
    Roque Gagliano (14 votes), abstentions (3)
  - *Secretary*:
    Alexandre Delage (14 votes), abstentions (3)

  OVERSIGHT COMMITTEE:
  - 2 permanent members (**Jean-Marie Chenou, Martin Labbe**)
  - 1 *stand-by* member (**Michel Chevallier**)
  approval by majority voting

  HEAD OFFICE:
  - Proposal: the Board decides on the location of the head office – approved by majority voting

- **Activities of the chapter**
  - presentation by Vincenzo Palotta
  - Agree on 1-3 themes that are aligned with ISOC goals
  - Select 1-4 'smart' objectives for each theme
  - Identify who is in charge of each objective
  - Identify the resources to achieve these objectives

- All issues emphasized in the survey conducted for choosing the most appropriate activities: educational activities, networking, enabling access for under-served communities, support for technology to younger people, new digital divide, security, ipv6, web 2.0, ict4d, evolution of the DNS
- 3 broad themes: security, accessibility, standards theme (for each a leader and members)
- Critical to the success of the chapter is sponsorship (Outreach committee: leadership, action plan and networking)
- Cieslak: proposing attending the mailing list of Wikimedia and suggesting attending the ITU conference in Dubai at the end of 2012
- Gagliano: identify 1-2 impact activities for relatively short term
- Cieslak: presence at the ITU Dubai meeting could be a 'quick win'
- Gagliano: activities of ISOC could include the oversight of different policy processes, explaining for children how internet really works
- Palotta: we need an implementation team for all the good ideas
- Gajewski: this is still an interim board – proposal for a Webex meeting with other chapters
- Engelson: internet is about the easiness of content creation; core values might be challenged as different internet generations come forward in the governance process; the different constituencies are not the same, since the internet was originally designed as a technical community but now it is perceived as a social issue

- **Membership fee**
  - vote by majority for introducing a fee; vote by majority that the Board is to be deciding on the amount of the membership fee

Closing of the meeting