

**Proposed ICANN Bylaws
“Punch List”/Remaining Open Items for Input by CWG**

The following items remain open from the prior bylaws draft, dated November 6, 2015, or are new issues raised by the CWG responses, dated March 10, 2016.

	Note to CWG	CWG Response
ICANN-PTI IANA Functions Contract		
1.	Please confirm GNSO and ccNSO supermajority approval threshold. Page 1 of CWG Staff’s response chart refers to supermajority voting of the relevant SO, but page 11 of the CWG Staff’s response chart states that the CWG “has agreed to keep the current practices (i.e., simple majority voting) for both the GNSO and ccNSO.” As the proposal specifically contemplates a supermajority vote for material changes to the IANA Functions Contract, the reference to “simple” majority on page 11 of the response chart appears to be an error. (Page 10 of Bylaws matrix)	
Customer Standing Committee		
2.	Confirm which organization will select the committee of representatives from the ccNSO and the Registries Stakeholder Group that will review the CSC Charter: <ul style="list-style-type: none"> “The CSC Charter shall be reviewed by a committee of representatives from the ccNSO and the Registries Stakeholder Group selected by [such organization].” (Page 15 of Bylaws matrix) 	
CSC Charter (Not in Bylaws)		
3.	Confirm that the monitoring of the performance of the IANA naming functions against service level expectations will be agreed upon in accordance with the CSC Charter: <ul style="list-style-type: none"> “The CSC will achieve this mission through regular monitoring of the performance of the IANA naming functions against service level expectations [to be agreed upon in accordance with this CSC Charter] and through mechanisms to engage with PTI to remedy identified areas of concern.” (Page 17 of Bylaws matrix) 	
4.	Consider instead: “identified deficiencies or issues” or otherwise clarify “issues”, with respect to the following language:	

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	<ul style="list-style-type: none"> The CSC is not authorized to initiate a change in the PTI through a Special IFR. PTI shall work with the CSC to resolve [issues]. <p>(Page 17 of Bylaws matrix)</p>	
5.	<p>Confirm that the reference on pages 4-5 of the CWG Staff's response chart to escalating problems to "ICANN" is referring to the Remedial Action Procedures, or whether some other escalation process is contemplated ("PTI will work with CSC to resolve issues. CSC may escalate problems to ICANN and, failing all efforts to resolve the issue, might escalate the issue to the ccNSO and GNSO.") (Pages 17 and 19 of Bylaws matrix)</p>	
6.	<p>Confirm timeframe of development and approval of (i) Remedial Action Procedures and (ii) ccNSO and GNSO consultation and escalation processes. (Page 19 of Bylaws matrix)</p>	
7.	<p>Confirm whether the ccNSO and GNSO will also approve any members appointed to fill a vacancy other than at the completion of a regular term. (Page 24 of Bylaws matrix)</p>	
8.	<p>Clarify whether CWG wants to delete the CSC Charter provisions relating to terms of members and liaisons with respect to page 8 of the CWG Staff's response chart or keep as it is, but subject to amendment in the future ("[w]ith regard to term limits, this is for the CSC to decide once it is established. The first review of the CSC Charter may be an opportune time to consider adding more specificity.") (Page 24 of Bylaws matrix)</p>	
9.	<p>Confirm that any TLD representative that is not considered a ccTLD or gTLD registry operator would be appointed for an initial term of two years or specify other term length. (Page 25 of Bylaws matrix)</p>	
IANA Problem Resolution Process (for IANA naming services only)		
10.	<p>Determine which governance document/contract will contain the Remedial Action Plan. (Page 31 of Bylaws matrix)</p>	
11.	<p>Determine circumstances in which a periodic IFR could be delayed and the permissible length of delay:</p> <ul style="list-style-type: none"> If a Special IFR has been initiated within [x days/months] of a periodic IFR, the commencement of the next periodic IFR may be delayed by up to [●], provided the 	

	Note to CWG	CWG Response
	Empowered Community has not rejected the proposed delay pursuant to the procedures described in Article [●], Section [●] of these Bylaws. (Page 34 of Bylaws Matrix)	
12.	Please confirm GNSO and ccNSO supermajority approval threshold. Page 1 of CWG Staff’s response chart refers to supermajority voting of the relevant SO, but page 11 of the CWG Staff’s response chart states that the CWG “has agreed to keep the current practices (i.e., simple majority voting) for both the GNSO and ccNSO.” As the proposal specifically contemplates a supermajority vote for amendments to the SOW, the reference to “simple” majority on page 11 of the response chart appears to be an error. (Page 42 of Bylaws matrix)	
13.	Confirm that Board approval is not required for CSC Charter amendments. Page 4 of the CWG Staff’s response chart states that Board approval is not required. Page 12 states that Board approval is required but this appears to be an error – please confirm. (Page 43 of Bylaws Matrix)	
14.	Confirm quorum requirements for IFRT meetings. The IFRT quorum is not addressed in the CWG Final Proposal. Page 13 of the CWG Staff’s response chart indicates that a “[m]ajority seems a small amount for quorum.” (Page 46 of Bylaws Matrix)	
Special IANA Function Review (Special IFR)		
15.	Clarify the process for determining whether there should be a public comment period and, if so, what topics that comment period should relate to. Page 13 of the CWG Staff’s response chart states that the “CWG-Stewardship adopts the Empowered Community mechanism of the CCWG-Accountability, and the process for escalation includes a discussion forum” but it is not clear whether the intention is to require the Empowered Community to make this determination following the CCWG’s escalation process (petition, community forum, etc.) or whether the intention is to hold a Community Forum before a determination is made to seek public comment. (Page 49 of Bylaws Matrix)	
16.	Please confirm GNSO and ccNSO supermajority approval threshold. Page 1 of CWG Staff’s response chart refers to supermajority voting of the relevant SO, but page 11 of the CWG Staff’s response chart states that the CWG “has agreed to keep the current practices (i.e., simple majority voting) for both the GNSO and ccNSO.” As the proposal	

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	specifically contemplates a supermajority vote for recommendations of the IFRT relating to the Special IFR, the reference to “simple” majority on page 11 of the response chart appears to be an error. (Pages 49-50 of Bylaws matrix)	
Separation Process		
17.	Please confirm GNSO and ccNSO supermajority approval threshold. Page 1 of CWG Staff’s response chart refers to supermajority voting of the relevant SO, but page 11 of the CWG Staff’s response chart states that the CWG “has agreed to keep the current practices (i.e., simple majority voting) for both the GNSO and ccNSO.” As the proposal specifically contemplates a supermajority vote for the creation of an SCWG, the reference to “simple” majority on page 11 of the response chart appears to be an error. (Page 52 of Bylaws matrix)	
18.	Please confirm GNSO and ccNSO supermajority approval threshold. Page 1 of CWG Staff’s response chart refers to supermajority voting of the relevant SO, but page 11 of the CWG Staff’s response chart states that the CWG “has agreed to keep the current practices (i.e., simple majority voting) for both the GNSO and ccNSO.” As the proposal specifically contemplates a supermajority vote for any SCWG recommendation with respect to a Separation Process, the reference to “simple” majority on page 11 of the response chart appears to be an error. (Page 55 of Bylaws matrix)	
19.	Determine number of days within which ICANN must take all steps reasonably necessary to effect SCWG recommendations: <ul style="list-style-type: none"> As promptly as practical (and within [●] [days]) following the SCWG recommendations, or in the event of an SCWG recommendation to initiate a Separation Process, as promptly as practical (and within [●] [days]) following the approval of such recommendation, ICANN shall take all steps reasonably necessary to effect such SCWG recommendations. (Page 56 of Bylaws Matrix) 	
20.	Confirm whether to address Expressions of Interest, removal, vacancies and chairs of the SCWG (similar to CSC). The CWG Final Proposal is silent. (Page 58 of Bylaws Matrix)	
21.	Confirm number of chair(s) of the SCWG. (Page 59 of Bylaws Matrix)	

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22.	Confirm quorum requirements for SCWG meetings. The SCWG quorum is not addressed in the CWG Final Proposal. Page 13 of the CWG Staff's response chart indicates that a "[m]ajority seems a small amount for quorum." (Page 59 of Bylaws Matrix)	