

Supporting Information

Resolution 1

By-law	Current provision	Proposed amendment	Rationale
30(i).	<p>The main functions of the Executive Council are:</p> <p>...</p> <p>i. to elect the Director General.</p>	<p>The main functions of the Executive Council are:</p> <p>...</p> <p>i. to elect <ins>appoint</ins> the Director General.</p>	<p>Director General as appointed position</p> <p>The Director General is appointed by the Executive Council through a formal vote (election) of the Executive Council. This change would not impact how the Director General is appointed; however, it would ensure that the Director General is not unintentionally impacted by the term limits applying to Executive Council members elected by the APNIC Membership.</p>
31.	<p>The first Executive Council shall be composed of five members who shall be appointed by the Director General. From the time of completing the Executive Council elections at the first AGM, the Executive Council shall be composed of seven members elected at AGMs in accordance with the provisions of these by-laws.</p>	<p>The first Executive Council shall be composed of five members who shall be appointed by the Director General. From the time of completing the Executive Council elections at the first AGM, the Executive Council shall be composed of seven members elected at AGMs in accordance with the provisions of these by-laws.</p> <p><ins>The Executive Council shall be composed of seven members elected at AGMs in accordance with the provisions of these by-laws.</ins></p> <p>a. <ins>Subject to by-law 32, each Executive Council member elected after 1 January 2027 will be elected for a term of office</ins></p>	<p>Deletion of current by-law 31</p> <p>The current text of by-law 31 addresses circumstances only relevant to the first Executive Council and limits the Executive Council to seven <i>elected</i> members. The limit of seven is retained in the proposed new by-law 31.</p> <p>EC term and term limit These amendments would extend the term of an Executive Council member from two years to three years and introduce a term limit of three consecutive terms. An Executive Council member who has served three consecutive terms would be</p>

		<p>commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the third AGM after their election.</p> <p>b. An Executive Council member may not be elected for more than three consecutive terms. An Executive Council member who has been elected for three consecutive terms will be eligible for re-election at the AGM in the calendar year following the end of the third term for which they were elected.</p> <p>c. Notwithstanding by-law 31(b), this by-law 31(c) shall apply to those Executive Council members in office on 1 January 2027. Such Executive Council members may, by exception, be eligible to be nominated and be elected for additional consecutive terms, provided that:</p> <ul style="list-style-type: none"> i. where an Executive Council member has already served nine or more consecutive years as at the first AGM after 1 January 2027, one additional term is permitted; ii. where an Executive Council member has served less than nine consecutive years as at the first AGM after 1 January 2027, further additional terms are permitted until the end of the term during which that Executive Council member's 	<p>eligible to stand for re-election after a 12-month break.</p> <p>Transition for current EC</p> <p>These amendments would provide that current Executive Council members have a term limit of nine consecutive years, unless they are at or near this limit at the 2027 Annual General Meeting (AGM) (i.e. the first AGM after the amendments would come into force), in which case they will be eligible to seek re-election for one more term. This amendment is intended to address community feedback that the transition to term limits should be gradual to avoid significant and immediate loss of experience.</p>
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		<p>consecutive service equals or first exceeds nine years; and</p> <p>iii. each such Executive Council member will thereafter be eligible for re-election at the AGM in the calendar year following the end of the final term for which they were elected (as determined by this by-law 31(c)).</p>	
32.	<p>The first Executive Council shall hold office until the first AGM is convened, whereupon 2 of the 5 members of the first Executive Council shall relinquish office and the Members shall elect 4 succeeding Executive Council members (2 to replace the members relinquishing their office and a further 2 to bring the total of the Executive Council to 7) to office in accordance with these by-laws. The 2 members of the first Executive Council who shall relinquish office at the first AGM will be chosen by the Director General. Upon election, the 4 succeeding Executive Council members shall hold office for 2 years. The remaining 3 members of the first Executive Council shall continue in office until the second AGM whereupon their successors shall in like manner be elected and hold office for 2 years.</p>	<p>The first Executive Council shall hold office until the first AGM is convened, whereupon 2 of the 5 members of the first Executive Council shall relinquish office and the Members shall elect 4 succeeding Executive Council members (2 to replace the members relinquishing their office and a further 2 to bring the total of the Executive Council to 7) to office in accordance with these by-laws. The 2 members of the first Executive Council who shall relinquish office at the first AGM will be chosen by the Director General. Upon election, the 4 succeeding Executive Council members shall hold office for 2 years. The remaining 3 members of the first Executive Council shall continue in office until the second AGM whereupon their successors shall in like manner be elected and hold office for 2 years.</p> <p>Elections for Executive Council members are to be held on a rotational basis, such that three Executive Council members shall be elected in the first year, two Executive Council members elected in the second year, and two Executive</p>	<p>Deletion of current by-law 32</p> <p>The current text of by-law 32 addresses circumstances only relevant to the first Executive Council and the rotational system for elections based on two-year terms and would no longer be required with the proposed new by-law 32.</p> <p>Transition for rotation</p> <p>Consistent with the existing two-year Executive Council terms, the by-laws currently provide for a two-year rotation under which four of the seven elected Executive Council members step down one year and three of the seven elected EC members step down the following year (i.e. a 4/3 cycle).</p> <p>Consistent with the introduction of three-year terms, these amendments would provide for a three-year rotation involving a 3/2/2 cycle as a 4/3 cycle would result in no elections being held every third year. This change would require a transition period commencing at the 2027 AGM</p>

		<p>Council members in the third year. To give effect to this, the seats on the Executive Council shall be elected as follows:</p> <ul style="list-style-type: none"> a. At the first AGM to be held after 1 January 2027, four Executive Council seats shall be elected and: <ul style="list-style-type: none"> i. the three nominees with the highest number of votes shall each be elected for a term of office commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the third AGM after their election; and ii. the nominee with the fourth highest number of votes shall be elected for a term of office commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the second AGM after their election. b. At the second AGM to be held after 1 January 2027, three Executive Council seats shall be elected and: <ul style="list-style-type: none"> i. the two nominees with the highest number of votes shall each be elected for a term of office commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the third AGM after their election; and 	<p>at which one nominee (i.e. the successful nominee at the election with the least number of successful votes) would be elected for a two-year term and the 2028 AGM at which one nominee (i.e. the successful nominee with the least number of successful votes) would be elected for a one-year term.</p> <p>This would enable a staggered rotation of EC members on a 3/2/2 cycle of three-year terms from the 2029 AGM.</p> <p>Vacancy on the EC</p> <p>Under the by-laws, if the number of Executive Council members falls below that necessary for a quorum, the Executive Council may appoint a member to fill the vacancy until an election can be held at the next AGM. These amendments would provide that a person elected to fill a vacancy would only be elected for the balance of the term remaining for the vacant seat to ensure the rotation cycle would be maintained. The successful nominee at the election with the least number of successful votes would fill the vacant seat.</p>
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		<p>ii. the nominee with the third highest number of votes shall be elected for a term of office commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the first AGM after their election.</p> <p>c. At the third AGM to be held after 1 January 2027, two Executive Council seats shall each be elected for a term of office commencing upon conclusion of the AGM at which they were elected and ending upon conclusion of the third AGM after their election (being the seats of shorter duration elected in accordance with by-laws 32(a)(ii) and 32(b)(ii)).</p> <p>d. Any person elected to fill a vacancy on the Executive Council will be elected only for the balance of the term remaining for such vacant seat. In determining which individual has been successfully elected to fill the vacant seat at the relevant election, the nominees with the highest number of votes will be elected to those Executive Council positions with full terms, and the nominee with the next highest number of votes will be elected as successor to the vacancy for the remainder of the unexpired term.</p>	
33.	Successive Executive Council members shall each serve a two-year term of office, but shall be eligible for re-election. To avoid any lack of	Successive Executive Council members shall each serve a two-year term of office, but shall be eligible for re-election. To avoid any lack of	Deletion of current by-law 33

	<p>clarity it is specifically recognised that the members of the first Executive Council are also eligible for re-election when they respectively relinquish office either at the first or second AGM.</p>	<p>clarity it is specifically recognised that the members of the first Executive Council are also eligible for re-election when they respectively relinquish office either at the first or second AGM.</p> <p>Where an election is held for Executive Council seats of varying term length and two or more successful nominees receive an equal number of votes such that it is not possible to determine which nominee(s) shall serve the term with the shorter duration:</p> <ol style="list-style-type: none"> a. the nominees with equal votes shall participate in a drawing of lots conducted by the Election Chair appointed by the Executive Council for that election; b. the drawing of lots shall be carried out by placing the names of the tied nominees into an opaque bag, shuffling them, and the Election Chair, or a person nominated by the Election Chair, drawing a name at random; c. the nominee whose name is drawn shall serve the longer term, and the remaining nominee shall serve the shorter term. If there is more than one such remaining nominee, the process will be repeated until the seats are allocated; and d. where there is an equality of votes between nominees greater than the number of seats the subject of the 	<p>The current by-law 33 provides for terms of two-years for Executive Council members and permits them to be eligible for re-election. This would no longer be required as term lengths are addressed in the proposed amendments to by-law 32.</p> <p>Equal votes</p> <p>In the event of an equal number of votes, these amendments would resolve the election of successful nominees to seats of varying length by the drawing of lots overseen by the Election Chair.</p>
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34D.	Not more than one individual who principally and ordinarily resides, and maintains a primary residence, in an economy (having its own officially-assigned code under ISO 3166) within the Asia Pacific region serviced by APNIC may be elected in the same year.	<p>Not more than one individual who principally and ordinarily resides, and maintains a primary residence, in an economy (having its own officially-assigned code under ISO 3166) within the Asia Pacific region serviced by APNIC may be elected in the same year. Not more than two such individuals may serve on the Executive Council at the same time, however where this number is exceeded due to a change in an Executive Council member's economy of residence during their term, they may continue to serve the remainder of their term notwithstanding the economy limit being exceeded.</p>	<p>EC members from the same economy</p> <p>These amendments would ensure that the by-laws continue to limit the maximum number of elected Executive Council members who ordinarily reside and maintain a primary residence in the same economy serving at the same time to two.</p> <p>If an Executive Council member moves to a new economy during their term and as a result the limit of two is exceeded, that Executive Council member would still be able to complete their term.</p>
35D.	<i>(New provision)</i>	<p>The Executive Council shall appoint an Election Chair for each Executive Council election who shall be independent and have no material interest in the outcome of the election, and who shall have:</p> <ol style="list-style-type: none"> a. responsibility for overseeing the conduct of the election and such other powers and responsibilities as set out in the election procedures determined by the Executive Council; and b. the power to determine, at their discretion, disputes arising from Members and/or nominees in relation to such election. 	<p>Election Chair</p> <p>These amendments would enshrine the existing role of the Election Chair in the by-laws.</p>

51.	The General Secretariat, which shall be comprised of the staff of the corporation, shall be directed by a Director General. The Director General must not be a member of APNIC, the representative of a member of APNIC, nor a member of the Executive Council.	The General Secretariat, which shall be comprised of the staff of the corporation, shall be directed by a Director General. The Director General must not be a member of APNIC, the representative of a member of APNIC, nor an <ins>elected</ins> member of the Executive Council.	See by-law 30(i) above.
52.	The Director General shall be elected by a majority vote of the members of the Executive Council.	The Director General shall be elected <ins>appointed</ins> by a majority vote of the members of the Executive Council.	See by-law 30(i) above.

Resolution 2

General changes

Proposed amendment	Rationale
Replacing all references to 'Council' (that are not preceded by the word 'Executive' or 'a') with 'Executive Council' and all references to 'a Council' with 'an Executive Council'.	Consistent references to the Executive Council This amendment would ensure that the Executive Council is referred to consistently throughout the by-laws.
Replacing the reference in by-law 16 to 'he represents' with 'they represent' and the reference in by-law 46 to 'he participates' with 'they participate'.	Gender neutral language This amendment would replace male specific language with gender neutral language.
Replacing all references to 'chairman' with 'chair'.	Gender neutral language This amendment would replace male specific language with gender neutral language.
Replacing all references to 'General Secretariat' and 'APNIC Secretariat' with 'Secretariat'.	Consistent references to the Secretariat This amendment would ensure that the Secretariat is referred to consistently throughout the by-laws.
Replacing the alphanumeric numbering format of the by-laws with a hierarchical decimal numbering system, such that: <ul style="list-style-type: none">main by-laws are whole numbers (e.g. 34);sub by-laws are numbered sequentially using decimals (e.g. 34.1, 34.2, 34.3); andfurther subdivisions continue in decimal format (e.g. 34.3.1, 34.3.2), and all cross-references be updated accordingly.	Decimal numbering system This amendment will remove the current alphanumeric numbering format of the by-laws which uses whole numbers, letters, and roman numerals for different levels. A decimal numbering system is preferable to alphanumeric numbering as it directly encodes hierarchy, supports precise citation, is easier to read and reference than mixed symbol sets and Roman numerals, and reflects international standards (such as ISO 2145).

Specific by-law amendments

By-law	Current provision	Proposed amendment	Rationale
6.	The Annual General Meeting (“AGM”) of the Members, for the election of Executive Council members (as applicable according to the expiration of their terms of office as provided elsewhere herein) and for the transaction of such other business as may properly come before the meeting, shall be held every fiscal year, at such place and at such time as the Executive Council shall each year fix.	The Annual General Meeting (“AGM”) of the Members, for the election of Executive Council members (as applicable according to the expiration of their terms of office as provided elsewhere herein) and for the transaction of such other business as may properly come before the meeting, shall be held every fiscal <ins>calendar</ins> year, at such place and at such time as the Executive Council shall each year fix.	AGM every calendar year The by-laws currently require an AGM to be held each fiscal year. What constitutes a ‘fiscal year’ varies between different jurisdictions. For ease of understanding, this amendment would change ‘fiscal year’ to ‘calendar year’ for easier understanding. This amendment will not change how or when APNIC’s AGMs are held.
9.	A Member shall be deemed to be present at a meeting of Members if he participates by other electronic means and all Members participating in the meeting are able to acknowledge each other in real-time, providing notice is given to the Secretary of the Executive Council (“Secretary”) by that Member at least 48 hours in advance of the means of communication.	A Member shall be deemed to be present at a meeting of Members if they <ins>they</ins> participates by other <ins>other</ins> electronic means as prescribed by the Executive Council and all Members participating in the meeting are able to acknowledge each other in real-time, providing notice is given to the Secretary of the Executive Council (“Secretary”) by that Member at least 48 hours in advance of the means of communication.	Electronic attendance at Members’ meetings By-law 9 currently places restrictions on electronic/remote attendance which are not consistent with modern practice and were written at a time when the APNIC Membership was much smaller. This amendment would permit the Executive Council to determine the manner of electronic/remote attendance consistent with current practice.
21.	The instrument appointing a proxy shall be produced in person or by verifiable electronic means to any member of the Executive Council or the Director General, or at the principle place of business of the corporation, 48 hours before the time for holding the meeting at which the	The instrument appointing a proxy shall be produced in person or by verifiable electronic means to any member of the Executive Council or the Director General, or at the principle <ins>principal</ins> place of business of the corporation, up to <ins>up to</ins> 48 hours before the time for holding the	Timing for receipt of proxies This amendment would correct a spelling error in the original by-laws and clarify that proxy appointments can be received <i>up to</i> 48 hours before the time of the relevant meeting.

	person named in such instrument proposes to vote.	meeting at which the person named in such instrument proposes to vote.	
22.	<p>An instrument appointing a proxy shall be in substantially the following form or such other form as the chairman of the meeting shall accept as properly evidencing the wishes of the Member appointing a proxy.</p> <p>I / We _____ (person's name) being a Member of APNIC with _____ votes</p> <p>HEREBY APPOINT _____ (person's name) of _____ (company name) or failing him/her _____ (person's name)</p>	<p>An instrument appointing a proxy shall be in substantially the following form approved by the Executive Council or such other form as the chairman of the meeting shall accept as properly evidencing the wishes of the Member appointing a proxy.</p> <p>I / We _____ (person's name) being a Member of APNIC with _____ votes</p> <p>HEREBY APPOINT _____ (person's name) of _____ (company name) or failing him/her _____</p>	<p>Proxy appointment form</p> <p>APNIC currently uses an electronic proxy appointment form available to all Members. This amendment would remove the current template proxy form from the by-laws and allow the Executive Council to determine the form of the proxy.</p>

<p>of _____ (company name)</p> <p>to be my/our proxy to vote for me/us at the meeting of Members</p> <p>to be held on the _____ day of _____ 19____ and at any adjournment thereof.</p> <p>_____</p> <p>(Any restrictions on voting to be inserted here)</p> <p>Signed this _____ day of _____ 19____ _____ (day) (month) (yr)</p> <p>_____</p> <p>(Member's name)</p> <p>_____</p> <p>(Member's signature)</p> <p>_____</p> <p>(Member's contact phone number)</p> <p>_____</p>	<p>(person's name) _____ of _____ (company name)</p> <p>to be my/our proxy to vote for me/us at the meeting of Members</p> <p>to be held on the _____ day of _____ 19____ and at any adjournment thereof.</p> <p>_____</p> <p>(Any restrictions on voting to be inserted here)</p> <p>Signed this _____ day of _____ 19____ _____ (day) (month) (yr)</p> <p>_____</p> <p>(Member's name)</p> <p>_____</p> <p>(Member's signature)</p> <p>_____</p> <p>(Member's contact phone number)</p> <p>_____</p>	
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	<p>(Member's contact facsimile number)</p> <hr/> <p>(Member's contact email address)</p>	<p>(Member's contact facsimile number)</p> <hr/> <p>(Member's contact email address)</p>	
23.	<p>Except where stated otherwise in the notice of meeting, voting on issues to be determined at meetings may be cast by electronic mail (“email”) or other verifiable electronic means. The notice of meeting shall stipulate the manner in which votes may be cast together with the address or location of the designated repository where such votes may be directed. Votes cast in such manner must reach the designated repository at least 48 hours in advance of the date and time appointed for the said meeting, or such longer period as the notice may stipulate.</p>	<p>Except where stated otherwise in the notice of meeting as otherwise determined by the Executive Council, voting on issues to be determined at meetings may be cast only by electronic mail (“email”) or other verifiable electronic means authorised by the Executive Council. The notice of meeting shall stipulate the manner, process, and time period in which votes may be cast together with the address or location of the designated repository where such votes may be directed. Votes cast in such manner must reach the designated repository at least 48 hours in advance of the date and time appointed for the said meeting, or such longer period as the notice may stipulate.</p>	<p>Voting by electronic means</p> <p>This amendment would remove the option to cast votes by email and instead use an electronic voting system designated by the Executive Council, consistent with current practice.</p>
28 & 29	<p>28. Any action required to be taken at any meeting or any action which may be taken at any meeting of the Members may be taken without a meeting, without prior notice and without a vote, if a consent or consents in writing, setting forth the action to be taken, shall be signed by the number of Members having not less than the minimum of votes that would be necessary to authorise or take such action at a</p>	<p>Deleted.</p>	<p>Voting outside of Members' meeting</p> <p>The amendment would remove by-laws 28 and 29 which currently allow for actions to be taken outside of a meeting of Members if they meet the relevant voting thresholds.</p> <p>As APNIC's voting thresholds are predominantly determined by the majority of votes cast, by-laws 28 and 29 would ordinarily require at least half of the APNIC Membership</p>

	<p>meeting at which all Members entitled to vote thereon were present and voted and shall be delivered to APNIC by delivery to the principal place of business of the corporation, or to a Council member having custody of the book in which proceedings of meetings of Members are recorded, or to the Director General, or by verifiable electronic means. Delivery made to the principal place of business of the corporation shall be made by hand or by certified or registered mail, return receipt requested.</p> <p>29. Every written consent shall bear the date of the signing by each Member who signs the consent. No written consent shall be effective unless, within sixty (60) days of the date the earliest dated consent is delivered, a written consent or consents signed by a sufficient number of Members are delivered in the manner prescribed hereinbefore.</p>		<p>to sign the consent within a six-week period and do not require the entire Membership to be notified of the proposal.</p> <p>Members would retain their right to convene a Special Meeting by way of a petition signed by not less than one-quarter of the votes of the entire membership (by-law 5(g)) which is a more achievable threshold and would ensure all Members are notified of the Special Meeting and the proposed actions.</p>
34.	<p>Each Member voting at an AGM may nominate one individual who shall then be eligible to stand for election to the Executive Council. Nominations of individuals for election to the Executive Council must be received at the principle place of business of the corporation, or other address designated by the Executive Council, no less than 2 weeks and no more than 8 weeks prior to the date of the AGM.</p>	<p>Each Member eligible to vote voting at an AGM may nominate one individual who shall then be eligible to stand for election to the Executive Council. Nominations of individuals for election to the Executive Council must be received in the manner and form at the principle place of business of the corporation, or other address designated by the Executive Council, and within the time period designated by the Executive Council which must not be no less than 2 weeks</p>	<p>Nomination for election to the EC</p> <p>This amendment would clarify that any Member can nominate one individual to stand for election to the Executive Council whether or not they will be voting at the AGM. The amendment would also clarify that the time period for election nominations is to be determined by the Executive Council while maintaining that nominations cannot open</p>

		and not more than 8 weeks prior to the date of the AGM.	more than 8 weeks before the AGM and cannot close less than 2 weeks before the AGM.
34A(c.)	To be eligible to be nominated and to stand for election to the Executive Council, an individual must be registered for and attend (whether in person or online) the meeting at which the Executive Council election will be held, provided the individual has joined the meeting prior to the announcement of the election results, other than where the individual has been granted leave by the Executive Council or its delegate not to attend due to unexpected circumstances beyond their control;	To be eligible to be nominated and to stand for election to the Executive Council, an individual must be registered for and attend (whether in person or online) the meeting at which the Executive Council election will be held, provided the individual has joined the meeting prior to the <u>scheduled close of voting</u> announcement of for the election results , other than where the individual has been granted leave by the Executive Council or its delegate not to attend due to unexpected circumstances beyond their control;	<p>EC nominee attendance at AGM</p> <p>Executive Council nominees must register and attend the meeting at which the election is held. The 2024 Electoral Committee identified that with the cut off time for an Executive Council nominee's attendance at an AGM being the same time as the announcement of the Election results means that there could be considerable uncertainty as to what the outcome of the election will be if the nominee attends between the close of voting and the announcement of the election results. This would require the Election Chair to make a determination as to eligibility at the time of the announcement, where the determination of eligibility is within the remit of the Electoral Committee.</p> <p>This amendment seeks to rectify this issue by requiring nominees to attend "prior to the <u>scheduled close of voting</u>" which will provide adequate time for the Electoral Committee to confirm each nominee's eligibility.</p>
40.	The Executive Council shall by majority elect one of the members of the Executive Council as Treasurer of the Executive Council which shall, with the assistance of the General Secretariat, have the responsibility for preparing and maintaining the financial records of APNIC and	The Executive Council shall by majority elect one of the members of the Executive Council as Treasurer of the Executive Council which who shall serve as Treasurer until such time as that member's term as a member of the Executive Council has expired or that member's earlier	<p>EC Treasurer term</p> <p>The Chair of the Executive Council is elected by the Executive Council for the remainder of the term they are currently serving.</p>

	<p>the corporation and for custody of all moneys and securities of the corporation. The Treasurer shall make such disbursements of the funds of the corporation as are authorised. The Treasurer shall also perform such other duties as the Executive Council may from time to time prescribe.</p>	<p>resignation or removal. The Treasurer shall, with the assistance of the General Secretariat, have the responsibility for preparing and maintaining the financial records of APNIC and the corporation and for custody of all moneys and securities of the corporation. The Treasurer shall make such disbursements of the funds of the corporation as are authorised. The Treasurer shall also perform such other duties as the Executive Council may from time to time prescribe.</p>	<p>The by-laws are silent on the term of the Treasurer.</p> <p>This amendment would make the term of the Treasurer consistent with the Chair, i.e. they will serve until the end of their current term on the Executive Council.</p>
41.	<p>The Executive Council shall by majority elect one of the members of the Executive Council as Secretary of the Executive Council which shall, with the assistance of the General Secretariat, issue all authorised notices for, and shall keep minutes of, all meetings of the Members and the Executive Council. The Secretary shall have charge of the records of APNIC and shall perform such other duties as the Executive Council may from time to time prescribe.</p>	<p>The Executive Council shall by majority elect one of the members of the Executive Council as Secretary of the Executive Council which who shall serve as Secretary until such time as that member's term as a member of the Executive Council has expired or that member's earlier resignation or removal. The Secretary shall, with the assistance of the General Secretariat, issue all authorised notices for, and shall keep minutes of, all meetings of the Members and the Executive Council. The Secretary shall have charge of the records of APNIC and shall perform such other duties as the Executive Council may from time to time prescribe.</p>	<p>EC Secretary term</p> <p>The Chair of the Executive Council is elected by the Executive Council for the remainder of the term they are currently serving.</p> <p>The by-laws are silent on the term of the Secretary.</p> <p>This amendment would make the term of the Secretary consistent with the Chair, i.e. they will serve until the end of their current term on the Executive Council.</p>
54(b).	<p>The main functions of the Director General are:</p> <p>...</p> <p>a. to have, subject to the provisions of these by-laws and to the direction of the Executive Council, the responsibility for</p>	<p>The main functions of the Director General are:</p> <p>...</p> <p>a. to have, subject to the provisions of these by-laws and to the direction of the Executive Council, the responsibility for</p>	<p>Correction of spelling error</p> <p>This amendment would correct a spelling error.</p>

	<p>the general management and control of the activities, functions and affairs of APNIC and the corporation and shall perform all duties and have all powers which are commonly incident to the office of chief executive or which are delegated by the Executive Council;</p>	<p>the general management and control of the activities, functions and affairs of APNIC and the corporation and shall perform all duties and have all powers which are commonly incidental to the office of chief executive or which are delegated by the Executive Council;</p>	
60.	<p>Except as otherwise specifically provided herein or required by law, all notices required to be given to any Council member, Member, officer or agent shall be in writing and may in every instance be effectively given by hand delivery to the recipient thereof, by depositing such notice in the mails, postage prepaid, or by sending such notice by prepaid telegram or mailgram or by telex, facsimile or other electronic means of transmission. Any such notice shall be addressed to the Executive Council member, Member, officer or agent at such person's last known address as shown on the books of the corporation. The time when such notice is received, if hand delivered, or dispatched, if delivered through the mails or by telegram, mailgram or other electronic means of transmission, shall be the time of the transmission, dispatch or posting of the notice.</p>	<p>Except as otherwise specifically provided herein in these by-laws or as required by law, all notices required to be given to any Council member, Member, officer or agent shall be in writing and may in every instance be effectively given by hand delivery to the recipient thereof, by depositing such notice in the mails, postage prepaid, or by sending such notice by prepaid telegram or mailgram or by telex, facsimile or other electronic means of transmission. Any such notice shall be addressed to the Executive Council member, Member, officer or agent at such person's last known address as shown on the books of the corporation. The time when such notice is received, if hand delivered, or dispatched, if delivered through the mails or by telegram, mailgram or other electronic means of transmission, shall be the time of the transmission, dispatch or posting of the notice under these by-laws must be given in writing and may be delivered or sent by:</p> <ol style="list-style-type: none"> a. personal delivery; b. registered pre-paid postal mail or reputable courier; or 	<p>Notices</p> <p>This amendment will remove outdated modes of communication for providing notices under the by-laws and clarifies when notices will be deemed to be received to remove uncertainty.</p>

	<p>c. electronic communication (including email) to the address last notified by the recipient.</p> <p>Such notice will be deemed to be received:</p> <ul style="list-style-type: none">a. if personally delivered, on the date of delivery;b. if sent by registered pre-paid post or reputable courier, upon delivery to the relevant address;c. if sent by email or other electronic means:<ul style="list-style-type: none">i. when the sender receives confirmation that the communication has been delivered to the recipient's email address; orii. if sent by email or other electronic means, at the time the notice was sent, unless the sender receives an automated message that the email has not been received.	
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