

Proposed Model for “Feedback Group” to support CEO/President recruitment/selection, and ongoing feedback to Board, and to NomCom on Board Selection:

Today, the Board lacks stakeholder/community support and advice on key decisions that it must make on selecting leadership and on input to the Nominating Committee on Board selection criteria. The Board’s responsibilities include the selection of the CEO/President that can fill the leadership and management roles of a complex global bottom up consensus based organization, and manage a complex and evolving non commercial enterprise, but one which must also coordinate a ‘managed space’ – the DNS.

ICANN has many unique aspects and challenges for its elected and appointed leadership – both at the senior staff and at the Board level. The Board and CEO/President are also asked to provide input to the Nominating Committee on the qualifications of Board members in terms of skills, experience, and leadership qualifications. Today, they lack guidance and input of the communities that comprise ICANN stakeholders.

The use of input and feedback from leadership from within stakeholder communities of NGOs, government agencies and businesses has a variety of implementations, but in general, shares inclusion of subordinates and peers, and a form of self assessment. Without elaboration on the pros and cons of the use of ‘360’ feedback, this proposal presents a modified approach to support the Board in the development of selection criteria, and in feedback throughout the selection process, and thereafter.

For the CEO/President, and Board of Directors Performance a modified “Feedback Group”, as defined below, will supplement the Board’s CEO/President’s Committee and later, the Board Governance Committee and support and advise selection criteria, selection, review considerations, and support for decisions. The representatives in the “360 Group” are elected to leadership positions by their peers, or would be specially appointed by their peers to this position from their specific ICANN entity. While the use of the term “360” is not strictly consistent with 360 input, the purpose of the term here is that the leadership of the Stakeholders/AC/SOs will contribute to support the Board’s decisions, and strengthen the community’s support to the decisions, as well as provide ongoing advice to the Board on other issues, such as qualifications for Board members, from the community’s viewpoint.

Membership of the “360 Feedback Group: aka “360 Group”:

The chairs [and a limited number of elected/selected representatives from SO/SG/ACs and ALAC] should participate in a “360 Input /Consultation/Review

process to provide ongoing input on the selection/recruitment criteria of the CEO/President, and ongoing annual review of the CEO/President, and the Board. The group would act on a volunteer basis, but with designation from their respective bodies, and would include the following composition:

- GNSO: Constituency Chairs of GNSO's "Constituencies" or their designee – 7¹
- ccNSO: Chair/Designee, and up to five reps, one per region, or other approach for total of 6
- ASO – five RIR Chairs or Designees - 5
- ALAC – Chair and up to five reps, chosen by the ALAC internal processes - 6
- GAC Chair / Vice Chairs [plus up to 1 rep for any uncovered regions²- total - 6
- RSAC – representative(s) that are not designees to Board-2
- NomCom Chair, and one past Chair, not affiliated otherwise with any of these groups

Total number : approximately 32-35

Such a group will automatically be representative, bottom up, accountable, and geographically distributed. Any entity can choose to designate fewer participants. Each group is responsible for their internal accountability and feedback/consultation processes. Members of the 360 Group will act as individuals, and will commit to Chatham House rules, and will commit to protect any confidential information regarding candidates for CEO/Board, or for 360 Feedback regarding the Board. This will prohibit disclosure of any confidential discussions.

Initially, as its first step of support and advice, the 360 Group will discuss 'first principles' for CEO succession; provide feedback on the Board Selection Committee's proposed recruitment qualifications; and provide feedback, in a discussion with relevant Board Committees, regarding achievement of the Community's goals regarding recruitment and selection of suitable candidate and post selection, on annual performance input. Conference call interactions should begin immediately, and a face to face meeting of the 360 Group can take place in Costa Rica.

¹ *The GNSOs leadership structure was mandated by the ICANN Board, creating two houses, and Stakeholder groups. The Contracted party House has two Stakeholder groups with one entity each while the Non Contracted party House has two stakeholder groups, with two constituencies in one SG, and three in the second SG. Stakeholder groups have different leadership structures. Since the goal is to provide the broadest, and most accountable representatives, this proposal calls for the Constituency/or equivalent Chairs from the GNSO's SGs for a total of 7 participants. The term "Constituency" in this document includes the SGS for Registrars and Registries.*

² *Recognizing the unique status of the GAC, this proposal describes one option. The GAC will need to self design any participation, which may range from participation, to acting in an observer or liaison capacity to this initiative.*

Regarding feedback into the Board, the Group will act independently in its feedback and assessment of the Board, in general, without specificity regarding individual Board member performance, but considering such issues as full participation, involvement and understanding of the ICANN priorities/challenges, and helping the Board to provide input to the NomCom regarding Board qualifications/criteria for Board selection, The 360 Group could also assist in advice to the Communications team at ICANN in their improvement of informational materials and a better reflection and understanding of the various SG/SO/ACs for new Board orientation materials.

This proposal was first described at ICANN Dakar, in the Board's public session on CEO Succession. This proposal is also distributed to Chairs of the groups identified above, but this submission does not imply any support or agreement by said groups at this date.

Proposal prepared by Marilyn Cade in follow up to comments at Public Session at ICANN Dakar and a request for more details on the proposal.

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November 13, 2011