

Gisella Gruber:

Welcome to the Rules of Procedure Working Group on Monday, the 28th of May. On today's call on the English channel we have Cheryl Langdon-Orr, Olivier Crépin-Leblond, Cintra Sooknanan, Dev Anand Teelucksingh, Maureen Hilliard, Roosevelt King, Alan Greenberg, Carlton Samuels, Yaovi Atohoun. On the Spanish channel we have Fatima Cambroner, Sergio Salinas Porto, Natalia Enciso and Jose Arcé. Apologies noted from Eduardo Diaz, Baudouin Schombe, Silvia Herlein Leite and Alejandro Pisanty.

From staff we have Heidi Ullrich and myself, Gisella Gruber. I hope I haven't left anyone off the roll call. Our interpreters this evening are Sabrina and Veronica. If I could please remind everyone to state their names when speaking not only for transcript purposes but for the interpreters as well. Thank you and over to you, Cheryl. If I have left anyone off the roll call please do let me know, and yes, thank you – for staff we have Silvia Vivanco as well, thank you.

Cheryl Langdon-Orr:

Terrific. Thank you very much, Gisella, and I do firstly apologize to the formal record that we're starting a little bit later than our appointed hour but we were having a particularly fruitful and I think contributory conversation in the Metrics Subgroup from this work group, which I think will feed into today's activities. So it was for many of you; you've just managed to transition from one call to another. Whilst I sort out my technology, what I might do is ask... I think there was only one action item out of the last Rules of Procedure Work Group which I believe has

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been completed, which was to put up the scratchpad or the catch-all Wiki page. Matt, that's the case, or Heidi, that's the case?

Heidi Ullrich: I believe that was the only action item. I just don't know if that's been done. Let me double check.

Cheryl Langdon-Orr: I think it has been, Heidi. Yeah, I'm pretty sure it has been, and that's going to be a very [helpful] tool. Yes, go ahead.

Salanieta Tamanikaiwaimaro: Sorry, I was left out of the roll call. Salanieta Tamanikaiwaimaro for the record, just to let you know.

Cheryl Langdon-Orr: Thank you, Sala. That's great. Okay, so what we're going to be doing is noting that action item, and because I don't have the screen open, Heidi, can you have a brief look at the summary notes and minutes from our last meeting and just take us briefly through those, please? That was on the 16th I believe which means it's some time since we've gathered together in the name of the Rules of Procedure Work Group.

Heidi Ullrich: Okay. I'm going to go ahead and put them into this chat, here's the summary minutes.

Cheryl Langdon-Orr:

Thank you. We did get as far as beginning to go, well I'm just working from memory here: we didn't get terribly far through the Rules of Procedure but we did certainly establish that going through them in a section-by-section base was probably the best way forward. We've made clear from the last meeting that... Oh, good, the link is there – thank you very much, Heidi. We made clear that the Rules of Procedure that we have to deal with right now are those that impinge on the ALAC and that between Prague and Toronto we would be focusing specifically on those areas of harmonization that we could rollout across the various regional advisory structure clusters – the RALOs; and we also needed to not be weathered to the UNGA method of putting the Rules together but that we did have an ability to rewrite the rules pretty much however we wanted to throughout the proper processes of course but that we don't have to stick to proper terminologies such as “delegate,” etc., etc.

And certainly in today's Metrics call we have a proposal being discussed there where what we should be looking at is for the expectations, the rules that are around the expectations of those people who represent us at all levels; in other words, the members of the At-Large Advisory Committee and their appointments should be handled as sort of higher-level sets of rule and expectations and the metrics associated with them... Excuse me [clears throat], as well as the more specific rules and metrics that need to be clustered together.

So we might spend some time between this Rules of Procedure Work Group call and our next working online to put together a new structure where what we would have is the definitions of who and what the ALAC is, what its roles are, etc., etc.; followed by an outline of what the

members of the ALAC are and where they come from, and the expectations we have of them; followed by the appointments that the ALAC makes and what we expect from them, and how they are to be appointed. And that's where we would section off into capital "L" Liaisons – those that are bylaw mandated into the GNSO and ccNSO, as well as those who serve in our name to the Advisory Committees and Support Organizations of the ICANN world, as well as those appointments that we make to component parts of that – for example, work groups of our own, other work groups, review teams, etc., etc.

Then we would go into a cluster of rules that are more administrative in nature – in other words, that we'd then have a next range of rules where we look at the consequences of those measurements, how they should be taken and what the expectations are, what consequences should the community feel; the qualifications, the criteria and the expectations are not being met, or if conduct is in some way unbecoming or out of synch with the desires of what we in the At-Large community think our ALAC should be doing – and that would include things like rules of recall.

I guess the most natural next subsection would be to have the rules sections that involve themselves with the details of administration on how meetings are conducted, on how business is conducted in other words – that's where we would have meeting conduct, meeting details and voting conduct and voting details, and there would need to be a specific section then on elections, where they are held. And there, that would need to be elections of the ALAC because these are the ALAC Rules of Procedure.

It may be that the election rules of the ALAC might be modeled by and used as examples in even our At-Large Structures, but certainly in our Regional At-Large Organizations but that really is a discussion for a later time. Excuse me, I'm having terrible trouble with my throat – one moment. Hopefully I'm not too froggy. Heidi, did I miss anything out of the summary of both the minutes from the 16th and from what the Metrics Group is talking about – a total restructuring and redefinition of how our rules should be run?

Heidi Ullrich:
adequately.

I think that's everything, you've covered it adequately – very

Cheryl Langdon-Orr:

Okay, phew! So that then leads us I guess now, if we've done the first couple of bits of our Rules of Procedure summary from our last meeting as to where we are now. How would you like to proceed, group? My suggestion would be that if we look at the page where we have the rule-by-rule segregation at the moment – we considered this a certain carve-up: are you happy for the first run to go through either now or online or both and reallocate the existing rules with annotations associate with them? For example, can we simply go through and shuffle things that are all about our expectations? In other words, all of those things that talk about qualifications, criteria, duties, all those things that are wrapped up in the bag of the "About Us?" Do you want to put all those together today or do you want to go through and just subgroup everything into meetings procedures, elections procedures, general procedures? How do you want to [pursue]?

And I'm going to have to take a sip of water because my throat is going again, so can I call on either Carlton or Olivier or Alan to just jump in and give their well thought-out opinions on how we should do that? Olivier? Olivier, how do you want to proceed?

Olivier Crépin-Leblond: I have to first find the unmute button – it's Olivier here. I've done so. I think we can, the way I would think of it is to perhaps go on a role-by-role basis and say "Go" or "No go" on each.

Cheryl Langdon-Orr: Okay.

Olivier Crépin-Leblond: I think that some of them, the majority of them – I mean I've looked through them and many of them are not going to have to be changed very much. But there are the obvious ones that are going to take 90% of our time.

Cheryl Langdon-Orr: Okay. Well obviously let's start then from the top, and I do apologize for my technology channels but I've now managed to I think open most of the windows that need to be there; and I'm only in the Adobe Connect room twice which is quite amazing – I thought I might be in there 16 times by the time I finished getting annoyed. For those of you who are on the Wiki page as well as in the Adobe Connect room, and Heidi, can I get you to grab the link from the agenda page on the Wiki

which will take everyone to the page-by-page table, please, and just pop that into that chat? And we'll be doing what Olivier has suggested.

I'm sorry about that, Sala, that the internet is not playing nicely for us.

Olivier Crépin-Leblond: Now both Alan and Carlton have their hands up.

Cheryl Langdon-Orr: Thank you; I'm not able to see that in my current screen. Who's first? Whoever it is, jump in.

Alan Greenberg: It's Alan, just with one very quick modification of the concept to go through it item-by-item or rule-by-rule. The current rules are, I think the expression that's used is "a dog's breakfast," because you've got a single concept that will show up in four different Rules, sometimes repeating, sometimes stating somewhat slightly different rules; sometimes conflicting rules. So I think we're going to have to do a pass, and then once we have something rewritten effectively I think we're then going to have to do a second half and make sure what we have makes sense. Because some of the problems we are not going to see until we clear up the more obvious ones, so I just want to set an expectation that it's not going to be done when we've done the first pass. Thank you.

Cheryl Langdon-Orr: Oh, thank you, Alan, and I could not agree with you more. Carlton, your hand is the other hand was it?

Alan Greenberg: Carlton and then Olivier have their hands up.

Cheryl Langdon-Orr: Okay, thank you. Carlton, go ahead please.

Carlton Samuels: Thank you, Cheryl, this is Carlton for the record. I would just want to add one thing to Alan. That was what I wanted to say but just one small thing. Can I ask for a creation of another group? If you notice the rules are grouped together and (inaudible) and so on, and as Alan says there are things that are in one place that should be spread over several groupings. Can I just make a note for us to consider having a separate grouping for things called elections and put all of those in separately? That's the only thing I would want to add to Alan's suggestion.

Cheryl Langdon-Orr: Thank you, Carlton, and does anyone object to us having a separate bucket for the wonderful world of elections?

Alan Greenberg: I only question will that just be the election process or the rules around...

Carlton Samuels: The elections process and the rules around it.

Alan Greenberg: Well, but the rules around it, will that include the prerequisites and the expectations?

Cheryl Langdon-Orr: No,

Carlton Samuels: No, no – that’s a business now, (inaudible) business.

Cheryl Langdon-Orr: Correct, that makes perfect sense to me and it makes me a very happy girl because if I was in charge of all of this that’s exactly how I would proceed. [laughing] Olivier, go ahead please.

Olivier Crépin-Leblond: Thank you, Cheryl, it’s Olivier. If I can remind everyone to say their name, because right now if I just put myself on the Spanish channel it sounds like someone is having a really weird conversation with themselves. Just one small thing with regards to rules which are strewn across many different parts of the Rules: perhaps we should allocate one person or a couple people to make sure they make notes of these things, someone to specifically track things that might be said in various parts of the document and that actually relate to the same thing.

Alan Greenberg:

It's Alan speaking. Some of us already have been doing that.

Olivier Crépin-Leblond:

That's great.

Alan Greenberg:

And Fatima has her hand up.

Cheryl Langdon-Orr:

Thank you. Is it Fatima or Fatimata? We have both.

Olivier Crépin-Leblond:

Fatima Cambronero.

Cheryl Langdon-Orr:

Okay, Fatima, please go ahead.

Fatima Cambronero:

Thank you, Cheryl. I am Fatima Cambronero for the record. I agree with what you're saying with Carlton and [Alan]. I believe we should start working on the general concepts and principles on the main rules and then go back and analyze rule-by-rule because we have already found the general principles and it will be much easier to harmonize everything we are working with. That's my comment; thank you very much.

Cheryl Langdon-Orr:

Excellent, thank you, and I think we're all of one mind here. So let's be clear on what we're then going to be doing today. What we will be doing today, and this is Cheryl for the transcript record, is going from the top and allocating all of these rules into new buckets. We'll ignore participation, organization, conduct, adoption, etc., although we may use those terms – it's possible we may use those terms. But right now let's just call them whatever. I'm certainly happy to take a couple of passes through this and I would suggest to respond to Olivier that Alan would be an ideal candidate to continue in his already self-appointed role of catch-all and find the missing bits as well as identify the repetitious bits in the rules.

But for today let's go through and do the "go/no go" and identify whether things need to be modified and how much they need to be modified; and in some cases do they even need to exist. We may end up with a set of Rules which is only ten rules' long with a whole lot of subunits underneath it. We may end up with a set of Rules that's 100 units long – that's okay. It's whatever works but let's start with what we have and see what we need to change.

So from the top I'll take you; I'm assuming you are all now looking at the space which has the links to the "must, should" and "could," and what we're doing now is identifying what needs to be changed at all and at the same time giving them a "must do," "should do" and "could do" – an M, S, or C category – and then we will also give them a nomenclature and that will help us put it in which bucket. The top of the list is the current Rule #1 which is listed as "Delegates" and which we have already agreed we will be talking about as "Membership." Do you believe, ladies and gentlemen, that that needs to be... Well yes, it does

need to be somewhat modified because we've already discussed it. It is an easy and a must do but do you believe that that should be almost a preamble set of explanations and criteria; and to some extent be extended with a little bit of text that is giving you an outline of what is the ALAC and a little bit of linkage to history?

Do we need to do any more with what is currently called "Participation and Accreditation" but in the future may be called something as simple as "What is the ALAC?"

Alan Greenberg: This is Alan, I have my hand up.

Cheryl Langdon-Orr: Thank you, Alan, I'm still not able to see the hands so just let me know. Thank you.

Alan Greenberg: Alright. I really don't think this should be a history document. I think we need one of those and we may want footnotes or things like that which explain rationales. But I think we want to keep this clean as a procedure manual.

Cheryl Langdon-Orr: Okay.

Alan Greenberg: By the way, I don't like the concept of calling them "Rules." I think that's kindergarten-ish. I think we should just have a procedures manual, but that's just me.

Cheryl Langdon-Orr: Okay, well I'm very happy with procedure manuals of course. So let's keep that for a poll opportunity to the side. At the moment we'll still call them ROPs but we may in fact end up changing the title over as a gilding of the lily at the end. So Alan, you would want to have the beginning, the front page of the document saying something or other, procedures, "Procedure Manual," "ALAC Procedure Manual." Would the next page, other than obviously the table of contents, be a set of definitions – "What is the ALAC?"

Alan Greenberg: I normally like definitions at the front as opposed to the end because people are more likely to notice them, but that's an editing issue I think.

Cheryl Langdon-Orr: Okay, can people let us know with big red X's and things if they disagree as we go through these, and I'm starting to see things happen – my internet connection's finally catching up with me. So there's also agreement coming in from Cintra and a few other people. So here's another space where we're going to start accumulating something that's going to be called "Definitions." In that Definitions page – we'll call it a page for now – is that where you want to define what the ALAC is? That's pretty much what Rule #1 is, and instead of it being a rule

which is silly it's simply saying what the ALAC is. I see a "yes" from Carlton and I see a hand from Sergio. Sergio, go ahead please.

Sergio Salinas Porto:

Thank you, Cheryl – I am Sergio Salinas Porto for the record. I think that ALAC should be at the very beginning, not within the Glossary that we are going to have. This should be the introduction and the definition of this should be the definition of the manual that we're going to create. First we should have ALAC and then the Glossary with the necessary terms, and then we should go through the Rules of Procedures. That's all, thank you very much.

Cheryl Langdon-Orr:

Thank you, Sergio, and I could not agree with you more. That's perfect. Fatima, go ahead please.

Fatima Cambronero:

Thank you, Cheryl, this is Fatima Cambronero. When it comes to the definitions I fully agree with the fact that we should define "ALAC," and I think they should be at the beginning – definitions should be at the beginning. Perhaps we might find them at the end after analyzing all the Rules, but when it comes to [documents] I think they should be at the very beginning.

And there is another point I would like to clarify. Perhaps I have already mentioned this but I think it is important: the Latin American countries, we have [realm of law] based and we have a different way of regulating things when it comes to (inaudible) common law countries. For us, the

rule is clear and simple and the definition is in itself, so we don't need to go to another source to complete the definition. So I think we should take into account that ALAC is going to be in [quite] different countries having different legal systems, and we should take this into account when defining and giving the wording to the definitions.

I would rather have the rules and not a manual of the Rules of Procedure. Thank you very much.

Cheryl Langdon-Orr:

Okay, thank you, and I think we've gotten to a point where we're probably going to have to come back to that at the end once we've got a draft document in front of us; and that will be perhaps something that we will be able to discuss more fully when we're face-to-face in Prague. Heidi, can I ask you to note that as one of the breakout sessions – that one of the topics for one of the breakout sessions should be the approaches of rules versus procedural documentation, and how we work in a multi-jurisdiction world? And that, Fatima, hopefully you'll be someone who's particularly vocal in that work in Prague and we'll see what comes out of the end of it. Go ahead, Alan.

Alan Greenberg:

Thank you. Just for clarity, when I said I don't like them called "rules," I have no particular objection to having the overall document called "Rules of Procedure." I object to them being called Rule #1, Rule #2 – that's grade school-ish. The overall document will be Rules of Procedure or whatever you want the title to be; it's just sort of saying "You violated Rule 23" – that just doesn't have the right tone to me.

In terms of definitions, when I write a contract or something normally one puts in the definitions – the definitions that are made within the document, just for simplicity, so you don't have to refer back to an obscure section somewhere to find out what a capitalized term means. Normally, however, one would also include the definition in line in the appropriate place. I don't think the Definitions section removes the need to specify what you're talking about within the document, although the definitions might contain things like the definition of GNSO which we're not regulating within this document but we're going to be referring to. So I think the definitions are a consolidation of things you need to know which are not really part of ALAC, plus extracting the definitions that we make as we go along. Thank you.

Cheryl Langdon-Orr:

Thank you for that, Alan. That's good; thank you for that and I think it's getting to a point right now where I'm seeing a shape starting to emerge which is rather pleasing, and it means that by Prague we should have something for us to call a rough draft at least that will be a very good thing for harmonizing for the next step. I know we've got a bit pre-Prague – we're just focusing on ALAC, ALAC, ALAC. But I think what we might be doing is setting up a template here which could be very useful for what is going to happen with of course the next review of the ALAC and the At-Large, which of course will be focusing not only on the ALAC and its continuing purpose but will be focusing on the Regional At-Large Organizations and the At-Large Structures and their continuing purpose. So I think this is timely and very good. Tijani, go ahead please.

Tijani Ben Jemaa: Thank you, Cheryl. I've not had any objection on calling the rules "Rules" – they are Rules, Rule #1, Rule #2, Rule #3. I don't see any problems in calling them as they are. They are rules; we have a set of Rules of Procedure. So I don't see the point of Alan in this regard, thank you.

Cheryl Langdon-Orr: Okay, thank you Tijani, and I think Alan was talking more about the structure and how they are at the moment in Rule #1, #3, #5, through #27 or whatever it is, #28. Cintra made the point in the chat that really we can talk about these rather more as clauses as opposed to rules as such, or subset rules. So yeah, I'm happy with Clause 1.whatever under Section blah-blah-blah. I think that's something many of us are comfortable operating with and actually fit perfectly comfortably with the way that the ICANN Bylaws, for example, are structured.

Fatima, I note you've said in the chat that you won't be going to Prague... Can I ask then, staff, can we make sure that we have – and this is a Prague issue now, just as a sideline. Can we make sure we have very appropriate and good remote participation for our workshop for the Rules of Procedure and Metrics Groups because I would very much want to make sure that our remote participants are as engaged as possible and equitably as to those who are together in Prague? And to that end, Heidi, can I ask that you explore with Meetings and IT the formal use for our meeting of the Adobe Connect breakout rooms?

As I understand it we have the capability of using breakout rooms with the Adobe Connect system, but I do not know of any part of ICANN as yet that has used that tool. So between now and Prague we may have

to talk to the Meetings technology providers and make sure that if we can use that breakout tool that it's properly set up for us to do so?

Heidi Ullrich:

Yep Cheryl, this is Heidi. Yes, I will follow up or Nathalie Peregrine will do that.

Cheryl Langdon-Orr:

Okay, well I'm asking you – you decide who you get to do it. I'm just aware that whilst we have the capability we've never exercised the capability, and I think there's special technical requirements that need to be put together before it can actually happen. Okay, sorry about that sideline – I just want to be sure that the whole team is as engaged as possible when we're working on the documents for the next step in Prague.

Okay, what we've got now is this third section where our current Rule #1 will be in there. Does it strike anyone else that we've got the organizational information and background, and links to definitions etc., etc., that there are some other of the rules that we could pop into this first section? Should we, for example, in this first section whilst we're defining what the ALAC is, is that where we ought to perhaps put what the structure of the ALAC is? Not go down to the weeds but should we say at this point that the ALAC will also have... At the moment the Rules talk about a very restricted leadership team – Chairs, Vice-Chairs and this bizarre and unusual classification of Rapporteur.

Are we now going to get all of those bits and pieces together and talk about the Executive Committee as it has been adopted by practice in

the ALAC, where you have a cross-regional representation acting as an Executive Committee? Do you want to capture that here or do you want to put it somewhere else? Alan, go ahead please.

Alan Greenberg: Just for the record we did formally adopt the Executive Committee; we never went back and fixed the Rules to say it. But we did pass a motion putting that into effect.

Cheryl Langdon-Orr: Yes, absolutely, but where do you want to put it? Do you want it there or...

Alan Greenberg: It's got to go somewhere.

Cheryl Langdon-Orr: It's got to go somewhere? Does anyone object to us going from the definition of the ALAC to the structure of the ALAC in the #1 section?

Alan Greenberg: Nope, sounds good to me – Alan speaking.

Cheryl Langdon-Orr: Alright, thank you for that, Alan, I'm seeing no objections. Alright, so staff, can I ask you to capture the page where that is – and I think I see Fatima agreeing; thank you, Fatima – where that adoption which

occurred formally I think, Alan, was it... It was Seoul we formally adopted that, wasn't it?

Alan Greenberg: I'd have to check but I think there's abundant discussion and correspondence of it. I can check my archives and find it.

Cheryl Langdon-Orr: Yeah, if you don't mind just because it's a bit fractionated. It's on Wiki pages but they're Wiki pages that are associated with face-to-face meetings.

Alan Greenberg: I think it was before Seoul but put in an action item for me and I'll turn up the answer.

Cheryl Langdon-Orr: Okay, and Heidi, with what Alan gathers together in terms of links, that's probably going to need to be drawn together in a single landing page?

Heidi Ullrich: Okay, this is Heidi. We'll take care of that.

Cheryl Langdon-Orr: Yeah, because it exists at the moment for the record but you'd actually have to go to the ICANN Meetings to find it. It's not actually I think living necessarily in what we would call the ALAC Wiki. So we might as

well take the opportunity of grabbing those together while we're doing the tidy – that would be good.

Heidi Ullrich:

Cheryl, just for the record can you just repeat that action item as you would like it recorded?

Cheryl Langdon-Orr:

Okay, Alan will be providing staff with a set of links and resources for the Executive Committee resolutions. We need a new ALAC Wiki page which will aggregate all of this material because that will be the background, the foundation for the Executive Committee, the trans-regional Executive Committee acting formally as the Executive Committee of the ALAC. And we're having the description of what is the ALAC, then we're having the structure of what is the ALAC. So we have an ALAC Executive Committee which as a Chair and then we can decide how the rest of it works, but it has to have a Chair because of its bylaws.

Now Alan and Olivier and one other – I'd like one other person, preferably someone who has... I mean Alan and Olivier have the vested experience and the vested interest, but I'd like someone who has the writing of regulation and articles of association-type experience; and I'd be very surprised if one of the legal minds in this work group didn't have that. I was hoping that we might be able to get a small subgroup together to work on this first [served] section, being the description and the definition of the ALAC.

Alan Greenberg: Cheryl, for the record I have that experience but I think we do want someone else also.

Cheryl Langdon-Orr: Yeah, I'd like to see three people, maybe four at the maximum have a play and then see what you all think it should look like. I see Fatimata and then I see Carlton. Fatimata, go ahead please. Fatimata, you might be muted - *7 to unmute.

Heidi or Gisella, can we check on what the line issue is for Fatimata, please?

Heidi Ullrich: This is Heidi. Yes, we will take a look at what's going on.

Gisella Gruber: Sorry, we're just dealing with it now, Cheryl.

Cheryl Langdon-Orr: Okay. While we're waiting to get Fatimata properly connected again, Carlton, go ahead, please.

Carlton Samuels: Thank you, Cheryl, this is Carlton for the record. I was going to volunteer to work with the group in this area, that's it.

Cheryl Langdon-Orr: Terrific! So we've got Carlton, Fatima, Alan. And Olivier, do you want to sit on the sidelines or do you want to be in the thick of it? I also see Sala... Oh, hang on, hang on, hang on. I don't need a whole large group. Trust me, there is going to be a lot of work for all of you. No more than three or four maximum for this first section.

Olivier Crépin-Leblond: Yeah Cheryl, it's Olivier. I'll be on the sideline, in and out but I'll of course take part in it.

Cheryl Langdon-Orr: Yeah, I would suggest, Olivier, it might be better for you and I to be [in officio and cross over] these, and just stick our noses in all over the place – that might be better.

Olivier Crépin-Leblond: Okay.

Cheryl Langdon-Orr: Alright, so let's be clear on who's going to be working Section #1 which is the definitions and structure of the ALAC. I see Alan, I see Fatima, I see Carlton. Now, I also got names like Sala, Roosevelt and Cintra – do you want to be in this as well? Perhaps you need to speak up. Okay, Cintra's putting her name in. Okay, I wouldn't want to go much further than that for this section because we've got you know, another four sections.

So Fatimata, you can [argue] amongst yourselves later but at least those people, and we'll want to see something happening online in the Wiki space in terms of a generalized drafting of that document. Fatimata, have we got you? Go ahead, please.

Fatimata Seye Sylla:

Yes, thank you Cheryl, this is Fatimata for the record. I just wanted to [sound] on the importance of talking about the structure of ALAC at this point. We are talking about it and I couldn't just jump in and say how important it is, because if you remember it had been a very big [side] to have the regions equally represented within the At-Large Structures. So I think it is a good idea to have it sort of set up here. Thank you.

Cheryl Langdon-Orr:

Okay good, terrific, and if I may follow on from that, Fatimata, this is a timely point to be doing this where we're coming up to significant anniversaries of the creation of what is now the ALAC v3.0. That was the resolutions of the Board some ten years ago to create an ALAC, but also we in the next couple of months through the end of 2012 and through 2013 will be having the various anniversaries of each of the Regional At-Large Organizations, and of course that's going to be happening at exactly the same time of the next Review where the continuing purpose and [significance] of the model is going to be looked at by the next external review.

And so to have a fresh document which clearly lays out what we are, how we're structured and what we do to conduct our business is going to be I think a landmark moment and a very important one – perhaps

one that we might aim to be formally presenting to the ICANN Board in the Toronto meeting. Olivier, that would be a rather nice beginning of the next year's worth of regional celebrations, to have a watershed document rewritten, accepted and presented formally in Toronto. How do you feel about that? You must be muted, Olivier, Cheryl here for the record...

Olivier Crépin-Leblond: Thank you, Cheryl – it's Olivier for the transcript and I was just going to type on there, but it would be nice but we do have to bear in mind that the summer is not one of great involvement. Many people are on holiday and so on, so somehow I'm a little concerned about advancing it during the summer but if we can it's...

[audio cuts out]

Cheryl Langdon-Orr: ...at the moment so you might get half the world working. [laughing]

Olivier Crépin-Leblond: Cheryl, it's Olivier for the transcript. We'll get the southern part of the world working, which means that everyone below the Equator is going to have a busy summer. But us over in Europe of course will either be under the sun somewhere on the beach, or basically not really remotely thinking about doing any work whatsoever. (Inaudible) the European, oh well.

Cheryl Langdon-Orr:

[laughing] Oh dear, that was Olivier confessing from the European perspective for the transcript record. Okay, enough of this frivolity.

I'm happy with that and I think we can now have a very quick look to see what other of those rules are going to go up into there. So the existing, this sub team will be looking at the definitions and the structure and how we're built, integrating the adopted version which makes the Executive Committee what the Executive Committee should be. Might I ask you to not be wedded, to not feel committed to use the term "rapporteur?"

The term "rapporteur" in the current Executive Committee structure is a pure carryover from the UNGA and is a constant source of confusion; and I would suggest that you could look at something as broad as having the five regions represented as serving in an Executive Committee where representatives from four regions are selected to ensure that whoever is elected as the Chair of the ALAC for their two-year term so that there's balance there? Or you can have another model if you want to turn it on its head – you can propose all of it. Another model might go along the lines of "An Executive Committee will be appointed from the ALAC by the ALAC, a member of which will then be selected to be the Chair for a two-year term."

I don't really care but the more balanced you can make that Executive Committee ruling so that it's seen as what it's meant to currently be, which is a cross-regional leadership team, one of whom serves as the figurehead for the ALAC. And you can have the rest of them all called Vice-Chairs; you can have the rest of them called ["tables"] for all I care

– it really doesn't matter what we call them. But we do have to have a Chair and because Vice-Chairs are commonly-used terminology I'd encourage you to perhaps consider using those. But do not feel restricted in any way, shape or form. You know what the spirit is; let's see what you come up with.

I see Yaovi and then I see Alan, but I just wanted to make sure what you will be doing is taking in a lot of the rules that are currently in the classification of "Organization" but you won't be going into "Processes" such as how elections are conducted. You will be able to refer to the Metrics Group for filling in the qualifications and criteria, leave space for that to have that input; but you will probably need to define what's currently called the privileges of the Liaisons and appointments. We probably need to also define in a similar line what would be in these old rules called "Privileges of the ALAC Members" as well.

Okay, well with that definition of what that work group sub team is going to do, let's move to Yaovi. Go ahead, Yaovi.

Yaovi Atohoum:

Yeah, thank you very much. In the current Rules of Procedure, I could not see a definition of the role of members in the Executive Committee. So it would be good to have what they are doing, based on work (inaudible); to have a section talking about "What is a rapporteur?" just as an example. So like we talk about what is the role of the Chair, so just a reminder if we have something like that. As soon as we agree on what will be the role of the members of the Executive Committee we should have a section somewhere talking about what the Chair, what the (inaudible), etc. Thank you.

Cheryl Langdon-Orr: Okay, thank you Yaovi. And I would suggest that this new sub team, they've got the resources or they'll have the resources that Alan will be bringing forward which is the definitions of course and the expectations of what the Executive Committee does. But feel free to get rid of the word "rapporteur" – you can have a Chair and four Vice-Chairs, there's nothing wrong with that as long as you've got the spirit of the regional balance. Note I am using the term "regional" every time I make that reference. Go ahead, Alan, and then to Fatima.

Alan Greenberg: Thank you. First of all, in terms of the composition of this group I thought I was on it but the notes do not reflect that – am I there or am I not?

Cheryl Langdon-Orr: Hell yes, you're absolutely on it.

Alan Greenberg: Then the minutes, the notes should reflect that, please. [laughing] I'll make a comment: you said you don't care how the Chair is elected, and I'm not fully [understanding] the word "elected." I think it's absolutely crucial that the Chair not be selected from someone on the Executive Committee but be selected by the ALAC. We have said a number of times, and I think it's going to end up being ingrained in our procedures that the Chair has certain responsibilities. And I've used the expression

in talking that if you don't trust the Chair then get rid of him or her, but you can't have committees doing everything.

So I think it's really important that the ALAC select the Chair, and implicitly it means that that person has the vote of confidence of the ALAC to act on behalf of the ALAC when that is appropriate. It's not appropriate in everything; in policy issues that ALAC has to make decisions – the Chair can't make them up. But there are lots of operational issues where the Chair I believe is going to have to have the support of the ALAC. So I think it's absolutely crucial in my mind that that be a position selected by the ALAC and not by a small group of the ALAC, thank you.

Cheryl Langdon-Orr:

Okay, thank you for that, Alan, and just for the record my lack of caring was not that I don't have a personal preference – it's just that I didn't want to limit the sub team as to what they explore. As long as the Executive Committee is structured in an appropriately balanced way I'm happy to look at a whole bunch of models. There is a requirement under the Bylaws of ICANN for us to have an ALAC-appointed Chair, so I think to go too far away from that could draw us into some reasonable criticism and debate even with ICANN Legal.

And yes, one of the things that of course is absolutely essential is that the Chair of the ALAC not only has to stand as the primary figurehead for all things ALAC and At-Large and has to have the trust, but they also have to in some cases do the interventions and quiet remedial work and discipline-

Alan Greenberg: Dirty work.

Cheryl Langdon-Orr: ...if and when something's gone wrong. So it's quite a task. Alan, you've got a reply to that?

Alan Greenberg: No, I just used the expression "dirty work."

Cheryl Langdon-Orr: The dirty work, indeed.

Alan Greenberg: Alan speaking. There are other expressions I won't use on a public call but just... Thank you.

Cheryl Langdon-Orr: Thank you for your self-control. Fatima please go ahead. [laughing]

Fatima Cambronero: Thank you, Cheryl, this is Fatima Cambronero for the record. I have a question and a point of clarification, and I will play devil's advocate. Some people have criticized the ExCom by saying that the ExCom is somewhat beyond ALAC bylaws. So my question is the following; would we be legitimizing the ExCom so that it is included in ALAC's Bylaws; and further, what would be the rationale or the grounds to counteract these

opinions? Because of course some people will think along these lines, thank you.

Cheryl Langdon-Orr:

Thank you for your questions. I see Alan's hand raised, and Alan I'm sure will answer all of your points in detail. But just to assure you it is already in our own laws, in our own rules; it is simply not copied into the document called Rules of Procedure. It was a resolution of the ALAC to create the Executive Committee, and Alan is now going to give you chapter and verse I suspect on the history and what that's all about.

Alan Greenberg:

Well, since we're seven minutes after the hour I won't give chapter and verse, and I haven't found the document yet; but just to clarify and to enlarge on what you said, yes, we are negligent that we never went back and revised Rule #1 or Rule #49 or whatever to reference the Executive Committee but it was a creation of a formal action of the ALAC. Yes, it was not agreed to by all members of the ALAC but it was more than a majority that did agree to it. So while we were negligent in not going back and putting it into the Rules it was a formal action of the ALAC, and my understanding is the intent is to, at this point, go back and make sure it's in the Rules so we don't have to relive that particular argument again. Thank you.

Cheryl Langdon-Orr:

And let's be very clear, too, just to follow on as we're wrapping up our work and I want to just get some next steps organized before I let you all go. We do already have election of officers. We have a system

where officers of the ALAC are already in the Rules. What was the modification of that was to create not just the officers as listed in the UNGA, which allowed for the terminology that was “Vice-Chair” and plural “Vice-Chairs,” and something called the “Rapporteur” which is purely a very particular type of role in the UNGA meetings but also has some other meanings, and it’s those other meanings that we’ve utilized in the wonderful world of ALAC and At-Large.

The term “officers” in our Rules probably should leave other than the office of the Chair, alright? The Chair is probably the “ONLY” serving officer of the ALAC. The Executive Committee, which is your regionally balanced one really fits as a superset now of those officer roles, and was expanded to ensure regional equity because the regional set of rules made no room for regional balance at all. And for something as important as a globally-representative organization to have five regions and only three or four spots on its leadership team seemed unfair, unreasonable and indeed unconscionable which is indeed why it was changed.

So we’ve actually got a bunch of these rules that we’ve now pawned off onto a sub team, which is great. I’m going to ask that on the list we have people identify themselves as those who want to look at the sub team for the rules involved in the conduct of business and the conduct of business is all about meetings and how meetings happen, and codes of conduct and all those sorts of things. May I ask that you do not in that group feel that you have to keep all of these rules? There is no reason why you cannot, should you so desire, simply refer to something like *Robert’s Rules of Meetings* or *Meeting Rules of Order*. There are internationally-recognized meetings’ procedures rules – we don’t

necessarily have to have the degree of regulation, clause, and sub clause as we do here.

And I'd very much like the volunteers to come forward to look at that. We have our Metrics Work Group doing the metrics things, and if we can have our next meeting... Gisella, when is that, when we might focus...

Gisella Gruber: Sorry, Cheryl – Gisella here. The next meeting on the Rules of Procedure Working Group is on Monday the 18th of June at 19:00 UTC.

Cheryl Langdon-Orr: Okay, at that meeting I'd like to try to take a 90-minute timeslot if possible?

Gisella Gruber: Sure.

Cheryl Langdon-Orr: And if we can have the work of the rest of the sub teams outlined on the Wiki before that. At this week's prep call we'll focus on putting out calls for the sub teams and looking at setting up spaces. Now, with the number of... Roosevelt, you're volunteering for only, at the moment we've only allocated volunteers to the very first chapter of these rules which is the definitions of the ALAC and the structure of the ALAC. If you want to be in that group that's fine. Great, you're on the list – good, we've got that sorted.

Please remember, ladies and gentlemen – we’ve got at least three or four other buckets that are going to need sub team focus as well, but it’s quite possible that as Sala has stated you’ll have already completed the lion’s share of one load of work and you’ll be able to move on to the other.

We are going to call this meeting to a close now as we come up to quarter past the hour, which is approximately when we started. We will look at a 90-minute slot next time. In the last couple of minutes, if I can do what I wasn’t able to do at the Metrics meeting, which is call for any other business. I’m not seeing any other business. I’m hearing someone; go ahead please.

Salanieta Tamanikawaiwaimaro: Sorry, Sala Tamanikawaiwaimaro for the record. I apologize; my internet died on my again. Just a quick question: of the persons working in the working group, how many have (inaudible)?

Cheryl Langdon-Orr: Can you say that last part again, Sala? Sala, just say the last part again – how many have what?

Salanieta Tamanikawaiwaimaro: Skills in drawing different types of diagrams and structures, that it’s easy for them to do?

Cheryl Langdon-Orr:

Oh, if you want diagrams and flowcharts we ask Dev. He is our resident expert. Dev, sorry, you've just built yourself into a corner and you're just too darn good at flowcharts and [process work]. [laughing] I'm sure it's going to be the bane of his existence; he's now being typecast I think is what you call it in the movies? Call on Dev; call groups call on Dev to flowchart and diagram. [laughter]

Okay, alright. Ladies and gentlemen, thank you very much for getting us headed in the right direction. We'll only have the way to finish this off in the timely manner that it needs to be if we break up into sub teams. We will have an awful lot of work being done intercessionally, and that's okay; and in the June meeting we will take a 90-minute but I would rather like to see that as a bringing together and a discussion of the proposals from each of the sub teams. The leadership team meeting this week will result in a couple of action items including a call for volunteers into the sub teams, and we will make sure that the appropriate Wiki workspaces are put together.

Sala, I did notice that you were talking about Skype chats and various other things. I have no problem with people using whatever communication mechanism and modality works, but we must have it transferred or transcribed onto the Wiki. The Wiki is the primary archive of all your activities.

Thank you, ladies and gentlemen. Thank you, staff. It's been a technical nightmare for today's two calls; you've done an heroic amount of work. And believe me, team – it might have looked like the ducks were just floating on the pond but there's been some frantic paddling to get these two calls going today; and in fact, continuing to go today. Thank so

much, Gisella and Heidi, and especially you, Heidi, who have sacrificed your time on a national public holiday. Thank you one and all, bye for now.

[End of Transcript]