

BRENDA BREWER: Good day everyone, this is Brenda speaking. Welcome to ATRT3 Plenary #22 on the 24th of July 2019 at 2100 UTC. Members attending the call are Cheryl, Demi, Vanda, , Maarten, Erica, Daniel, Michael, Sebastian just joined us. Guests joining us today are Tom Barrett and Lars Hoffman. Attending from ICANN Org is Nagar, Jennifer, and Brenda. Technical writer Bernie is on the call. And today's call is being recorded. I'd like to remind you to please state your name before speaking and I'll turn the call over to Cheryl. Thank you.

CHERYL LANGDON-ORR: Thanks very much, Brenda. Cheryl Langdon-Orr for the transcript record. For those of you who are used to our normal agenda, you'll note there has been a shuffling of things. We will take this as our formal welcome and roll call. I'll now ask, is there any Statements of Interest updates that need to be listed? We note Erica is limited to chat and listen mode. So type away, Erica, we will watch chat with our eagle eyes. Are there any Statement Of Interest updates to be made? Let us know now. Reminding you all we do work under continuous disclosure with Statements Of Interest. Not seeing anybody but hearing someone type, I'll just see whether or not just something gets typed in, but we will move.

The agenda for today, you'll note is slightly different in as much as before we go to work party input and general discussions, and in fact even before we go into reviewing of our action items, we're going to have our Topic A. Our Topic A for today is in fact a guest presentation and that is something I have a little bit of interest in, by the way. The

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nominating committee review implementation working group, we're having a briefing from this group, Vanda is part of that team, in fact a couple of our members, but I believe Vanda is the only one other than myself who is on today's call. But a couple of members of our team cross over into the NomCom Review Implementation working group. We've got the Chair of that group.

I have the honor, accidental or otherwise, of being a Vice Chair, along with Zahid, to this working group and Tom is the Chair. So, he will be presenting the slide deck and both Vanda and I will be available to add any depth and color to anything should we feel the urge, or if there's any questions we will be happy to help, as well. So with that, I'll call for any other business at the end of the meeting again where you can type some in and I note Vanda does have an update to the Statement of Interest and she will attend to that formally after this meeting and let us know by email, and by updating her on record documents. Thanks for that, Vanda. Right, so with this, let's get the slide deck up and Lars and Tom, I'm assuming Tom, over to you.

TOM BARRETT:

Thank you, Cheryl, and thank you everyone for your attention and time today. So our objective today is to give you a quick overview of the NomCom review, as well as to address some questions that we believe you're interested in, in terms of what recommendations we're working on. So why don't we go right into the slide, as Cheryl said, she's on the leadership team with Zahid Zamil, so the three of us are working on this implementation phase of the NomCom Review.

Next slide please. So we'll talk about in terms of where we are in the process today. We've already completed the assessment.

CHERYL LANGDON-ORR: I'm sorry, Tom. Can I ask, Brenda if we can't find who needs to be muted, then mute all lines, excepting Tom, because that typing is utterly annoying. Thank you. Back to you, Tom.

TOM BARRETT: Thank you. So, at the Kobe meeting in March the Board did accept our final report on the feasibility of the initial assessment and empowered the ICANN organization to formulate an implementation working group to work on the next phase of this review. So that is slated, the planning part of that is slated to finish by mid September, and then at the Montreal ICANN meeting. We expect approval to proceed on the actual implementations of those recommendations.

Next slide please. The participants in the review is fairly well representing all the various SOs and ACs across the ICANN community. We are missing reps from a few groups, the ASO, GAC, SSAC, and IPC. However, I think we're compensated for that by presenting at the GAC meeting several times the past few ICANN meetings and of course we are closely interacting with the current NomCom who's Chair is a member of the IPC. So, we've held nine teleconferences to date. We're meeting on a weekly basis. We just increased our hourly meeting from 60 to 90 minutes, but of course, open to new members, especially from any of those groups that are not represented today.

Next slide. So in terms of what we're doing during the implementation work phase, the first part is to develop a detailed implementation plan of the 27 recommendations, and specifically come up with realistic estimates of cost, to implement those recommendations that involve an external cost primarily related to training recommendations, but we

also want to make sure that because we don't have a specific group that we're doing this review for, we're trying to ensure that the broader community is informed about the recommendations that we're working on and they've been given multiple opportunities to provide feedback on our efforts as we proceed from the review. But again for this first phase it's a six month phase and slated to be completed on September 14. And then at the annual general meeting in Montreal, we expect approval to proceed on the implementation of each of the 27 recommendations.

Next slide please. So the methodology is fairly standard in terms of a review methodology, we've taken the review template, we'll customize it, actually from phase to phase of this review, but all of our proceedings are recorded and published on the Wiki. We strive for consensus among the participants in the group. And in particular, we're doing community outreach so that we make sure that we haven't missed any different perspectives in terms of how we might implement some of these recommendations.

Next slide. In terms of the outreach we've done, we've identified six of the recommendations that we thought the broader community should have input on and actually participate in terms of how we implement these recommendations. And so we sent out a request in May, in terms of asking for feedback from all the SOs and ACs on these six specific recommendations. We also identified several recommendations that have third party cost elements such as developing curriculum for training the NomCom members and soliciting the ICANN organization to give us feedback on those. And so we received very extensive feedback from ICANN Org already. In addition, we receive feedback from six of the ACs that we went out to, and very helpful information indeed, in terms of what we're trying to do.

So if we go to the next slide, I want to share with you what those six recommendations were and we've actually flagged four of these because I believe they overlap in terms of what the ATRT3 is interested in when it comes to the NomCom. So, Recommendation 10 refers to "Representation of the NomCom should be rebalanced immediately and then be reviewed every five years." Recommendation 14 says "Formalized communications between the NomCom and the Board SOs and ACs and the PTI Board in order to understand their needed competencies and experience."

So, both of those have been flagged because we believe that matches part of the elements you folks might be interested in. Question 3 that we asked for feedback on which to implement and codify a system for providing feedback to the NomCom regarding the contribution and participation of members up for reappointment by the NomCom. Recommendation 24, "An empowered body of current and former NomCom members should be formed to ensure greater continuity across NomComs and in particular to recommend and assess implementing improvements to the NomCom. Recommendation 25 which we've also flagged as a particular interest to the ATRT3, improve NomCom selection decision by assessing the performance and needs of all bodies receiving NomCom appointees. And then the last question, provide clarity on the desire for any definition of independent directors and upon clarification of that desire and definition, determine the number of specific seats for the independent directors. So we received community feedback on those six. We were welcomed, if any of the members here are interested in providing us feedback on any one of those six, we would welcome that, as well. We're spending the next few weeks in particular finalizing the planning for these six recommendations.

Next slide please. So in terms of Next Steps. We again are on target and on schedule for mid September in terms of submitting a detailed implementation plan to the OEC and so we're spending the next four or five or six weeks analyzing the templates for each of these 27 recommendations gaining consensus within the working group on our implementation plan. And again, expect to be completed by mid September.

So if we go to the next slide we've taken a look at what we believe your objective was for this meeting and we basically had three points, and I believe that we were asked about. One was the recommendations pertaining to the selection of Board members And so as I mentioned to you earlier, we already asked the community about two of these for some feedback. But these are all the recommendations specific to selection of Board members that that you may be interested in. So, 14 I've already talked about, 15 has to do with publishing details, job descriptions for the Board, SO/AC and PTI Board positions. And again, last year's NomComs started doing this for the first time and so we want to make sure that process is institutionalized and the job description, typically builds on the advice provided by the Board and the other groups, as well as what the NomCom feels should be added to that advice from the different bodies.

Recommendation 17 refers to maintaining the current diversity requirements from NomCom appointees, so maintain the status quo. Recommendation 20 has to do with the evaluation process and suggesting that the consultants should undertake a preliminary screen of all Board candidates and provide blinded assessments to the NomCom to assist the NomCom with reducing the pool of candidates to the shortlist. Recommendation 25 inform assessments of the NomCom by assessing the performance of the Board and 27, I've already spoke to

in terms of the desire for independent directors. So I'll stop there for a second. So I believe that was one question you folks had, are there any comments or questions about this list?

CHERYL LANGDON-ORR: Sébastien and then we've got a question to clarify Recommendation 25 a little bit more. Sébastien?

SÉBASTIEN BACHOLLET: Thank you Cheryl. I have a question. How do you include Recommendation 22 on some of those issues?

TOM BARRETT: Thank you, Sébastien. The short answer is we have not assessed Workstream II for any of these recommendations. We have one recommendation which is probably buried in the appendix here that has to do with basically changing the reporting organization for NomCom staff. As you know, it probably reports to the legal department and the suggestion from the independent examiner was that issued in the report into the CEO's office, and that is the one recommendation that we believe perhaps should be dependent on Workstream II. But we haven't identified any other recommendations that might be subject to that.

SÉBASTIEN BACHOLLET: Sébastien speaking. I think you may be interested to go to look at what was done in the subgroup or working group on diversity. Now I take my [inaudible] on that maintaining diversity, sorry, but I hope that you will not maintain the current diversity, you will maintain the current what

it's ask, but when you have the maximum possible people from one single country, I think the letter is full, but the aim is not. Therefore, that's why I am a little bit puzzled with maintaining the current diversity. Thank you.

TOM BARRETT:

Thank you, Sébastien. Before we get to Lars, could you just clarify for me if you're talking about geographic diversity or some other type of diversity?

SÉBASTIEN BACHOLLET:

Yes, thank you, Sébastien Bachollet speaking. Yes, clearly when I was talking about five people from one country, it's the maximum for a region is five. For the first time in the history of ICANN we have five people from the same country representing the same region, of course. And that's not where I think the diversity must be. That's why I am talking more about not the letter because, of course, it's possible and it's done, nothing illegal, but the situation, taking into account the diversity, must be broader than just the letter. Thank you.

CHERYL LANGDON-ORR:

Do you want me to just make very clear to the AT/RT, Cheryl for the record, that of course, this is an implementation review working group. In other words, the recommendations are already set and are already accepted by the Board. This working group's job is to now do the detailed implementation plan, prioritization and costings associated with how to implement it. So we don't get to re-litigate or even modify the recommendations, we're up to the part where we are looking at

how they can be enacted, but I'm quite confident that your concerns have been heard, Sébastien. Lars, to you.

LARS HOFFMANN:

Thank you Cheryl, Lars Hoffmann ICANN Staff for the record. I just want to build on what Cheryl just said in response to Sébastien. The recommendations are what they are, Cheryl said, and they cannot be, as she pointed out, re-litigated. Sébastien, the link with Workstream II, this is one of the many wonders of ICANN, that you have a variety of reviews and also we see the Workstream II which actually is an improvement, and then how to reconcile the implementation areas where they overlap. So, I can speak from a Staff perspective, what we are expecting to happen is that we at the moment can only deal for the NomCom review, deal with these recommendations that have been issued in isolation, if you want, and propose a plan for this. Some of these recommendations may in fact already been superfluous because of changes the NomCom has made. Nevertheless, we have to present an implementation plan and then we can go back to the Board and say, well, these three recommendations have implemented.

Similarly, when it comes to implementations that may overlap with Workstream II, the group will then from Staff side, we will coordinate internally to make sure that there is no overlap and where there is overlap that the two implementation groups, the two implementation community groups can communicate and can be sure that then implementation is done either only once, or dovetailed one recommendation with the other one so that we achieve this. But at the moment I think your point is well taken and the group will be aware of the Workstream II work that has been going on, but the recommendations show us that at the moment they are what they are,

and the plan is being put out for those only. I hope that helps. Thank you so much.

CHERYL LANGDON-ORR: Thanks for that, Lars. Is there any other questions before I ask Tom to perhaps expand a little bit more on Recommendation 25 . Tom back to you for a little bit more depth and color on Recommendation 25 .

TOM BARRETT: Sure, thanks Cheryl. Recommendation 25, as you're familiar with the NomCom, what typically happens each year is that the NomCom leadership will request advice from the various bodies that it is pointing to, in particular the Board and solicit advice in terms of what skill sets or competencies are currently missing from the Board, so trying to get some insight from the Board in terms of what they feel they would like to see in terms of NomCom candidates for the Board. 25 is trying to come at that from more neutral direction, saying, well, the Board may be suggesting one thing, but perhaps we'd like to a more neutral assessment of how well the Board is performing and even look ahead toward succession planning, i.e. we know that some Board members are term-limited in a year or two years, and what skill set would that leaving Board member take with them and create a hole on the Board.

So it's trying to assess the overall performance of the Board, not just NomCom directors, but also the directors appointed by the various contracting parties et cetera, and trying to anticipate some additional skills or competencies that the Board advice might not be revealed. So that would help the NomCom certainly in their selection process.

CHERYL LANGDON-ORR:

Thanks for that Tom, Cheryl for the record. The matching of skill sets and of course the requirement for different skill sets changes over time, as well. And that is another thing that Recommendation 25 will also catch up on, well, we hope Recommendation 25 when fully implemented, will catch up on. To respond to in part and then I'll pass it back to Tom and/or Lars, regarding what is meant by the term independent director. Well, as a person who I know has served very admirably on the ICANN Board, I know you've had the benefit of the inservice training that made very clear to you Wolfgang, that having been appointed to the ICANN Board under California law you are then acting in independence from the appointing body and that therefore there is strong argument made that every Board member is in fact an independent director in inverted commas.

But of course, nominating committees often see their role as one of the key features of their role in appointment of independent directors in as much as it is not being a direct appointment from an AC or an SO. And so to that end, we sometimes have the term independent director used by nominating committee. But there is a third option, of course, and that has also been used by some nominating committees in the past, but this is where the waters gets a little bit muddy, and that is where an independent director in the traditional term in representational board modeling, noting we do not have a truly representational board within ICANN because of the mix between those elected and selected and the nominating committee roles, and that is a director which has no clear and traditional linkage to an appointing body, and that appointing body would normally be seen as something that impact some form of selection or electoral process.

So, Wolfgang, I'm not sure if I've helped or hindered you there, but that's the terminology and the usages thereof. I see, Wolfgang, your

hand, so perhaps if you would like to have a followup on my mumblings and then Lars is probably going to respond. Over to you, Wolfgang.

WOLFGANG KLEINWÄCHTER: Okay, yes, thank you Cheryl. You have said it already, you know, because the Board is not a representation or the Board members nominated by the SOs and ACs are not representative of this organization. All Board members are independent, as you have explained, and that's very correct. What I was a little bit confused was to designate three specific seats for independent directors. What is a specific seat? Are there three new directors or is it just within, because the NomCom, that's not always select three directors, it's 3,3,2, because in total, it's eight. So probably you can explain what the three specific seats for independent directors means in concrete terms. Thank you.

CHERYL LANGDON-ORR: Well, Lars is probably going to clarify what is meant in Recommendation 27. If not, I'll pick it up.

LARS HOFFMANN: Thanks Cheryl, I will try anyway. So, obviously this recommendation was issued by the independent examiner, not by this group. and what they refer to, and I'm going to copy and paste some text into the chat in a moment, essentially the directors who have no prior association with SO and AC and so rather than being independent, what they mean by that, rather than being independent from the appointing body while serving on the Board. The meaning that they associate here for this. I think that's why there was a used inverted commas is the candidates or

Board members who have not had prior involvement with ICANN, and therefore independent from the ICANN ecosystem.

And so another point also which is important to make here is that obviously the regulations say that there should be such independent directors, but rather provide clarity, whether there is desire to have them, and then how to go about it, in other words. So the implementation group will in fact investigate exactly how independent directors should be defined and then whether there is desire to have those seats reserved.

I would have assumed Wolfgang, to your question of location, that out of all the NomCom seats that are currently being appointed three of them would be dedicated, if this were to be implemented, I'm not saying it will be, but if it were to be implemented, then three of these seats would have to be filled by candidates who have no prior involvement with ICANN, again, however that is defined. I'll copy and paste the text from the final report in the chat as well. I hope that's helpful. Thank you.

CHERYL LANGDON-ORR: I believe it is. Wolfgang., is that a followup question with your hand up?

WOLFGANG KLEINWÄCHTER: No, no, I have to lower it here. Okay, it's gone. Yeah, we had this always in the past discussion from insiders and outsiders. I think independent is confusing. I would not recommend to use independent director, because all directors has to be independent and has to serve for the community as a whole. Maarten has just repeated this in the

chat. And so that means the introduction of new language of independent directors is confusing.

CHERYL LANGDON-ORR: Thank you. Sebastian?

SÉBASTIEN BACHOLLET: Thank you, Cheryl. I have a question. Do the reviewer figure out if those three independent or outsider was or was not on the Board and when it was not the case, what happened? Because it's good to give a proposal for the future, but how it was in previous situation if they have done that. Thank you.

CHERYL LANGDON-ORR: Thank you for the question. I think Sébastien. Why I said, I think, is I think you're asking about the mechanism by which the independent examiner came to this recommendation. All I can say is the recommendations are what they are, how they came to it is of academic interest and I'm sure would be detailed in their report but because we simply are looking at this recommendation, where we are looking to provide clarity on the desire for independent directors and we've seen from our conversation here and other conversations that the nomenclature, the language being used when we're defining these things is very, very important. Sébastien you have a followup? And can I just remind us that we had 20 to 30 minutes for this section. We're now 33 minutes into our call.

SÉBASTIEN BACHOLLET: Yeah, sorry for that, but I was asking not theoretically because I think it's an important part of the job that we will have to fulfill about the composition of the Board and so on, and I was asking if there is some data that they have used for that. If not, I can expand, but it's not the right time for that. But I have the impression, and it's just an impression, that there were already real what they call independent directors, outsiders, and maybe three was the case since a long time. I will check.

CHERYL LANGDON-ORR: Okay, we do have the concept of insiders and outsiders, Sébastien, Wolfgang who speaks not only from his Board experience, but his nominating committee experience as well, is well aware of that and we are also very well aware of that and thank you, Maarten, there's some very good examples, I will hasten to add, nominating committee appointed, very demonstrable outsiders who would indeed qualify under most definitions of, in inverted commas, independent directors or new outsider ICANN Directors. So with that, can I encourage us to move on. Sébastien, do you really need to have a followup.

TOM BARRETT: First of all thank you for that. I think you make a good point that we want to make it clear or clarify what we believe the IE was trying to suggest here, so it's not confused with other definitions for independent directors. So let's go to the next slide. I think he had the second of the question was recommendations pertaining to community and stakeholder representation on the NomCom. So these are not changing the representation necessarily but we are moving or Recommendation 7 suggests moving to two year terms instead of one year term, with a

term limit of two terms, that means four years and #9 is a small change saying that all NomCom members should be fully participating and voting members, as you recall there are some advisory positions SSAC, RSSAC, et cetera and every year the NomComs decide if they're going to be voting or voting. This recommendation suggests to make them voting.

And then the third question, next slide. Any questions about this, by the way before I move on? I think the heavy typing is back. Alright, so the last question I believe you're interested in was a selection of SO/AC representatives on the NomCom. So we have three that I think pertain to that. Request recommendation 1 is formalizing job descriptions for the NomCom members themselves, 8, maintain the current size of the NomCom and 10, rebalancing the NomCom as is called for in the bylaws every five years. And that last one is an interesting one we have received security feedback on how we go about implementing the Recommendation 10. So I'll stop here because I know we're running out of time. Any comments on these recommendations or are there other feedback you're looking for that we can help out?

I see Sébastien is asking about rebalancing, so it's part of our effort we certainly need to determine what rebalancing means, but it means that, I'll roughly phrase it because again, it's not up to me, but for the group to decide, but it basically means that the NomCom is comprised of constituencies with some exceptions the BC has to, plus with ALAC set up geographically, but the question is, should it be rebalanced so that it's more representative of the ICANN community than what it was initially. Any comments or questions? Vanda?

VANDA SCARTEZINI: Vanda for the record. Just to make it a clear this rebalance for instance, we talk in the last meeting was about, for instance, [inaudible] is not represented in the NomCom and they have complained for many years. So one suggestion could be they can make some rotation with the other groups or non-commercial groups. So it's something like that, that we intend to keep the current size of NomCom, but the general idea is if there is some competition among some groups or more constituents are creators, so a kind of rotation could be applied to make sure we have all voices talking, selecting people for the leadership position. Thank you.

TOM BARRETT: Thanks, Vanda.

CHERYL LANGDON-ORR: Thanks, this is Cheryl for the record. Tom are there any more slides you definitely want to take us through today?

TOM BARRETT: No, I think we're done, I just wanted to make sure we address the questions that your group had regarding the NomCom review.

CHERYL LANGDON-ORR: Thank you very much. Let me ask my group, then, are there any additional questions that we would like to look at in today's call? Noting we can follow up on email, et cetera. Alright, well, with that, thank you very much for spending so much time with us today, Lars and Tom, as you can tell, it is something that we do have an interest in. We may wish to have some followup with you, for example, or with us, I should

say, some of the questions about what is meant by Board performance, is this the Board as a whole, Board individually, subsections of the Board, et cetera. That's something that we may wish to pursue. But with that, we can release you, although our meetings are open and you are welcome to stay. But should you wish to do anything else, you're also welcome to go.

And with that, we will obviously also have our own records for each meeting and this slide deck will be now constituting part of those records. So, thank you very much for the time you've taken with us today, Tom and Lars in particular. The rest of us who serve on the Nominating Committee Review Implementation Working Group have to be here anyway. So I won't thank ourselves. But thanks very much. And with that, we will take any other questions on notice. You people have time to submit feedback on 6 of the 27 recommendations don't worry about that, we'll fix that. Alright then, let's back to our normal advertised agenda item which would be looking at any action items from previous calls and other activities. Who's going to take this. Jennifer? Or who have we got?

JENNIFER BRYCE:

Thanks, Cheryl. This is Jennifer speaking. Yes, this is our new agenda items that we added last week. So, happily on our Monday leadership call we didn't have any new Action Items to add to our list so nothing to report there. A previous Action Item is to have some community members from the EPDP discussions, so Janis Karklins and Rafik Dammak. I think Janis is the Chair of Phase 2 and Rafik is Vice-Chair or Co-Chair. They will be joining us joining us on the 31st so, this time next week, they will be joining us on the plenary call. So please if you've got any questions that you would like to share with them, please do so,

and Michael, I note that yourself and Erica had shared a question, so that's great. But from me, I don't have any other Action Items to report. I'm not sure if Bernie does or anyone else. Thanks.

CHERYL LANGDON-ORR:

Thanks Jennifer, Cheryl for the record, just coming off mute, and I hope everyone appreciates the fact that we've got this additional item in now the leadership team felt it was important that we don't lose any items off our to do list. So we'll be running this Action Items Review, New and Closed in the future. We're going to be talking in a moment about the logistics of the survey. The survey, of course, was also part of the activity from last week's call, and I've also seen activity from some of the work parties on the survey questions that that they wish to contribute.

The agenda has a link to the accumulated survey question Google Doc. I'm going to remind you all that the deadline to have any and all of your proposed survey questions is the end of this week, that is Friday 2359 UTC. We also would note that some of the questions may not make it into a final survey either if they are duplicative or simply deemed to be too complex for the purposes of the exercise. We'll find some other way of interacting that webinar or other mechanism, remembering, of course, we want to actually get people to respond to the survey.

One of the logistical issues that I think we also need to mention other than the closing date for any input onto it, and I'm happy to ask anybody to speak to this if I muck up too much. There seems to be an indication from a number of the work parties that it would be a good idea for us to have surveys that are tailored specifically to the various component parts of the ICANN community we want to interact with.

And so at this stage, our thinking is that there would be questions specifically going to the Board as a mini survey, going to the GAC as a mini survey, going to the SOs and ACs as a mini survey, and perhaps some generic out there in the wild for the public and any or all of those component parts of ICANN to respond to separately. Bernie, did my gibberish make sense to you? I've got a big green tick which is wonderful, I must have not mucked it up too much, but we believe that that is what you're telling us, and so that's what we will make happen. Maarten, over to you.

MAARTEN BOTTERMAN: Just a remark that we talked about this in the GAC working group where you were part too. I think if you send out the mini surveys to specific groups, let's make sure we collect the mini surveys from all our working groups into one survey to that group, rather than send out multiple surveys.

CHERYL LANGDON-ORR: Cheryl for the record. Maarten, the sending out of surveys will be managed centrally, they won't be coming from the work parties at all. The work parties' job is to throw the desired questions over the fence and then we will become extraordinarily selfish and possessive as a plenary about the look, the feel, the style, and the management of both the outgoing and incoming data including data analysis. So, fear not, one of the reasons we're talking about this is to make sure you all feel appraised and included and to realize that this is now going to become a quite tightly managed process because we want to get this survey out by the second week or second to third week in August and have it come back a month later, and that means there's not a lot of wiggle room.

Okay. Bernie. Have I missed anything on that? If not, right, big red X means I must have got that one right. Yay, me. Now we will move to something that you're all much more familiar with and I can commute and get my granddaughter's breakfast, because she's been waiting for the last 50 minutes now for breakfast to be made before she goes off to school. Grandmother's jobs, one of the fun things I get to do a couple of days a week. So while I'm making muffins and spreading strawberry jam, I will be listening to the work party input and if I could ask, perhaps you, Jennifer, to manage the queue if I miss anything while the kettle is boiling and the muffins are toasting. We'll start in the usual way with Board, go through to GAC, do reviews, community, IRP.

Bernie, if you could bring up the suggested text we looked at and also, perhaps take on Workstream II and if needs be, if I'm still buttering muffins, lead us through ATRT2 to and where we're up to. We note that ATRT2 is our Topic B and we should probably pick that up as we move from Item 4 to Item 5 in the agenda. So with that, we've got both Sébastien and Osvaldo on today's call, so whomever wishes to step up, please do so, and I'll go on mute while I toast muffins.

OSVALDO NOVOA:

This is Osvaldo. Right now we are reviewing the documentation we have access to. There are some of the requested information that we still haven't received. So several of them, and the other, we have received the links to the documents in ICANN Org and now is the process of analyzing them and reaching our conclusions. Thank you.

JENNIFER BRYCE:

Shall we go to the next work party then? GAC?

OSVALDO NOVOA: Excuse me, Jennifer. I don't know if Sébastien has something else to comment because I wasn't, ah, no, he wasn't on last week, okay, thank you, sorry.

JENNIFER BRYCE: Okay, I don't see Sébastien's hand raised. So, Vanda?

VANDA SCARTEZINI: Vanda for the record. Leo is not there? I do like to share a little bit with the others. Our group had a very good call with Maarten, Leo, and Bernard. And we really, I guess we finalized our points related to the surveys with the general idea that some point for instance for the Board, our questions to Board, to community should be to get together, as Maarten said, together with the other questions, and I believe we basically finished our work and certainly Bernie will take a look at the words to make sure it is clear, especially the GAC questions, to make sure any other language can easily understand what we are asking.

The second point that we are doing and should finalize until the 2nd of August is the our position paper for each one for the assigned points that Bernie had sent to us and I finalized mine, I believe all the others are finalized and we lack the feedback from Jax, because Jax is on vacation. But he'll be in that in the end of that week and next week he will be back. So from our side that was our work from the last week. Thank you very much. And maybe Maarten, if you can share something from your point of view, please, the floor is yours. Thank you.

MAARTEN BOTTERMAN: Hi Vanda, no, I think you guys did an excellent report, you're getting there and there is clear interest. One of the points we had maybe still, is that we had a discussion about whether to send the survey to individual GAC members or GAC leadership with the request to share it, and one point that came up is how do we know that people responding our GAC people. And I think this is a good point of attention. I think we'll do some good practice to get this as right as possible, but it's an important subject to consider.

VANDA SCARTEZINI: Just to continue what Maarten is saying, Leo was supposed to ask the Vice Chair to make sure that what is the best way to address that. So, that's why I asked if Leo was there, because he maybe had that feedback from the GAC leadership. But certainly, you will have this during the next week. Thank you.

JENNIFER BRYCE: Great, thanks. Does anyone have any more questions or comments on GAC? Otherwise, Daniel, do you want to give the reviews update, given that KC is not on? Thanks.

DANIEL NANGHAKA: Daniel, for the record, I hope I can be heard loud and clear. Just a brief update, we are still going through documents and probably after we have gone through the respective documents then I shall be able to get back to the group with our respective findings. That's briefly what we have. But so far, we're also working on the Review questions and since I'm part of the review work party, I'm also updated the respective

survey questions of the link that has been shared. Thank you. Back to you Jennifer.

JENNIFER BRYCE:

Anybody else, any questions or comments on reviews? Alright, so Erica, or Michael, I assume Michael, you will give the update today?

MICHAEL KARANICOLAS:

Sure, although we don't have too much to report. We are still kind of processing the feedback, we were comparing notes from the last meeting that we had. I just emailed Brenda and Jennifer today to try to schedule another meeting for next Tuesday, basically make as best use we can of the time that Erica has left with us. So she and I are going to meet back again on Monday and try and go through the notes to revise and refine the scope of the approach that we had last time, send something around again and then have a meeting on Tuesday to try to move the ball a little further down the field. And in the meantime, we've put our questions into the survey. Thanks.

JENNIFER BRYCE:

Thanks, this is Jennifer and just confirming we received the request and I believe we'll get that invite out today, if not tomorrow, first thing. Does anyone else have anything additional to add before we move on to IRP? And I believe there's some text that will be pulled up on the screen. And Bernie, over to you for this one.

BERNARD TURCOTTE:

Thank you, Jennifer. Let's get the document. Alright. So you will remember that one of our bylaws requirements is assessing and

improving the independent review process. the IRP and given that, the IRP IoT or implementation oversight team is still working on a review of the IRP, there was not much point in undertaking that work and that I would draft text that we could include in the final report. I have done so, you've got it up on the screen.

Cheryl and Pat have looked at this, thought it was okay. It will be distributed. It basically just gives a bit of the history of the IoT starting its work as a result of the Workstream I recommendations. It started in parallel with Workstream II and it was mandated to complete recommendations to update the supplementary Rules of Procedure, which is basically what guides the IRP, develop rules for cooperative engagement process. For a period it was thought this would be a separate group, but they ended up getting folded back into the IoT address standards and rules governing appeals and consider panelist term limits and additional independence considerations. The IoT delivered an updated draft interim supplementary rules to ICANN on 25 September, and this was approved in Barcelona.

However, there is still work to do and given the length of time, we've had quite a bit of drop off in attendance in the IoT and so Leon Sanchez, Chair of the ICANN Board Accountability Mechanisms Committee has written to the leadership of the SOs and ACs on 26 June, asking for additional volunteers by the end of July. And currently, there have been a number of submissions and everyone is looking forward to starting up sometime in late August. Therefore, we conclude that, and I guess the important part is the final lines of this text.

In this context, the ATRT3 concluded that it should not review the IRP as required in the ICANN bylaws. Given the IRP has recently undergone significant changes, the 25th September amendments were approved

and further changes will be forthcoming once new members have been added to the IRP. So as I said, we'll send this out by email so you can hack away at it in detail. But in the meantime, if you have questions, I'll be glad to take them. Alright, not seeing any, back to you, Jennifer.

JENNIFER BRYCE: Thank you. And I think it will be back to you again for Workstream II.

CHERYL LANGDON-ORR: This is table tennis.

BERNARD TURCOTTE: Ah, come on, it's my turn, pong. Workstream II. Yes, there is supposed to a meeting of the Workstream II Implementation Team on the 6th of August. We are hoping that that will take place. There are I've heard through the grapevine some delays. We're trying to work through those this week and early next week and we will probably have some more news once we actually have that meeting. ATRT2 we'll be dealing with in the next topic and I guess we'll call this item for to a close, given the next topic is ATRT2 evaluations. Back to you, Cheryl, are you back on?

CHERYL LANGDON-ORR: I'm back, I'm back. I listened the whole time, I didn't miss any of the words, I just wasn't at the screen to type at you and unmute my microphone. Thanks for doing that and I just wanted to compliment the work parties that have held the calls et cetera and are continuing their work in getting the questions into the grab bag of survey questions at this stage, it is greatly appreciated. So now we are up to the other substantive piece of agenda item for today and that is looking at the

ATRT2 implementation assessment tool. We're going to open this Google Sheet up and if needs be, live edit.

Now, I would suggest that we let Bernie and or Jennifer do the live editing and the rest of us keep our sticky fingers off the keyboard, but you are welcome to open the edit using the link in the chat or of course follow along, follow the bouncing ball, along with a sing along version. You will find that far too few of us have popped our homework assignments into this. But hopefully we can extract what you will, of course, have been meaning to put into these cells as we go through. Bernie do you want to play schoolmaster on this? I'm happy to let you do.

BERNARD TURCOTTE:

Sure, I'll be happy to do that. Let me pull up my full version so I actually can look at it more effectively. Alright. So, I know I've had conversations with a number of people, they are working on this. I'm very glad to hear that. I'm even happier that some have managed to put in their results, gold stars for Erica, Michael, Daniel and Cheryl who've done a really good job at putting those in and what I can say is if you need inspiration as to what is required, please have a look at the spreadsheet and what's been filled in.

I'll remind everyone, there are two things that are being assessed, that's a comment I got from several people I spoke to. There is the assessment of the implementation, meaning what was asked for. Of course ICANN says everything was implemented, what's our evaluation of what was requested versus what was implemented. What is the assessment of the implementation? And then Column F is an assessment of the effectiveness.

Now obviously in certain cases it would be difficult or impossible to do effectiveness if something was either not implemented as in Item 6, we can see there, or if something was only very recently implemented, then there's not enough data or information available, so we can make a comment on it. So definitely we're looking as you will see, if you take a few minutes to through this spreadsheet, you will see what people have done with the ones they have filled out. I think most of the work that has been done meets our criteria and the only minor thing is Erica has to complete her assessment of effectiveness and she has assured me that she will be doing that. So, in the meantime I think I will be happy to take questions before we start walking our way through this.

CHERYL LANGDON-ORR:

This is Cheryl for the record. Is there any questions from anybody, is what's being asked of you clear and unambiguous? Remembering, of course, that in fact the deadline has actually already come up for when this should have been completed, but there we are, we are all human and we're all more than human, we're volunteer humans, or humans who volunteer, depending on how you want to view that. The walkthrough may help shake a few comments loose, and in fact, you may find that you'll be able to put almost everything that's needed in during the rest of today's call for some of you, some of you may need to delve in much more deeply.

Certainly I use just about every tool I could possibly think of in terms of search mechanisms to try and find any evidence of one of the things I was tasked with looking at, and I'll be damned if I can find evidence of it. So feel free to dig as deeply as you want. But if you're having problems or challenges today is also the time to bring that up because Bernie and

I and Pat, along with the rest of the staff to assist any of you in trying to dig things out. Sébastien, over to you.

SÉBASTIEN BACHOLLET:

Thank you very much. Yeah, I have a question, some of the issue from ATRT2 was also topic of Workstream I and II. For example, the Office of the Ombudsman, just one example. How we can deal with that because from my point of view, nothing happened with the Ombudsman at all, except that we have done a review within the Workstream II. But the implementation of the finding of the Workstream II, who has also in fact the finding of the review as by ATRT2, nothing happens. I am a little bit puzzled when ICANN says that it's implemented, and more generally how we deal with what was sent or what was done with Workstream II within relation with what is done or asked in ATRT2.

CHERYL LANGDON-ORR:

Thank you for that question, Sébastien, it's a perfect example for us to help everybody with. Cheryl Langdon-Orr for the record. I had an almost identical circumstance with one of them at 9.2. So perhaps we can scroll down to 9.2 and see how I dealt with that and that was that I used this tool to show exactly what you said, that the ICANN Org's opinion of implementing it was saying, oh, it's being done in Workstream II and the fact that Workstream II has not managed to have any of its recommendations implemented at this stage means that it's not implemented at all. And so pretty much your assessment, which is absolutely accurate.

As you know, I had a little bit to do with the Ombuds work as well, is what we reflect here. So, in the details for implementation on 9.2, as you can see, I said that this was subsumed into the cross community

working groups 1 and 2, gave a very brief, you know, what happened when, said that this really is a matter of passing it on, not actually implementing anything. And of course, with Workstream II not being implemented yet, we can hardly say that it is at all implemented. It could be stated as withdrawn or superseded or whatever and even with the recommendations existing in coming out of the cross community working group, we can't possibly say that it's any more than 60% complete because none of it has been implemented, and I also made the point that there is no evaluation of effectiveness possible to be done, again, because it has not been implemented.

So there's an example of exactly what you were highlighting and I don't think it's going to be particularly unique. I think that's the type of treatment we will see for a number of recommendations. Thanks for scrolling down to that Bernie and thank you very much for that question, because I'm sure it's one that will be common to a number of people. Bernie, did you want to take us through the high points and holidays now, or what?

BERNARD TURCOTTE:

I'm not sure if that would be very useful I think everyone understands their questions that they have. And I think this is more an exercise in responding to questions like Sébastien's about, what do we do with this? But I think what's more important is it gives a flavor, going through these, of what we're talking about in trying to have a light touch with these. Basically, you see the evaluation fits into the box and basically is done, and I think we've got another interesting one from Michael, let me try and find it as it might be useful to go through it - 7.2 so could we go to 7.2 please? Alright, so we have the Boards established process

under public comment process where those who commented or reply during public comment process or comment periods request.

So if you read this, you see, if you read the implementation report, you see this was likely implemented and let me get to that line myself. And if we move over to the right a bit so we can see Michael's comment, it seems through the relevant process was indeed created, though it would be interested in digging a bit more. Thank you, we can actually read it, how the implementation actually worked, and you will remember last week we made the request that we get more information from those staff who manage the public consultation process, because at the end of that implementation report, it says that there was a group that was meeting and considering improvements, yet we cannot find any reference to that. And we've got an outstanding question for that. Is that still outstanding, Jennifer?

JENNIFER BRYCE:

Yes.

BERNARD TURCOTTE:

Okay. Thank you. So basically, Michael has done a good job of asking a bunch of questions, which would help entertain and define what could be in as an effective measure on these things. And so hopefully again that's a good example of things that we can do in replying. So as you see, obviously there is work to be done. You have to go through the implementation reports, you have to, as Cheryl has said, you have to do some extra digging to see if it was actually implemented and if there is any kind of references so that you can make a judgment call on the effectiveness of the recommendation. But really, at the end of the day, you're not writing pages and pages.

I would ask that we maybe as another example head to Recommendation 5, which is another version of possibly disagreement as to how something was implemented. Whoever's driving the screen, Recommendation 5, please. Alright, so on this one, this was another one that Michael did his homework on. The Board should review redaction standards for Board documents, document information disclosure policy, and any other ICANN documents to create a single publish redaction policy. Institute a process to regularly evaluate redacted material to determine if redactions are still required and if not, ensure that redactions are removed.

So we have the ICANN evaluation that it was implemented. Michael after going through his stuff, did the homework and came to the conclusion that there is a lot of talk about various things that were done, but relative to the actual request from ATRT2, that was not implemented, and if we go to the comments section at the end of that line we can see that Michael provided his information, and that of course effectiveness is not applicable because it wasn't implemented. So he's given his thinking there in a concise fashion that discusses why he came to that conclusion.

So again, another example I think that shows that there are definitely areas where we can have differences of opinion and another point I wanted to make is that I was asked, well, do I have to spend a lot of time making this really clean and really nice text because sometimes it's even more of a challenge to make things very concise, and the answer is no. So what's important is that we get a clear sense of what your evaluations are and why you made them as the examples that we show and then I'll be taking all this when it's completed and I'll be normalizing the style and cleaning it up and producing a report because we won't simply be dumping the spreadsheet into our evaluation, although it may

end up being an annex, but I'll be cleaning up everything. So don't worry about trying to finesse this to the last comma and word, that will be taken care of for you. What we really need is for you to do the homework part of the heavy lifting of just getting your evaluations in. So with that, back to you.

CHERYL LANGDON-ORR:

Thanks very much for that Bernie and hopefully that makes everyone feel a whole lot better about what you need to do. Now, let's say, Bernie, have you thought about a deadline now a new deadline for when this spreadsheet needs to have itself populated? Remember also that, as I said earlier, Bernie myself and the rest of the staff are more than happy to assist with helping anyone dig or whatever, into this. We need to know about it, if you need help, you need to tell us. So with that, Bernie, do you want to give another deadline, I'm assuming sometime this week, or certainly before the next call?

BERNARD TURCOTTE:

We'll, let's be realistic about it. I would say 2359 UTC by Friday next week would be my absolute deadline. Of course, if you get it in earlier that will be great, but I think we've been looking at these for a while, we've now had a couple of chats on it. There are now examples of what's going on, so I think it would be fair to say it's a little bit more than a week, putting it to Friday, the 2nd of August, 2359 UTC. Would that be okay?

CHERYL LANGDON-ORR:

It's more than okay, and I think you're very, very generous and everyone should appreciate that it wasn't me setting that deadline. But it has to

fit in with your work plan as well. So thanks for that Bernie. Alright, ladies and gentlemen, you should all have a collective sigh of relief on that one, I would assume. Let's go back to our agenda, very briefly, which if memory serves, I think we're up to the calls for any other business. Is there anyone who has any other business they wish to raise in today's call? Go ahead Sébastien.

SÉBASTIEN BACHOLLET:

Thank you very much, Cheryl. Just very short, I think we need to try to find what is the link between the ATRT2, Workstream I, Workstream II, but also the other review, and if it can be done, design, it will be, I guess easier to follow and to understand. There is no absolute urgency, but I have the feeling that it will help us to find the past where the ideas are going. For example, the discussion we had with NomCom could be included in that to see whether the items were taken care by the review of NomCom and maybe we don't need to alter them, or we need to alter them, I don't know. But there are things going on, actually in more places and this type of design could help us to find the best way to do it. If it was not clear, I can discuss that with you more in particular, but that was my idea. Thank you.

CHERYL LANGDON-ORR:

Thank you, Sébastien, Cheryl Langdon-Orr for the record. I think we understand what it is you're suggesting and in fact it goes to something Pat and I have also started jotting with Bernie about, and that is the desire for rationalizations, for information and advice, if not full recommendations coming out of our review team on the rationalization exercises that are also being attempted now between specific reviews,

timetabling, and indeed, organizational reviews, remembering, of course, that the NomCom review is one of the organizational reviews.

And of course, it is only through ATRT that one can make changes to these bylaw mandated review processes. So a good piece of our work that we will be getting to as we go through our work plan will be, I suspect, exactly what you're asking for Sébastien, because there must be a mechanism whereby a more rational approach to how what can be a feast or famine, but certainly duplicative and often superseding sets of recommendations can be managed effectively and of course I know that if I channel Maarten for a minute, with his expertise and interests in the corporate world and from a governance perspective, he would be keen to see things that we're talking about effective continuous improvements. Continuous improvement programs are many to choose from and there may be aspects from some of them which may suit ICANN Org as an entity.

We do recognize, of course, that it is not an off the shelf organization. It is difficult to find benchmarking entities and clear comparisons, but it is not impossible. And while I'm on that one of the things that dawned on me, or should I say bubbled to the top of my murky memory banks, was in the in the homework that we were just doing for the ATRT2 implementation assessments, was the fact that we often forget about previous work and foundational work that's being done. And so I needed to look at benchmarking opportunities as one of the sub topics I looked at.

And of course it dawned on me that not even everybody within ATRT3 might be fully versed and familiar with the work that was commissioned out of ATRT1, which built on previous to even affirmation of commitments, it was back in the joint project agreement days that the

One World Trust did. Two very, very good documents, and would be well recommended as background reading and we may indeed reference those, Bernie, at some point, I'm not suggesting they become annexes, but there are indeed some very valuable pieces of information that are still out there in the wild, and we should not forget, and that includes on the topic you just raised, so thank you for that, Sébastien. Good piece of AOB. If there is not any other AOB, I will ask in the last couple of minutes of today's call for Jennifer to let us know, did we decide anything can make any actions? Jennifer, back to you.

JENNIFER BRYCE:

Great, thanks. This is Jennifer. So a couple of actions, first for myself to send the IRP text around that Bernie kindly put together to the team for any input and then the team to input proposed survey questions into the Google Doc by the end of this week. Everyone has the Google link. And then 2359 UTC on Friday, the 2nd of August is the new deadline for the ATRT2 Implementation assessment inputs into the Google Sheets. Let me know if I missed any action items or decisions. That's all I captured from my side. Thank you.

CHERYL LANGDON-ORR:

Thank you very much for that Jennifer, can I add one because rather than have everyone, I mean, I happen to have them on my desktop, because I've used them in ATRT1 and ATRT2, but I wonder if we could distribute a copy of the PDFs or link to a copy of the PDFs for both the One World Trust Reports. It just might be a good thing to get in the top of everybody's memory banks, a little bit of light reading when they don't have anything else to do. With that, I would like to note that Pat did contact us before this meeting, he had an urgent work meeting that

he felt was going to run over time and he was going to try and join when he could; clearly he could not. So, we will note him as a full apology for today's call. Thanks for that Jennifer. I'd like to thank each and every one of you for all the time you put into today's call and the background work you've been doing. I remind you that we will have guests again next week with the EPDP and so we will be doing a similar agenda setup in as much as we will start with our guests and then move onto the business as usual agenda. And with that, as it's over the half hour, thank you all and wish you goodbye, and the good rest of your day, evening or otherwise. Thanks for that. We can stop the recording, and bye for now.

[END OF TRANSCRIPTION]