

NANOG Board of Directors

February 19, 2021/Board Conference Call

1:00 p.m. EST

Tina Morris, Chair	Edward McNair, Executive Director
David Siegel, Vice Chair	Darrieux Harvey, NANOG Staff
Susan Forney, Treasurer	Claudia Bristol, NANOG Staff
Benson Schliesser, Secretary	Valerie Wittkop, NANOG Staff
Vincent Celindro, PC Liaison	
Patrick Gilmore, Board Member	
Catherine Gurkinsky, Interim PC Chair	

Start time: 1:03 p.m. EST

Roll Call / Call to order/ Agenda Review:

The Chair called the meeting to order, reviewed the agenda, and accommodated requests for additional agenda items.

Onboarding Packet for Board:

The Board reviewed the following items:

- Confidentiality and Nondisclosure Agreement
- Conflict of Interest Policy
- Certificate of D&O Liability Insurance
- D&O Summary

Confidentiality and Nondisclosure Agreement needs to be signed when newly elected to the Board. Conflict of Interest forms need to be signed annually or if circumstances change to create a potential conflict. It was acknowledged that forms may need to be executed multiple times in the first quarter of each year, in the event of a PC Chair being elected to the Board with an Interim PC Chair being replaced by subsequent PC election.

The Executive Director planned to send forms needing signatures to each Board member, utilizing Docusign for electronic signatures.

Minutes Review:

The Board reviewed the Members' Meeting minutes from 11 February 2020 and 20 October 2020. The Board unanimously approved both documents except for one abstention by Benson who was not present at the February 11, 2020 Member Meeting.

The Board unanimously agreed to review and approve the minutes from other Board meetings via email.

Executive Director Report:

NANOG 81 - The Executive Director and staff reviewed the registrations, sponsorship revenue, and donations made during the registration process. The Board discussed the meeting survey results, and found that respondents were overall pleased with the virtual platform and meeting content.

Outreach - The Executive Director and staff reviewed the upcoming schedule of Outreach activities, including registration statistics.

NANOG 82 (*June 14-16, Minneapolis*) - The Board reviewed the status of venue restrictions due to the pandemic, and the potential impacts of holding NANOG 82 with an in-person meeting component. The venue hotel has agreed to allow cancellation without penalty, and a decision was not needed immediately. The Board agreed to continue monitoring the situation and to take a vote on the in-person meeting component at the next Board meeting. Staff reviewed plans for soliciting presentations and managing expectations around in-person versus virtual formats.

NANOG 83 (*October 4-6, Toronto*) - The Board reviewed the status of venue and national restrictions due to the pandemic. The venue hotel offered to allow NANOG to rebook the venue to different dates in 2024, with favorable financial implications. The Board agreed to consider this option and make a decision during the June Board meeting.

Virtual Meeting Code of Conduct:

The Board reviewed feedback from legal counsel regarding the NANOG Code of Conduct, its applicability to virtual meetings, and related organizational liability risks. Counsel advised that NANOG's current policy provides adequate protection. The Executive Director proposed an additional disclaimer for virtual meetings to reinforce this protection.

Legal Review for Underage Participants and Speakers:

The Board reviewed feedback from legal counsel regarding participation by minors in NANOG meetings, especially in virtual meetings and/or video recordings. Counsel advised that the federal standard for video content is age 13 and above. The California standard, which is the most restrictive in the US, is age 16 and above. Counsel recommended modifications to NANOG's Video Release Form with the addition of parental/guardian signatures for participants under the age of 18.

Other Business:

The Board discussed questions from a NANOG sponsor regarding pandemic precautions.

The Board discussed internal processes and mechanisms for managing board activities.

The Executive Director discussed plans to fill recently vacated staff positions.

The Chair announced the next scheduled meeting was scheduled for Friday, March 19, 2021 from 1 p.m. to 3 p.m. EST and adjourned the meeting.

End time: 2:10 p.m. EST