

# ICANN Reviews Terms of Reference (ToR)

<b>Review Name:</b>	<b>Third Review of ICANN Accountability and Transparency (ATRT3)</b>
<b>Section I: Review Identification</b>	
<b>Board Initiation:</b>	<a href="#">Resolution 2018.10.25.15</a>
<b>ToR due date:</b>	Due date for ToR, as per Board Resolution: 3 June 2019 Revised due date: 13 June 2019 Submission date: 13 June 2019
<b>Announcement of Review Team:</b>	<a href="#">20 December 2018</a>
<b>Name(s) of RT Leadership:</b>	Cheryl Langdon-Orr, Patrick Kane
<b>Name(s) of Board Appointed Member(s):</b>	Maarten Botterman
<b>Review ICANN org URL:</b>	<a href="https://www.icann.org/resources/reviews/specific-reviews/atrt">https://www.icann.org/resources/reviews/specific-reviews/atrt</a>
<b>Review Workspace URL:</b>	<a href="https://community.icann.org/x/QK7DAw">https://community.icann.org/x/QK7DAw</a>
<b>Review Mailing List:</b>	<a href="https://mm.icann.org/pipermail/atrt3-review/">https://mm.icann.org/pipermail/atrt3-review/</a>
<b>Important Background Links:</b>	Bylaws Section: <a href="#">Accountability and Transparency Review</a> Review Team Selection: <a href="https://community.icann.org/x/QBpyB">https://community.icann.org/x/QBpyB</a> RT Announcement: <a href="https://www.icann.org/news/announcement-2-2018-12-20-en">https://www.icann.org/news/announcement-2-2018-12-20-en</a>
<b>Section II: Mission, Purpose, and Deliverables</b>	
<b>Mission &amp; Scope</b>	
<b>Background</b>	
At its meeting on 25 October 2018, the ICANN Board initiated the third Review of ICANN Accountability and Transparency to review “ICANN’s execution of its commitment to maintain and improve robust mechanisms for public input, accountability, and transparency so as to ensure that	

the outcomes of its decision-making reflect the public interest and are accountable to the Internet community ("Accountability and Transparency Review")."

### **Mission and Scope**

This Review Team is tasked, as per the Bylaws, Section 4.6 (c):

- (i) The Board shall cause a periodic review of ICANN's execution of its commitment to maintain and improve robust mechanisms for public input, accountability, and transparency so as to ensure that the outcomes of its decision-making reflect the public interest and are accountable to the Internet community ("**Accountability and Transparency Review**").*
- (ii) The issues that the review team for the Accountability and Transparency Review (the "**Accountability and Transparency Review Team**") may assess include, but are not limited to, the following:*
  - (A) assessing and improving Board governance which shall include an ongoing evaluation of Board performance, the Board selection process, the extent to which the Board's composition and allocation structure meets ICANN's present and future needs, and the appeal mechanisms for Board decisions contained in these Bylaws;*
  - (B) assessing the role and effectiveness of the GAC's interaction with the Board and with the broader ICANN community, and making recommendations for improvement to ensure effective consideration by ICANN of GAC input on the public policy aspects of the technical coordination of the DNS;*
  - (C) assessing and improving the processes by which ICANN receives public input (including adequate explanation of decisions taken and the rationale thereof);*
  - (D) assessing the extent to which ICANN's decisions are supported and accepted by the Internet community;*
  - (E) assessing the policy development process to facilitate enhanced cross community deliberations, and effective and timely policy development; and*
  - (F) assessing and improving the Independent Review Process.*
- (iii) The Accountability and Transparency Review Team shall also assess the extent to which prior Accountability and Transparency Review recommendations have been implemented and the extent to which implementation of such recommendations has resulted in the intended effect.*
- (iv) The Accountability and Transparency Review Team may recommend to the Board the termination or amendment of other periodic reviews required by this [Section 4.6](#), and may recommend to the Board the creation of additional periodic reviews.*
- (v) The Accountability and Transparency Review Team should issue its final report within one year of convening its first meeting.*
- (vi) The Accountability and Transparency Review shall be conducted no less frequently than every five years measured from the date the previous Accountability and Transparency Review Team was convened.*

## Objectives

Regarding 'Objectives' in "Considerations with regard to Review Team Recommendations," the following objectives for each of our Work Parties and overall activities are we believe consistent with both ICANN's mission and Bylaw requirements for this Specific Review.

They are in keeping with expectations in ToRs for Specific Reviews set forth in priority order and accompanied by a description of prioritization criteria if and when applied by the Review Team.

If, after the ToR has been adopted and sent to the Board, the Accountability and Transparency Review Team (ATRT3) decides by consensus that the ToR and/or scope needs to be amended, we will promptly update this ToR (including providing a rationale for any revisions to the ToR, work plan and scope) and publish this update. In addition, we will advise the Organisational Effectiveness Committee and via that channel submit the ToR to the Board along with an explanation for the modification. ICANN Supporting Organizations and Advisory Committees will also be formally notified of such updates.

In line with the Bylaws, and after considering the limited scope proposal and feedback, the Review Team agreed by consensus to define the scope of the Review to address the following objectives organized by Working Party (WP1-4):

The third Accountability and Transparency Review Team ([ATRT3](#)) held its first face-to-face meeting in Los Angeles on 3 – 5 April 2019.

The main objectives of the meeting were to:

1. Develop and prioritize scope items for our review, as guided by ICANN's Bylaws (see [Article 4, Section 4.6](#));
2. Agree on our approach to work; and
3. Make substantive progress towards developing our Terms of Reference and Work Plan.

We successfully met all of these goals, and we'd like to thank our review team colleagues for their hard work and important contributions. The meeting archive and associated materials are available [here](#).

## Our Scope and Approach to Work

After identifying and prioritizing our scope items through a series of brainstorming exercises, the team agreed to conduct our work in four work parties: Board, Governmental Advisory Committee (GAC), Reviews, and Community. Each work party has finalized the detailed objectives of their work. Work party objectives have been guided by ICANN's Bylaws to include, at a high level:

- **Board:** Assessing and improving Board governance and Board community interaction.
- **GAC:** Assessing the role and effectiveness of the GAC's interaction with the Board and with the broader ICANN community.
- **Reviews:** Assessing and improving the processes by which ICANN receives public input, and assessment of ICANN's implementation of [ATRT2 recommendations](#).
- **Community:** Assessing the extent to which ICANN's decisions are supported and accepted by the Internet community, and assessing the policy development process to facilitate enhanced cross community.

As they are finalized, Work Party resource requests will be tracked [here](#), where you can also see membership details of each work party.

<b>Work Party</b>	<b>Members</b>
<b>Board</b>	Demi Getschko, Sebastien Bachollet, Wolfgang Kleinwaechter, Erica Varlese, Maarten Botterman, Osvaldo Novoa, Michael Karanicolas, Tola Sogbesan, Liu Yue, Ramet Khalili Nasr, Pat Kane, Cheryl Langdon-Orr  <b>Leaders:</b> Sebastien Bachollet, Osvaldo Novoa
<b>GAC</b>	Vanda Scartezini, Jacques Blanc, Wolfgang Kleinwaechter, Maarten Botterman, Liu Yue, Pat Kane, Cheryl Langdon-Orr  <b>Leaders:</b> Vanda Scartezini, Liu Yue
<b>Reviews</b>	Vanda Scartezini, KC Claffy, Demi Getschko, Daniel Khauka Nanghaka, Jacques Blanc, Sebastien Bachollet, Geoff Huston, Ramet Khalili Nasr, Pat Kane, Cheryl Langdon-Orr  <b>Leaders:</b> KC Claffy, Daniel Khauka Nanghaka
<b>Community</b>	Osvaldo Novoa, Daniel Khauka Nanghaka, Jaap Akkerhuis, Erica Varlese, Michael Karanicolas, Tola Sogbesan, Pat Kane, Cheryl Langdon-Orr  <b>Leaders:</b> Erica Varlese, Michael Karanicolas

Each work party maintains their own wiki pages within the ATRT3 wiki pages and has chosen to follow specific processes. The differentiated formats of the objectives below reflect the current individualized processes of each Work Party.

However during our face to face session in Marrakech the Review Team will be developing mutual methodologies and dependencies and identify any overlaps within our objectives. Additionally, we will be harmonizing our reporting practices and formats for our draft and final reports. Assuming that we will have our technical writer on board prior to the Marrakech face to face we intend to refine these goals and objectives in a S.M.A.R.T format.

In addition there are some matters that are being addressed by the full ATRT3-RT such as the updated Independent Review Panel (IRP) process, the review of CCWG-Accountability WS2 implementation, the concurrent work on evolving ICANN’s Multistakeholder Model, as well as the streamlining and efficiencies of future Reviews.

---

**The objectives of the *Board Working Party (WP1)* are as follows:**

1. Board effectiveness and efficiency
  - a. Criteria (time, inclusiveness, diversity)
  - b. ATRT2 recommendations
  - c. WS2 recommendations (to avoid duplication)

- d. 360° reviews and self-assessment of the Board
  - e. Other possible inputs (from research centers...)
2. Board composition
    - a. Last global reviews of the Board
    - b. Evolution of the composition of the Board
    - c. Election processes (Elected vs. nominated members)
      - i. Voting members: ASO, ccNSO, gNSO, At-Large, NomCom
      - ii. Liaisons: GAC, IETF, RSSAC, SSAC
  3. Finance
    - a. Finance processes
    - b. Prioritization processes
    - c. Long term financial stability
    - d. Current priorities that Budget allocation is based on
    - e. Evolution of budget process in the past few years
  4. Strategy
    - a. Description of the processes
      - i. Strategic planning
      - ii. Operating planning
      - iii. Implementation
    - b. Feedback from the last strategic plans
  5. Transparency mechanisms and checks and balances
    - ⇒ mission ⇒ accountable to the community
    - a. What is the current organization of ICANN (relationship between the empowered community and the Board, and the staff...)
    - b. Annual report (like to the NTIA)
  6. ATRT2 metrics
  7. Board Appeal Mechanisms adequate for the needs of the community
    - a. Reconsideration Process
    - b. Board Accountability Mechanism Committee (BAMC)
    - c. Board organization against reconsiderations

---

**The objectives of the *Community Working Party (WP2)* are as follows:**

1. Community and long-term planning:

This investigation area will review the accountability, development, implementation and reporting of the five year plan from 2016-2020, as well as the development of the coming plan from 2020 onwards, with regard to responsiveness to community input and procedural transparency. We will also consider how financial planning is impacted by external or relational sources, and how these changes are communicated to and informed by the community

2. NomCom:

This investigation area will review the NomCom's selection of Board members, including weighting of factors such as diversity, expertise, Board advice, etc., as well as transparency and accountability mechanisms for this process, and possibilities for community engagement. It will also consider community

and stakeholder representation on the NomCom, and the selection process of the SO/ACs in terms of their NomCom reps.

### 3. Policy Development Processes

This investigation area will review transparency and accountability related to ICANN's PDPs (including EPDP Phase 1), starting with reviewing how timelines, methodologies and resources are set and allocated, as well as community input and participation avenues, including how staff processes comments as they are received, processed, prioritized and implemented.

### 4. Community Access to Information:

This investigation area will assess the efficacy and performance of the DIDP system in delivering relevant, timely and accurate information to the community. It will also assess the efficacy and performance of ICANN's open data initiative and information transparency initiative.

### 5. Transparency processes within SO/ACs:

This investigation area will look into the transparency or access to information policies in force among the various SOs and ACs, including whether such processes exist, and what sort of standards do they follow.

---

## **The objectives of the GAC Working Party (WP3) are as follows:**

1. Assessing and analyzing the role of Interaction between GAC and Board and Board and GAC as well as between GAC and each Community and each Community and GAC.
2. Assessing and Analyzing the effectiveness of the interaction between GAC and Board and Board and GAC as well as between GAC and each community and each Community and GAC.
3. Assessing and Analyzing effective status of each ATRT2 recommendation implementation.
4. Assessing and Analyzing how GAC deals with technical aspects of the DNS and its effectiveness.
5. Assessing and Analyzing GAC Operating Principles
6. Use further implemented action as a Key Performance Indicator to evaluate GAC Interactions with the Board and Community
7. Make recommendations for improvements

Recommendations shall be set forth in priority order and accompanied by a description of prioritization criteria applied by the Review Team.

---

## **The objectives of the Reviews Working Party (WP4) are as follows:**

1. ATRT2
  - a. Assessment of implementation of recommendations
2. Specific reviews
  - a. Qualitative and quantitative assessments of effectiveness of previous (Section 4.6), i.e., SSR1, RDS1, ATRT1.
  - b. Analyze Issues with ongoing reviews, focusing on common challenges with objectivity, efficiency, effectiveness, measurable impacts. e.g., CCWG-Accountability Workstream 2, CCT-RT, RDS2, SSR2
3. Organizational reviews
  - a. Qualitative and quantitative assessments of effectiveness of previous, i.e., RSSAC, SSAC, NOMCOM, GNSO, ccNSO, At Large, ASO.
4. Systemic review
  - a. Investigate and potentially propose a systemic review of ICANN, focusing on the

impact of current bylaws on ability to achieve mission

## Definitions

- *ASO: Address Support Organisation*
- *ATRT: Accountability and Transparency Review Team*
- *BAMC: Board Accountability Mechanisms Committee*
- *ccNSO: Country Code Support Organisation*
- *CCTRT: Competition, Consumer Choice and Consumer Trust Review Team*
- *CCWG: Cross Community Working Group*
- *Community: any Advisory Committee or Sponsor Organization inside ICANN*
- *DIDP: Documentary Information Disclosure Policy*
- *DNS: Domain Name System*
- *EPDP: Expedited Policy Development Process*
- *GAC: Government Advisory Committee.*
- *gNSO: Generic Names Support Organisation*
- *IETF: Internet Engineering Task Force*
- *NomCom: Nominating Committee*
- *OEC: the ICANN Board Organisational Effectiveness Committee*
- *PDP: Policy Development Process*
- *RDS: Registrant Data Service*
- *RSSAC: Root Server System Advisory Committee*
- *SO/AC: Supporting Organization / Advisory Committee*
- *SSAC: Security and Stability Advisory Committee*
- *SSR: Security, Stability and Resiliency*
- *TOR: Terms of Reference*
- *WP: Work Party*
- *WS2: Work Stream 2*

For any acronyms or jargon found in this Term of Reference and not defined in this section please see <https://www.icann.org/resources/en/glossary>.

## Deliverables & Timeframes

The Review Team proposes to comply with the following timelines and deliverables. Our associated [Work Plan](#) outlines the steps, ongoing progress as a percentage towards 100% completion and expected timings of various steps and project activities in order to achieve the milestones and deliverables of this review.

Progress towards time-bound milestones defined in the work plan shall be tracked and published on a Fact Sheet and will be posted on the [wiki](#).

### Timeline:

- 13 June 2019: Submit approved terms of reference and work plan to the Board

- 22 October 2019: Approve draft findings and recommendations
- 30 October 2019: Publish Draft Report for Public Comment
- 11 March 2020: Approve final report for ICANN Board Consideration
- 12 March 2020: Publish Final Report

**Deliverables:**

ATRT3 is planning to produce at least one **Draft Report** and a **Final Report**. Draft and final reports are planned to include at least the following:

- Overview of the review team’s working methods, tools used, and analysis conducted.
- Facts and findings related to the investigation of the objectives identified in the scope.
- Resolution of all the questions raised in the scope or those that arose subsequently during the course of the review.
- Summary of public consultations and engagement with SO/ACs and their input on the findings.
- Whether any independent experts were contracted, and if so, to clearly state the areas where their advice has been considered and to what extent.
- Assessment of what processes (pertinent to the scope) work well and where improvements can be made; the assessment should be based on and refer to facts, findings, and data provision wherever possible.
- Preliminary recommendations that address significant and relevant issues detected.
- A preliminary<sup>1</sup> impact analysis of the desired impact of each recommendation, including the desired outcome, metrics to measure the effectiveness of the recommendations, and, wherever possible, source(s) of baseline data for that purpose<sup>2</sup>:
  - Identification of issue.
  - Definition of desired outcomes, including metrics used to measure whether the recommendations’ goals are achieved.
  - Initial identification of potential problems in attaining the data or developing the metrics.
  - A suggested timeframe in which the measures should be performed.
  - Define current baselines of the issue and initial benchmarks that define success or failure.
  - Data retained by ICANN.
  - Industry metric sources.
  - Community input.
  - Surveys or studies.
- All recommendations should indicate a preliminary, nonbinding level of consensus they have received, as defined in the Operating Standards. This is to inform the community during the

---

<sup>1</sup> If it is not practical for the review team to include all details of the impact analysis, a rationale shall be included in the draft report, and the complete analysis can then be included in the final report only.

<sup>2</sup> The review team is expected to communicate with the ICANN organization on the availability and relevancy of all data points.



Public Comment period of the level of review team support for each recommendation, without binding the review team members on their support level in the final report.

- Review Team composition, including the SO/AC that nominated each member, and details of any changes in composition or leadership during the course of the review.

### Considerations with Regard to Review Team Recommendations

In keeping with the guidelines for Review Teams to develop and follow a clear process when documenting constructive recommendations, the ATRT3 has adopted a system that is fact-based analysis, clear articulation of noted problem areas, supporting documentation, and resulting recommendations system that follows the S.M.A.R.T framework: **S**pecific, **M**easurable, **A**chievable, **R**ealistic, and **T**ime-Bound. See [https://en.wikipedia.org/wiki/SMART\\_criteria](https://en.wikipedia.org/wiki/SMART_criteria).

Additionally, ATRT3 will be sharing proposed recommendations with the ICANN organization in the form of Public Comment and other interaction opportunities, to obtain explicit feedback regarding feasibility (e.g., time required for implementation, cost of implementation, and potential alternatives to achieve the intended outcomes). Resulting in, we trust, our recommendations being provided in priority order to ensure focus on highest-impact, yet clearly costed areas.

To help assess whether proposed recommendations are consistent with this guidance, we will be wherever possible and practical testing recommendations against these questions:

- What is the intent of the recommendation?
- What observed fact-based issue is the recommendation intending to solve? What is the “problem statement”?
- What are the findings that support the recommendation?
- Is each recommendation accompanied by supporting rationale?
- How is the recommendation aligned with ICANN’s current and future strategic planning, the ICANN Bylaws and ICANN’s mission?
- Does the recommendation require new policies to be adopted? If yes, describe issues to be addressed by new policies.
- What outcome is the review team seeking? How will the effectiveness of implemented improvements be measured? What is the target for a successful implementation?
- How significant would the impact be if not addressed (i.e., very significant, moderately significant) and what areas would be impacted (e.g., security, transparency, legitimacy, efficiency, diversity, etc.)?
- Does the review team envision the implementation to be short-term (i.e., completed within six months), mid-term (i.e., within 12 months), or long-term (i.e., more than 12 months)?
- Is related work already underway? If so, what is it and who is carrying it out?
- Who are the (responsible) parties that need to be involved in the implementation work for this recommendation (i.e., community, the ICANN organization, the ICANN Board, or a combination thereof)?
- Are recommendations given in order of priority to ensure focus on highest impact areas?
- If only a limited number of recommendations can be implemented due to community bandwidth and other resource constraints, would this recommendation be included in the top

listing of recommendations? Why or why not?

It is the intention of this Review Team to present recommendations individually, but also where appropriate, group them. Relationships between recommendations bundled or otherwise (such as precursors, and dependencies) will be articulated, prioritised and associated with preliminary and high level costing where possible and practical.

### Section III: Formation, Leadership, Other Organizations

#### Membership

As per the ICANN Bylaws, the Review Team has been selected by the Chairs of ICANN's Supporting Organizations and Advisory Committees (SO/ACs). The ASO declined the invitation to participate in ICANN's Accountability and Transparency Review (ATR3). The ICANN Board appointed Maarten Botterman to serve as a member of the third Review of ICANN Accountability and Transparency (ATR3). Members and their gender, SO/AC affiliation, and region are:

#	Name	Gender	SO / AC	Region
1	Sebastien Bachollet	M	ALAC	EUR
2	Cheryl Langdon-Orr (Co-Chair)	F	ALAC	AP
3	Daniel Khauka Nanghaka	M	ALAC	AF
4	Vanda Scartezini	F	ALAC	LAC
5	Demi Getschko	M	ccNSO	LAC
6	Liu Yue	M	GAC	AP
7	Jacques Blanc	M	GNSO	EUR
8	Patrick Kane (Co-Chair)	M	GNSO	NA
9	Michael Karanicolas	M	GNSO	NA
10	Wolfgang Kleinwaechter	M	GNSO	EUR
11	Oswaldo Novoa	M	GNSO	LAC
12	Adetola Sogbesan	M	GNSO	AF
13	Erica Varlese	F	GNSO	NA
14	Ramet Khalili Nasr	M	RSSAC	AP

15	Jaap Akkerhuis	M	SSAC	EUR
16	KC Claffy	F	SSAC	NA
17	Geoff Huston	M	SSAC	AP
18	Maarten Botterman	M	ICANN Board	EUR

### Roles and Responsibilities of the Review Team Members and Leadership

The ATRT3 and leadership has agreed at its second meeting that it will where possible and practical, adhere to the roles and responsibilities, practices and processes, as outlined in the most current Operating Standards for Specific Reviews (currently in DRAFT).

### Support from ICANN Organization

ICANN organization has assigned [Staff and contractor support](#) to the 3rd Accountability and Transparency Review Team to support the volunteer work, including project management, meeting support, document drafting if/when requested, document editing and distribution, data and information gathering if/when requested, and other substantive contributions when deemed appropriate.

### Dependencies on Other Organizations

The review team will ensure the work it undertakes does not duplicate or conflict with purview and scope of the following efforts. The review team will be briefed/updated on these activities, as appropriate, to avoid unnecessary or unintended overlap.

- Evolving ICANN's Multistakeholder Model
- Streamlining Organizational Reviews
- Implementation of the updated Independent Review Process (IRP)
- CCWG-Accountability WS2 implementation
- Ongoing Specific and Organizational Reviews
- Non-Contracted Party House (NCPH) Election Procedures for Board Seat #14

ICANN org will alert the ATRT3 of any developments which may lead to proposed changes to the list. The review team will engage in dialogue with the Board; for example, when the review team reaches a milestone and could benefit from feedback on agreed scope or any recommendations under

development to address that scope.

## Section IV: Decision-Making and Methodologies

The Review Team will follow the decision-making procedure and methodologies (reporting, budget management, travel, independent experts, observers, transparency requirements, subteams, resignation, removal and replacement of review team members) specified in the most current Operating Standards for Specific Reviews.

### Outreach

ATRT3 will conduct outreach to the ICANN community, and beyond, to support its mandate and in keeping with the global reach of ICANN's mission. As such, the Review Team will ensure the public has access to, and can provide input on, the team's work. Interested community members will have an opportunity to interact with the Review Team. The Review Team will present its work and hear input from communities (subject to budget requirements).

All plenary and leadership team meeting minutes, documented activities, decisions, action items, interim and final documents can be accessed via the Review Team's wiki page located at <https://community.icann.org/display/atrt/ATRT3>.

ATRT3 welcomes observers to all plenary meetings. In addition, the Review Team welcomes inbound questions and commentary on objectives and recommendations.

### Closure and Review Team Self-Assessment

The Review Team will be dissolved upon the delivery of its Final Report, unless assigned additional tasks or follow-up by the ICANN Board is requested.

Once the final report is submitted to the Board, the ATRT3 review team shall determine among itself one or several "implementation shepherds" per the most current Operating Standards for Specific Reviews.

Following its dissolution, Review Team members shall participate in a self-assessment, facilitated by supporting members of the ICANN organization, to provide input, best practices, and suggestions for improvements for future review teams.