

ICANN Expected Standards of Behavior

- Webpage:
<https://www.icann.org/resources/pages/expected-standards-2016-06-28-en>
- PDF: [here](#)

ICANN Community Anti-Harassment Policy

- Webpage:
<https://www.icann.org/news/blog/community-anti-harassment-policy>

NomComRIWG

Meeting #39



28 May 2020 | 19:00 UTC

Agenda

1. Roll Call + SOI Updates
2. Recommendations including Bylaws Update:
 - Recommendation 10
 - Recommendation 27
 - Recommendation 24
3. Webinar – ICANN68 Prep Session
4. Next Meetings
5. A.O.B.

Roll Call + SOI Updates

Agenda Item #1

Agenda

2. Recommendations including Bylaws Updates
 - Recommendation 10
 - Recommendation 27
 - Recommendation 24
3. Webinar – ICANN68 Prep Session
4. Next Meetings
5. A.O.B.

Recommendations including Bylaws Update

Agenda Item #2

Recommendation 10

- Review of GNSO Draft letter

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

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

#	Task
6	Draft one or more rebalanced NomCom seat allocation scenarios and present this to the ICANN Board and the ICANN community for input via public comment and/or face-to-face interaction with the community during a public meeting, webinar, etc.
7	Taking into account the input, including a consideration of whether a potential Bylaws change may receive community and Board support, NomComRIWG to revise the rebalancing proposal and ask the Board to initiate Bylaws changes, if needed, or recommendation to the Board that no Bylaws change should occur.
8	If Bylaws changes are needed, and the ICANN Board is satisfied that the proposal will not impact on the effective conduct of the NomCom's selection work, the Board will direct the process to change the Bylaws.
9	Bylaw change is accepted and NomCom is rebalanced or Bylaw change is rejected, and status quo is maintained

Recommendation 27

Recap from Plenary Call #38

- Rather than focusing on what's disqualifying, focus on what's qualifying: how do you pass the litmus test?
- It should not be all NomCom Board seats because of the difficulties that we believe a future NomCom may have on always finding under this classification of unaffiliates the numbers to fit those requirements and meet the changing needs of the ICANN Board and Community.
- Up to 8 NomCom appointees could be unaffiliates, but the aspirational goal would be to have five. A simple majority of the eight should be wherever possible unaffiliated.
- Show an example of this with different scenarios which conveys flexibility for the NomCom. Do not use quotas.

ICANN org suggestion to add general language to the NomCom Operating Procedures

During each NomCom appointment cycle, the NomCom should strongly consider nominating at least one director to the ICANN Board who has no or very limited prior involvement with ICANN and who would have no or very limited chances of being appointed to the Board through any of the SO/AC-appointed seats. The goal of this stipulation is that the NomCom's goal appoints at least one director each year who brings an outside perspective to ICANN and who provides loyalty to ICANN as a whole with limited or no prior loyalty to one or more of ICANN's SO/ACs.

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	Define ‘ICANN unaffiliates’, based on the findings of the Final Report, and whether a different term should be used.
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

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

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.

Recommendation 24

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

Final Report

- *This body should include the current NomCom Chair, and the prior two former NomCom Chairs.*
- *Board must ensure adequate funding and resources are allocated.*

Role

- *Suggest and assist in implementing changes to NomCom processes.*
- *Body should be empowered to suggest recommendations, while noting that any suggestions should be provided to the ICANN community for public comment.*

Recommendation 24: Responsibilities

- Provide revisions to the NomCom members job descriptions, if and when appropriate (**R1**)
- Work with current/former NomCom and Board members to determine optimum timing for the appointment of NomCom Leadership and ensure this is reflected in the Board and NomCom calendars (**R3**)
- Maintain and, if needed, update the role and responsibilities document of the recruiting company (**R5**)
- Maintain and, if needed, update the role and responsibilities document of the evaluation consultant role (**R6**)
- Input on NomCom budget and staffing resources (role to be defined, **R12**)
- Perform annual outreach to Board, SO/AC, and PTI Board to receive feedback on specific needed competencies for Board, SO/AC, and PTI Board positions (**R15**)
- Review the annual applicant survey results (**R18**)
- Assess effectiveness of outreach/marketing efforts on an annual basis and work with the NomCom, ICANN org and the recruitment consultant(s) to make improvements for the following year as required. (**R19**)
- Maintain the feedback mechanism to assess the effectiveness of the evaluation consultant providing a deep-dive shortlist to the NomCom and adjust the consultant's remit for the following year, if necessary (**R20**)

(continued...)

Recommendation 24: Responsibilities

- Maintain and update the evaluation toolkit on an annual basis accordingly to input from the outgoing NomCom, as well as each year's specific job description (**R21**)
- Capture the actual questions asked, scrubbing them of all identifying personal data, used at all stages, as well as seek feedback from each NomCom to assess usefulness of questions and update evaluation tool kit if and when needed. (**R22**)
- Oversee the continuous publication of data on the candidate pool and the recruiting source of candidates, 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. (**R23**)
- Analyze the performance assessment of the receiving bodies on an annual basis (**R25**)

Webinar – ICANN68 Prep Session

Agenda Item #3

Webinar – ICANN68 Prep Session

NomCom Review: Implementation Milestones and Next Steps

- Wednesday 17 June at 16:00 – 17:00 UTC
 - Supporting slides due on 04 June 2020

Objectives

- Provide an update on implementation milestones and progress
- Outreach on upcoming Bylaws updates

Suggested Structure

- NomComRIWG Overview: **5 min**
- Recommendations : **5 min**
- What have we focused on so far?: **25 min**
- Outreach: **5 min**
- Next Steps: **5 min**
- Q&A: **15 min**

Next Meetings

Agenda Item #4

Next Meetings

#40: Thursday 4 June 2020

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

Subject to change:

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

@19:00 UTC

Any Other Business

Agenda Item #4

Thank you!



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