

ALAC RoP Proposed Revision 5 v11

Proposed Change	Explanation/Notes
<p>5.9.11 <u>Preparing, for ALAC approval prior to the conclusion of the AAGM, a brief report in compliance with the Cross-Community Working Group on Accountability Work Stream 2 Recommendation 6.1.5 identifying what the ALAC had done during the prior year to improve accountability, transparency, and participation, including goals that may have fallen short, and any plans for future improvements.</u></p>	<p>Th4e CCWG Accountability WS2 Recommendation 6.1.5 reads:</p> <p>Each year, SO/AC/Groups should publish a brief report on what they have done during the prior year to improve accountability, transparency, and participation, describe where they might have fallen short, and any plans for future improvements.</p> <p>This change commits the ALAC to implement the recommendation.</p>
<p>5.9.11.1 <u>Staff will maintain records related to Recommendation 6.1.5 and in conjunction with the Chair, will draft the annual report.</u></p>	<p>One of the ALAC concerns was that despite the good intentions of the SW2 recommendations, they may place an additional burden on volunteers. This section makes it clear tat the responsibility is largely a staff one, with the Chair and ALAC overseeing and ratifying.</p>

Proposed Change	Explanation/Notes
<p>19.2 The ALAC shall name a Board Member Selection Process Committee (BMSPC) which shall oversee the entire selection process including the election culminating the process but excluding those responsibilities specifically retained by the ALAC or given to the Board Candidate Evaluation Committee. The composition of the BMSPC will be regionally balanced and the committee will be populated with two representatives of each region selected by both the ALAC and the RALOs plus a chair selected by the ALAC. <u>The BMSPC shall be led by a chair selected by the ALAC and one Member from each region selected by the RALO and ratified by the ALAC.</u> For each region, one Alternate member will be selected <u>by the RALO and ratified by the ALAC</u> who can replace a mMember from the same region who for whatever reason is not able to fully participate and such replacement will be at the sole discretion of the BMSPC Chair in accordance with BMSPC guidelines.</p>	<p>The original BMSPC had 2 Members per RALO. The running this process 4 times, it is working well and does not need much management or changes, so two people per RALO is overkill.</p> <p>The current rules say that the people are selected by “both the ALAC and RALO”. A process for such joint selection has never really been defined and could, in the case of a dispute, cause problems. The suggested new process of selected by the RALO, but ratified by the ALAC seems to reflect the same intent of the original rule but is implementable.</p>
<p>19.5.1 No member of the electorate (Paragraph Error! Reference source not found.) may simultaneously serve as a mMember of the BCEC.</p>	<p>Existing section, but renumbered from 19.5 to 19.5.1 with section 19.5 being the new section title.</p>

Proposed Change	Explanation/Notes
<p>19.5.2 There is no prohibition with regard to a member of the electorate serving on the BMSPC in any capacity.</p>	<p>This has always been the case but was never explicitly called out.</p>
<p>19.5.3 No one may simultaneously serve on the BCEC and BMSPC as a Member or Alternate.</p>	<p>This also has always been the case but was never explicitly called out.</p>
<p>19.5.4 If the BMSPC Chair is not a member of the electorate, he or she may be named as a non-voting Member of the BCEC as an advisor to the BCEC Chair.</p>	<p>There have been cases in the past where confusion over the rules have caused the need for consultation with the BMSPC Chair. In fact, in the first selection, the same person served in both capacities. Maureen has suggested that allowing (but not requiring) the ALAC to make such an appointment may smooth any possible problems.</p> <p>Note that if the BMSPC Chair is a member of the electorate, 19.5.1 forbids them to serve in this capacity.</p>
<p>19.8 The BMSPC and the BCEC operating procedures and guidelines must be published and must be approved <u>are subject to oversight and review</u> by the ALAC.</p>	<p>In the past, the ALAC has rarely if ever actually approved the BMSPC/BCEC Operating Procedures, so the revision takes a pragmatic position of saying that they do not have to formally be approved, but still keep the ability of the ALAC to NOT approve them if appropriate. The term “subject to oversight and review” is used in the ICANN Bylaws for comparable situations (such as to exercise control by the Board over GNSO operating procedures).</p>

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<p>19.13 <u>Sections 19.2 to 19.12 notwithstanding, the ALAC may opt to reappoint the current incumbent occupying ICANN Board Seat 15 in accordance with the conditions and process described in the present Section 19.13.</u></p>	<p>This section introduces an exception to the entire normal selection process and allows the ALAC to OPTIONALLY take action to re-appoint an incumbent. Presumably this action would only be taken based on the incumbent’s performance and/or other extenuating circumstances.</p>
<p>19.13.1 <u>This process may be followed only if the incumbent is not term-limited as specified in the ICANN Bylaws Section 7.8(e).</u></p>	<p>The Bylaws restrict Board Members to three consecutive terms (not counting a partial term).</p>
<p>19.13.2 <u>The process may be initiated at any time during the last year of the term of the incumbent, but prior to publication of the BCEC slate of candidates. For avoidance of doubt, the process may be initiated only after the end of the ICANN AGM that starts the incumbent’s last year of term.</u></p>	<p>This timing ensures that the decision to reappoint will be taken by the same ALAC that would later in the year participate in an election to fill Board Seat 15.</p>
<p>19.13.3 <u>Any ALAC Member may make a motion to reappoint the sitting occupant of Seat 15 (the “incumbent”). This motion must be seconded by another ALAC Member.</u></p>	<p>The requirement for a second implies that this is not just the whim of a single person.</p>
<p>19.13.4 <u>A RALO Chair may request that one of the ALAC Members appointed by the RALO or the ALAC Chair make such a motion on their behalf. If such a request is honoured, it should be noted in the motion. The motion must still be seconded by another ALAC Member.</u></p>	<p>This process provides a mechanism for a RALO Chair (part of the electorate) to initiate this new process.</p>

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<p>19.13.5 <u>The ALAC Chair will privately confer with the incumbent and verify if he or she is willing to serve another term.</u></p>	<p>This entire process only makes sense if the incumbent is willing and able to serve for another term.</p>
<p>19.13.6 <u>If the incumbent is not willing to serve another term, this process is terminated.</u></p>	
<p>19.13.7 <u>The ALAC Chair will provide sufficient time for discussion of the motion among the ALAC Members and RALO Chairs.</u></p>	<p>This is comparable to normal motions (Section 11.6.5).</p>
<p>19.13.8 <u>The ALAC plus the five RALO Chairs (20 voters in total) will vote by secret ballot.</u></p>	<p>As with all votes involving individuals, a secret vote allows all members to vote in accordance with their own belief and no worry of how their vote might be judged.</p>
<p>19.13.9 <u>For the incumbent to be reappointed,</u></p> <p><u>OPTION A: a simple majority (11) of all voters must support the motion.</u></p> <p><u>OPTION B: a super-majority (14) of all voters must support the motion.</u></p>	<p>In a normal Board Seat 15 election, a candidate must receive more than half of the votes, with the Electorate consisting of the 15 ALAC members and the 5 RALO Chairs (or their alternates). That means at least 11 of the voters must support a candidate.</p> <p>Most ALAC votes require simple majority of those voting. Some require a Super-Majority where 2/3 of those voting wins (10 if all members vote). A Super-Majority is used when the issue is felt to be sufficiently important as to require a more support than a simple majority.</p>

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<p>19.13.10 <u>The re-appointment process described herein may be conducted with no public disclosure.</u></p>	<p>This process MAY be carried out in the open, but it has been the ALAC practice that when appointments of any sort are considered privacy is often the norm. In this case, it is even more important, because it is possible that there are ALAC members who will ultimately vote in an election for re-appointment, but do not believe the process should be bypassed.</p> <p>An open rejection of reappointment in under this rule could impact the incumbent in the formal election if this motion is defeated.</p>
<p>19.13.11 <u>If the results of the secret ballot are sufficient to reappoint the incumbent, that result will be announced publicly.</u></p>	<p>If the re-appointment is successful, it must be announced in the normal manner without undue delay.</p>