ICANN70 | Virtual Community Forum – ccNSO: Members Meeting Governance
Tuesday, March 23, 2021 - 10:30 to 12:00 EST

KIMBERLY CARLSON: Thank you and welcome to today's ccNSO session on governance. My name is Kim Carlson. Along with Kathy Schnitt, we are today's remote participation managers for this session.

Please note that this session is being recorded and follows the ICANN expected standards of behavior. During this session, questions or comments submitted in chat will only be read aloud if put in the proper form as noted in the chat, and Kathy will put that in the chat. We will read the questions and comments allowed during the time set by the chair of this session.

If you would like to ask your question or make your comment verbally, please raise your hand. When called upon, kindly unmute your microphone and take the floor. Please state your name for the record and speak clearly at a reasonable pace. Mute your microphone when you are done speaking.

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With that, I will hand the floor over to Katrina Sataki. Thank you.

KATRINA SATAKI: Thank you very much, Kim. Hello, everyone. My name is Katrina Sataki. I'm currently the chair of the ccNSO Council and the chair of the ccNSO Guidelines Review Committee. Good morning, good afternoon, and good evening and welcome to this session dedicated to the governance of the ccNSO.

The plan today is to continue talking about the governance of the Country Code Names Supporting Organization. We started this discussion in October last year. And although we briefly touched upon the subject many times before that, our discussion in October was the first time we discussed the future of the ccNSO in depth since IANA stewardship transition that happened in 2016.

However, before I give the floor to Chris who will lead the discussion today, let us not forget that the ccNSO is a part of the global ICANN ecosystem and therefore ICANN's Nominating Committee, or NomCom for short, they are tasked with selecting key ICANN leadership positions. And Peter Koch today on behalf of NomCom will share with us some details of their search for future leaders of ICANN. So, Peter, the screen is yours.

PETER KOCH: Thanks a lot, Katrina. And thanks for the ccNSO Council to let NomCom inform about the ongoing application process. My name is Peter Koch and while I do work for a ccTLD registry, I've been appointed to the Nominating Committee by the Internet Engineering Task Force.

I'm here on behalf of the outreach committee of the Nominating Committee. As you know, the Nominating Committee is independent from the Board, from the supporting organizations and advisory committees. And all appointees act in the best interest of ICANN and the Internet and are not responsible to the organizations that sent them.

We are looking for people able and willing to take leadership positions. As every year, the NomCom is also striving for a variety of backgrounds in the people that we can pick from and that we can assign. That is cultural, geographical, and professional background, and also we're striving gender balance.

On the left, I'm not going through all these points, but it's important that we really get people with leadership potential and maybe leadership experience, critical thinking. Important for an international organization like ICANN is cultural awareness and, of course, knowledge and familiarity with the Internet ecosystem. Board or executive experience, that's probably mostly true for the Board. We do have, and we'll go through that a couple of other positions. And we're also looking for people from different backgrounds—legal, government, tech, business, and/or nonprofit.

What are the opportunities? Influencing global Internet policymaking. You can impact the future of the Internet. You can also develop your professional skills and collaborate with an interesting diverse group of other industry leaders. And of course, what makes ICANN special is the

global community that all the leadership position takers are expected to and usually strive to interact with. Next slide, please.

So this is about a countdown. You can give me three or five seconds for either of these. We're looking for leaders. What exactly are we looking for? Next, please.

We have three open positions on the Board of Directors. Next. Three regional representatives for ALAC. This is special in the sense that we are looking or the three open positions are for Africa, Asia-Pacific, and for Latin America and the Caribbean. So if you're from those regions or identify yourself with those regions, then you are eligible for any of these positions. Next one.

Then we have two positions in the Generic Names Supporting Organization (GNSO) Council. This time, one for either house. So the contracted parties and the non-contracted parties house. Finally, there's one member of the ccNSO Council that the NomCom will appoint. And just to assure the community and the ccNSO Council, yes, we are aware of the advice that we received from the ccNSO Council regarding your ideas or requirements for the appointee. Next please. Here's the summary, all the nine positions that we are supposed to fill. Next slide, please.

That's important. The deadline has been moved to the Monday after the ICANN meeting. End of Monday, 23:59 UTC. In some places in the world that means this is after the weekend where Daylight Saving Time shifts. So if you're eager to get your message in last second, then really make sure that you hit UTC. For anybody interested if you haven't done so,

you can start submitting the application any time. The important thing is that the application be completed and submitted by the time on the slides. And next.

I think that was it. Yeah. And, of course, there is the webpage with more information about the open positions, with more information about the NomCom itself, the whole process, the timing, and eligibility criteria and so on and so forth. So in the name of the NomCom, I would like to encourage everybody to, if you haven't done so already, consider applying for a leadership position that will help you and will also help ICANN. Thank you.

KATRINA SATAKI: Thank you very much, Peter. Are there any questions? If not then, again, thank you very much, Peter. With that, now we're ready to move to the main part of our session today. Chris Disspain the main who was around during the inception of the ccNSO and is rightfully considered one of the father figures, if not the father, of the ccNSO. So the floor is yours.

CHRIS DISSPAIN: Thank you so much. What a gloriously aging introduction. Thanks, Katrina. I hope everyone can hear me. Hello, everyone. Great to be here. Good to be with the ccNSO, as it always is, and lovely to see so many names in the participants list that I know and a few that I don't.

Some of you will remember that we had a session on ccNSO governance at the last meeting. This is a follow-on from that, and we have a roadmap to take us through to hopefully reaching some conclusions

about what to do with the ccNSO's rules and its what are currently called guidelines.

The slide in front of you has a quote on it that says, "Governance is a collection of mechanisms, processes, and relations used by membership, Council, and others to control and operate the ccNSO." That seems to me to be as good a definition of governance in this context as we need.

I'm going to go through some slides. We're going to have a very brief poll on one of the slides, very brief, a simple vote. And then we're going to have hopefully an open discussion about what possible changes we could make. So could I have the next slide, please?

I'm not entirely sure whether this is a Bart drawing of what is supposedly a road or whether it is a Katrina of drawing or what. It's someone's drawing of a road, and I'm reliably informed that it is intended to be a road and it is intended to indicate that we need to move our governance to be able to deal with getting from a set of rules that we had in 2004 and a set of guidelines when we had 45 or thereabouts members to a set of operating procedures and members rules for the current ccNSO which has over 170 members and increased responsibilities. So this session is the beginning of walking along the road, such as it is. Next slide, please.

Here's the roadmap. Basically, this is ICANN 70, and the purpose of this is to start identifying what needs included in the rules mainly. Because if we know what needs to be included in the rules, then other things that are operational can slip into the guidelines. We're going to set

up…there's going to be a group of volunteers to work on those. We're going to call for volunteers today. And then in ICANN 71 we're going to get a first draft of some new rules. To be clear, they may be new but it's not the intention that—some of the existing rules would obviously be carried into the new rules. And then ICANN 72 we're expecting to have a final draft of those new rules to be approved by the ccNSO membership. If I could have the next slide, please.

Okay, these are the principles. We talked about these at our last meeting. Basically, way back in 2004 a small group of members of the ccNSO…you can see their names. They're David Farrar, Bart Boswinkel, Chris Disspain, and Peter Dengate-Thrush. Thrashed out these principles and they were adopted by the ccNSO. They're not desperately relevant at the moment, but they're the key understanding of the way we operate. And when we look at the rules, we all need to check them against those principles. Okay, that's the background. Let's move on to the next slide.

So there are three ways in which the ccNSO is governed, if you like. One is the ICANN Bylaws. Bylaw 10, Article 10 is the ccNSO bylaw. And then we have rules of the ccNSO and we have the guidelines of the ccNSO. Just to give you a couple of examples, the next slide shows three examples, one from each.

The bylaw includes the definition of ccNSO membership. So for example, it has just currently been updated to enable IDN ccTLDs to become members. The rules include things like the number of members that could ask for a membership vote to ratify or veto a Council

decision. So formal mechanisms in the rules. And an example of a guideline is an operational procedure, for example, the introduction of the background check for Board candidates. Next slide, please.

Why does this matter? It matters because there are different methodologies [for changing] those three things. Changing the bylaws is a complicated process. It needs to involve the Empowered Community. It needs to be approved by the Board. It takes time and effort. It is not entirely in the hands of the ccNSO. And for that reason from the very beginning the ccNSO took the view that as little as possible the bare minimum should be in the bylaws. You should limit the bylaws to simply be who's entitled to be a member and a few other bits and pieces.

The second is the rules. Under the current procedures, the rules can only be changed by a vote of at least 50% of the members and within the members voting there is a supermajority or 66%. So at least 50% of the members need to vote, which is currently roughly, what, 60 members I think, something like that. And of that, 66% would need to vote in favor. So it's quite a high bar to changing the rules, and the rules are meant to be the things that govern the way that the ccNSO operates.

And the guidelines, the last ones, these were introduced and we're going to start perhaps calling them operational procedures because they're more about the operation of the ccNSO on a day-to-day basis. We introduced guidelines when we realized that the rules couldn't and didn't cover everything that the ccNSO needed to have as operational

guidelines and that it was important that things were done the same way all the time [but] they didn't necessarily need to be in the rules.

But also, there was a need for some operational procedures to have flexibility. They might need to change. For example, if you had a rule that said that the ccNSO must always meet face-to-face, that would be quite challenging in these circumstances.

The way that the guidelines are put together is that the Council puts those together and they are changed after consultation with the community, but they're effectively Council guidelines.

So those are the three things. What we are heading down the road to do is to assess the current rules and to see what amongst the current rules needs to say, what needs to change, and what needs to be added to the rules. And then what's left would be defined as the operational procedures. Next slide, please.

So now we come to the exciting poll. So the question that we're going to do a poll on is, do we still need a distinction between members rules and what we're now calling operating procedures but were originally guidelines? Do we need that distinction? Yes/No/Not Sure.

Please vote and tell us what you think, whether you think it is important that there is a distinction between the rules, as I've said, are complicated to change but important, and the operating procedures which are more of the day-to-day logistical management things. Have a vote, and somebody at some point will tell me when we're ready to call it.

KIMBERLY CARLSON: I'll leave it open for a few more seconds.

CHRIS DISSPAIN: Thanks, Kim. I can see in the chat while we're waiting that Bart has confirmed that 86 members would need to vote and then of those 86 members, 66% would need to be in favor of changing the rules. Right, so, gosh, that's the result. So that's quick.

                          Okay, so it's pretty clear that the majority of us, 53%, think that it is important to have a distinction between the rules and the operating procedures. And if I may venture a personal opinion, I think that is the right answer. It would be quite difficult for everything that the Council does to be in the rules. It would mean that changes would need to go through a formal members vote for every operating procedure, and the challenge there would be that actually things would get left and not be formally dealt with and you'd find yourself operating without having made the formal changes. Which is why we introduced the guidelines in the first place. So I guess there shouldn't be any surprise there. If we could go to Slide 10 now.

                          Okay. I don't know about you, but this is quite hard to read. I'm going to see if I can make…I've got a bigger version of it here. Here we go. These are a list of potential topics for future rules of the ccNSO. Now my understanding is that these have been put together and have been looked at already by the Guidelines Review Committee and by the Council. They are potential topics, not specific rules.

The topics include:

- Procedure for members to ratify Council votes, veto or confirmation. That's important.
- The relationship of the constituent documents of the ccNSO. [inaudible] what that means, but anyway.
- Mechanism for internal rules and guidelines. Obviously, that's important. The rules themselves need to say what the operating procedures can do and how the operating procedures can be changed so that the operating procedures are encapsulated within the rules.
- The membership instructions to the Council.
- Meetings and how they are dealt with.
- Quorum. Obviously, quorum is important.
- Council resolutions, the way that they need to be structured.
- Electronic voting.
- Committees. If you look there, it says committees currently or committees and working groups created by the Council. Again, it may be that some committees should be created pursuant to the rules.
- The removal of councilors and/or of the Council. Obviously, that's a major step and very important.
- Termination of ccNSO membership.
- And recourse to Council decisions, and that's to do with Accountability Recommendations from Work Stream 2 of the CCWG.

If we go to the next slide, please. Thank you.

Here are some broader topics rather than the slightly more specific ones. And this is where we're going to throw it open for discussion. Should the rules include things about ccNSO members decision-making, minimum level of members participation, the ability to veto Council decisions, members instructions to Council, removal of councilors? All of those things on that slide, should they be included in the rules? What else should be included in the rules?

Now I know that there are differing views amongst members of the Council and differing views amongst members of the working group and [inaudible] amongst members about what should and should not necessarily be included in the rules. So let's actually open it up for discussion. Let's have some hands up. Let's have some people making some suggestions and some comments about things that possibly should be included in the rules and things that should not be included in the rules. Otherwise, we're going to be sitting here in complete silence for the next hour. Pablo, go ahead.

PABLO RODRIGUEZ: Thanks, Chris. I would like to speak a little bit about the termination of ccNSO membership. Personally, I do not believe that a ccNSO member should be excluded from the ccNSO but rather if a representative from a particular ccNSO member were to act in a gross fashion that would affect the reputation of the ccNSO and/or another member, then at that point, that person, that representative should be removed and ask the ccTLD in particular to send another representative. I would think that a

particular language, and we could use a little bit of language at least as a starting point from 10.3(f) in the Bylaws. Thank you.

CHRIS DISSPAIN: Thanks, Pablo. Just to be clear, what you're suggesting is that it should be possible not to remove a member as such but to request or to remove a representative for, let's call it, bad behavior for want of a better way of putting it.

PABLO RODRIGUEZ: Correct.

CHRIS DISSPAIN: Okay. That's an interesting idea which would mean, and I'm not suggesting it's a bad idea at all, but it would mean that there would need to be behavioral standards. But then, there already are because we subscribe I believe to ICANN's standard behavior rule, standards, which right across face-to-face meetings, Zoom meetings, email lists, etc. And so if the ccNSO wanted to, it would be able to adopt that. I'm fine with that as long as it doesn't involve throwing me out because my sense of humor means that you might feel insulted. Go ahead.

PABLO RODRIGUEZ: [It seems] important that we specifically state what would be that behavior. We're taking for granted that people will behave appropriately, but in the event that someone were to without provocation raise a comment against another member and/or

councilor and would not substantiate how that is true or where is that coming from is just a frivolous [claim], then we do not have specific guidelines, specific rules that could allow us to say this is one example of that gross behavior from a member. Thanks.

CHRIS DISSPAIN: Thank you. I think that's a very interesting suggestion. My personal response immediately to that is yes, but it is complicated and there will need to be a significant number of barriers and processes in place to deal with it. And I would suggest that it would be a fairly long process to come up with an acceptable process. But nonetheless, point taken. Roelof, you're next. You're still on mute, Roelof.

ROELOF MEIJER: Yeah, working.

CHRIS DISSPAIN: There you go. Hello.

ROELOF MEIJER: Thanks, Chris. Hello, everybody. Hello, Chris. Good to see you. Good to see everyone.

CHRIS DISSPAIN: Hello, Roelof. Good to see you too.

ROELOF MEIJER: Okay, going through the content, and I have to say that I feel a bit at a loss because I think after all these years of experience we should have a kind of a feeling of stuff that works and stuff that doesn't. But if I look at this slide, I get the impression that we kind of want to restart from scratch. So I find it very difficult to react to these questions because I think I have no idea what would work and why we should change something.

So I'm wondering if over the years we have experienced problems in these areas. And I mean real-life problems, not theoretical but that they actually occurred. And then we should, I think, start from there. Make changes so that we solve those problems. Because now it seems if we as the membership have to kind of think up the best way to change everything without knowing why we should actually change something. At least, maybe I missed something, but to me that's a bit unclear.

CHRIS DISSPAIN: No, you didn't miss anything, I don't think. Would anyone like to address an example of a current rule that is maybe in need of bringing up to date or change or that has caused a problem? Is there an example out there that we could perhaps take from someone? [inaudible] once. Maybe Katrina…ah, Katrina. I was about to say maybe Katrina so, Katrina, go ahead.

KATRINA SATAKI: Thank you very much. Yeah, I feel I need to give some explanation here. If you look at the rules of the ccNSO from 2004, you can clearly see that

many things are not up-to-date. We touched upon those things last time in October when we discussed this.

But if you want exact examples now, just look at Annex D. Annex D talks about all the things around Empowered Community and our obligations and decisional participant. For example, timelines there are very tight, and in many cases we just cannot…well, we have to either accept the fact that ccNSO will not be able to participate fully in the decision-making process or in some cases we need to make those times for ccNSO members to react to Council decisions shorter or use some other mechanisms. For example, prior discussions or asking more actively for input from members so that we can meet those deadlines. Another option, of course, would be to change those deadlines and make them longer, but it would take just another process to change the Bylaws. So Annex D is one of the things that really causes us problems with respect to the application of the rules. Of course, bylaws are paramount so technically rules should not apply. But we always have done that. We always applied the rules and that seven-day period during which up to 10% of members could ask for [a certification] vote. But if that happens, it basically means that ccNSO will not be able to come up with a decision as a decisional participant. Thank you.

CHRIS DISSPAIN: Thanks, Katrina. Let's go to Alejandra next. Alejandra?

ALEJANDRA REYNOSO: Thank you, Chris. Hi, everyone. Another thing that I noted from the ccNSO rules is the section for communicates, for example. It is not the way that we now handle committees and working groups. For example, it says that both the ccNSO Council and the ccNSO members can establish committees, and right now it's the Council who establishes the committees. Of course, it can be by the request of the members, but it's something that doesn't happen now that they just appear.

And also, it says that members of the ccNSO Council will usually chair said committees, and it's not the case either. It happens, but it also is the case that the chairs of these committees are not members of the Council. So I think that needs updated too.

CHRIS DISSPAIN: Thanks, Alejandra. Dr. Lisse, how are you? Good to see you. Please go ahead.

EBERHARD LISSE: I'm fine, thank you. Can you hear me?

CHRIS DISSPAIN: Yes, can hear you really well, thanks.

EBERHARD LISSE: I was a bit late due to day-job commitments. The only problem that I have is that we have a difference between guidelines and rules. It may have been addressed. I want anything that needs to be done, that needs

to be changed voted on by the members. I do not want anything the Council takes any decisions on anything other than day-to-day administration without…so if there are changes in our processes which are called guidelines, they must be ratified by the membership.

And then I am very worried about what Pablo said. We are not going to get into content. If somebody says something that somebody else doesn't like, we're starting proceedings, this is not going to happen. We have a standard of conduct for ICANN that is relevant for everybody. Everybody must abide by it. And otherwise, whatever anyone says as far as content is concerned if somebody doesn't like it, not really my problem.

CHRIS DISSPAIN: Thanks, Eberhard. Appreciate that. Stephen, I'll come to you in one second. Roelof, to answer your question then, it seems to me that there are some categories. There are a number of rules that need updating because time has moved on, times are different, the way that things operate have morphed into a different way, and so therefore those are merely things that should be—I say merely. I mean, they may be contentious but what we're talking about is updating the rule itself.

There may be a small number of rules in there that are not necessary anymore. And then there may be a number of things that have developed over time as guidelines or, Eberhard, just something that you may have missed in the beginning, what we're saying really is that they are operational procedures. And that I think feeds well into your point about them just being day-to-day management things rather

than things that need to be approved by the members. There may be things that currently are guidelines that would be better in the rules. So I think, Roelof, I hope that gives you a better feel for what we're specifically talking about. Just to say, I know you know this already, it's not intended to reach conclusions today. The intention is to set the scene today and then call for volunteers to work together with a group on the Council to come up with some draft rules. Before I go to Stephen, Roelof, would you like to respond since I've just tried to answer your question?

ROELOF MEIJER: Yeah, thanks, Chris, for the clarification. And also, thanks to the other speakers for the examples they gave. So maybe it will help if we try to start a bit more from the things that obviously we have to change because they're causing problems at the moment instead of looking very generically what should be in where. At least I find it difficult to deal with that question. And I think it's much easier if we, for instance, the example that Alejandra gave about the ccNSO, the Council members normally chairing committees. Well, that is something concrete which we all know it's different, so it's easy to change. It can just be a proposal to change it, and then [it can be on the inventory] of this is one of the things that we should change. Okay, that helps. Thank you.

CHRIS DISSPAIN: Thank you, Roelof. Stephen, you're up.

STEPHEN DEERHAKE: Thank you, Chris. Good to see you. Going back to Pablo's comment, you're quite correct, Chris, in that the ccNSO does operate under the ICANN code of conduct, etc. I think this idea of having the ccNSO sanction someone from a CC who pitches up at a meeting and is misbehaving is really misplaced. Because that can be done by the Ombudsman, and I think that's where that should stay. Thank you.

CHRIS DISSPAIN: Thank you, Stephen. I was alluding to some extent to that by saying that there are already processes in place. And I know from experience that those processes have been used in other constituents or stakeholder groups within ICANN to deal with, shall we just call them for the sake of discussion, personal issues. Hey, Patricio. Over to you.

PATRICIO POBLETE: Hi, Chris. Good to see you. I agree with Stephen and Eberhard. I think that we shouldn't go at all into trying to create some sort of disciplinary process within the ccNSO to apply to individuals. However, the list talks about termination of membership. About that, going back to the termination of the membership of a registry, of course that can happen voluntarily. Someone can withdraw from the ccNSO. I can't think of any circumstances where the ccNSO would want to remove a member. I can't think of an example. If there isn't, then I don't think that should be a topic for discussion, the termination of membership other than the voluntary withdrawal.

CHRIS DISSPAIN:	Thanks, Patricio. I guess if we stick with our current proposed retirement policy, then even a ccTLD that is technically no longer on the list would remain or could remain an active registry for a number of years and, therefore, presumably could be a member. Is that right?
PATRICIO POBLETE:	Well, it wouldn't be satisfying a basic condition for membership. There is somewhere in the Bylaws a rule that says who can be a member. If you're not a registry, manager of a registry, you cannot be a member. So I guess that would be an automatic termination of membership.
CHRIS DISSPAIN:	Yeah, good point. Eberhard and then Nigel.
EBERHARD LISSE:	Yes, sorry. Substantial misconduct is something if a ccTLD manager substantially misbehaves and causes serious reflection and impact, one should have a procedure in place to separate oneself from that evildoer, for example. You never know what happens. But it's not a problem that strikes me as very important because we never had this and we doubt we'll ever have that. But if it needs to be done, I think it can be done. I don't mind, really. But we should apply something like the same standard that we have for revocation and transfer due to substantial misconduct.
CHRIS DISSPAIN:	Thanks, Eberhard.

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EBERHARD LISSE: And then what you asked about membership, retirement of a ccTLD leaves immediately. I think this is even discussed in our group. Once the ccTLD is removed from the roof, a ccTLD manager cannot be a member of the ccNSO any longer.

CHRIS DISSPAIN: Fine. Thank you very much. Nigel and then Alejandra. Hey, Nigel.

NIGEL ROBERTS: Yeah, thank you. How are you?

CHRIS DISSPAIN: Not bad, [mate].

NIGEL ROBERTS: Interesting discussion. It's something that in a way we should have been reviewing every five or ten years because we've gone through different versions of the ICANN Bylaws and so on. So it's a very welcome and probably thankless task that you've got here, Chris, today. And so kudos for you for being volunteered to do that or volunteering, whichever it was.

Drafting memoranda and articles or constitutional documents is always an odd sort of thing. So for example, when you're talking about a company or an organization, you define who can become a member. You define what qualifies them to be a member. And pretty much you

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define what defines who is not a member. So there is a distinction, and I think several of us are looking at the meanings of the words slightly differently.

When we're talking about termination of membership, I think some of us are thinking of active termination as we are actively trying to remove a particular ccTLD manager from the ccNSO for whatever reason. Whereas, in a slightly more esoteric legal sense termination simply refers to the circumstances, whatever they are, in which a member ceases to be a member. And those could be voluntary or involuntary or, even as we discussed, automatic.

And it's really kind of important to have those in a founding constitutional document so everybody knows where they are and there are never any gaps. I think what Katrina has very rightly pointed out is that from time to time over the years we've found gaps. So a review like this is really useful. The only difficulty is that it's time consuming and a bit like watching paint dry sometimes. So thanks, Chris.

CHRIS DISSPAIN: Thank you very much, indeed, Nigel. And I agree with you that it can at times like watching paint dry. Could I get…sorry, could the rules go back up again, please, on the slides if that's possible? Alejandra, go ahead.

ALEJANDRA REYNOSO: Thank you. Well, picking up on what Nigel said, yes, we've been found in a place where, for example, the person administering a ccTLD

changes and, therefore, it impacts their membership in the ccNSO. So definitely, there should be a written procedure about when a ccNSO membership ends by any of the means either by retirement of the ccTLD or change of administration or any other circumstance.

And other things that I wanted to point out that maybe are quite obvious and have been already mentioned in other sessions, but just to say what actually needs to be changed in the rules is that it actually mentions sections and articles of the old bylaws. So those need to be updated just per se because now we are not in Article 9, for example. It's Article 10. And then numbering is also different.

And I find a bit entangled what is related to the ccNSO members and what is related to ccNSO Council. So maybe make a clear distinction on those particular activities if needed.

And also, avoid redundancy. For example, what is stated in the Bylaws, what is stated in the rules, and what is in the guidelines. I think there should be one place where the details are specified, and maybe in the rules should be the general sense of what needs to be established. That's it. Thank you.

CHRIS DISSPAIN: Thanks, Alejandra. I agree with you. Let me try and take an example from something that's on the screen because it seems to me that most of what this is about is small drafting. It's clearly not something that would be done in a meeting like this. It needs to be done by a small

group, which is the intention following this meeting, and then brought back here for consideration.

So take an example. It is literally just an example, 2.4 on the screen right now under Meetings says notice of such meetings shall be provided to all members either by postal mail 28 days prior to the meeting or by email 14 days prior. Now, look, frankly having a rule there that says that you could call a meeting and give good notice by sending out letters is total nonsense because I guarantee you that a good 45-75% of you wouldn't get the letters. So it probably should say it should be done by email except in the circumstance where there is a question where the email bounces or there is a question over the email address or you've tried to contact them before, rather than give whoever is in charge of this the ability to do that.

Now that's not something that you guys need to have a huge, big discussion about I wouldn't have thought in a members meeting, but it's more something that a small group can come back and say this is the principle that we're suggesting we change. Here's why we want to change it. This is what we suggest. I may have picked a bad example. I hope I haven't. Eberhard, please go ahead.

EBERHARD LISSE: It's a very good example. And spontaneously I would think we could….

CHRIS DISSPAIN: Is it just me, or has Eberhard frozen for everybody?

ALEJANDRA REYNOSO: No, I cannot hear him anymore.

CHRIS DISSPAIN: He's frozen. It is. Eberhard is frozen. Not something I expected to have myself say.

NIGEL ROBERTS: And he may be [inaudible], Chris.

CHRIS DISSPAIN: Oh, no he's more Frozen 2 than Frozen. El, I don't know if you can hear us or not, but we can't hear you. You are frozen. We'll come back to you when you're able to move again.

So Bart or Kim, could you put up the guidelines page, please, if you can? The actual webpage. Is that feasible? The actual page from the website. It has a list of guidelines on it.

KIMBERLY CARLSON: Sure. Give me one minute.

CHRIS DISSPAIN: Thanks, Kim. I'm sorry to be doing this on the fly, but it just seems to me to be the best way of moving the discussion forward. Yes, Roelof, definitely. I think we've got some interesting possibilities here

with…there we go. Now this is hard to read I appreciate, but everyone can find it on their website if they wish.

But you can see there are a vast number of guidelines, and there will be some of these guidelines that are…El, I know you're back. I'll be with you shortly. A vast number of these guidelines, some of which will be contentious, some of which will have little bits in them that may be contentious, and some of which are perfectly fine to be involved in guidelines. I don't know whether we could perhaps pick one, but while we're thinking about that, El, welcome back. Please go ahead.

EBERHARD LISSE: I got kicked off by the connectivity. I just wanted to quickly mentioned what you said with the postal thing is quite right. Email plus announcement on the webpage. Every member can be told that they should on a regular basis look on the webpage for announcements in this regard. So even if the email bounces, we have a second way. I fully agree with that.

CHRIS DISSPAIN: Yeah, thanks, Eberhard. So I think that it's clear to me that there are some rules. Perhaps if we could go back to the rules, Kim, that would be great. Because people can get the guidelines up on their browser from the chat. The link to the guidelines is in the chat, everybody. So if we could go back to the rules on the slide, that would be great. Thanks, Kim.

Let's scroll so that we can see all of 3, all of the Quorum section. There we go. So again, I mean, these ones may make perfect sense. But it is worth discussing as an example [we currently] have a rule that says membership votes must be 50% of the members voting and a supermajority. That sounds fine to me, but some people may not necessarily agree with that. And if I remember correctly, there are specific differences between resolutions at general meetings and policy development process resolutions and so on. Again, a function of what needs to be looked at.

Perhaps if I could ask again if there's anybody who has a particular example of something that is currently being governed by the guidelines. And, Eberhard, I know you will say that pretty much everything should be in the rules. I get that. But in fact, if there's anyone that has specific examples of things that are currently governed by guidelines that you think should be contained in rules…I'm not concerned about what the rule says. I'm just interested in the topic that should go into the rules.

What this team that is going to be working on these updated rules is going to need from the members is not words at the moment as to what the rules should say but the things that should be in the rules. They can then go away and write drafts of what those rules might be, and then those can come back for discussion. Eberhard, go ahead.

EBERHARD LISSE: Election or selection of ICANN Board member. That is something that should be…the procedure should be developed by the membership

and not by Council. This funny idea about voting for one of the candidates or none of the above comes to mind. And then the idea of we can only nominate one but we can second two, I don't like the [content] but that's a [member] for the majority I think and we should have this decided by the majority. And if the majority decides this is good, then we go by it. If they don't, then we don't. But we shouldn't leave it to Council.

CHRIS DISSPAIN: I understand completely, and it may well be that that is an absolute dead set thing that should be in the rules. And as you say, what the actual rule is at this stage doesn't really matter. What matters is that there is an agreement that those things should be in the rules. Does anybody else have any other examples?

I know that the Council itself looked at some things and there were a number of boxes where different councilors said things should be in the rules and they shouldn't be in the rules. And I'm really interested in teasing that out now if we can if anyone on the Council wants to speak and say some things that they felt that they think should be in the rules that aren't currently there or shouldn't be in the rules that are currently there. I'm asking councilors because I know you guys have looked at it. Jordan? Hey, Jordan.

JORDAN CARTER: Hi, Chris. I wonder if you can hear me.

CHRIS DISSPAIN: I can hear you really well.

JORDAN CARTER: It's the standard ICANN Zoom question.

CHRIS DISSPAIN: Yes, that's right. "Am I on mute?"

JORDAN CARTER: Bingo. I had wondered about the seven-day disallowance of Council decisions to give space for membership veto. I've never seen it used, so I don't care that it's there. But I wonder if it would make us more efficient in some ways if it wasn't or if it was restricted to decisions about guidelines and processes.

So you said that the day-to-day work of the Council didn't have that seven-day period. That should bring us into line with other SOs and ACs I think. But then if any change is made to process, you did have it. What do people think? It's just part of the past way of operating? Just putting it out there. I don't have a really strong view either way.

CHRIS DISSPAIN: Good point to raise. My recollection, and guys that were around may correct me if I'm wrong, my recollection is that put that in place. The intention was always that the Council would do…that most of the stuff would be done by the members. Although, of course, it was easy to say that when there were a small number of members. It's much harder

when there are 180-something members. But that it was possible that the Council would be empowered to do stuff and that it should always be open to the members to object.

So the secondary question to your question is even if you leave it in, is the basis upon which it can be used sensible? How many members should need to apply for it to be reconsidered? For want of a better way of putting it. In fact, now that I've used that word, should there be an ability for the equivalent of a [Board reconsideration] request for the Council rather than a members ratification? But again, a function of what the Council does, and if most of this stuff is [ported] into the rules, it may no longer be relevant. Stephen?

STEPHEN DEERHAKE: Thank you, Chris. With regards to the seven-day membership veto possibility, it really hamstrings the ability of the ccNSO to participate in any rejection action procedure that's either initiated by the ccNSO itself or more likely by another SO/AC. I on the one hand like it, and I actually am of the opinion it ought to be extended because seven days is a little hard to round up other CC managers if you're really upset with a Council ruling.

But on the other hand, I think there's going to have to be a carve out for Council activity surrounding handling of a rejection action petition. And I recognize that if that is where we go, that's giving Council a lot of non-reviewable power with regards to rather important matters that are being objected to that have come out of the Board. So I'm not sure where to go with that.

But I do want to point out that the seven-day review period currently in the rule really hamstrings the ability of the Council to act in rejection action items. Thank you.

CHRIS DISSPAIN: So, Stephen, absent a rejection item, and certainly up until now and one assumes for the foreseeable will be a corner case, is there anything else that you would consider to be outside of a members review? And is the concept of a request for reconsideration rather than a formal members objection worth pursuing, do you think?

STEPHEN DEERHAKE: I think your concept of an equivalent reconsideration request mechanism is rather intriguing, actually, as opposed to an outright rejection. And I would assume [there would be some] threshold there, or you could have a single member hamstringing everything.

CHRIS DISSPAIN: Sure.

STEPHEN DEERHAKE: I think that's [inaudible] something for the smaller group perhaps.

CHRIS DISSPAIN: Exactly. I have a suggestion on how you would do that. But for now, Irina, your hand is up.

IRINA DANELIA: Yeah, thank you, Chris.

CHRIS DISSPAIN: Hey, Irina.

IRINA DANELIA: Hello to everyone. As far as I understand from the previous discussion, one of the issues is that it is quite difficult to have a quorum to adjust the ccNSO rules, to have enough members participating in and voting. So I know that some organizations have voting member status and nonvoting member status. And if a member fails to participate in two or three votes, he automatically transfers into nonvoting status which is not counted when you are defining a quorum, for example. And the member can easily restore his voting status just by participating in the next vote. So maybe this is an option to look at if I'm right that the issue is with the number of votes sometimes. Thank you.

CHRIS DISSPAIN: Thank you, Irina. Interesting. As you started to talk about the status of nonvoting, Nigel's hand almost immediately was raised. So, Nigel, I'm guessing you want to respond. Or it may, of course, be something completely different. But you are on mute, Nigel. There you go. No, you're still on mute. You are both off camera and off sound. No on camera and on sound. Well done.

NIGEL ROBERTS: Yeah, thank you for the feedback. That's helpful. My Internet service provider seemed to be going through a bit of a dip at that point and the last few words that Irina mentioned were a little bit difficult. It wasn't about Irina or the last comment.

CHRIS DISSPAIN: Oh, I apologize then.

NIGEL ROBERTS: [Your mind is failing, I'm afraid.] I just wanted to throw something in. It's not really for a big discussion right now. It's something that….

CHRIS DISSPAIN: Gremlins have got you, Nigel. You're frozen and you are…nope. You're going to have reconnect.

NIGEL ROBERTS: Let's see if I can [get it working].

CHRIS DISSPAIN: Ah, yeah, we can see you.

NIGEL ROBERTS: How's that?

CHRIS DISSPAIN: Standing closer to the telephone mast. It's very impressive.

NIGEL ROBERTS: Right. By the way, this is what the weather looks outside.

CHRIS DISSPAIN: Oh, go away. Well, we can hear you now. Speak.

NIGEL ROBERTS: All right, I'll be very quick. There's an interesting little thing that's worth mentioning at this point. It's to do with the ICANN accountability mechanisms and how they apply here. We have various carve outs that need to be taken into account.

First of all, we exclude anything to do with delegations and redelegations, as they used to be called, change of manager. And interestingly, any action of Board or staff that affects the ccNSO would appear to be included but not actions of perhaps Council. So maybe if we're going to look at the rules, we ought to look at designing what we want by the way of accountability mechanisms both within the ccNSO and within the ICANN Bylaws. Thanks, Chris.

CHRIS DISSPAIN: Thanks, Nigel. And I agree with you. The CCs have always I think believed that the ccNSO should have its own accountability mechanisms within the ccNSO that operate separate from the Bylaws, and that's why the rules are there amongst other reasons.

I'm going to Eberhard, and then I'm going to take a call for last comments. And then I'm going to make some suggestions, and we're going to look at the path forward. Please, if you have anything else you want to say at this stage, put your hand up. Eberhard, go ahead.

EBERHARD LISSE: I don't agree that we should even think about restricting members according to their participation. We have got very small ccTLD managers who find it very difficult to even pay for the connectivity that you have to use to participate in Zooms let alone participate in meetings. And if that was the direction where the ccNSO went, I must say I wouldn't want to be…I would have to really consider whether I wanted to be a part of this.

Secondly, obviously this is now going to impress many people, secondly we used to be a small organization but purely membership driven. What mainly makes us different from the gTLDs is that we don't have agreements with ICANN or contracts and each of us has its own way of doing things, it's own government influence or not, and so on.

While this is becoming unwieldy with 180 members, I still believe we should be a membership driven organization and Council should only decide or the role of Council should be as small as possible and as large as necessary. But we shouldn't really look at saying, okay, we are too many members and too many of those are not participating, so let's do away with voting and let Council decide. We are voting for them anyway. I don't think that's the way we should go.

CHRIS DISSPAIN: Thanks, Eberhard. It ought to be possible to successfully and efficiently run an organization with 180 members. It's actually not that large in the scheme of membership organizations. But it is important to have a management committee, which in our case is a Council. And the distinction and discussion is about what power, if any, they should have and what is in their remit and what is not. Alejandra, you get the last word for now. Over to you.

ALEJANDRA REYNOSO: Thank you, Chris. I just want to make a clarification by the suggestion made by Irina. I don't think she meant that we would not allow people to vote, only to count them as quorum for a vote. So if they are nonvoting, they don't count as the number of people that should be considered for the percentage of voting. But if they do vote, their vote is not going to be ignored. That's what I understood. Is that correct? Yes, she's saying yes on the camera. Okay.

CHRIS DISSPAIN: Irina is nodding. Okay, that's clear. Thank you. Could we get the slides back up, please? While that's happening, can I…I'm going to talk about now what the next steps are, but before I do that, Kim, could we go back to Slide 5, please? Which is the Principles slide. Keep going. One more. There we are.

So what's going to happen is that you're going to have a drafting group and you're going to consider…I would encourage everyone to remember these principles because I don't think they've changed.

- The ccNSO is a bottom-up organization where the members give guidance to the Council. That's a key point, and I think that underpins everything that we do as an organization.

- Open and transparent to members and nonmembers. I remember when we wrote that that a significant number of people who are now members and indeed active members [are] nonmembers and indeed active nonmembers.

- Operate transparently and in public wherever possible and in a nondiscriminatory basis.

- Minimum periods of notice for meetings and votes. That would be obvious.

- Minimum turnout or quorum for a vote to be valid we regional representation.

- One member, one vote.

- And nonmembers participate.

I don't think any of those principles have changed, and I think if we draft the rules bearing in mind those what were eight and are now seven principles, that will be very useful.

If we could go back now to Slide 12, please, and move to what our next steps are. So the roadmap is this. Now we're going to call for volunteers to assist in drafting the rules. The rules need to be clear. They need to be easy to understand. They've need to not be too complicated. And I

would encourage everybody to think, does this really need to be a rule? Bearing in mind that to change it, it has to go through a significant process to be changed. Does it really need to be a rule? Could it be an operating procedure?

And the question to consider is as part of this process of thinking about it is also to think about, would we be more inclined to have it accepted—whatever it is—accepted as an operating procedure if we were comfortable that there was an easy way to object to it? An easy way to bring that operating procedure [question] and say this should be considered before you move forward. So think about that as a possibility.

So that's what this small group is going to do, and there's going to be a call for volunteers to people to join that. The first draft of the rules will be presented at the next ICANN 71 meeting. And then the goal is at ICANN 72 in November then the operating procedures and rules will be put to a vote. Next slide, please.

So potential volunteers. You will need to have read all of this exciting stuff: Article 10, Annex D, Empowered Community. If you don't want to read Empowered Community Annex D, ring Stephen up and he will quote it at you verbatim because he knows it backwards. Rules of the ccNSO and the guidelines. Obviously, those are the key points that come to this group and are going to be used by this group to make its decisions. Next slide, please.

Okay, I'm going to call it quits at this point, because I don't know how the call for volunteers is going to happen and I don't know how to apply.

But I'm guessing Katrina does, so I'm going to hand it back to Katrina. Having, I hope, had a useful discussion. I hope that the people who volunteer and are on this committee have got some useful information going forward. Obviously, I'm guessing this is also going to be discussed on the list as well as not just at a face-to-face meeting. But, Katrina, can you guide us through the next steps?

KATRINA SATAKI: Yeah, thank you very much, Chris. Yes, absolutely. The call for volunteers will be issued I expect next week with the traditional time to apply. So everybody is welcome to this subgroup. This subgroup will work only on the rules of the ccNSO. And then, of course, they can come up with all different solutions. Look at the current version of the rules and see, do they need to be updated? [A poll.] If yes, which parts, what to include, and what not to include? And I would also expect them to keep an open line with ccNSO members.

I see Nigel put in the chat that it's a very optimistic timeline. Yes, well, I believe it is.

CHRIS DISSPAIN: I have a suggestion on the timeline.

KATRINA SATAKI: Yes?

CHRIS DISSPAIN: Which is this. I agree that it is an optimistic timeline, but I would recommend that it may be done…you may consider doing it in two bites. So go through the rules and all the stuff that's easy, the stuff that everybody is clear about, make those changes. Because those changes can then be made and they can be being used and implemented. Don't wait for the hard stuff to be solved before making the changes. That way you'll have usable rules [sent to] the community and you'll have a set of things that you're still working on. So that would be my recommendation to you going forward. Sorry for interrupting you, Katrina, but I wanted to respond to Nigel's comment.

KATRINA SATAKI: Yeah, well, thank you very much. Yeah, well, that's basically everything that we wanted to share with you today. And really invite you to apply, step forward and participate in this work. Thank you very much. Chris, back to you.

CHRIS DISSPAIN: Thanks, everybody. I don't have anything else to say, I think, unless there are any last comments, I'll be happy to take any last comments before we close. And you will get an extra 15 minutes of time that you didn't think you were going to get. It doesn't look like it. Fantastic.

Katrina, thank you.

KATRINA SATAKI: Thank you.

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CHRIS DISSPAIN: I'm going to be with you on your various calls in the next couple of days. I'm especially looking forward to the session which is tonight with the Board. It will be my first one for nine years not actually being on the Board, so I'm going to come along and shout in the background and wave things and be annoying. I'll see you all later on. Thanks very much, indeed, everybody.

KATRINA SATAKI: Thank you. Bye.

CHRIS DISSPAIN: Take care, all. Bye-bye.

[END OF TRANSCRIPTION]

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