

# Pilot Holistic Review Terms of Reference

## Section I: Review Identification

<b>Board Initiation:</b>	
<b>ToR due date:</b>	
<b>Announcement of Review Team:</b>	
<b>Name(s) of RT Leadership:</b>	
<b>Name(s) of Board Appointed Member(s):</b>	
<b>Review ICANN or URL:</b>	
<b>Review Workspace URL:</b>	
<b>Review Mailing List:</b>	
<b>Important Background Links:</b>	<p>ATRT3 Final Report:  <a href="https://www.icann.org/en/system/files/files/atrt3-report-29may20-en.pdf">https://www.icann.org/en/system/files/files/atrt3-report-29may20-en.pdf</a></p> <p>ICANN Board Scorecard:  <a href="https://www.icann.org/en/system/files/files/resolutions-atrt3-final-recs-board-action-scorecard-30nov20-en.pdf">https://www.icann.org/en/system/files/files/resolutions-atrt3-final-recs-board-action-scorecard-30nov20-en.pdf</a></p> <p>ICANN Board Resolution:  <a href="https://www.icann.org/resources/board-material/resolutions-2020-11-30-en">https://www.icann.org/resources/board-material/resolutions-2020-11-30-en</a></p> <p>Letter from the OEC Chair Avri Doria to ATRT3 Shepherds regarding the development of Terms of Reference (ToR) for the Pilot Holistic Review:  <a href="https://www.icann.org/en/system/files/correspondence/doria-to-shepherds-02feb22-en.pdf">https://www.icann.org/en/system/files/correspondence/doria-to-shepherds-02feb22-en.pdf</a></p>

	<p>Operating Standards for Reviews:  <a href="https://www.icann.org/en/system/files/files/operating-standards-specific-reviews-23jun19-en.pdf">https://www.icann.org/en/system/files/files/operating-standards-specific-reviews-23jun19-en.pdf</a></p> <p><a href="#">Resourcing and Prioritization of Community Recommendations: Draft Proposal for Community Discussions</a> - 29 October 2019  Draft</p> <p>ICANN Bylaws - See Section 4.6 for Specific Reviews: <a href="https://www.icann.org/resources/pages/governance/bylaws-en/#article4">https://www.icann.org/resources/pages/governance/bylaws-en/#article4</a></p>
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## Section II: Purpose, Objectives, Deliverables and Timeframes

### Purpose

The purpose of this review is to:

- a) define the relationship between future Holistic Reviews and Organizational Reviews and Continuous Improvement Programs (CIP),
- b) address, based upon community input, methods for future Holistic Reviews including the make-up of the review teams and their role,
- c) define the roles of the community structures, the Board and ICANN org, and whether, and if so how, external parties should be involved,
- d) consider what Bylaws amendments may be necessary to ensure that future Holistic Reviews can be conducted in accordance with the Third Transparency and Accountability Review Team (ATR3) recommendations and the findings of this review.

It is not the role of the PHR to make recommendations with respect to the purpose or structure of the ICANN SOs, ACs, the NomCom, ICANN org or the Board. If in the process of developing guidelines and testing those guidelines, observations are made that are relevant to purposes or structure, these may be included in the Final Report of the PHR to be considered by the future Holistic Review.

A Bylaws amendment process to add Holistic Reviews should be completed after the PHR has been concluded and the effectiveness of this review is assessed by the community.

## Objectives

The main objectives of the PHR are:

- 1) meet the requirements defined in the ATRT3 Final Report and develop methodologies and guidelines for future Holistic Reviews to ensure they yield the outcomes intended by the ATRT3,
- 2) address the gaps identified by the Board<sup>1</sup>.

## Deliverables

To achieve the objectives, the Final Report of the PHR will consist of the following deliverables:

- **Deliverable 1** Guidelines for the review of the effectiveness of the various inter-SO/AC/NomCom collaboration mechanisms.
- **Deliverable 2** Guidelines for the review of the accountability of SO/ACs or constituent parts to their members and constituencies.
- **Deliverable 3** Guidelines for the review of SO/AC/NomCom as a whole. **Note:** this objective must be assessed at a high-level and cannot be prescriptive.
- **Deliverable 4** Guidelines for the review of the continuous improvement efforts of SO/AC/NomCom based on good practices. Noting that coherence among the continuous improvement programs of the SO/AC/NomCom will facilitate measurement and assessment with some degree of comparability.
- **Deliverable 5** The proposed Bylaws scope of future Holistic Reviews.
- **Deliverable 6** Guidelines on how future Holistic Review Teams should determine and prioritize work areas.
- **Deliverable 7** Methodology and timeline for gathering and analyzing data to inform fact-based findings and recommendations.
- **Deliverable 8** Principles of how various ICANN structures and support staff would be held accountable for implementing the recommendations coming from Bylaws based Holistic Reviews.
- **Deliverable 9** Skill sets for future Holistic Review Team members.
- **Deliverable 10** Assessment of resources required to complete future reviews.
- **Deliverable 11** Methodology for how future review teams would measure the success of implementation and the success of future continuous improvement programs.
- **Deliverable 12** Report on the testing of the guidelines as applied to specific issues. The PHR should explore a subset of issues as possible stress test cases and choose a few stress test cases to delve into from among the subset based on timing, bandwidth, and priority.

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<sup>1</sup> Proposed areas of work are associated with key principle b) Consistency with the ICANN Board action on ATRT3 recommendation 3.5 (as stated in the [Scorecard](#) - see page 7)

The PHR Team is expected to identify and prioritize work areas as well as use results from some of the deliverables in their work on other deliverables.

The PHR Team may bring its work to closure, once team members agree that the work outlined in the Terms of Reference (ToR) has been completed and is fit for the purpose of providing the necessary guidance for a Bylaws mandated Holistic Review.

## **PHR Timeline**

The ATRT3 Final Report sets a timeframe for the Holistic Review (“should be time-limited to a maximum of 18 months”).

The ICANN Board expects to receive the Pilot Holistic Review Team’s Final Report within 14 months of the team’s inaugural meeting. This timeline takes into account the review team’s work as outlined in this document as well as the required Public Comment proceeding and potential need for a Supplementary Public Comment proceeding.

Although in the Board scorecard, there is no reference to a set timeframe for the PHR, the PHR Team will be requested to complete their work within the same timeframe that the ATRT3 suggested for the Holistic Review.

## **Closure of the PHR and Review Team Self-Assessment**

Review team self-assessment will play an important role, in fulfilling the following purposes:

- From a substance perspective, there should be a debrief/assessment to determine to what extent the PHR Team methodology and processes helped to accomplish the goals set by this ToR in response to the Board action and related directives.
- From a process perspective, assess what worked and what needs to be improved in how this PHR Team conducted its work and was supported by ICANN org.
- From an organizational perspective, the effectiveness of collaboration between the PHR and the existing ICANN structures (SO/AC/NomCom).

## **Next Steps**

Upon receipt of the review team’s Final Report, the Board will open a Public Comment on the Final Report to inform its consideration. Taking into account the input received during the Public Comment, if the Board determines that the Final Report is in line with community expectations for the Holistic Review, has community support, and all information gaps have been addressed, it will direct ICANN org to initiate the process to enshrine the Holistic Review into the Bylaws through amendment<sup>2</sup>. This will also trigger corresponding updates to the Operating Standards for Specific Reviews<sup>3</sup>.

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<sup>2</sup> Amendments to the Standard Bylaws -See Section 25.1. AMENDMENTS TO THE STANDARD BYLAWS, ICANN Bylaws. <https://www.icann.org/resources/pages/governance/bylaws-en/#article25>

<sup>3</sup>Amending the Operating Standards - Section 6 - page 31 of the Operating Standards for Specific Reviews.

## Section III: Guiding Principles, Operating Procedures,, Decision-making and Methodology, Support from ICANN org, Outreach

### Guiding Principles

The following are suggested to guide the ToR, and specifically the scope and approach to work:

- a) ATRT3 Recommendation 3.5 (as stated in the ATRT3 Final Report).
- b) ICANN Board action on ATRT3 Recommendation 3.5 (as stated in the Scorecard - see page 7).
- c) Board-approved Operating Standards for the Pilot Holistic Review.

Consideration of any known problems with the way Specific Reviews have been conducted, with an eye toward potential improvements to be tested out as part of the PHR.

### Operating Procedures

The following procedures should inform the *modus operandi* of the PHR Team:

1. Produce a work plan that effectively achieves all of the pilot's objectives within a 14-month timeframe.
2. Adopt an Engagement Plan that outlines how the Community will be engaged throughout the pilot and how each member of the review team will regularly engage with their respective groups to keep them updated and to build support for the PHR Team's recommendations.
3. Consult ICANN org and Board for initial input on the level of effort required, and the expected impact of the recommendations being considered<sup>4</sup>.
4. An open and transparent exchange among the review team, subject matter experts, ICANN org and Board must occur so that the identified problems, the recommended solutions, and the expected impact of implementation are clearly defined and well understood by all.
5. Ongoing continuous improvement should be handled via existing techniques and/or methodology that would fit the requirements and meet the expectations of the SOs, ACs, and NomCom.
6. Once the Draft Report is complete, a Public Comment proceeding will be opened. The PHR Team will need to decide how to respond to public comments and provide reasoning where comments will not be addressed (ICANN org templates available). If there is lack of understanding or agreement within the community, Board and org, around significant components of review team's deliverables, or significant changes are required to address community input, then a supplemental Public Comment proceeding will be necessary to offer the community another opportunity to provide input.
7. The revised Draft Report will be shared with SO and AC Chairs and Board. The Chairs will be asked, via correspondence, to provide input on how transparently the

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<sup>4</sup> "In addition, the Board may designate one Director or Liaison to serve as a member of the review team." Bylaws, Article 4, Section 4.6(a)(i).

review team conducted its work, engaged with the community, and responded to input received. This input will be included in the Final Report within the appendix.c

- The PHR Team will work to address any significant concerns from SO and AC Chairs and the ICANN Board in a timely manner.
8. The Final Report containing the review team’s recommendations is produced by the review team and delivered to the ICANN Board.

## Decision-making Methodology

The PHR Team should follow the Pilot Holistic Review Operating Standards.

## Support from ICANN Org

ICANN org will support the PHR Team’s work by providing project management, meeting support, document drafting if requested, document editing and distribution, data and information gathering if requested, and other substantive contributions when deemed appropriate. For the PHR, which is the first review of its kind, a provision will be made for an ICANN-experienced contract technical writer to be available from the start of work.

## Outreach

The review team’s Engagement Plan should support the deliverables listed above. Timing and nature of outreach and engagement will be particularly critical considering that the recommendations from the PHR Team will have implications for all ICANN structures.

The PHR Team should follow the Pilot Holistic Review Operating Standards.

## Section IV: Definitions and Acronyms

**AC:**Advisory Committee (i.e. the At-Large Advisory Committee (ALAC), Root Server System Advisory Committee (RSSAC), the Security and Stability Advisory Committee (SSAC), and the Governmental Advisory Committee (GAC)).

**ALAC:** At-Large Advisory Committee

**ATRT:** Accountability and Transparency Review Team

**Community:** As commonly used within the ICANN ecosystem.

**Consensus:** Consensus is a form of decision-making employed by various supporting organizations within ICANN. (See page 22 of the [Operating Standards for Reviews](#) for applicable procedures. The [Consensus Playbook](#) could be an additional resource for achieving consensus during the decision-making process.)

**Continuous Improvement:** Continuous improvement, sometimes referred to as continual improvement, is an evolutionary model where an ongoing effort is made to produce incremental progress toward ultimate goals. A continuous program will generally have milestones and evaluation points but will not have a defined completion state or date. *(This term is used in the ATRT3 Objective for Holistic Review, as follows: “Review continuous improvement efforts of SO/AC/NC based on good practices.”)*

**Good practices:** Practices that have been shown to be effective in the past, in other parts of ICANN or in other organizations and have limited objections. *(This term is used in the ATRT3 Objective for Holistic Review, as follows: “Review continuous improvement efforts of SO/AC/NC based on good practices.”)*

**Inter-SO/AC/NomCom collaboration mechanisms:** Between or among groups. *(For context, this term is used in the ATRT3 Objective for Holistic Review, as follows: “Review the effectiveness of the various inter-SO/AC/NC collaboration mechanisms.”)*

**OEC:** ICANN Board Organizational Effectiveness Committee

**Operating Standards for Reviews:** Guidelines for conducting Specific Reviews. *(“[Section 4.6 of the Bylaws](#) calls for the development of Operating Standards to support the work of these reviews that are conducted by the ICANN community, facilitated by ICANN org, and overseen by the ICANN Board. Specifically, section 4.6 requires that the Operating Standards adhere to guidelines regarding candidate nomination, review team selection, size of the review team, conflict of interest policies, decision-making procedure, solicitation of independent experts, and review team access to confidential documentation subject to the Confidential Disclosure Framework. The Operating Standards address all of these issues and conform with the Bylaws. Adherence to the Operating Standards will result in Specific Reviews being conducted in a transparent, consistent, efficient, and predictable manner while supporting the community’s work to derive the expected benefit and value from review processes.”)*

**Pilot Holistic Review Recommendations:** Recommended guidelines, methodologies, principles, and resources required for the Holistic Review as defined by the Pilot Holistic Review Team in response to the deliverables and objectives defined in section 2.

**Public comment:** A mechanism that allows the ICANN community and other stakeholders to provide input and feedback. *(See the [Operating Standards for Reviews](#) for applicable procedures. Draft Report - pg. 27, Final Report - pg. 28)*

**SO:** Supporting Organization (ie the Address Supporting Organization(ASO), the Country Code Names Supporting Organization (ccNSO), the Generic Names Supporting Organization(GNSO))

**Survey:** A survey is composed of a set of questions given to a defined population to derive a quantitative measure of the subjective viewpoints of that population. The results of a survey are analyzed using various statistical functions. There are established scientific criteria for determining the validity of survey results, some of which need to be considered when developing the question set. *(This term is used in the ATRT3 Objective for Holistic Review, as follows: “Review the accountability of SO/ACs or constituent parts to their members and constituencies (this will include an in-depth analysis of the survey results).”)*

**ToR:** Terms of Reference is a document that defines the purpose and structures of a collection of people who have agreed to work together to accomplish a shared goal.

*For any other acronyms or jargon found in this Term of Reference and not defined in this section please see <https://www.icann.org/resources/en/glossary>.*