Meeting #53 - NomCom Review Implementation Working Group (NomComRIWG) –
Thursday, 10 September 2020 @ 13:00 UTC!

Proposed Draft Agenda

1. Roll Call + SOI Updates
2. Rec. 10: Input received from GNSO Chairs
3. Bylaw updates
4. Rec. 24: Standing Committee Process Diagram
5. A.O.B.
6. Next Meeting

Action Items: https://community.icann.org/x/g4OGBg
SOI blank form: https://community.icann.org/x/bhpIBg
Standard Rules of Behavior: https://www.icann.org/resources/pages/expected-standards-2016-06-28-en

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05:58:02   From Vanda Scartezini : hi all !! wish everyone is well

05:58:07   From Dave Kissoondoyal : Hello everyone

05:59:32   From Jean-Baptiste Deroulez : Hello everyone

06:00:06   From Cheryl Langdon-Orr : way into the night here Tom :=)

06:05:06   From Vanda Scartezini : i am ok Tom.

06:06:26   From Nadira AL-ARAJ : some of our recommendations does need some editing in the bylaws

06:06:54   From Vanda Scartezini : clear Cheryl

06:07:00   From Arinola Akinyemi : +1 Nadira

06:07:02   From Dave Kissoondoyal : Agree with Cheryl .. we have to implemented what has been approved by the board

06:07:07   From Zahid Jamil (Jamil & Jamil) :

https://www.icann.org/en/system/files/files/nomcom-implementation-plan-15sep19-en.pdf

06:08:05   From Yvette Guigneaux : Thank you Zahid!

06:09:25   From Zahid Jamil (Jamil & Jamil) : did we do all this?

06:09:32   From Zahid Jamil (Jamil & Jamil) : ok

06:10:07   From Jean-Baptiste Deroulez : Tom, can I jump in?

06:10:13   From Vanda Scartezini : yes we have done

06:11:02   From Nadira AL-ARAJ : it is loooong detailed process

06:11:09   From Cheryl Langdon-Orr : we have discussed and left the GAC allocation alone as well @Tom

06:11:38   From Cheryl Langdon-Orr : I see us more in 6

06:11:44   From Nadira AL-ARAJ : our proposal to the GNSO was not accepted

06:13:21   From Nadira AL-ARAJ : good catch Cheryl

06:13:59   From Cheryl Langdon-Orr : that was a bit of polish yes

06:17:27   From Nadira AL-ARAJ : it recorded

06:17:56   From Nadira AL-ARAJ : it is recorded and we analyzed line by line

06:19:16   From Nadira AL-ARAJ : we also referred to the community and ICANN legal

06:19:26   From Zahid Jamil (Jamil & Jamil) : :)

06:19:28   From Zahid Jamil (Jamil & Jamil) : indeed

06:21:01   From Dave Kissoondoyal : As per the recommendation, we can create a new process specific to thjs

06:21:08   From Nadira AL-ARAJ : not to forget the progress report that was sent to the board

06:21:44   From Zahid Jamil (Jamil & Jamil) : have an idea

06:21:52   From Vanda Scartezini : yes Nadira, we are following a logic process and shall keep going on that

06:22:21   From Cheryl Langdon-Orr : we have to do reports each 6 months

06:22:49   From Cheryl Langdon-Orr : and we made that clear in our meetung withthen

06:22:58   From Nadira AL-ARAJ : sounds good suggestion Zahid

06:25:38   From Jean-Baptiste Deroulez : Noted, will add correspondence received in upcoming progress report.

06:26:24   From Zahid Jamil (Jamil & Jamil) : so the strike through changes were made how?

06:26:50   From Cheryl Langdon-Orr : Over many meetings

06:27:49   From Zahid Jamil (Jamil & Jamil) : virtuous indeed

06:28:34   From Nadira AL-ARAJ : I think all implementation groups do the same

06:29:45   From Nadira AL-ARAJ : and still we are still discussing many of these recommendations

06:31:28   From Zahid Jamil (Jamil & Jamil) : yes it takes an awful lot - agree - so the qs is that if 3 of the Constitutnecies of the GNSO rejecting our implementation means an awful lot or not

06:31:32   From Cheryl Langdon-Orr : Indeed they do @Nadira

06:32:50   From Cheryl Langdon-Orr : and I keep saying no it does not because of the nature of what our proposed bylaw chahges would actually do,,,

06:33:30   From Yvette Guigneaux : Bylaw Update Google doc - https://docs.google.com/document/d/1N0mBlJyvTeHb6z3FllR42R1JURIEfJ9DMljRRWHNSLc/edit?usp=sharing

06:33:52   From Cheryl Langdon-Orr : Thx Yvette

06:35:27   From Yvette Guigneaux : You're welcome Cheryl

06:37:54   From Dave Kissoondoyal : yes

06:37:55   From Yvette Guigneaux : Section 7 of ICANN Bylaws - https://www.icann.org/resources/pages/governance/bylaws-en/#article7

06:38:19   From Zahid Jamil (Jamil & Jamil) : u don't need to say "of the bylaws"

06:39:14   From Cheryl Langdon-Orr : yup and there is a whole process including Public Comments etc, managed by the Board/Org that is required for any ByLaw changes as well (Non Fundamental ones of course(

06:40:26   From Vanda Scartezini : yeah!!!

06:40:39   From Jean-Baptiste Deroulez : correct

06:42:02   From Zahid Jamil (Jamil & Jamil) : Non-Affiliated Directors means a director who qualifies as "independent" under the rules of the NYSE or the rules of such other national securities exchange on which the Company Common Stock is then listed or trading and who is not an Investor Director.

06:43:28   From Jean-Baptiste Deroulez : Link to gdoc:

https://docs.google.com/document/d/1IRfC0xVRQLJKeoQdcR9JPv_A3ihXB5CUF4Z5QPhlAzU/edit?usp=sharing

06:45:59   From Zahid Jamil (Jamil & Jamil) : definition - some language ……"has no material relationship with …….."

06:47:20   From Vanda Scartezini : Via NOMCOM not via any AC/SO

06:47:41   From Zahid Jamil (Jamil & Jamil) : yes

06:48:58   From Zahid Jamil (Jamil & Jamil) : "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".

NomComRIWG note: This recommendation is limited only to

NomCom-appointed directors of the ICANN Board.

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06:49:08   From Zahid Jamil (Jamil & Jamil) : "The extent to which NomCom appointees are independent and

prioritize the interests of the global Internet community in their

decision-making is an area of concern within ICANN."

06:49:42   From Cheryl Langdon-Orr : exactly @Ken we need to be VERY cautios with this srt if text ir we will crete more issues than the intent is to solve

06:49:55   From Nadira AL-ARAJ : @Ken some years candidates they don't have to know much about ICANN scope of work

06:50:07   From Cheryl Langdon-Orr : typos sorry typing in the dark

06:52:51   From Yvette Guigneaux : Rec. 27 in the Implementation Plan -

https://www.icann.org/en/system/files/files/nomcom-implementation-plan-15sep19-en.pdf

06:56:17   From Cheryl Langdon-Orr : flexability is indeed essential @Ken

06:56:29   From Nadira AL-ARAJ : @Ken but the maximum the NomCom appoints is 7/8 seats over 3 years

06:59:43   From Nadira AL-ARAJ : I kind not agree with Zahid's last suggestion

07:00:27   From Nadira AL-ARAJ : because they can use it to claim that we didn't have good unaffiliated candidates

07:00:41   From Zahid Jamil (Jamil & Jamil) : good point by Nadira

07:00:49   From Cheryl Langdon-Orr : that is why we have moved terminology to Unaffiliated over defining Independent"

07:00:54   From Nadira AL-ARAJ : they=NomCom

07:00:57   From Zahid Jamil (Jamil & Jamil) : so if we create an exception we need to make sure it doesn't become the rule

07:01:33   From Zahid Jamil (Jamil & Jamil) : I have to step off - have to jump on another call

07:01:55   From Cheryl Langdon-Orr : we will take this all up agaiin

07:02:08   From Vanda Scartezini : appreciate your comments ken

07:02:39   From Nadira AL-ARAJ : thank you all

07:02:53   From Dave Kissoondoyal : Thanks and bye to all