

# NomComRIWG

Meeting #38



7 May 2020 | 19:00 UTC

# Agenda

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1. Roll Call + SOI Updates
2. Recommendations including Bylaws Update:
  - Recommendation 10
  - Recommendation 27
  - Recommendation 24
3. Next Meetings
4. A.O.B.

# Roll Call + SOI Updates

Agenda Item #1

# Agenda

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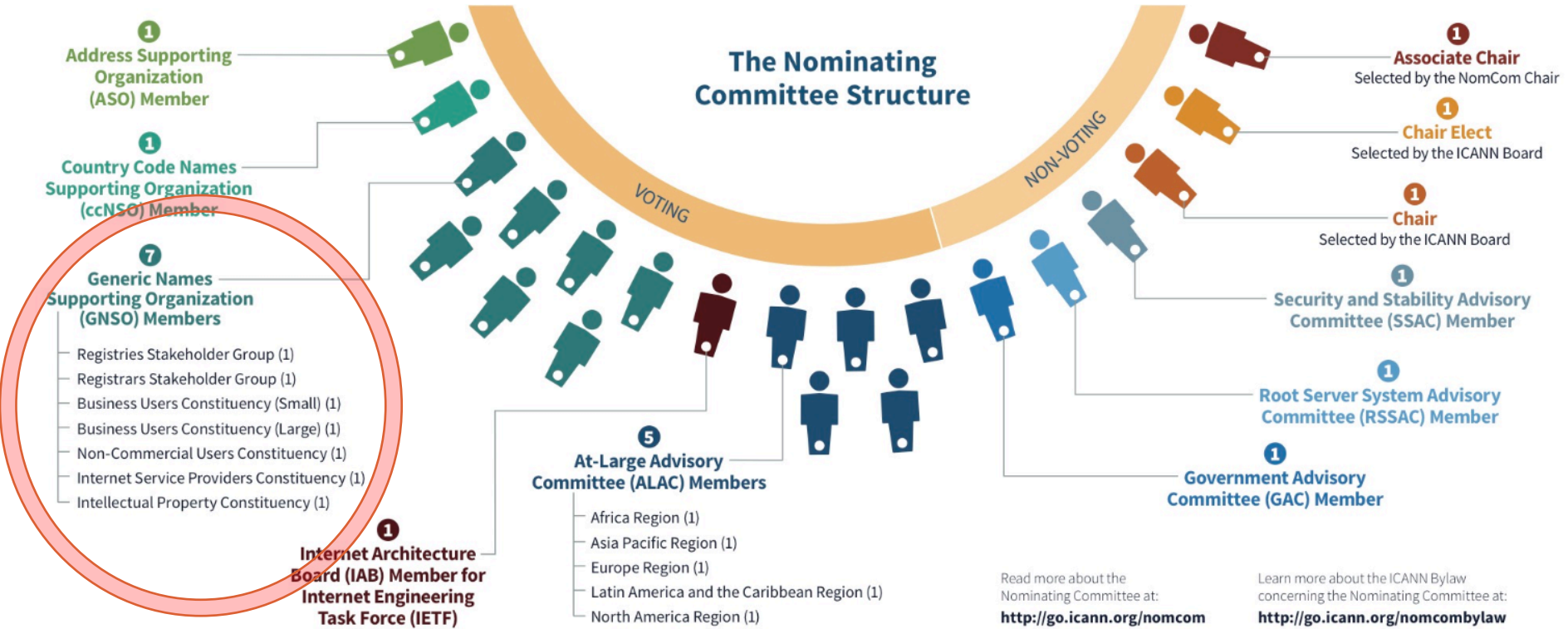
2. Recommendations including Bylaws Updates
  - Recommendation 10
  - Recommendation 27
  - Recommendation 24
3. Next Meetings
4. A.O.B.

# Recommendations including Bylaws Update

Agenda Item #2

# Recommendation 10

Same Structure but GNSO discusses its rebalancing internally



# Recommendation 10

**Representation on the NomCom should be re-balanced immediately and then be reviewed every 5 years.**

#	Task
1	NomComRIWG to propose definition of relevant terms included in the recommendation and identify the intended purpose of the recommendation – as detailed in the final report.
2	Assess what principles and other factors were used to determine the current NomCom’s composition.
3	NomComRIWG, in consultation with the community, to propose what principles and other factors should apply to determine the optimum NomCom’s composition, based on the current ICANN community.
4	Perform a gap analysis between the outcome of steps 2 and 3
5	NomComRIWG to examine the gap analysis and, in consultation with the ICANN Board, and the ICANN community, propose which principles should apply. Based on this, the NomComRIWG to propose, inter alia:
5a	Whether “rebalancing” in this context means to rebalance the seat allocations to all SO and ACs or whether the overall seats allocated to each SO and AC should remain constant and the SOs and ACs should, if desired, reallocate ‘their’ seats to ensure adequate representation of all their constituent groupings.
5b	Propose whether the GAC seat, even if unfilled, should remain allocated to the GAC or whether it should be ‘absorbed’ by another SO/AC.
5c	Propose if we envision a future where there might be more SO/ACs and whether this would have an impact on the proposed review period of five years
5d	Ensure that a re-balanced NomCom can continue working effectively in accordance with its mandate as detailed in the Bylaws.

# Recommendation 10

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## Recap from Plenary Call #37

### ➤ Agreement on next steps:

1. Liaise informally with GNSO support Staff on suggested approach
2. Draft a communication to the GNSO Council for the NomComRIWG (Legal to make sure that the deadlines of communication are appropriate for this).
3. Send a note to the GNSO council, giving the GNSO three months to produce a proposal
4. Bylaws change, but only once GNSO discussed the above and has agreed on a proposal to reallocate their seats



# Recommendation 27

**Provide clarity on desire for and definition of “independent directors”. Upon clarification of desire and definition, determine the number of specific seats for “independent directors”.**

#	Task
Note	The NomComRIWG notes that term ‘independent’ in the final report is used in the context of ‘no prior involvement in ICANN processes’. Therefore, to avoid confusion, the question that the NomComRIWG will ask during the implementation of this recommendation will be: ‘should the NomCom be empowered to seat directors that, in addition to being independent, are also ‘ICANN unaffiliates? If so, how many?’
1	<b>Define ‘ICANN unaffiliates’, based on the findings of the Final Report, and whether a different term should be used.</b>
2	NomComRIWG to engage with the ICANN community, ICANN Board, and ICANN org, to obtain feedback on the definition of ‘ICANN unaffiliates’, and the questions of whether being an ‘ICANN unaffiliates’ should be an additional requirement for some of the NomCom-appointed Board seats, and, if so, how many.
3	NomComRIWG to develop a proposal for this recommendation regarding the need (or not) of NomCom-appointed Board directors who are ‘ICANN unaffiliates’.
4	Review the proposal and ensure that it aligns with all relevant laws and IRS’s regulatory standards applicable to the selection of ICANN’s Board directors.

# Recommendation 27

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## Recap from Plenary Call #37

### ➤ Agreement reached:

- Definition of ICANN unaffiliates: [GDOC](#), also we could come up with a better name for it
- We want to have ICANN unaffiliates to be appointed by the NomCom
- 5 seems the appropriate number of seats.

### ➤ Next Steps:

- Identify a better name for ICANN unaffiliates
- Define and share potential scenarios with the community and get a sense of their desires for these unaffiliate directors, agree on the definition, and have them confirm how many and whatnot should be mandatory
- Work on how the survey would look like and plan the related public outreach

# Recommendation 27

**Provide clarity on desire for and definition of “independent directors”. Upon clarification of desire and definition, determine the number of specific seats for “independent directors”.**

#	Task
5	Subject to positive feedback from the Board that the definition aligns with all relevant legal requirements, NomComRIWG to propose how to incorporate its proposal into the NomCom’s selection process.
6	Publish its proposal on NomCom-appointed Board directors who are ‘ICANN unaffiliates’ for public comment.
7	Based on feedback from the public comment, NomComRIWG to update its proposal for the definition of, need for, and number of NomCom-appointed Board directors who are ‘ICANN unaffiliates’ and, if deemed necessary, propose a Bylaws change, or changes to the NomCom operating procedures, or determine another way to codify the proposal.
8	If changes to the Bylaws are required, these will be directed by the ICANN Board.
9	If the Bylaws change is successful, the Standing Committee should ensure the NomCom produces appropriate documentation that shows how the new requirement is followed.
10	Based on the outcome of the implementation, determine if additional steps or safeguards need to be taken to ensure a desirable number of NomCom-appointed Board directors who are ‘ICANN unaffiliates’ serve on the Board at any given time.

# Recommendation 24

**An empowered body of current and former NomCom members should be formed to ensure greater continuity across NomCom's, and in particular, to recommend and assist in implementing improvements to NomCom operations.**

#	Task
Note:	There are a number of recommendations that require the establishment of this empowered body [hereafter: Standing Committee], therefore the NomComRIWG will put in place an interim Standing Committee
1	NomComRIWG to discuss proposals for the structure and charter of this Standing Committee:
1a.	Nature: Cross-community group, Empowered NomCom Standing Committee, Working group
1b.	Composition: SO/AC appointed members, NomCom members... Large vs. Small group
2	NomComRIWG to propose the scope of this new body, including:
2a.	Advisory/community feedback role, identify which processes are part of its remit, including but not limited to those listed in this detailed implementation plan.
2b.	Avoid duplication of the NomCom's work (e.g. body will not participate in any way in the annual recruitment, evaluation or selection of candidates).
2c.	Role of the NomCom leadership team vis-à-vis the Standing Committee.
2d.	Protecting the NomCom from undue influence from the Standing Committee.
2e.	Clarification on how the Standing Committee interplays with regular organizational review cycles.
2f.	Ensuring that the definition of the Standing Committee does not negatively impact other improvements identified through the NomCom review process.

# Recommendation 24

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**Discuss proposals for the structure and charter of this Standing Committee:**

- **1a) Nature:**
  - Cross-community group ?
  - Empowered NomCom Standing Committee ?
  - Working group?
- **1b) Composition:**
  - SO/AC appointed members ?
  - NomCom members
  - Large vs. Small group

# Recommendation 24

**An empowered body of current and former NomCom members should be formed to ensure greater continuity across NomCom's, and in particular, to recommend and assist in implementing improvements to NomCom operations.**

#	Task
3	Propose how communication between the body and the NomCom will be conducted, how it will be captured and how it will adhere to ICANN's transparency and accountability standards.
4	Propose a membership size of the body, including its possible composition.
5	Propose performance metrics for the Standing Committee, and how to review them annually.
6	ICANN Board, or a chosen delegate, to lead community conversation on all governance-related proposals put forward by the NomComRIWG.
7	The Board, or its delegate, to work with the NomComRIWG and in consultation with the ICANN community to finalize a proposal on the governance structure of the Standing Committee, including protecting the NomCom from undue influence from the Standing Committee, clarification on how the Standing Committee interplays with regular organizational review cycles, and ensure that the definition of the Standing Committee does not negatively impact other improvements identified through the NomCom review process (see also 2 above).
8	Following public comment, and based on feedback, ICANN Board, or its delegate, to finalize the governance structure.
9	ICANN org, in cooperation with NomComRIWG and ICANN community, to discuss what level of staff support and/or other support may be necessary to help the body perform its duties.

# Recommendation 24

An empowered body of current and former NomCom members should be formed to ensure greater continuity across NomCom's, and in particular, to recommend and assist in implementing improvements to NomCom operations.

#	Task
9	ICANN org, in cooperation with NomComRIWG and ICANN community, to discuss what level of staff support and/or other support may be necessary to help the body perform its duties.
10	ICANN Board, or its delegate, to work with NomComRIWG to put the new body into place, i.e. Bylaw change, including additional public comment.
11	ICANN Board will direct any Bylaws changes.
12	NomComRIWG to work with ICANN Board and ICANN org to initiate any budgetary requests needed for the operating of the body.

# Next Meetings

Agenda Item #4



# Next Meetings

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## **#39: Thursday ~~24~~ 28 May 2020**

- Discussion on scope of the Standing Committee (rec. 24)
- Prepare outreach to ICANN community

## **#40: Thursday 4 June 2020**

- Discussion on scope of the Standing Committee (rec. 24)
- Preparation of first six-monthly implementation report (format, content etc...)

**@19:00 UTC**

### **Subject to change:**

- **#41: Thursday 18 June 2020 – 1HR**
- **#42: Thursday 25 June 2020 – 1HR**

# Any Other Business

Agenda Item #4



# Thank you!

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Follow our wiki at <https://community.icann.org/x/aBpIBg>

# Appendix

# Recommendation 18

Ensure the Standing Committee reviews the annual applicant survey results and makes any changes as needed for the following year.

#	Task
1	Gain an overview of the current candidate communications of the NomCom by enquiring with current/former NomCom members and NomCom Staff.
2	Talk to previous NomCom appointees to understand how they perceived the communication process.
3	Propose a communication schedule including timing of communications with both successful and unsuccessful candidates.
4	Discuss with current/former NomCom members, NomCom staff, and previous NomCom appointees whether proposed communication schedule meets requirements and what further improvements could be made.
5	Finalize communication process; this should include annual surveys of all NomCom applicants.
6	Update NomCom's workflow (recommendation 13).
7	Publish communication schedule and timelines for candidate communications.
8	Ensure the Standing Committee reviews the annual applicant survey results and makes any changes as needed for the following year.

# Recommendation 23

The NomCom should publish additional data on the candidate pool and the recruiting source of candidates.

#	Task
1	Work with ICANN org to establish what data about the candidate pool has been published over the past five years.
2	Work with ICANN org to determine what non-confidential, non-identifiable data has not been made public and why.
3	Consult with the wider ICANN community what additional non-confidential, non-identifiable data points should be collected and published.
4	Reach consensus within NomComRIWG on what additional data, if any, should be published going forward and capture this consensus in the toolkit.
5	Coordinate with ICANN org to assure the additional data is captured and published.
6	Instruct Standing Committee to oversee the continuous publication of data, as defined, and to ensure analytics/trend analysis is conducted to decide if adjustments should be made (and if so what kind) for future NomComs.