
YVETTE GUIGNEAUX: Greetings, everyone. Welcome to the NomCom Review Implementation Working Group Meeting #92—let me just go ahead and quickly get that on the screen. There we go—on February 10, 2022.

From the working group joining today's call, we have Tom, Vanda, Arinola, Cheryl, Remmy, and Tracy. Joining from icann.org, ICANN staff, we have Evin, Kristy, Jia, Larisa, I think Teresa Elias will be coming late. And we have Yvette Guigneaux, myself, to host. And we have Betsy Andrews who's just joining the room now.

We'd also like to remind you the call is being recorded, so please state your name clearly for the record and for the transcript. I'd also like to find out at this time if anybody has any SOI updates? No? Okay. All right. I think we're good for my question, then I'll go ahead and I'll get the agenda on screen. Tom, I will turn things over to you.

TOM BARRETT: Thank you, Yvette. Welcome, everyone, again to our first meeting of 2022. We do have a new member attending today. So Kristy is doing a head off to Evin. Evin, do you want to introduce yourself?

EVIN ERDOGDU: Sure. Thank you, Tom. Just very briefly. A few of you are already familiar with me. I've been supporting the ALAC and At-Large community on the Policy team for about five years. So I'm very excited to move into this new role and help support the NomCom every week in the conclusion of this working group and going forward. Thanks so much to Kristy as well

Note: The following is the output resulting from transcribing an audio file into a word/text document. Although the transcription is largely accurate, in some cases may be incomplete or inaccurate due to inaudible passages and grammatical corrections. It is posted as an aid to the original audio file, but should not be treated as an authoritative record.

for helping orient me to this group. Just looking forward to getting to know you all better and supporting you going forward. So thank you.

VANDA SCARTEZINI: Welcome, Evin.

TOM BARRETT: So a quick overview of the agenda today. We'll revisit Recommendation 27. That was really pretty much where we left off at our December meeting, talk about next steps for the charter, talk about the meeting cadence for the next six months or so, and then we do have a Prep Week webinar coming up in a week or two that we hopefully have time to discuss as well. In terms of the update on Legal, do we have Legal in attendance?

LARISA GURNICK: Tom, this is Larisa. I hope you can hear me. Hello, everybody. I just got a note from Sam. She is running a few minutes late. She's stuck on another call, apparently. So, my apologies on her behalf. But she knows that she has an important role in this meeting and she'll join us as quickly as she's able to. So perhaps we can come back to that agenda item when Sam is with us, if that's all right. Then again, apologies for this unforeseen development.

TOM BARRETT: Yeah. No worries. Absolutely. So let's go to the Standing Committee Charter. I know we have a near final version that was circulated. I made

some comments and I know Michael Graham made some comments. I don't see him here today. But I know we want to get this out for public comment. Who knows, there may be additional changes required after we receive public comment. So, Kristy, I know you had some minor tweaks that you were suggesting that might allow us to move forward on this.

KRISTY BUCKLEY:

Sure. Thanks, Tom. Hi, everyone. As you might recall, on the previous meetings where we discussed wrapping up the work of the Standing Committee Charter, one of the things that we did was to create a spreadsheet of implementation steps that were remaining, some of which the RIWG is suggesting be referred to the Standing Committee once it's set up. I don't have an exact count, but I think it's close to about 20 recommendations that have envisioned remaining roles or steps for the Standing Committee. Then the previous iteration of the charter, I think from 2020 that we edited in July of 2021, the advice from Sam from Legal was that there was a lot of detail in there about the Standing Committee communication with receiving bodies, with appointing bodies, with the Board, with the PTI, with ICANN Org. And that level of detail was not really useful or necessary for a higher level governance document and that over time, it could actually become a little bit too constraining for the Standing Committee because its overall objective or one of them is to support the continuous improvement of the NomCom, and that over the years that might evolve.

So what we're suggesting, instead of calling out specific recommendations in the charter and adding detail around those that

perhaps adding a sentence as a preamble or chapeau, something along the lines of recognizing that the Standing Committee has a role to play in supporting the continuous improvement of the NomCom and that there are a number of review recommendations from NomCom too, as well as subsequent implementation steps. We could call up what those are based upon the spreadsheet that we've been tracking those. Those are recommendations 2 through 9, 12, 14, 15, 16, 18 through 23, and 25 through 27. And that those indicate potential roles of the Standing Committee. In addition to calling that out in the charter, as a reference point, we also suggest that all of those remaining implementation steps where we've said this is probably something for the Standing Committee Charter to consider as it gets set up and established. So we could copy those into a draft work plan so that that detail isn't lost, and that whenever the Standing Committee is set up, they have that as a starting place. In addition to the charter, they say, "Okay, here's where we might want to consider starting our work." And they don't have to go digging through the archives to figure out what it was that this group left for them to consider. So that's the proposal in terms of final adjustments to the Standing Committee Charter.

TOM BARRETT: Thanks, Kristy. Anyone have any comments or reaction to that?

CHERYL LANGDON-ORR: Tom, Cheryl here. No surprise to anybody, I'm sure, to hear me say that I think that's an excellent way forward and that certainly has my support. In my view, it gives the flexibility to the Standing Committee's

activities going forward, and yet is a clarifying aspect that ensures that none of the threads are dropped from our work transitioning into their actual implementation. As you all know who've ever worked with me, I like keep it simple, stupid approaches to charters, because sometimes what we don't see coming when you've got something in granite, as often happens in charters, although charters can be changed, it can be more problem than it's worth. So I'm very comfortable with that. Thanks, Kristy.

TOM BARRETT: Thanks, Cheryl. Anyone else? I saw Vanda's comments.

VANDA SCARTEZINI: Yes, why I agreed to?

TOM BARRETT: Yeah.

VANDA SCARTEZINI: A very good one.

TOM BARRETT: I'm sorry, Vanda. Go ahead.

VANDA SCARTEZINI: No, I just said that it's a good way to go. I appreciate Kristy, the work done.

TOM BARRETT: Great. I see Michael is echoing that support as well.

CHERYL LANGDON-ORR: Sorry, Tom. Tom, just wondering with that, can we just check with staff, adding that Pamela chapeau, that shouldn't elongate the process too much with Legal. I mean, it's new words, but we might want to make sure we check that once Sam's here, just sort of it's not going to make a more complicated long time. That's the only thing I want to double check once we get Legal on, or Larisa can pick it up with them.

TOM BARRETT: Agreed. We'll ask Sam that question.

VANDA SCARTEZINI: Yeah.

TOM BARRETT: Okay. So I know, Michael, you added some comments. I guess the question is whether we hold those for review after the public comment period, because I think a lot of them were formatting and grammatical, so to speak. Did you feel strongly about some of your comments, Michael, that we should address?

MICHAEL GRAHAM: No. I don't have them in front of me, but I think you're right. I think mostly they were grammatical, maybe a couple for clarification. So I think probably since we're going to put this up for public comment, wait until we clear that process because there may be additional changes. So that makes sense to me.

TOM BARRETT: Thanks, Michael. All right. So we'll table that so Sam can join us. We could ask her that question as well. Should we move on the agenda, talking about the work plan and developing a meeting cadence? Who wants to take that?

EVIN ERDOGDU: Thank you, Tom. So maybe I can go ahead and share my screen. One moment. So we've just drafted up a few dates, just for a suggestion. Just going forward, I think this working group has a cadence of biweekly meetings, about two meetings per month. But we have, of course, the Prep Week and ICANN73 coming up. So just put some dates here, today being presentation and follow-up on Rec 27. And then we have the Prep Week webinar on the 24th of February. So, I just wanted to confirm whether the NomComRIWG would also like to meet that day. And then we have ICANN73. So then circling back after then, we could have discussion on remaining work items including Rec 27. And then we may want to give a little space for Legal guidance before the next meeting, which could be in April, and then focus on the Bylaws change amendments. And then May would entail preparation of the Implementation Status Report and the Final Report for delivery in June,

as well as the package of Bylaws change amendments. And then we can kind of finalize things in May and confirm next steps with the OEC and get the public comment ready. But this is just a broad suggestion draft for the group's discussion focused around the dates that the calendar coming up. So I'll just turn it back over to you, Tom and others, for your feedback on this. Thanks.

TOM BARRETT: Thanks, Evin. So I guess the first question is February 24. I wonder if there's a way to combine the two. Cheryl and I, we're going to present but perhaps we can get other members to participate and make it a double meeting. Does that make sense? I know you're nodding your head, Cheryl. Vanda Go ahead.

VANDA SCARTEZINI: Yeah. I agree to make it combined.

TOM BARRETT: So how could we get other people to participate in that besides Cheryl and I? We have to perhaps think about that a little bit. Go ahead, Vanda. You raised your hand. No?

VANDA SCARTEZINI: No.

TOM BARRETT: Okay. Cheryl, you want to go ahead?

CHERYL LANGDON-ORR: Well, I was just thinking we often carve up a slide deck for these sorts of things. There's absolutely no reason why we can't establish who will be able to attend, and if it's the core group we've got here plus or minus one, that's still a very manageable group to carve up the slide deck into smaller pieces and try and just sort of expose more faces and more opportunity for people to recognize that it is a widely representative of ICANN group in this implementation of the recommendations work. So just a bit of socialization, I suppose, from my point of view. Good work.

TOM BARRETT: Okay. So I know we have a later agenda item to talk specifically about that webinar. So maybe we can wait until we get to that area of the agenda today. So March 17 is a Thursday, St. Patrick's Day.

EVIN ERDOGDU: That's important in Boston.

CHERYL LANGDON-ORR: Can we just try and plot into the days in Boston. You're going to be so—

EVIN ERDOGDU: It's a sacred day in Boston.

TOM BARRETT: As it turns out, I am getting on a plane for the first time to go to Phoenix, Arizona. It'll be the first traveling over two years. So I'm serving on two different panels that day out in Phoenix.

CHERYL LANGDON-ORR: You're going to have a big day, mate. That sounds like we should do another day. Can we squeeze it to more convenient day for you, Tom?

TOM BARRETT: Yeah. I'm down in Phoenix, at McCarthy Institute, talking about blockchain and ICANN, and I'm also talking about blockchain that night for another conference. So it is going to be a busy day for me. I'm just looking at 3 PM Eastern. Yeah, it'd be nice to move that to another day if that's possible.

CHERYL LANGDON-ORR: Yeah.

VANDA SCARTEZINI: Okay.

CHERYL LANGDON-ORR: That seems fair and reasonable. Not [inaudible]. Evin can double check on your travel.

TOM BARRETT: It's Patrick's Day so I can't promise I'll be in a good shape. No, I'm kidding. They don't make green wine yet, do they?

VANDA SCARTEZINI: I don't know. Chicago has a Green River.

CHERYL LANGDON-ORR: Tom, it would be remissive me and my ill spent used to not mention a little absence. I definitely have a green [fairy] in absence. You can perhaps.

TOM BARRETT: I've given up liquor. I'm strictly a wine drinker. So I don't know how to sound [inaudible].

Then the 21st looks good certainly. And then May 5th, which is an odd date of Prep Implementation Status Report. So that's the mid-year report. And then we have our meeting. So we're meeting once a month. Everyone's comfortable with that sort of cadence?

VANDA SCARTEZINI: Yeah.

TOM BARRETT: Okay. So yeah, I think this looks okay with me, unless someone else wants to say something. All right, excellent. Let's go to the next agenda item.

YVETTE GUIGNEAUX: I guess we'll pull up the agenda.

VANDA SCARTEZINI: What is the agenda?

YVETTE GUIGNEAUX: The next item is the webinar, actually.

CHERYL LANGDON-ORR: Oh, cute lion.

VANDA SCARTEZINI: Beautiful.

YVETTE GUIGNEAUX: Wrong slide. Sorry, y'all.

CHERYL LANGDON-ORR: Oh, no, no, no, no. We now know more about you, Yvette.

YVETTE GUIGNEAUX: My thing is out of the closet. There you go. Okay. Do you want to just bring up the actual deck for the Prep Week? Is that what we're looking at?

TOM BARRETT: Yeah. It'd be interesting to think through how we could make it part of a regular meeting.

YVETTE GUIGNEAUX: Let's see if we get this over here. Okay. This is much better than my little Narnia lion. Sorry.

VANDA SCARTEZINI: I prefer the lion.

CHERYL LANGDON-ORR: Yeah, I'm with Vanda on that one. I like the lion, too.

YVETTE GUIGNEAUX: Obviously, it's out of the bag. Okay, here we go.

TOM BARRETT: All right. Fantastic. Thank you, Yvette. So we have again the standard template for our reviews. We got the six boxes. Obviously, slide three, once we decide how to carve it up, we could add more names to this.

CHERYL LANGDON-ORR: We could change that one.

TOM BARRETT:

Yeah. So slide four, we have the basic. Okay. So if you go to slide four, we have the overview, the charter, rebalancing, Rec 27, proposed and next steps. Yes. I don't want to stop on whatever process the OEC is planning for the charter and the bylaws. I guess when Sam joins us, maybe we get a sense of a timeline for that. But certainly we want to make people aware that we do have these things published on our wiki, and invite them to take a look. Do we have a sense ... Maybe we're going to ask staff. Larisa, I know you have your hand up. Do you have a sense of the timeline for when the OEC might proceed? Go ahead, Larisa.

LARISA GURNICK:

Thank you very much, Tom. Conceptually, what we'd like to do is a bundle all the items pertaining to the kinds of things that the RIWG is proposing that should go out for public comment. So the OEC's sort of guidance on that was let's bundle all those things. Let's make it so that it's understandable and cohesive and comprehensive for the community. So that's what we're waiting on. Once the Standing Committee Charter, the draft of it is finalized, that's yet one more component ready to go. Then when Sam joins us and provides her update on the unaffiliated director, Rec 27, that would be what I believe is the final piece. So in terms of staff and kind of supporting this process, once there is agreement in this group that the draft a Standing Committee Charter is stable and good to share with the OEC, we will brief them on that because it's been a while since some early discussions that they had with all of you about their visions and sort of expectations about the charter and such. So quite a lot has changed. So our plan was to brief the OEC, walk them through. Again, once you're all

ready to pass the charter to the OEC, we would walk them through. As always, as was noted in Avri's note to the team as it relates to the Standing Committee Charter, when they get it, then any other parts of your implementation plan update, if the OEC should have any questions or whatnot, they would follow up with you. So our job, of course, to make sure that they have all the information, brief them, make sure they're looking at all the updates and such. And when the package is ready to go, then basically the OEC makes a recommendation to the Board to initiate the bylaws amendment process, and that starts out with a public comment.

So I know it sounds a little tedious and procedural but basically OEC says, "Here's a package of things that this group is proposing. Most of them will require bylaws changes. Some are important and significant enough for the community to have an opportunity to review." And that would be the Standing Committee Charter draft. It all gets packaged, goes out for public comment. And then depending on what comes back through public comments, some of those elements might be things that this group would then reflect on and respond to. Possibly that will be the case or not, we're not sure. But there will be an opportunity to do that. And then assuming broad support from the community or sufficient support or whatever the threshold is for bylaws amendments, then that packet of proposals goes through the next step of the bylaws modification process redlines to the bylaws, Board approval based on input from the community and such.

That's then the end of the process where the changes that you all have proposed become part of the bylaws. I hope that at least the process is clear. The timing obviously, as soon as feasible, given all these different

components that have to come together in order to put this package out. Thank you.

TOM BARRETT:

Thanks, Larisa. Anyone have any thoughts or comments?

CHERYL LANGDON-ORR:

Tom, I put in chat. I think with that section of this presentation, we need to show where our work is up to, to contribute to that bigger process. And I'm sure there can be a slide created to somehow graphically encapsulate that process so that the community understands or is exposed—yet again, they should know it, but maybe they don't—this is how it's going to be done for a bunch of things. But our work is already at this point. I think we probably don't need to go into much more in the way of detail at that stage. Because as you said, we will be saying things like, "And that copy of what we're up to can be found here, etc." So I think we can make it more an informational pointing to exercise, but still then open for any questions that might be specifically coming or that the community is desperate to ask us.

And if we do carve this up for more faces to present, what I would suggest is whilst we can do a round robin of people presenting the little sections, and that can be as short and sharp as we possibly can make it, and if we break for clarifying questions or discussion in between each of those sections for a short period of time, we shouldn't expect the presenter to be the only person to respond. So what it means is that Tracy presents part four—this is off the top of my head—he gets a question back off Rec 27. Then you can answer it, Tom, or Tracy can or

Vanda going to have a word, and sort of have it more interactive and discourse-ish in terms of the reactions and responses. That's how I would approach it anyway. Thanks.

TOM BARRETT: That sounds good. I'm raising awareness. We think we're done with everything on this page except for next steps, right? So we don't anticipate doing any more discussion regarding the charter or the bylaw changes, correct? I know that Legal is going to get back to us on unaffiliated directors, still. But aside from that, we are done discussing these items. So this is more—

CHERYL LANGDON-ORR: It's just this is where we are, this is where the boat is, how far are we away from sailing, all that sort of stuff.

TOM BARRETT: Yeah. What kind of time slot are we giving for this webinar? Do you guys know?

YVETTE GUIGNEAUX: You mean the actual? It's 18:30 UTC. Is that what you're talking about?

TOM BARRETT: The duration.

CHERYL LANGDON-ORR: 60 or 90?

YVETTE GUIGNEAUX: 90.

TOM BARRETT: 90, okay.

CHERYL LANGDON-ORR: We can cover plenty.

TOM BARRETT: Yeah. So if we do no more than a third on where we are, a third on what is coming next, and then a third discussion, roughly, right? Okay.

CHERYL LANGDON-ORR: But carve it up subsection by subsection with the discussion, rather than have we'll wait to the end for questions.

TOM BARRETT: Right. Okay. So I'm fine with this outline. Obviously, I don't know how much time we need to spend on number three here rebalancing the NomCom. I think we've already done a few webinars explaining what we're doing there.

CHERYL LANGDON-ORR: We've either won the hearts and minds or not at this stage.

TOM BARRETT: Right. I wonder—I don't know if that needs to be a stand-alone item or not. It depends on if we come up with something else here. I'd like to spend more time or at least a third of the time talking about what we're doing for the next six months. Because presumably we're in a holding pattern while the OEC and Board processes take place for the charter and the bylaw changes. Unless they ask us to conduct further outreach, we're pretty much handing those off. So, one task certainly is the work plan for the Standing Committee. I would think we can kick off that process after this. What other deliverables do we want to get done in six months?

CHERYL LANGDON-ORR: Well, hang on. I want to know why the Standing Committee once it's formed wouldn't be getting on to its work plan? Why do we need to do that?

TOM BARRETT: Okay. On that premise then, what should we be doing in the next six months? Let's talk about our work plan.

CHERYL LANGDON-ORR: If you go back to the slide that Evin just showed. We've got until June on monthly meetings.

EVIN ERDOGDU: Yeah. All right. I'll share my screen. We can also go through—let's see the rest of the slide deck. Let me pull that up. Give me one sec. There we go.

CHERYL LANGDON-ORR: Because the hiatus really occurs after we've handed it off, and we're waiting for the bundling. That's when the hiatus is.

TOM BARRETT: I agree, Cheryl. I agree. Yeah, I think the work plan for Standing Committee can wait until they're in place. That makes sense. So let's talk about what we're doing. 27, we're going to talk again—

CHERYL LANGDON-ORR: Vanda, your mic is open. Vanda, your mic is open.

TOM BARRETT: Yeah, this is instructive. So the 17th or the 18th of March, talking about Rec 27. Where the 21st of April, we're optimistically hoping that we have comments from Legal on Rec 27 and bylaw change amendments. Those comment on the bylaw change amendments, is that coming from Legal? Is that coming from a public comment period?

CHERYL LANGDON-ORR: The public comment period happens after we hand off and everything gets bundled. We may, depending on what happens with those public comments, which will be at a point in time yet to be determined, at least under what Larisa just described to us. At least as far as I understand, if indeed public comments come in on our parts of that bundle that then requires some sort of action, then the OEC would ask us to reconvene and deal with whatever, integration, updating, discussion, bloody, bloody, blah is required. So it's the same as finishing a PDP process. You hand it off, it goes, stuff happens to it. In this case, because it's bylaw changes, there is the enshrined system of such bylaw changes do go to the community for public comment and there is an opportunity for course correction and adjustment. And if that course correction and adjustment needed to be done by us, they would reconvene us, right?

TOM BARRETT: Yeah. That makes sense. So this does stay after May 5th public comment to follow in summer 2022. So that's when they're anticipating the public comment period. So March we talk about Rec 27. And then the 21st of April, I guess we continue that discussion, and potentially Legal has additional comments regarding the other bylaw changes.

VANDA SCARTEZINI: Yes.

TOM BARRETT: So we haven't finalized Legal review of the bylaws. Are they reacting to the OEC feedback? Why would we think there's more bylaw changes that we would have to review in April?

CHERYL LANGDON-ORR: We don't necessarily.

LARISA GURNICK: Tom, if I may. I think maybe the choice of words needs a little bit of precision. First of all, comments from Legal on Rec 27 in April, that's just presuming that—well, unfortunately, Sam hasn't been able to join us yet. So this just speaks to some of the uncertainties that we've got built into the process. But ideally, we want to give it sufficient time for this information to go through a couple of discussions and presentations between Legal and this group. So we allocated perhaps more time than might be necessary. I believe this one recommendation on affiliated directors may or may not result in a proposal that requires bylaws changes. So I think that is what we're trying to get across here as it relates to Rec 27. So apologies if it sounds confusing. And to the point of reconvening this group and hiatus, the couple of points that were made, I think you're quite right. What we're trying to plan ahead is to make sure that all these things progress based on the required sort of sequence of events. And also this group in your time and your energies are appropriately deployed at the right time when it might be necessary may or may not be needed on a monthly basis, but it's hard to tell just yet. Thank you.

TOM BARRETT: Okay. Thanks, Larisa. We're satisfied. There's no other recommendations that we need to check off from final implementation steps. I guess we'll have to go back to Kristy's spreadsheet. Just make sure there aren't any loose ends out there. It sounds like you're feeling light on that one.

CHERYL LANGDON-ORR: It should be light. But obviously the OEC may or may not come back to us after our various reporting spots. So what about this? And can you do that? And that's okay, too. We just have to build that in, but that's a reactive, not a planned process.

TOM BARRETT: Yeah. Okay. This is helping me think through the next six months as well. So it does feel like a fairly light workload based on what we hear back from Legal, OEC. The public comment period, if that happens in the summer, presumably we would meet again in the fall, is review the public comment period, or does someone else do that? Anyone have thoughts on that? Larisa, I see your comment. The charter and the Rec, unaffiliated directors, that's what's left. So who's responsible for reviewing the public comment period? Is that done by staff? Anyone have thoughts?

CHERYL LANGDON-ORR: Larisa's got her hand up.

TOM BARRETT: Go ahead, Larisa.

LARISA GURNICK: Thank you. Typically, as in any public comment proceedings, staff assembles the report of public comments received. And then, depending on what that produces, it will be more clear what kinds of follow-up questions or issues would require consideration by this group. So the bylaws amendments, obviously something that's part of a different process, but to the extent there is questions or concerns or suggestions or anything that comes out of public comment process that specifically deals with the proposals that this group has made, it seems that those types of items ought to be brought back to the group to the extent that it specifically relates to the proposal. So that's how we were envisioning the role of the RIWG is to be able to address questions, concerns, or suggestions pertaining to the actual proposals that the group presented.

TOM BARRETT: Thanks, Larisa. Do we basically use this slide for next step six to the webinar, say, "Here's our next steps"? Does that work?

CHERYL LANGDON-ORR: Yeah. They're prettied up. Yeah, I think so. Prettied up maybe with some circles and arrows and stuff, that'd be nice. Yeah, those usual timeline slides that staff can do. But the difference between many public comments and this bylaw instigated public comment is the Board is the one that runs this type of public comment. It's not the working group or

the committee or the AC or the SO that is running it. Because it's not an activity based per se. It's a bylaw based per se public comment trigger. So the Board receives—I know this is minute, but hey, some of us like that sometimes. The Board receives the staff report, and then the Board would instigate whichever part of ICANN is responsible for whichever aspects of changes in the bylaw bundles to then act on whatever is required. It's a little bit of two handing but it's an important difference for those of us who are more used to perhaps running public comments out of policy processes, for example, where the ownership of the review is back with the policy development group. In this case, this is slightly different.

TOM BARRETT:

Great. I know you got more details. You have slide five which talks about overview. So you've got the timeline. If you circulate these, I'll take a look at these as well circulated to the group. See if there's any minor edits here. So yeah, we want to update this. It looks like we took 2021 off. We'll add 2021 to the time being. Oh, there it is. Next page?

VANDA SCARTEZINI:

Yeah.

TOM BARRETT:

Okay.

LARISA GURNICK:

I'm happy to sit with these with the working group.

TOM BARRETT: No, no, no, that's fine. Okay. So we got the timeline. We have the overview of the charter. Looks good. If you go to the next slide.

VANDA SCARTEZINI: And then the Standing Committee.

TOM BARRETT: Yeah. The objectives.

CHERYL LANGDON-ORR: Because that's still not necessarily a well-entrenched in community thinking thing, the Standing Committee. So a little bit more time on that, I think, is well justified. And that means, Tom, we could even carve up some of these objectives, depending on how many of our team can make that meeting, right?

TOM BARRETT: Yeah. I think surely we might want to spend more time on the Standing Committee than just those slides.

VANDA SCARTEZINI: Yeah.

CHERYL LANGDON-ORR: Yeah. I would treat each of the slides as a little blocking time. I think you'll have a little bit more discussion on each of them.

TOM BARRETT: Okay. We want to keep going through the slide, you get rebalancing, which we're just going to talk to. We don't need a slide for rebalancing. Any content on that?

VANDA SCARTEZINI: Yeah.

TOM BARRETT: We might want to think about that. Unaffiliated directors, I think, might worth—do you have another slide? Yeah. I like how this has a slide. Maybe for the previous section, we repeat the recommendation as well for rebalancing. Do you insert a slide between 13 and 14 to explain what recommendation we're talking about? That might be nice. Yes. Okay.

So unaffiliated I think we probably could provide more content there as well because we also have a criteria for what constitutes an unaffiliated director. We might want to explain that. Part of the Q&A, we could stop and have Q&A after each one of these sections, rather than make it in the end?

CHERYL LANGDON-ORR: I would have Q&A in between all the sections, absolutely.

TOM BARRETT: Okay, good. So maybe we can put a slide in there saying Q&A so people know which topic—

VANDA SCARTEZINI: Yeah. I anticipated a lot of questions about the unaffiliated because of the interest of the members of the community to go to the Board and to see the opportunity being reduced. In the public comments, I anticipate they will make a lot of comments against that. And we should explain very well what we expected from that because I have heard a lot of points even inside the NomCom members last year about some difficulties to have completely independent persons to go to the Board, for instance. And because it's conflict with some demands from the Board or the groups that address to the NomCom, to select those people with kind of profile. So that will be something that I anticipate to have some points to clarify better. So we need to block some time for this discussion because I believe we'll have some points.

TOM BARRETT: Thanks, Vanda. Is there a hand, Larisa?

LARISA GURNICK: Yes, it is. Tom, thank you very much. Given the time, it's already 12. We only have like 15 minutes left. I understand that Sam may not be able to join, and certainly not for enough time to give the unaffiliated update that you wanted to give appropriate time. So again, apologies on Sam's behalf.

As it relates to the unaffiliated discussion topic, we will circle back and reschedule at another time, which, depending on how that goes, may inform what you might want to present at this webinar on that topic. It may be clearer and more helpful to not get into the details until you all have had a chance to hear the update from Sam and react to that and kind of go through the same process that we did with the Standing Committee Charter before you provide an update to the community. So just a couple of thoughts on that.

CHERYL LANGDON-ORR: As long as Sam can fill us in before then, because we obviously need that topic to the slide deck.

TOM BARRETT: What about schedule your meeting a week from today just to talk about that? Is that doable?

LARISA GURNICK: We will absolutely work on that. I'm sure Yvette and Evin are taking an action item to do that and coordinate with Sam to make sure that all of that can happen. Again, my apologies that we didn't get to that.

TOM BARRETT: No worries.

CHERYL LANGDON-ORR: Prep Week isn't that far off. That's all.

TOM BARRETT: Yeah. All right. So we'll plan on hopefully doing a meeting next week. Same day, perhaps the same time or some other time that would work for everybody.

CHERYL LANGDON-ORR: As long as it looks the same.

TOM BARRETT: Yeah. Someone stopped the screen share, but the final slide was next steps, right? So we already discussed that. Excellent. Okay. So in terms of parceling that out—do another pass of the slides and circulate it. If people want to volunteer, you can just respond on the list.

VANDA SCARTEZINI: Okay.

CHERYL LANGDON-ORR: Make sure when it goes out that the confirmed UTC time is out with the details so people can check their own calendars and confirm that they will be able to attend and they have interest in presenting slide nine versus slide five.

VANDA SCARTEZINI: Yeah. But we need to know the correct—it's a lot that we have.

TOM BARRETT: Yeah, absolutely. We could work on our timeline for the webinar and try to allocate time for each of the sections so people know how much time they have including Q&A.

VANDA SCARTEZINI: Thank you.

YVETTE GUIGNEAUX: Sorry. If it would be helpful, would you want to schedule a prep session for the webinar as well? Or just schedule a separate meeting with Sam, hopefully next week?

TOM BARRETT: Well, if we're going to meet next week, maybe we could do both during the meeting. First half will be Sam and second half would be rehearsal.

CHERYL LANGDON-ORR: Tom, if we need to squeeze in another rehearsal, that's fine, because time is compressed. It doesn't have to be a full rehearsal. It just needs to be the actual slide part of the rehearsal because the Q&A time is not going to happen. If we need to squeeze in another one of those, I'm sure those that are presented can manage that. Just because I do think rehearsal is important.

TOM BARRETT: Okay.

YVETTE GUIGNEAUX: If it would be useful, maybe I could just do a recap of action items from today.

TOM BARRETT: Yeah.

YVETTE GUIGNEAUX: So I just took a few notes, of course. So we'll be scheduling next week's meeting to discuss Rec 27 and the webinar. We'll be adding the names of the working group members to the Prep Week webinar agenda, and also change the date of 17 March in the work plan. And we'll also add that as a slide for that presentation, as well as Q&A slides in between to make it more interactive. Circling back to the Standing Committee Charter, Kristy had suggested the preamble sentence to be incorporated, Legal would review. So just a question to the working group on the call here. Do you feel that any additional redlines would need to be included before Legal reviews? Or is this okay to go ahead and share with Legal with the preamble?

TOM BARRETT: I haven't looked at what Michael submitted in a lot of detail. Do you want to fix some grammatical things that Michael has pointed out, formatting things? I assume that—

CHERYL LANGDON-ORR: Surely they can just be accepted. Simple [inaudible] of it can be accepted. So if Michael has done some of those, I think that we just have staff accept that out of the redline, surely. I mean, good grammar is good grammar.

MICHAEL GRAHAM: Yeah. If you want to take a look, I'd be glad. If you have any questions what to send on or not. To the extent that they're just grammatical, yeah, you can just accept the redline, I suppose.

CHERYL LANGDON-ORR: Content's different. But good grammar is good grammar.

TOM BARRETT: I don't think we want to take a [inaudible]. We've got plenty of time to bring up those comments real quick and just see if there's anyone that has any concerns about it.

CHERYL LANGDON-ORR: Sure, let's do it.

TOM BARRETT: it will take a minute or two.

YVETTE GUIGNEAUX: Promise, Tom? You promise this is only going to take a minute or two?

TOM BARRETT: I have a hard stop at four.

YVETTE GUIGNEAUX: You promise? You promise? I couldn't resist. I'm sorry.

CHERYL LANGDON-ORR: Tom, we're going to now start making sure that we have meetings planned when you've got a hard stop at the top of the hour.

TOM BARRETT: So this is my move on. We've got to put it in a preamble. So if you look at my comment there. Michael has a word in somewhere.

YVETTE GUIGNEAUX: Yes, right here.

TOM BARRETT: Okay. Perfect. Official term for NomCom support staff. Yes, it's an awkward term, but I guess it is.

MICHAEL GRAHAM: Okay. I can pull that out. It's question down below as well.

TOM BARRETT: Yes. That's fine. Replace period with a comma.

MICHAEL GRAHAM: Yeah. This was just in our list so that they're somewhat consistent with each other, but we have a couple of different ways.

TOM BARRETT: Okay, yes.

CHERYL LANGDON-ORR: Consistency counts, Michael. Thank you.

MICHAEL GRAHAM: It's bugaboo of small minds, isn't it? Come on.

CHERYL LANGDON-ORR: Hey, come on. I like it. I like it. Well, you see I just write paragraphs instead of one sentence long so no one can work it out, and they can put their own [inaudible] as required. It's easy to get that. And Evin knows that's exactly what I do. I write my little paragraphs and someone just fix grammar for me.

TOM BARRETT: You can even close this. This is really being addressed in the preamble, the sentence. Oh, so this is where—

CHERYL LANGDON-ORR: Yeah.

TOM BARRETT: So I guess this was added, I assume, by staff or legal that feedback would be shared except that feedback marked as confidential. So what does that encompass? What is there for confidential feedback? I assume from receiving bodies would provide confidential feedback. What does NomCom possess that's confidential feedback?

TERESA ELIAS: Sorry. I can't find my raise hand. It's Teresa for the record. Tom, I think the biggest concern is—the type of feedback that we can provide that we gather from at this point is we are putting into place in a procedure that is where we will get feedback from successful and unsuccessful candidates less their names, location, city of origin, dot, dot, dot, that's the kind of confidential information we can not share. But what we can share is what did or did not work during their application process. And we even worked on some of that. We got some of that back from 2021 and incorporated that into some of the work that we did this year. So that's the kind of feedback that we can provide is what does or what doesn't work for the applicants. We also can get feedback even from the NomCom itself depending upon the subject matter about what does or doesn't work. That's right, Cheryl. Anything that's not personalized—no names, birth dates, location of residence, personal affiliations—it's just general information that can be used for the continuous improvement of how NomCom does its job and how the staff does its job.

TOM BARRETT: Yeah. I think that's what I assumed as well.

MICHAEL GRAHAM: Here will be my question, Teresa and Tom, and that is we don't generally mark information coming through NomCom as confidential or not, it's considered to be confidential. So I wonder if that needs to be, rather than marked, perhaps we'd say designated because it can either be designated by the rules of confidentiality of doing surveys or of the NomCom, but not necessarily marked.

TERESA ELIAS: That's actually a good point, Michael.

VANDA SCARTEZINI: Yeah.

TERESA ELIAS: That's a really good designation.

CHERYL LANGDON-ORR: You could also start marking things confidential before it comes out of any NomCom process in terms of feedback.

TERESA ELIAS: Absolutely, absolutely.

CHERYL LANGDON-ORR: Not designated works.

TOM BARRETT: And the idea is we want to maintain confidentiality, but we, if possible, anonymize it in a way so that we could share.

TERESA ELIAS: I think the most important information to share is what does and doesn't work for both the applicants and the NomCom delegates, right? And whether the process for both parties is efficient and working the way it's supposed to. So that's why those end-of-year surveys, that's what those are for. Honestly, Michael, I think the information that we would be providing to, in this instance, at this time, the working group, and then as soon as this group is done standing up the Standing Committee, providing them with also the end-of-year results of how things did or didn't work for applicants and the NomCom delegates, that's where we would get the information we need on how to improve and continuously review with a process for improvement, right?

CHERYL LANGDON-ORR: Yeah. But, Teresa, also the other point is, at any point in time, when you're seeking somebody's input, I might want to state on my response to your seeking my input that my response is confidential, and that's okay. If I'm sufficiently paranoid, which you all know I'm not, but if I was sufficiently paranoid, I would want to do that just in case somebody knows that that is my handwriting and my IP address or you know what I mean. And the right to mark something confidential, even if to be

honest, doesn't need to be confidential in any reasonable person's view is still an important thing to justify. What happens in those circumstances, at least in other parts of different organizations that I've worked with in the past, is if a respondent marks something confidential, it quite often ends up not being considered if it has to go into a certain process because it carves away, in some cases, the ability to put that information in, and that's okay. That's a right to do so. So it's one of those.

TERESA ELIAS:

Yeah. And you're right, Cheryl. I think, if Jia wants to correct me on this, on the feedback that we request, for instance, the big example here would be, for me, is the successful and non-successful applicants, right? They do have to sign—at the very beginning, before they start, they are now notified that at the end of their submission of application, there is a survey for them to participate in. Well, I don't know if it's mandatory or not. At this point, Jia, you need to correct me on that. But it's marked with enough information to tell them that we're asking for their feedback so that we can continuously improve.

CHERYL LANGDON-ORR:

That upfront stuff is really important. Whilst went through a Nominating Committee, not the NomCom of ICANN, where we actually had the final slate of candidates for elections. And when they were asked to sign off on a third party deep dive on them, they pulled out, which really threw the electoral process off because it was a very highly specified number of people on the slate and it all had to start again. Because they hadn't

read, recognized, or realized that they would be a third party deep dive and they didn't want that sort of thing happening to them. They're right, but a real bugger on the process. That of course has an end date that has to happen before an AGM. So it's getting things up front is a really good thing and certainly something that shouldn't be baked into improvements going forward. Thanks.

TERESA ELIAS:

As I said on the call previously is NomCom staff continuously listens to this meeting, right, to this working group. And we started long ago reading the recommendations and taking those processes and making improvements. And even as we're going through the selection process currently, we're looking at it and going, "Oh, you know what, maybe we need to look at this and talk about it for 2023, and maybe this will improve it better and make it more efficient. So dot, dot, dot." That upfront statement of, "We need your feedback at the very beginning before they even start the application," that was an improvement we made. Because if when we waited until the end of the process, nobody gave us any feedback. There was no feedback to be had. They were done with it. So if we get it at the beginning, if we get it at the beginning, I think it sort of begs them on to be a little more engaged in what they're doing. I think I'm talking way too much and taking too much your time. But I just wanted to see if that satisfied Tom's question.

TOM BARRETT: Yeah, it doesn't. I know we're at the top of the hour. I want to just remind people one of the things this review pointed out time and time again was this lack of institutional knowledge because there's too much confidentiality around the process and nothing was shared. So we want to make sure we're in a mindset where we are sharing information, obviously nothing confidential, but if we have to anonymize it, we anonymize it, then it gets shared so it could be fed back into continuous improvement.

Other comments from Michael that we can breeze through in three seconds? Can we scroll down? Formatting. So you can address the formatting. Anything else?

CHERYL LANGDON-ORR: Excellent.

TOM BARRETT: Travel support.

MICHAEL GRAHAM: Yeah, this is more structural. I don't know if—

TOM BARRETT: Maybe it would be a good thing for public comment.

CHERYL LANGDON-ORR: Yeah. Put that in in the public comment because it's been a presumption that it would definitely not be supported for any form of travel. If the community has an overwhelming urge to overturn that presumption, well, there you go.

TOM BARRETT: All right. And I think that's it. Yvette, we're at the end of the document? Awesome. All right. Thanks, everyone. We'll see you a week from today.

VANDA SCARTEZINI: Have a nice—

YVETTE GUIGNEAUX: Sorry. Just before concluding, just to confirm, is it okay then if we confirm over e-mail with the working group that the Committee Charter is ready to share with Legal and the OEC?

TOM BARRETT: Yes.

YVETTE GUIGNEAUX: Okay. Thank you very much.

TOM BARRETT: Thanks, everybody.

VANDA SCARTEZINI: Thank you. Bye-bye.

TOM BARRETT: Bye.

CHERYL LANGDON-ORR: Bye all.

YVETTE GUIGNEAUX: Great to meet you. Thank you all. Bye-bye.

[END OF TRANSCRIPTION]