

**PACIFIC TELECOMMUNICATIONS COUNCIL
BOARD OF GOVERNORS MEETING**

Joint Meeting of the 2004-2005 and 2005-2006 Board of Governors
January 15, 2005

Location: Honolulu, Hawaii

Participants: Bruce Drake, Robert Walp, Seiichi Tsugawa, Tim Shea, Richard Nicholson, David Lassner, Robert Mao, Ken Zita, Kenji Saga, Rick Cho, Hansuk Kim, Thomas Cooper.

Guests: Mark Lopianowski (AC Chair), Gregg Daffner (AC Vice Chair), Steve Rich (Coudert Brothers), Rick Knowlan (Knowlan), Bob Bissell (Industry Canada).

Meeting Commenced at 1:00 PM

1. Welcome by Bruce Drake:

- 1.1. Bruce Drake welcomed all attendees to the meeting. He qualified that decisions taken during this meeting would be ratified by the new Board of Governors at the next meeting, scheduled to meet Thursday, January 20, 2005.
- 1.2. Bruce indicated that there were positive signs that the PTC is growing: membership is now over 425 from 395 and conference attendance is expected to reach over 900.
- 1.3. Each of the BG members introduced themselves.

2. Agenda:

- 2.1. As Tim Shea was to speak later in the day, the item on fee structure was moved to item 4 of the agenda. Also to provide an early opportunity for Rick Knowlan to speak, discussion on PTC Mission and Vision was moved to item 5.

3. Approval of Outstanding Minutes:

- 3.1. September 1, 2004 – Approved
- 3.2. October 6, 2004 – Approved
- 3.3. November 3, 2004 –Approved with correction to the spelling of Sharon Nakama's name.
- 3.4. Mid-year – No minutes are available. Bruce summarized the critical decisions made at the meeting:
 - The BG decided to support the hiring of an Executive Director; no other expenditure items were approved.
 - The BG determined to move ahead on a review of the Mission and Vision at a measured pace
 - The fee structure as developed by Mark Hukill and Tim Shea would be presented to the BG and the members for consideration.

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4. Proposed Fee Revision and Discussion – Tim Shea

- 4.1. Tim reported that Mark Hukill and he had reviewed 5 other non-profit organizations in the process of developing the proposed fee structure. He reiterated that the current structure is complex, that fees have not been raised in the past 12 years, that there has been an increase in operating costs, inflation, and the demand for PTC services. In summary, the proposal as provided to the BG includes:
 - a general increase in fees for most categories;
 - a streamlined number of categories for profit and non-profit organizations;
 - two “super” categories.
- 4.2. The BG members indicated concerns about the value of membership in the PTC in respect to an increase in fees, the financial impact on members, the potential loss of members, the potential for alternate solutions including an incremental and targeted increases.
- 4.3. The BG took the position that the item is still under discussion and there is a need for further consultation. The proposal will be discussed with the membership at the annual members meeting on Sunday, January 16, 2005.
- 4.4. The BG agreed that a final decision on the fee structure is needed in the next few months.

5. Mission Vision

- 5.1. Rick Knowlan, a consultant hired to facilitate the review of the PTC Mission and Vision discussed the process used to gather input to date. He discussed the results of the meeting that morning (January 15, 2005) held with a variety of “volunteers” including PTC members, BG members and AC members. He noted that most parts of the current Vision and Mission statements were incorporated in the statements that were developed during the exercise that morning.
- 5.2. Some BG members expressed that there were larger issues to deal with including the PTC position on the Tsunami, membership and the digital divide. Others indicated that it was good to reaffirm the existing M-V statements and update them. There was general consensus that there is a need to close the issue soon.
- 5.3. Rich Knowlan recommended that there is a need to finalize the MV soon and connect it with a strategic plan. He will provide the results of the morning session within a few days.

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6. Outgoing BG Executive Reports & Discussion

6.1. Presidents Report (Bruce Drake)

6.1.1. Bruce Drake provided the BG members with the PTC Presidents report(attached). He highlighted:

- the financial repositioning of the organization as a result of the cost cutting measures initiated by Hansuk Kim has resulted in the organization staying in the black but that this is not where the organization wants to stay;
- that the lack of an executive director was supplanted by the use of volunteers;
- that while the PTC is in the midst of hiring an Executive Director there is continued restraint in all other areas of PTC operations;
- the PTC Mission Vision is under review.

6.2. Vice President / BG and Secretariat (Robert Walp):

6.2.1. Robert reported that:

- the Secretariat is currently one half of its size as of two years ago;
- the cost cutting measures have resulted in an improvement in the bottom line of the organization;
- Sharon Nakama is to be commended for the efforts that she has put forth despite significantly reduced resources;
- the PTC passed the increasingly strenuous financial audit required by US legislation;
- that on behalf of the Secretariat, he looking forward to the addition of an Executive Director to help relieve some of the pressures.

6.3. Secretary (Seiichi Tsugawa)

6.3.1. Seiichi reported on the progress made with the China Chapter. All documentation required for the formation of the Chapter has been duly signed including the licence agreement and the application agreement.

6.4. VP Conference (David Lassner)

6.4.1. David reported on the current status of the PTC '05 conference:

- The number of conference registrants is expected to exceed 900. This is a 10 percent increase over the previous year and the first year of increase after a four year decline. There are about 2000 "other" people in the hotel associated with the conference activities.
- There are 40 company sponsors, 50 exhibits and 200 speakers;
- The number of managed sessions and invited speakers has been increased and the groupings of the sessions improved.

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- The closing plenary topic has been changed to the timely topic of Tsunami disaster recovery warning systems.
- The Canadian Communications Research Centre is managing the Broadband Playground.
- The ICF will announce the seven finalists for the Intelligent City award during the conference.
- Open source software using refurbished computers is being demonstrated. Such a system could be used in developing countries.
- Free time on Tuesday afternoon has been reinstated to permit committees or special groups to meet mid-session. David noted that one such meeting would be one on disaster recovery and managed by Tony Gardiner.

6.5. Treasurer (Tony Gardiner)

- 6.5.1. Tony reviewed the most currently available financial statement (November 2004). He indicated that Conference registrations and sponsorships comprised 70 percent of the PTC revenue. (attachment).

7. Advisory Council Chair's Report (Mark Lopianowski/Gregg Daffner)

- 7.1.1. Mark reviewed the report prepared for the meeting (attachment) including the functions and status of the AC. He included the purpose and functions of the Succession Planning Committee (SPC). He indicated that over the past year the AC has been involved in the Mission/Vision process and the development of the draft budget
- 7.1.2. Gregg reiterated that the AC was to advise the BG. He expressed that there was frustration on the part of the AC in that they felt they could be used more.

8. Election of BG Officers (Mark Lopianowski)

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- 8.1. Mark Lopianowski conducted the election of BG officers for the 05/06 fiscal year: The election results are as follows:
- President – Bruce Drake
 - Vice President/Deputy Chair & Secretariat Liaison: Robert Walp
 - Vice President / Conference Chair: Ken Zita
 - Vice President / Treasurer: Anthony Gardiner ; Rick Cho will assist.
 - Secretary: Seiichi Tsugawa

9. Comments from Incoming President

- 9.1. Due to time constraints Bruce Drake, the incoming president reserved comments until the Thursday meeting of the BG.

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10. Other:

10.1. Location of 05-06 Midyear Conference

10.1.1. A number of options were discussed but no conclusions were reached. It was agreed that a partner for the event is required

9.0 Next Meeting

The next meeting is scheduled for Thursday, January 20, 2005 .

The meeting closed at 4:30 PM