

**MINUTES OF THE MEETING OF THE
OP3FT BOARD OF DIRECTORS
OF NOVEMBER 20, 2020**

Published by the OP3FT, the non-profit organization whose purpose is to hold, promote, protect and ensure the progress of the Frogans technology, in the form of an open standard for the Internet, available to all, free of charge.

This document is the English translation of the minutes which were originally written in French.

In compliance with Article 11 of the OP3FT Bylaws, these minutes record the decisions made by the Board of Directors during its meeting of November 20, 2020.

These minutes will be published and archived on the Web site of the OP3FT "op3ft.org", along with this translation in English, at the following permanent URLs (Uniform Resource Locators):

- in English: <https://www.op3ft.org/en/resources/bdmm/20201120/access.html>
- in French: <https://www.op3ft.org/fr/resources/bdmm/20201120/access.html>

On November 20, 2020, at 3 PM, the OP3FT Board of Directors met at the registered office of the OP3FT upon notice to this effect given by its President.

The following persons were physically present:

- Mr Amaury GRIMBERT, President,
- Mr Alexis TAMAS, Director.

The following persons were present via telecommunication or videoconference:

- Mr Alain MARTEL, Director.

The following persons were neither present nor represented:

- Mr Khaled KOUBAA, Director.

As at least half of the members were either present or represented, the Board of Directors could validly deliberate.

The meeting was opened under the chairmanship of Mr Amaury GRIMBERT, President of the OP3FT Board of Directors.

Mr Alain MARTEL was designated Secretary of the meeting.

After reading, the Board of Directors approved the minutes of the previous meeting.

The President reminded the Board of Directors that the meeting agenda covered the following topics:

- Follow-up on the supervision of the various work in progress, in particular
 - work by the promotion team
 - work by the legal team
 - work by the technical teams
 - work by the vigilance team
- In-house seminar on *fonds de dotation*,
- Development of OP3FT China,
- Call for donations,
- Application, by the company F2R2 in its role as the FCR Operator, for European support,
- Payment of monthly royalties by the FCR Operator under the license to operate the FCR,
- Clarification of the OP3FT Bylaws,
- Miscellaneous questions.

The President restated that the opening of the Frogans Core Registry (FCR) to Internet users had not yet happened, and that therefore, in compliance with Article 13 of the Bylaws, the Board of Directors was not required to engage the public consultation procedure.

During the follow-up on the supervision of the work in progress, the Board of Directors provides guidance concerning the work of the teams, validating the priorities and the goals to be achieved.

Having deliberated the topics given on the meeting agenda, the present or represented members of the Board of Directors unanimously took the following decisions.

IN-HOUSE SEMINAR ON *FONDS DE DOTATION*

Mr Alain MARTEL emphasized the importance, for an organization in a situation where remote working is pervasive, as has been the case for the OP3FT since March 16, 2020 with the Covid-19 epidemic, to organize from time to time exceptional online events involving all team members.

In this context, Mr Alain MARTEL proposed to lead an in-house seminar for OP3FT team members on the topic of governance of a *fonds de dotation*.

The Board of Directors thanked Mr Alain MARTEL for his proposition and for the time he will spend in running the seminar, and decided to hold the seminar on Tuesday December 8, 2020.

DEVELOPMENT OF OP3FT CHINA

The Board of Directors took note that the *Projet d'Innovation Collaborative* (PIC) proposed by the local branch of the OP3FT in China, OP3FT China, has been accepted by the *Ecole Centrale de Pékin*, the Sino-French engineering school of Beihang University, and that it has been selected by a group of five students.

This project consists, for a group of engineering students, in designing advanced man-machine interactions using Frogans as a medium. The project started in October 2020 and will end in May 2021.

The Board of Directors also took note of the success of the PIC project steering committee's kickoff meeting, which took place in a mixed format, both on the premises of the school and via videoconference, on November 3, 2020, in the presence of Ms Li YIN, General Manager of OP3FT China, of Mr Jérôme DELACROIX, Head of local branch development of the OP3FT, and of Mr Vincent LE GUEN, Project Manager, Software Development at the OP3FT.

Finally, the Board of Directors took note that OP3FT China, as member of the Internet Society of China, took part in the sixth annual conference on the rule of law on the Internet in China organized in Beijing by the Internet Society of China on November 18-19, 2020.

CALL FOR DONATIONS

As a reminder, the Bylaws set forth that the resources of the OP3FT come only from:

- the revenues of its endowment, derived from the operating license granted by the OP3FT to the FCR Operator under the Frogans Core Registry Delegation Agreement (Article 19), and
- lifetime gifts stemming from public generosity (Article 20).

To date, the OP3FT's resources come for the most part from the revenue of the endowment. No lifetime gifts were received in the context of the call for donations campaign organized in compliance with the prefectural order of November 7, 2019, for the period from November 6, 2019, to November 6, 2020.

Still with the aim of increasing the resources of the OP3FT and thereby accelerating the Frogans project, the Board of Directors decided to continue the call for donations campaign beyond November 6, 2020.

The aim of this campaign is to fund OP3FT activities in compliance with the mission set forth in its Bylaws, especially those contributing to the development of an Internet which is secure, stable, and open to innovation.

The Board of Directors entrusted to the legal team the mission to undertake all necessary administrative procedures, in particular with the Paris Prefecture, with the aim of renewing the authorization to call for donations.

**APPLICATION, BY THE COMPANY F2R2 IN ITS ROLE AS THE FCR OPERATOR,
FOR EUROPEAN SUPPORT**

The Board of Directors of the OP3FT took note that the second application for European support submitted on October 7, 2020 by the company F2R2 in its role as the FCR Operator in the context of the European Commission's "EIC Accelerator Pilot" was not accepted.

**PAYMENT OF MONTHLY ROYALTIES BY THE FCR OPERATOR UNDER THE LICENSE
TO OPERATE THE FCR**

Mr Alexis TAMAS, in his role as President of the company F2R2, the FCR Operator, informed the Board of Directors of the OP3FT of the difficulties F2R2 has encountered in raising funds in the context of the Covid-19 epidemic. This context has a very strong impact on investors' confidence in the future and thus on their capacity to invest in an innovative project that does not yet generate revenue, as the FCR is not open to Internet users.

In addition, the two applications for European support submitted by the company F2R2 were rejected, and F2R2 is not eligible for state aid given that it was recently created, just before the start of the Covid-19 epidemic.

The company F2R2 therefore requests an extension for payment of the monthly royalties for the month of November 2020 and for coming months, until an economic recovery enables it to raise the funds required to fully deploy its activity and to pay the royalties, while at the same time committing to pay a minima the expenses strictly necessary for the operation of the OP3FT, with the assistance of its shareholders.

As Messrs Amaury GRIMBERT and Alexis TAMAS have an indirect interest in the decision to grant payment extensions to the company F2R2 because of their roles as directors of the company, and as Mr Alain MARTEL was the only other Director of the OP3FT present, the Board of Directors of the OP3FT decided to set up a new Board meeting in the near future in order to come to a decision, in the presence of all the Directors of the OP3FT, concerning this request for an extension for payment by the F2R2 company.

CLARIFICATION OF THE OP3FT BYLAWS

Further to its decision of June 26, 2020 to entrust to the legal team the drafting of an update to the OP3FT Bylaws, the Board of Directors took note of the quality of the work carried out. It also took note that the drafting of this update is not yet completed.

The Board of Directors therefore decided to entrust to the legal team to continue drafting the update to the OP3FT Bylaws, with the goal of filing the updated Bylaws before the end of January 2021.

There being no topics remaining on the agenda, the meeting ended at 5 PM.

Amaury GRIMBERT
President of the OP3FT Board of Directors

Alain MARTEL
Secretary of the Meeting

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