Cover Note

The Terms of Reference (ToR) Development Team would like to thank the community for its helpful comments and questions in response to the call for public comments for the Pilot Holistic Review (PHR) ToR. Recognizing that many supported the ToR as conceived, there were some questions and issues that needed to be addressed. There were also some issues to do with the complexity of the previous version of the ToR. This revision attempts to be more direct and simpler.

The ToR Development team, comprising members of the Board Organizational Effectiveness Committee and members of the Third Transparency and Accountability Review Team (ATRT3), propose the following revised approach to the realization of the Pilot Holistic Review (PHR).

The PHR will focus on putting in place the necessary guidelines, processes, and testing to ensure while preserving organizational subsidiarity, that there is a sufficient level of confidence and consensus across various community groups to introduce the required Bylaws amendment and subsequently have the first Bylaws mandated Holistic Review scheduled, smoothly undertaken, and effectively implemented.

It should be noted that nothing limits the SOs and ACs from initiating or continuing their processes of continuous improvement in their timeframes.

Furthermore, the ToR Development Team would like to address the following issues expressed in the comments:

> *Comment*: The scope of Holistic Reviews is not clear
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> *Response:* The PHR is responsible for clarifying the question of the scope of future Holistic Reviews. The updated ToR envisions that the PHR will examine and discuss different methodologies to develop the necessary guidelines for future Holistic Reviews, including evaluation and measurement of continuous improvement programs being implemented by SOs, ACs, and NomCom. The PHR is also expected to develop a proposal for the Bylaws amendments to include Holistic Review.
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> *Comment:* Lack of independent examination within the Holistic Review
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> *Response:* In the latest ToR revision, the SO, AC, and NomCom self-assessments would come directly from each group's reporting of their continuous improvement efforts under the Continuous Improvement Program (CIP), not the Holistic Review itself. As outlined in the ATRT3 Final Report, ICANN's structures can obtain independent contractors to assist in their continuous improvement efforts, if so desired.

Comment: Lack of identified dependencies

Response: The Pilot Holistic Review does not have any dependencies given that the pilot will not be conducting any formal CIP evaluations. Future Holistic Reviews will be dependent on the self-assessment cycle of the CIP. The self-assessment cycles will serve as inputs to the future Holistic Review's evaluation, as defined by ATRT3's review objectives.

Comment: Community might not have the ability to support the PHR work

Response: To ensure that the workload for the team is manageable, the scope of the pilot has been tightly refocused. The PHR will be run as the only Specific Review during this time period, the review team will consist of up to 21 members, i.e., up to three members per SO/AC. There will be a need for a community effort to provide feedback and guidance to the team during the Public Comment periods.

Best Regards,
The Pilot Holistic Review ToR Development Team