IASA 2.0
IETF Administrative Support

IETF 101 (London 3/2018)

Note Well

This is a reminder of IETF policies in effect on various topics such as patents or code of conduct. It is only meant to point you in the right direction. Exceptions may apply. The IETF's patent policy and the definition of an IETF "contribution" and "participation" are set forth in BCP 79; please read it carefully.

As a reminder:
By participating in the IETF, you agree to follow IETF processes and policies.

If you are aware that any IETF contribution is covered by patents or patent applications that are owned or controlled by you or your sponsor, you must disclose that fact, or not participate in the discussion.

As a participant in or attendee to any IETF activity you acknowledge that written, audio, video, and photographic records of meetings may be made public.

Personal information that you provide to IETF will be handled in accordance with the IETF Privacy Statement.

As a participant or attendee, you agree to work respectfully with other participants; please contact the ombudsteam (https://www.ietf.org/contact/ombudsteam/) if you have questions or concerns about this.

Definitive information is in the documents listed below and other IETF BCPs. For advice, please talk to WG chairs or ADs:

BCP 9 (Internet Standards Process)
BCP 25 (Working Group processes)
BCP 25 (Anti-Harassment Procedures)
BCP 54 (Code of Conduct)
BCP 78 (Copyright)
BCP 79 (Patents, Participation)
https://www.ietf.org/privacy-policy/ (Privacy Policy)

I E T F

Agenda

- 13:30: Administrivia
- 13:35 :Review of legal options (design team)
- 14:00: draft-hall-iasa2-struct-00 (Joe)
- 14:20: Discussion
- 14:40: Way forward (Alissa)

Note Takers and Jabber Scribes

Bashes?

Legal Structure Options

	draft-haberman's "Independent Organization"	draft-haberman's "ISOC Subsidiary"		draft-haberman's "IASA++"
	Legal memo's "Independent org"	Legal memo's "Type I Supporting org"	Legal memo's "LLC"	Legal memo's "Activity of ISOC"*
I. Governance				
a. Would ISOC be required to be involved in appointing board members of IETFAdminOrg (IAO)?	No	Yes. ISOC to appoint majority of IAO Board members, perhaps upon IETF recommendations.	No. ISOC can delegate responsibility for appointing all IAO Board members to IETF bodies, but retain ultimate control of the LLC.	Yes, as today.
b. Can IAO Board hire and fire the IAO Exec Dir?	Yes	Yes	Yes	No
c. Is ISOC liable for IAO's debts and obligations?	No	No	No	Yes
II. Finances and fundraising				
a. Can IETF funds be held in a bank account separate from ISOC funds?	Yes	Yes	Yes	Yes
b. Can donors write checks to IAO?	Yes	Yes	Yes	No
c. Would IAO need to maintain its own non-profit status?	Yes	Yes	No	No
III. Administrative complexities				
a. Would IAO need to conduct its own audit?	Yes	Yes	No	No
b. Would IAO need to file its own form 990?	Yes	Yes	No	No
IV. Staffing				
a. Can IAO Exec Dir hire and fire staff and contractors without ISOC approval?	Yes	Yes	Yes	No

* In this column, IAO == IASA and IAO Exec Dir == IAD.

Decisions

- Seem to be two popular choices here: are we ready to choose between them?
  - Or is more discussion needed
- ISOC Subsidiary choices
  - Support for the Type I Supporting Org?
  - Support for the LLC?

Some Draft Charter Text

The arrangements relating to administrative support for the IETF (referred to as the "IETF Administrative Support Activity" (IASA) [RFC4071]) were created more than ten years ago, when the IETF initially took charge of its own administration. The arrangements have served the IETF reasonably well, but there have been **considerable changes in the size and scope of the IASA work**, in the world around the IETF, and in the IETF community's own expectations since the creation of IASA.

As documented in [**draft-haberman-iasa20dt-recs-01**], the current administrative arrangements are facing a number of challenges. The range of IETF administrative tasks have grown considerably; the IASA organizational structure is not as clear, efficient, or as fully resourced as it should be; the division of responsibilities between the IETF and ISOC continues to evolve; expectations about transparency have changed; and the IETF faces continued challenges related to funding IETF activities against a backdrop of increasing costs and lack of predictability in our funding streams.

In November 2016, the IETF Chair launched a project in the community to **re-assess the IETF's administrative arrangements**. Since then, the IETF community has discussed the challenges we face, the properties we expect from future arrangements, options for the legal structure of future arrangements, and options for the organizational structure of future arrangements.

Some Draft Charter Text (2)

For legal purposes, IASA is currently organized as an activity of ISOC. Among multiple legal structure options considered by the IETF community, the **community has elected to create a new limited liability corporation (LLC) that is a disregarded entity of ISOC** (i.e., it is treated as a branch or division of ISOC for tax purposes) to house the administration of the IETF. ISOC supports this plan.

This working group is chartered to document the normative changes to IETF administrative structures and processes necessary to effectuate this change. **The main deliverable will be a document that obsoletes BCP 101**. The working group may produce other supporting documents as necessary to achieve its charter objective. In parallel, the legal documents necessary to establish the LLC will be developed outside the working group with the support of legal counsel. These documents will not be products of the working group, but this working group will be the venue where these documents will be presented to the IETF community for review and discussion before they are finalized.

Aside from instances where they presently relate to IASA, it is outside the scope of this working group to consider any changes to anything related to the oversight or steering of the standards process as currently conducted by the IESG and IAB, the appeal chain, the confirming bodies for existing IETF and IAB appointments, or the IRTF.

IAOC

receives input from

oversees

works with

Committees
Finance
Meetings
Tech Mgmt
Legal
RFP

IAD

manages contracts

works with

ISOC Support
Sponsorship
Communications
Accounting
Admin
Contracts

Tools
Volunteers
Contractors

Network
Volunteers
Contractors

Legal

interacts with

RSE

Secretariat

Community

ISE

IANA

reviews contracts

IESG

IAB

Legend: **Contractor** **ISOC** **Community or mixed**

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