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Subject: [atrt2] Staff clarification and response to ATRT 2 questions - Inventory Items 1-4 - Board Operations
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Attachments: [ATT00001.txt](#)

Dear Avri and Brian,

Staff has been reviewing the proposed observations and recommendations considered by the ATRT 2 and would like to offer several clarifications. As you are the ATRT 2 members assigned to complete the analysis and the documentation on various items, staff would appreciate your consideration of the information summarized here.

Inventory Item #1 (ATRT 1 Rec #1 a-d) Mechanisms for identifying collective Board skillset; benchmarking Board/BGC skillsets; tailoring & consulting on skills; reviewing for each NomCom; publishing outcomes & requirements with NomCom's notice

The ATRT 2 inquired as to how the benchmarking was done and whether it was published, specific to the benchmarking portion of this recommendation. Relative to benchmarking Board/BGC skillsets, the Board Skill and Training Benchmarking Analysis was published in October 2012 (<http://www.icann.org/en/news/in-focus/accountability/board-benchmarking-analysis-14oct12-en.pdf>). Grant Thornton's National Board Governance Survey for Not-for-Profit Organizations is cited in this analysis and was one of the key sources used for benchmarking. The information generated from the surveys and materials reviewed in the benchmarking analysis were received from 465 CEOs, CFOs, board members and other officials of higher education institutions, trade and professional associations, social and human service organizations, cultural organizations, health care organizations and foundations.

Draft Recommendation 1 (c)

Improve NomCom outreach/PR

Staff response and clarification:

Much has been done to inform the community about NomCom and contribute to transparency - web site improvements as well as presentations and other communications to keep people informed. Additional and innovative outreach/PR efforts focused on finding candidates would be useful. Staff is already considering the following tactics - integrating messaging about recruitment effort into all presentations, coordinating with GSE regional leaders and expanding social media activities.

Inventory Item #2 (ATRT 1 Rec #2) - Regularly reinforce/review training & skills building. ATRT 2 inquired whether there are there any metrics/indicators by which effectiveness of board training programs can be measured. Additionally, Review Team inquired whether Board training materials have been made public and indicated that they should be made public.

The primary focus has been on developing training and skills building programs and supporting the Board members in their effort to implement a more established program. The Board Training Program is documented in [the ICANN Board Procedure Manual](#) (pages 26-28), which is available on the ICANN web site. This document is in draft form, as it is being revised and updated. The referenced section of the Manual covers the training approach and provides a listing of materials included as part of the Induction of new Board members. These materials, specifically related to ICANN topics, are also published and available for general use.

Additionally, training is made available to all Board members on topics related to serving as a Board member, such training being supplied by third party providers. In these cases, training materials are not within ICANN's control and therefore cannot be published. For example, some training is provided by National Association of Corporate Directors ([NACD](#)), online and in-person.

While these training programs are continuing to evolve, various metrics are being considered, such as training record for Board members and surveys of Board members upon completion of training to assess relevance and usefulness. In addition, since 2009, either annually or bi-annually, the Board has undergone a self-assessment, which measures how the Board rates its operational effectiveness and which should improve with appropriate and regular training. We are evaluating whether some specific questions about effectiveness of the Board member training programs could reasonably be added to this self-appraisal.

Inventory Item #3 – ATRT 1 Recommendation 3 - Increase transparency of NomCom's deliberations & decision-making process. ASAP but starting no later than next NomCom.

Draft Recommendation:

Translate NomCom materials to improve international understanding of NomCom processes and outcomes.

Staff Response and Clarification:

NomCom Fact Sheet/Flyer is already being translated into UN languages (<http://nomcom.icann.org/>). Additional core NomCom document, ICANN bylaws, is also translated. Staff believes that generic translation tools would be more effective for all other NomCom communications and materials than certified translations.

Inventory Item #4 - Continue to enhance Board performance & work practices.

ATRT 2 inquired how improvements made to enhance Board performance and work practices are communicated to the community.

A draft of [ICANN Board Procedure Manual](#) has been posted; the procedures continue to evolve and expand over time. Additionally,

- Board Committee minutes have been posted since the start of 2009, which show the efforts that the Board Governance Committee, and other committees, are making toward improving Board performance and work practices.
- The Board Chair often provides the community an update on Board performance and practices during public addresses at ICANN meetings.
- Since 2009, either annually or bi-annually, the Board has posted the results of a self-assessment that measures how the Board rates its operational effectiveness, and which should improve as Board performance and work practices become more effective <http://www.icann.org/en/groups/board/documents/appraisals/self-appraisal-2012-en.htm>
- The posting of Board briefing materials, as well as rationales with Board decisions, is itself a method of communicating to the community about improvements made to enhance Board member work practices.
- See updates posted on the web page [ICANN Accountability and Transparency](#).

Staff appreciates the significant work effort that you and the Review Team have committed to making ongoing improvements in ICANN's accountability and transparency.

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