ICANN Accountability Framework

1. Reject Budget or strategic/Operating Plans
2. Reject changes to ICANN Standard Bylaws
3. Approve changes to Fundamental Bylaws and/or Articles of Incorporation
4. Remove individual ICANN Board Directors
5. Recall the entire ICANN Board
6. Initiate a binding IRP

   (where a panel decision is enforceable in any court recognizing international arbitration results)
7. Reject ICANN Board decisions relating to reviews of IANA Functions

   (including the triggering of PTI separation for IANA's domain name management function)

Who watches the watchers?

Staff Accountability?

Accountability

Always room for Improvement

Issue #1: Urgent Requests for Reconsideration

- 4.2(s) - If the Requestor believes that the **Board action or inaction** for which a Reconsideration Request is submitted is so urgent that the timing requirements of the process ... are too long, the Requestor may apply to the BAMC for urgent consideration.

- Does <u>not</u> apply to Staff action or inaction

- Must be filed within 2 business days of **<u>a Board Resolution</u>**

- What if the problem was that there was no resolution? Does this really mean that Board inaction can qualify for an urgent request?

Issue #1: Examples

- <u>Board Inaction</u>
- Board fails to approve ALAC operating procedures
- Board fails to take action on required contractual matters.

- <u>Staff Action or Inaction</u>
- ICANN staff fails to operate in accordance with the contracts (assignments)
- ICANN fails to implement Board-approved processes such as ITI.

Issue #2: Board delegates the ICANN

2016 Delegation of Authority Guidelines

- Board formalized its ability to delegate "Board's authority to Board Committees and <u>management.</u>

Ex. Signing of Registry Agreements like .com Amendment (with allowance for price increase) did not get approved by a Board Resolution.

ICANN's Delegation of Authority Guidelines
Adopted 8 November 2016

Purpose

To identify the respective key roles of the Board and the Chief Executive Officer (CEO) and the delegation of authority from the Board to the CEO and key staff. This document also identifies the key interdependencies in those relationships.

Guiding Principles
- *The Board and CEO should be unified in their understanding and goals for ICANN.*
- *Board and CEO should communicate freely and frequently to avoid misunderstandings.*
- *Trust and mutual respect is key to the relationship between the CEO and the Board.*

This list includes what has been discussed by the Board and the CEO regarding delegation of authority, but other issues as they arise and are discussed will be added to the document after being confirmed by the Board.

ICANN Board – Key Roles

A primary source of the Board's powers comes directly from the ICANN Bylaws, as well as internal policies. The Board's key powers and roles include:
- The Board acts collectively by voting at meetings to authorize and direct management to take action on behalf of the ICANN organization.
- Interact with the ICANN community to ensure that ICANN is serving the public interest within ICANN's mission.
- Respect and support accountability mechanisms, including:
  - o Participating in the Empowered Community processes as specified in Bylaws;
  - o Considering Requests for Reconsideration; and
  - o Considering final Independent Review Process declarations.
- Consider policy recommendations arising out of Supporting Organizations (SOs_, including participating in consultation processes if necessary.
- Acknowledge advice from Advisory Committee (ACs) and consider advice as appropriate.
- When necessary, follow consultation processes relating to AC advice.
- When necessary, create ACs and working groups to report recommendations and findings to the Board.
- Appoint membership of the RSSAC and SSAC, pursuant to the recommendations from the respective groups.
- Appoint the Nominating Committee Chair and Chair-Elect.
- Exercise strategic oversight, including oversight of the development of the strategic plan.

WS2 Staff Accountability Recommendations
Not Yet Implemented

- Final Report: https://www.icann.org/en/system/files/files/ccwg-acct-ws2-final-24jun18-en.pdf

- 7.2.2: Consistent with common best practices in services organizations, standardize and publish guidelines for appropriate timeframes for acknowledging requests made by the community, and for responding with a resolution or updated timeframe for when a full response can be delivered.