

ICANN

**Moderator: Brenda Brewer
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10:00 am CT**

Coordinator: Recordings are started.

Leon Sanchez: Thank you very much. Welcome to the ICANN CCWG Enhancing ICANN Accountability Sub Legal - Legal Sub Team call. This is our meeting Number 11 on April 15, 2015.

I thank everyone on the Adobe Connect room. And I would like to call for anyone who is not in the Adobe Connect room at this point to state your name so we can add you to the roll call.

And if there's anyone in the phone which that is not in the Adobe Connect could you please kindly say your name at this stage? Okay so I don't seem to (unintelligible) to anyone. So I first of all I apologize for circulating the agenda on a very short notice.

As you may know we are all clearly swamped into many things. So I'll try to avoid this kind of short notice for future calls. And I welcome and thank for the feedback received on the agenda.

If I'm not mistaken one of the points suggested is that we should switch agenda items Number 2 and 3 to take care of agenda Item 3 first rather than 2. Is that correct Sabine?

Sabine are you on mute?

Sabine Meyer: I was just struggling with the telephone.

Yes but that was just a quick thought just I felt like in case we run into overtime which seemed likely after yesterday's discussion it would be easier to compensate if we switched two and three. But, you know, that's really so not a hard point. So if you just like to stick with the agenda that's perfectly fine.

Leon Sanchez: Okay. So just to be sure does everyone agree with the proposed agenda at this point? I know there are a couple of items that are not properly reflected in the agenda and that of course we need to take care like scheduling for our intense session this coming next week.

And of course that would be included not only as a - any other business too but I would recommend that we jump into that right after we finish agreeing on the agenda.

And if there's any other point that I might be missing Greg I remember you suggested a couple of points but I don't have them fresh in my mind. Would you please remind me of them?

Greg Shatan: Thanks Leon. It's Greg Satan. I think primary was just scheduling since we have, you know, have to deploy our troops effectively.

And then there are just, you know, various items that came in. And the most recent one I recall was the email from Sam Eisner with a bunch of questions that are really, you know, illegal in nature. And therefore, you know, we need to decide and prioritize if we are going to decide to have counsel review and respond to the thing.

Thanks Greg. So well if you don't mind I would like to go direct into scheduling. As you know we will have a very easy agenda next week. We will have intensive session on Thursday and Friday.

And there has been the question raised whether we will be needing the presence of or the attendance of lawyers to any and each - to every and each goal on this in terms of work basis.

And while my feeling is that while we don't need to have the lawyers at every and each call there might be some that of course that will demand that we have lawyers present. And maybe some kind of interaction would be required as well. So at this stage it is very difficult to finalize assignment on scheduling because we don't have the agenda at this point.

I guess this would be something we will be able to decide on Tuesday. Tuesday will be the day which I think we will have the agenda for our (unintelligible) work session ready.

And from there we could of course decide whether the lawyers need to be attending which calls and what would be the expected interaction that we would be holding with them. I see Robin's hand is up. Robin could you please take the floor?

Robin Gross: Thanks Leon. Can you hear me? This is Robin?

Leon Sanchez: We do hear you Robin.

Robin Gross: Great. I just wanted to comment on the issue of do we want the lawyers at the meeting. And I agree that we certainly don't need all of them or even many of them.

But I suspect we will need at least one maybe two at these meetings because we are working so fast and these proposals are, you know, we've already seen that they've gotten some information wrong about what's actually in the proposals.

So if they can actually one of them can actually participate in one of these meetings even if it's just to listen in so they know what it is that we're up to and what these proposals actually entail I think they'll be in a much better position when we're asking them to evaluate issues because they will have had the context, they will have had the background, they will have understood what it is that we're trying to achieve because they were in the room when the discussions took place.

So I think we may want at least one lawyer in the meetings. Thanks.

Leon Sanchez: Thanks Robin. And I agree with you. And I think that this was also mentioned by Greg while we don't want to overload our calls with lawyers well, there is of course the need that we should or the perception that we should at least have one of the lawyers present so they can brief and turn the larger group of lawyers on the coordination calls.

So I would say that yes maybe one lawyer at least on each call would be desirable. And depending on the topic that each of the calls is dealing we

might request that the lawyers or more lawyers be present. Greg I see you raise your hand. Please take the floor.

Greg Shatan: Thanks Leon, Greg again. Just reflecting back on what the CWG was able to do with regard to the lawyers during our high-intensity period which included earlier this week we were able in the agenda to kind of segregate times when we were talking about things that were more technical or operational in nature and the really didn't require any legal oversight or comment. And we, you know, excused that the lawyers from those meetings.

Now it may be that, you know, given the different nature of our work in the CCWG that there is no real technical or operational level of what we're doing. And everything that we're doing is essentially about governance and structure and powers and mechanisms. And therefore it may be that there is actually no downtime where in terms of legal relevance.

But I just I see Avri is saying the same thing in the chat. So I think it's - I throw it out there as a concept but again recognize the concept, applying that concept may result in the same result which is we need lawyers period.

Leon Sanchez: Good. Well then we have an agreement. And I think the action item would be to of course notify the lawyers that we will in fact be needing at least one of them each call.

And as soon as we have the complete agenda depicted or established we will be able to further instruct them to attend or interact in any of the calls on the agenda.

And one more thing that I'm thinking at this point and I would like to put on the table for us to consider is that while - I mean while we will be having a

very packed agenda with this intense session would it'd be convenient for us as legal sub team to let's say have one hour or two hours session in-between our intensive sessions just to kind of see where we're at, how we're making progress and depending on that of course have the lawyers for it iron out the details that might be needed for let's say the second day of our sessions in order to better accommodate the different needs of the different working parties?

What do you think about that? Would it be feasible? Would it be an overly load agenda as it is already? Am I saying something that is completely nonsense? Greg I see your hand is up.

Greg Shatan: Old hand.

Leon Sanchez: Old hand, okay. So I see Robin kind of agrees. David also agrees. So then if we all agree potential lethal but smart yes. I do agree with you Sabine.

And while with this in mind I would then turn back to my co-chairs and staff to see how we can arrange a legal sub team session in-between our intense sessions of course to have a review of what's been done during the first calls or the first meetings of this intensive session so we can better provide guidance to working parties on the points that might be needed to address.

So okay, I think this covers our scheduling point of the agenda. Is there something I might be missing that should be taking care at this point with regards to scheduling?

Okay so I see no one - I see no one raising and I see - I'm sorry I'm just I am reading Sam's comment on the chat and well yes, I agree with that. But Sam would you like to comment on that so we can have it on the recording?

Samantha Eisner: I mean it's - to me it's clear that we do need to set the expectation when we - okay so, you have no (audio).

So just to be clear what you're stating and which with I agree is that we should be clear to lawyers of the expectation on whether we want them to observe the calls or we want them to participate on each. Is that right?

And then what Robin says is true. We would be thinking mostly on observation since we are only considering having one lawyer at least in each call. And depending as I said on the final agenda we would be asking them to maybe take more participative role depending on the issues being addressed in each call. So yes we will make sure that this is clear or clearly set on the expectations for lawyer's participation.

Well with that in mind I would like to go to the next point of the agenda which is the review of the comparative chart on member designated structures. I don't know if staff has this comparative chart in hand. Could you please confirm if we do have it so we can display it on the Adobe Connect room?

That is effective. Thank you very much. So Robin since you were kind enough to set up this very useful chart would you agree to take us through it and of course provide the details on how you did this?

Robin Gross: Absolutely. Absolutely. And I just put a link to where it lives in the Google Docs up on the Web as well because it may be easier for some people to read in that format. Now where did it go?

Leon Sanchez: Thanks.

Robin Gross: Okay. Here it is on my page. So what I tried to do here -- and it's really just a start -- is to tease out what are the specific six community powers that we're trying to achieve.

And looking at the sort of two models that seem to be at the top of our list right now looking at whether or not we can get that right and if we can get that right how would we enforce that right? And so I think once we have that information I think we can start to ask some more questions.

I think the list of questions that or issues that Sam sent out overnight is also extremely helpful and really can help us build out an understanding of what these different models would look like in order to do our comparisons and evaluations.

Okay so I'm not sure how much detail you want me to go through it. But basically what - in a nutshell it looks like all six of the powers that we want can be created in either model.

It's a little bit more complicated in the designator model because we're going to have to be more reliant upon bylaws and contractual provisions whereas the membership model it's more clear because things are in the statute.

Although it looks like there will also need to be some contractual enforcement mechanisms put in place as well it's not entirely as clear as we'd like.

Oh, what else? Oh, I think with either model yes one point I wanted to raise and I think others have raised it on the list as well is we've got for enforcement under the membership model rights being enforced through a lawsuit.

And as we've, you know, thought about this a little bit more we really we don't want to have to go and file a lawsuit every time we need to exercise our rights.

So I think it doesn't matter which model we go down if it is a membership model or a designator and power designator model, we're going to have to create some kind of intra ICANN judiciary for trying to resolve some of the disputes that could arise from some of these powers.

And I don't really see a way around that because people don't want to have to go to court in order to enforce some of these rights so we're going to have to come up with some kind of a mechanism in either model in order to find a better way to do that.

Leon Sanchez: That's great Robin. And of course I want to state for the record that at least I am very thankful for this work you did. This outstanding and very helpful.

And I see David's hand is up and then next would be great. So David can you please take the floor.

David McAuley: Thank you Leon, apologies for being late. This is David McAuley. Thank you Robin for this work.

I would simply say that I too agree that the hope is we will not have to rely on litigation or spilling the board.

My expectation is it would put accountability mechanisms in place at different levels so that won't happen, you know, that this will operate like any normal corporation whether it's discussion, negotiation, et cetera, et cetera, and it won't work.

In the case of litigation however I suspect -- and this is something we might put to the lawyers -- that litigation based on a violation of a corporate provision as opposed to a contractual provision may be easier to succeed on.

I'm not sure of that but there may not be any need to show damages. And so those are the things I think we need to look on.

In the background of all this we need to be sort of sensitive to the idea of I think (Matt) you brought it up yesterday that up to next Friday we sort of need to focus on the ability to get the sort of directional proposal out there. And how this fits I don't know.

I mean because there is a lot of detail. And it's possible I suspect that at the end of the day the proposal will say on the table are the membership and designator model and any other model in response to Thomas Rickert's question. But those are my thoughts right now. And I appreciate the work that's been done.

I think the issues are on the table and I look forward to getting into them deeper, I'm just not sure when. Thank you.

Leon Sanchez: Thank you very David. Next in line is Greg. Please Greg could you take the floor?

Greg Shatan: Thanks Leon, it's Greg. First, you know, obviously this is, you know, a great deal of work and been very helpful.

I'm concerned that the larger group of the CCWG looking at this as well as those external would think that under the membership model we end up going to court all the time and if we want to do anything.

I think that's an inadvertent impression but a dangerous impression to give to the group or to anybody who's looking at this.

More specifically I see kind of two problems and therefore two solutions to making the chart, you know, more representative of our - the advice we've received and the mechanisms and powers that we are looking at.

First I would suggest that everything under how can right be enforced under the designator model should be repeated under how can rights be enforced in the membership model. You know, for instance under approved bylaws is that that would be triggered pursuant to a procedure in the bylaws I believe.

Secondly but under in the same row for approved bylaws it says right to enforce to remember lawsuits. So that's not - so that's the first kind of problem.

Secondly I think there's actually a little bit different meaning to the second column in the first group rather than the second group.

And I think we actually need to have three columns under each. I think one should be how can the right be exercised and the third would be how can the right be enforced?

And by enforced I would mean and maybe we drop a footnote to this what happens if ICANN refuses our attempts to exercise that right if the board members say no thank you?

We're not - you think you were calling us but we're sitting here. What's our recourse then? It's really, enforcement's really of our recourse and not about exercise.

But I think we need to extinguish exercise from recourse or enforcement and put those separately. I think that will also, you know, help to parse out the difference between litigation and other efforts because litigation is not in any way a - about exercise of a right unless you're under very - unless you're under a very difficult regime which thankfully we're not under a regime where we have to sue every time we want to do something. That would be trouble.

So I think with those changes -- and I apologize for suggesting changes -- you know, I'd like to help if I can as well since I believe people who suggest changes should always be willing to participate in making the change rather because otherwise they're just complainers. I think that those changes would help kind of put what's going on in here more carefully.

I think it would probably also revealed that the litigation that is referred to in the second column of the membership model is really an extra power or extra right that members have by statute which is, you know, basically a derivative lawsuit. And that's a power the designators don't have.

So designators have one less option than members, not a different series of options but just fewer options. And members have one more option not only the sole option of running to court. Thanks.

Leon Sanchez: Thank you very much Greg. And I find this point very useful as other members have already expressed in the chat.

And well I - my question would be would you be willing to take on the task of adding the changes or may be Robin since you are the original offer of the type would you be willing to take on the task?

I leave it up to you guys to of course decide whether - okay I see Robin is agreeing to it so that will be very helpful.

So while I don't think we have much to discuss on the chart at this point and I see David has raised his hand and I will turn to you in a moment David.

But if you agree maybe we can have - I mean the lawyers have been already tasked with reviewing this chart since we know that working party one will be needing their input before their call for Friday and (unintelligible) adds assured that it will be delivering before Friday.

So it would be excellent to just when council joins us in half an hour to let them know that this is not the final version of the chart and we will be updating them with the chart, with the modified chart maybe later today so they can continue to review.

I mean this - there - I expect that no additional information will be put on the chart but only columns for the lawyers to fill in.

So if you agree we can do that later with lawyers. And now I'll turn to David. I assume that Greg that is an old hand. If it's a new hand we'll of course then you would be next okay.

So I turn now to David. David could you please take the floor?

David McAuley: Thank you Leon. And I raised it just as Greg and Robin were weighing in on the workload and I appreciate both of the volunteers.

I just suspected at the time that maybe we should ask the lawyers to do it because we're going to give them this chart and just, you know, with Greg's additional questions about exercise and the right to litigation, et cetera.

So but in any event it's not a big deal. So I will withdraw now. Thank you.

Leon Sanchez: Thanks David. So with this then I would like to go to the next part of our agenda which is the review of the different issues arising from discussion and legal presentation by council and of course the different threats in our emailing list and the general list as well as those questions and concerns raised through the Adobe Connect room in our call yesterday.

I have compiled a list of different questions with regards to for example IRP spilling the board for an action, internal bylaw options triggering any actions on the board for inaction and of course those questions submitted by Samantha to the list.

And well I think that what we can do for the moment is just to prioritize these questions. I would think that the questions raised by Samantha should definitely be assigned to lawyers.

And I would like just to call for agreement on this and just kind of feel the temperature of the room if we do agree on assigning the questions to lawyers. Okay I see Greg is agreeing, David's agreeing, Robin is agreeing. Ed Morris is agreeing as well.

Okay so we'll then we will definitely be assigning firmly these questions to lawyers later today.

And with regards to the brief list that I compiled from different participants one of the questions is what would be the maximum achievable level of works than the of our board decisions for outcomes of a standing panel made of panelists that are not members designators but independent experts.

This of course is with regards to an independent review panel. And I think this is a valid questions - valid question that should be raised.

And if you agree I would be also assigning these questions. And Sabine says that we feel the need to prioritize with regards to some of the questions already passed on. That is a very good question Sabine and of course I would now open the floor for comments.

I see Sam is has already her hand up so Sam could you please take the floor?

Samantha Eisner: Can you hear me?

Leon Sanchez: We do hear you a little bit far away from us but...

Samantha Eisner: Is this better?

Leon Sanchez: Yes.

Man: That's better.

Samantha Eisner: This is better? Okay great.

On the questions that I submitted to the group I just wanted to suggest that maybe when we send them over to the lawyers we give them the ability to say that some of them are not for them to answer.

I think that some of the things that I posed were a bit about internal dynamics that might be better answered through the CCWG versus getting some specifics about what some of the legal advice meant.

And so in terms of prioritization if there are things that they think that they can't answer because they relate to ICANN internal dynamics or specific issues relating to a specific AC or SO that we tell them that those questions are of - are really maybe not a priority for them to answer or maybe they can give us back the list of the things that they think that they're not in a position to answer at this point, they can focus more on the legal questions and then on the other legal questions coming out because I think some of them are just accountability discussions we need to have as opposed to things that they can advise us on.

Leon Sanchez: Thanks Sam for this and while I would say that rather than just assigning the whole set of questions to the lawyers with this note in mind I would rather make the exercise of us having filter the questions that we would be - that we do need the lawyers to actually answer for us and that do not deal with the (past links) that they would of course won't be able to answer because they're some kind of ICANN and internal questions.

So it would be very helpful if you could just signal which are the questions that you would definitely be in a position to assign to the lawyers and we will assign them. Would that work?

Samantha Eisner: Yes, thanks. I'll take a first path through and just circulate back to the list based on the - I think the nine questions and just make sure there's agreement on how I parse them out. And then we can send the ones that seem to be legal over to them.

Leon Sanchez: Excellent. Well so as I was saying so we have these other questions with regard to Independent Review Panels. And that takes me to the Working Party 2 issues.

Add an agenda item we have for today is of course reviewing with counsel at least an overview of the Working Party 2 work so for me. And I think this would be very useful since we have already have some kind of guidance with regards to Working Party 1 templates.

But we haven't received any advice with regards to Working Party 2. And this is of course also of the essence for an overall or holistic approach of any proposal that we will be making.

So as I said I have some questions here. And I think I can paste them to the chat. Let's see if I can (unintelligible) chat so we can of course review. And no I'm not able to paste them on the chat. And no David I wasn't able to send them to the list and I apologize for that.

I will be however pasting this on the SkyChat for (Alice) so we can have them display at this moment. There we go. So one other question is that the IRP panel's power be extended to include the absence of decision by the board.

This of course refers to board inaction. And the question would be set so that we get items on whether an Independent Review Panel could have a binding decision to force the board to act on inaction. I see (Alice) is uploading the

questions. Thank you for that. So the first one is the IRP that I was just saying. The second one is forcing action on the board.

Then we have another question with regards to internal bylaw options that clearly the current document is based on the assumption that enforceable means the parties could go to court to force execution of the decision if the community agrees that the threat of board dismissal was providing enough incentive and was ready to settle with community powers working forward to reconsider would a set of changes in the bylaws be sufficient to implement the set of powers described bylaw changes from a board (unintelligible) budget (star plan) (unintelligible)?

I think that this question will be answered with the review in part with the review of the charts of the different models. And I don't know if this question should be formally assigned to the lawyers until we wait to have the review from the chart. Any thoughts on this? I see Sam Eisner. Sam please take the floor. Sam?

Samantha Eisner: Oh, sorry about that. I was just reconnecting my audio. I wonder if that question is actually a different question than just how do you use bylaws in the membership structure how do you use bylaws in the designator structure? Is the question one of how you - how could you use bylaws to achieve these things? I don't know if it is a different question than what we saw through Robin's chart.

Leon Sanchez: Okay. What your thoughts David? I see your hand up?

David McAuley: Thank you Leon. I had a little bit of trouble hearing. Did you give me the floor?

Leon Sanchez: Yes of course. Please do.

David McAuley: Okay. It's I'm trying to recall the legal advice but I believe that both membership and designator threw up some limitations on the IRP mechanism in that the board really can't take a directive from an outside body as I recall.

And so in order to give teeth to an IRP decision I sense that the advice is largely that in both sides we're going to have to go through that or go towards that with a contract with board members.

And I believe that the advice was that that can be done both for actions and inactions. And so I suspect - and this is critical I think. I mean obviously I'm a member of Work Party 2 and I admit we haven't really done too much with the templates yet.

But there's a critical thing. We're going to have some way to enforce it. I believe that it will be possible through some kind of a contract methodology and I doubt the bylaws will play into but that's just my sense of what we've been told so far. Thank you.

Leon Sanchez: Thanks David. I see next in queue is Robin Gross.

Robin Gross: Thank you. This is Robin. Can you hear me?

Leon Sanchez: We do hear you Robin.

Robin Gross: Okay. Great thanks. So my recollection of the legal advice on the issue of can we - how do we get a binding IRP is very similar to David's.

And also I remember what was recommended was that we could have a contract with the board when the board member takes his or her seat they basically file a I resign if I ever don't agree with an IRP decision letter that such that as soon as they're not willing to be bound to an IRP decision their resignation goes into effect. That's what the recommendation coming back.

Although there was another way to structure the contract as well still I think it was with a little bit differently but very similar. But it's the same basic idea the res- that the board member resigns if they don't agree to be bound to an IRP decision.

Leon Sanchez: Thanks Robin. Thanks David. So we'll just to have a little bit more clarity on how an IRP would help the process we're going through like at this stage I mean build our proposal.

I would of course task the lawyers on going through the documents the templates of Working Party 2 and have them review them and provide their advice on which options would be needed to put in place so we can of course achieve the goals and provide the community powers and mechanisms that we're seeking to put in place. Do we agree with that?

I see Robins and David's hands are up. I don't know if - I assume that David's hand is a new hand.

David McAuley: It is. Thank you Leon. And I just wanted to comment on what Robin said. I agree with her that that's exactly what was suggested is a contract with a board member sort of a self-executing kind of contract.

And that idea was floated that disagreement with an IRP decision would sort of, you know, kick in some kind of a resignation.

As a member of Work Party 2 it's my intent that in that work as we do went to press for a little bit of a modified version of this because it seems important to me to have a mechanism that says hey the board got this right and the IRP panel got it wrong.

And so it seems to me there needs to be a way for the community short of self-executing resignation contract, a way for the community to say we disagree with parts of the IRP decision. You know, there may be some middle ground. And so I think it's going to be necessary obviously if the community doesn't agree with anything the panel says no one would make an issue of it.

But there seems to be some - there needs to be some middle ground before resignation would be invoked it seems to me and it's - that's basically what I hope to work towards in Work Party 2. Thank you.

Leon Sanchez: So this would be kind of a review process of the IRP decision right David?

David McAuley: Yes. In other words the power would be in the community to enforce an IRP decision where the board did not seem inclined to go along.

But short of some kind of a self-executing, you know, procrastination method where there was no middle ground it seems to me there needs to be a middle ground where the community says hey this is right in this decision and this is not. There may be some middle ground.

Leon Sanchez: Okay. Well this is an excellent suggestion of course. And I would kindly ask you to elaborate on this suggestion when we have counsel present on the call and we go through the review of the Working Party 2 work. Could you please do that for us?

David McAuley: Certainly.

Leon Sanchez: Excellent, thanks. So with this I think we're coming to having reviewed different questions well at least two of them. One of the questions one that was posed by (Paul Tony) and well he asks with regards to the membership model if this wouldn't raise (vacancies) for the community to enforce SO and AC structure on improvements.

In other words are we not downgrading SO and AC's accountability? What are your thoughts on this question? I mean would this be something that we need to assign to lawyers? Okay David is saying yes. Any other thoughts? Greg your hand is up.

Greg Shatan: Thanks. Great Shatan for the record and giving up on my speakerphone. The - I think this is one where the lawyers are going to have a little more trouble because this is goes kind of internal ICANN organization and structure and existing kind of SO AC functionality.

So I think they're going to need a little bit more background than there is in the question. And I'm not sure first what SO AC structural improvements would be exactly and why a membership model would make it difficult for the community to enforce them.

I'm not sure what the current methodology is that the community has to enforce SO AC structural improvements. And I think without that I wouldn't even be able to answer that question.

And I assume the lawyers no less than I do about the answers to those questions at this point. So I think this needs to be unpacked before it's

presented to counsel. Apologist for the fact that I can't do the unpacking because I am a little bit clueless about this question myself.

Leon Sanchez: Good suggestion Greg. And I agree. And maybe an action item would be to go back to (Paul) and ask him to elaborate on his concerns. We can of course have a better understanding of - on a general basis and in turn put it in front of lawyers. I see next in the queue is Robin. Robin could you please take the floor?

Robin Gross: Thanks. This is Robin. Can you hear me okay?

Leon Sanchez: We do.

Robin Gross: Okay. I think this I agree with what you both said so perhaps I should just take my hand down now because you guys have already kind of worked it through. I just wanted to say I think what they're trying to get at here are probably really important points that we do need to have fleshed out a little bit more so we can send these questions over to the lawyers.

Because I think it doesn't really matter which model we ultimately go down and I think we're all going to have to get our own houses in order. We - if we are going to be empowering the community which we are that means, you know, we all have to be a little bit, do a little bit better job in our own management of things.

And we'll have to have a lot of improvements across the board for transparency, for tightening up some of the lines of where one stakeholder group ends or another begins and can participate where and how many bites of the apple?

And, you know, there's a lot of issues like that I think that do need to be unpacked from this issue. So I think asking you to sort of do tease that out a little bit more would be really helpful. Thanks.

Leon Sanchez: Thanks Robin. Well and the last question raised through the mailing list was one of Working Party 1 that has been sitting for a week now I think. And it refers to one comment by Jonathan Zooks with regards to board inaction.

And the question is that which would be the mechanisms that would trigger or maybe the events rather than the mechanisms that would trigger the action from community to have the board act on something that hasn't been addressed?

So I think this question is a valid question and I would certainly pose it to the lawyers. But I also am aware that the answer would depend highly on which would be the final structure or proposal that we would be proposing.

Because I mean if we just ask the open-end question as to which would be the mechanisms and the events that would trigger action from community to force forth on some kind of an action then the questions would be endless.

So I think that this certainly would something we need to post to the lawyers. But I think we are - it might be premature at this point. Do we see the things the same way?

I might be mistaken on my take on this question and I would like - I would welcome of course other thoughts or confirmation on whether we see the thing the same way.

Samantha Eisner: This is Sam. I have to leave the Adobe Connect room. Can I be in the queue?

Leon Sanchez: Yes of course. Please you're next actually.

Samantha Eisner: Thank you. I was on the Stress Test Working Party call this morning and this issue came up. And I don't have the exact words of the question in front of me. So I wonder if it is something we wanted to send over I think we need a little bit more context in it.

One of the pieces the context would be, you know, there's a lot of discussion about how the board would be required to take on pieces of AC advice, et cetera.

And there has to give the context that an organization is already contemplating because the ATRT2 recommendations the bylaws change that requires the boards to acknowledge and provide information as to how they consider pieces of advice that come from advisory committees.

And I don't know if that gets too granular or not but at least helps give a path to just one of the things that the group seem fairly upset about this morning in the responses they've heard to date is that lawyers have just said well you have the board removal process if they're not doing what you think that you need to do. And so they didn't feel again that that was - it's kind of a consistent part of our conversation today that it's about the interim measures.

And so if we can say there's a pretty a path to getting a bylaws amendment about requiring them to do certain things so it comes again about how is it when the board - how do we get the board to address areas of inaction where there's the requirement for them to do something? And that might help get the answer moved forward in a way that seems helpful for the Stress Test group as well.

Leon Sanchez: Thanks Sam. And well from what I'm taking away from this is that another question that we might be assigning to the lawyers and that is of course linked to the review of the chart with the two different membership structures rather members or designators would be to assign them with the task of telling us or advising on which would be the different escalation processes that would be available for the community to enforce their rights before going to the last resource which of course would be removal of the board.

So I think we can agree that this is also a question that needs to be clearly stated to the lawyers so we have clear answer from them as well. Do we agree on this?

Samantha Eisner: Can I be back in the queue?

Leon Sanchez: Yes you're next.

Samantha Eisner: So on that point I agree that that is a question that we need to ask them. But I don't know if it's something that they need to go and design. You know, I think that there's so much work that's happened throughout the group and so many different areas that we could ask them to look more specifically at some of the issues that are in the templates for example.

I know in the Work Party 1 template there were items that were laid out that, you know, this is how we - this is the goal we'd like to achieve. There are a lot of different things laid out about how we can achieve them.

And then much of the legal analysis that we saw was about the topline ultimate enforcement mechanism. And I agree it goes to what we're asking to have filled in on this chart.

But I don't know that we need the lawyers themselves to just say all oh, this exactly how you have to do it. We have a lot of ideas. I think some of it is asking, you know, we are - we already thought that we could do X, Y or Z.

Are there problems by doing this within the structures as opposed to not just how ultimately we can enforce it. That might be a way to get some of their work done more quickly than asking them to develop escalation paths for each one of these items.

Because that also really requires them to have a much deeper understanding of how people interact within ICANN and I think that's one of the places that we're seeing that their advice isn't necessarily - that's not where their expertise is. And so I think we worked in the work that we already have in place. That would be my proposed starting point.

Leon Sanchez: Thanks Sam. Any other thoughts on this? I see (Jeff)'s - (Oppenheimer) has already joined us and I am not sure if anyone else from counsel has - is will join us already. Rosemary Fei is also with us already. And I see David McAuley's hand is up so David could you please take the floor?

David McAuley: Thank you Leon. David McAuley for the record. If we're still on or we still the ability to raise things that - reviewing issues that came out of yesterday's discussion I'd like to raise one thing.

Leon Sanchez: Please do.

David McAuley: Okay I'll try to do this quickly. I think that Chris Disspain raised an important point on the CCWG call yesterday about minimizing structural change to ICANN.

And I think it's either something that we'll need to think through or maybe we'll need to get legal advice on if there's any alternatives or whatever. But I think if I heard him correctly minimizing structural change would be given an equivalent weighting in what we do to the effectiveness of the changes to enhance accountability.

And Chris knows more of this than I do. And maybe I didn't hear it correctly but if that's in fact what he was saying that's where I would part ways. And I would say that nothing's more important than getting some effective and realistic and varied accountability measures in place they can't be undone by the board.

And so I just suspect it's an issue that came up out of yesterday's call. And I think that we should keep it in mind as we try and drive towards a high level directional document next Friday. Thank you.

Leon Sanchez: Thanks David. It's good that counsel is already here so they were able to listen to this directly and will of course this is something that we will ask them to keep in mind.

Are there any other comments on what we've discussed so far? Can we jump into a briefing council on what we have just discussed in the previous hour so they can catch up with us?

Okay. So well, now I'd like to welcome our lawyers. I see that we already have one member from Sidley and one from - well but there's we also have Holly Gregory present, (Josh Hofheimer) and I see also Rosemary Fei.

So welcome all to this call. Thank you for joining us. And well so far what we've discussed is regard to scheduling which was something that was commented yesterday on the mailing list.

We would be asking you. We don't have a definite agenda at this point for our tenth session. We would be expecting to have this agenda on Tuesday I think. It is at least the aim of the co-chairs to have this agenda by Tuesday so we can of course circulate and everyone can make the agenda arrangements that they need to do.

And what we would be expecting from council is to have at least one lawyer present in each call. And of course depending on the final agenda we would might ask you to have more members present on certain calls.

And maybe in those calls in which you would be required to have more than one member of the team present then that would - that they could carry of course along some different in the expectation of your participation.

So we would definitely instruct you with the details on not only scheduling but also the expected level of participation whether we would be expecting you to only observe the call or if we would be expecting to - from you to have a more participative intervention.

Rosemary to answer to your call the schedule is fixed. I mean the days and the hours are fixed. We are only meeting one last session or one last call that it was suggested in the previous part of this call and which at the middle of our (in ten) session we would be having a legal sub team session to kind of take an overview of the work that has been done through the first day of the session.

And we can of course take care of those issues that require legal advice or legal input from the lawyers. And we can of course address any concerns that the working parties might have so we can better provide them with the information they need to have a closer version of a proposal of a final version proposal.

I see many comments on the having invitations gone out already? No, invitations haven't gone out already so as far as I understand. I believe staff will be doing so shortly.

And of course you should be getting this invite on your inputs as soon as they are sent. And I see (Josh) - is could we ask that invites for all the sessions be sent to lawyers now? The calendars are fixed.

So yes we will do that. So as an action item to staff could you please send out the invitations to the lawyers so they can of course the proper arrangement on the agenda and block those slots for us?

The only one session that is not that has not been fixed so far is the one that I was just saying a couple of minutes ago with regards to our legal sub team session.

And that is something I will be taking care of today for the co-chairs. And of course would circulate this information to the legal sub team list for considered an agreement.

And therefore if we do reach agreement today then we be adding this to the fixed meetings and of course to the agenda for our transition. Does that help Rosemary?

Excellent. So any other points of scheduling as it was commented on the mailing list? The expectation is to have the lawyers present on all the legal sub team calls of course all the CCWG regular calls and to clarify the recent confusion that arose with regards to having the lawyers participate on working party calls.

That would happen only on requests. So I please ask you to keep in mind that we would expect you to be present on the CCWG general calls, the Legal Sub Team calls and only a request on Working Party calls.

So I think that would clear the confusion that arose this week with regards to having you participating on Working Party 1 calls. Would that clear out the doubts with regards to scaling in on your side Rosemary and Holly?

Rosemary Fei: Yes. That's helpful. Thanks.

Leon Sanchez: Excellent. I see Holly Gregory's hand is up. Holly could you please take the floor??Holly are you on mute?

Holly Gregory: Yes. I'm here. Hi Leon. I was just saying if on the working party calls working parties decide that they'd like lawyers on the call we're happy to do it. Just if we could have a little bit of advance warning so we can try to get the most appropriate person on the call we would greatly appreciate that.

I do think it can be very helpful at times for the working parties to have that expertise available to them. We want to make it available and we just want to make sure that we have sort of the bandwidth available. So if you just give us notice, 24 hour notice is sort of the minimal that it would be helpful for us, we'd appreciate. So thank you.

Leon Sanchez: Thanks Holly. And we will definitely make sure that you get in time notice so you can of course accommodate with your schedule. So yes we will definitely do that.

And well now with regard to lawyers I think that would be it. Then with regards to the charts which you have been tasked to review yesterday night which is the comparative charts on the different models with either the designator model or the membership model I like to update you on this.

There will be a change to this chart. There will be some columns added to it. And I mean you can go ahead and begin reviewing this chart and make your comments on the chart.

And but I will be handing you an updated version of the chart which will as far as I understood it will know - it won't ask any information to the chart but rather provide to extra columns to take care of issues on how would the powers could be enforced, et cetera.

So I think Robin has pasted the link to the chart on the chat. And this would of course be updated accordingly to add the columns that we discussed previously in our call. But I would encourage you to begin reviewing the information in the chart so far. I see Holly's hand is up. Holly could you please take the floor?

Holly Gregory: Yes. Can you hear me?

Leon Sanchez: We do hear you.

Holly Gregory: We have - we've begun the review of the chart. We had a request from Jordan that we try to have it ready by Friday for a call.

We will take all good efforts to have it by Friday. I take it that it is now up in that link and that is the chart with the extra columns that you want us to work from or are we to wait Robin until we get an updated version?

Leon Sanchez: I think that Robin...

Holly Gregory: That's a question for Robin.

Leon Sanchez: Yes. Robin would you like to answer to Holly's question?

Robin Gross: Sure. Yes, this is Robin. So we just talked about some places in the chart where we wanted to add more information. For example we want to add a column about how would the right be exercised?

We want to add more information, more enforcement mechanisms under the membership model. Probably we're going to need some kind of inter-ICANN judiciary or dispute process to resolve any disputes that could come from either side.

So I will do the next day or so. And then I would say work from that one because it will be more complete and it will be more helpful to have that one reviewed.

Holly Gregory: So this is Holly. That's very helpful Robin. If I may that's very helpful. We had started to review the other chart. I don't know if this - we don't get this from you for 24 hours that we'll be able to meet the requested ability that (Jordan)'s group wanted to talk about this chart on Friday. So please, you know, let us know what we can do to help expedite it would be appreciated. Thank you.

Leon Sanchez: Thanks Holly. So of course we will make sure that to get these updated charts at the soonest at the earliest. I see Robin has that within the next 24 hours she should have it. So I think this would help - it will help you deliver it to (Jordan) in time.

As I said the modifications to the chart won't have any information but only columns that should be filled in with the proper comments from you. Next on the queue is Greg. Greg would you please take the floor.

Greg Shatan: Thanks. This is Greg Shatan. I have an alternate suggestion for how to move forward with both the second version of this chart and the legal review of this chart in a way that might make it more likely that (Jordan) has it for the meeting for which he requested it.

I think if we give council a little bit more information about what the amendments to the chart would be is something that they could carry out as part of the review conceivably, you know.

So I think the concern was twofold. One the columns, that the right-hand column of each model inflated the how a right is exercised with how a right is enforced. In other words what is the recourse if the initial attempt to exercise the right is rebuffed or ignored by ICANN the corporation?

And the way the chart was set up it - the enforcement right, you know, through derivative lawsuits was seen - was made to seem or appeared to be the only enforcement capacity that members have whereas, you know, there are a number of ways.

And it made it seem as if that was if you compare the two columns, the two right-hand columns, the right-hand column for designators was really more about exercise rather than enforcement.

And the derivative right is really an additional - the derivative suit right is really an additional arrow in the quiver of members that designators don't have. So I think that's the cleanup that's intended is to add this kind of a second middle column how can the right be exercised?

And then for each of the two to fill in both the second and the third column some of - a lot - certain amount of that may be just moving information around that's already in the chart.

Some of that may be adding more items and specifically I thought that the how can right be enforced which should really be moved over to the members that's in the designators side should be moved to the membership side but really more under how can the right be exercised.

So I don't know if any of that helps or if perhaps it would help is if I took a crack at making some quick changes since I probably understood my explanation better than any than other people.

So I'm somewhat open to that but my calendar this afternoon is also kind of a nightmare. The earliest I could turn to making changes would probably be during the timeslot of the WP1 meeting which is maybe can start doing something around 4 o'clock, you know, 5 o'clock New York time.

Thanks.

Leon Sanchez: Thanks Greg. Next in the queue is McNicholas. But I would - I see that Holly might have an immediate reaction to this so...

Holly Gregory: Yes.

Leon Sanchez: ...I will turn to Holly at this point.

Holly Gregory: Yes Leon I do have an immediate reaction. So look the more information you can provide to us about how you would like the chart to look we want to make sure that we sort of meet your expectations.

I also think that to the extent that Robin wanted to populate things it helps us understand how she's thinking and what of our points are hitting and what's missing, what we need to do better jobs of explaining. So having the chart to work from has been very helpful.

That said I think given the tight time frame we do need to be moving forward. And I'm a bit concerned and I want to make sure that we manage expectation around these enforcement mechanisms.

We have work to do to think about and research what kinds of enforcement mechanisms we can help build in addition, you know, to prior to having to go to use the sort of the judicial mechanisms that are available.

So I'm not sure that we can answer that question entirely by Friday. We do think that there are mechanisms that can be built but we need time to go work on that and think about it. And it's not something that we just sort of pull out of a hat.

So with that being said if Greg you want to send us a version of the chart that shows how you want the columns or even if you just, you know, sent us a PDF with hand scratching of where you think the columns need to move.

I do think that we do want Robin's great efforts in populating the chart with the ideas that she has. And we will start working now on those elements that we can work on.

But again I want to make sure that you understand that there is some real heavy lifting to do on that judicial side of the enforcement mechanisms. We think we can come up with things but we need the time to work on it. Thank you.

Leon Sanchez: Thanks Holly. Next in the queue is Edward McNicholas. Ed could you please take the floor?

Ed McNicholas: Just briefly following Holly just said what I was planning to say so I will not repeat that.

But it would be helpful I think in that process of understanding whether you - whether it's conflated to the chart would include the judicial enforcement or the private enforcement options or whether it should include both.

Obviously we could fashion something like an arbitral solution. The other alternative would be to fashion something that just explains the existing judicial rights that you would have to enforce if there are none in arbitration solution.

And those might be two separate sections. And it might become - you might look at it and get a sense that the judicial enforcement options are acceptable

so we don't need the arbitral mechanism so maybe there is a need for the arbitral mechanism in addition.

So if we could that would be helpful to get clarity about we were talking about who's deciding what issues under what standard. Those I think are the key questions that we need to answer going forward. It would be helpful to know whether you mean judicial or private arbitral enforcement of the rights.

Holly Gregory: May I respond?

((Crosstalk))

Holly Gregory: Leon may I respond: It's Holly.

((Crosstalk))

Holly Gregory: I was...

Leon Sanchez: Yes of course.

Holly Gregory: ...assuming we were going to be looking at both and that you were talking about building internal enforcement mechanisms in addition to what the external enforcement mechanisms are.

Leon Sanchez: Yes I think that's right. And I see Greg has some comment on that. Greg could you please take the floor?

Greg Shatan: Thank you. Just to reiterate what I had in the chat and probably also repeat what Holly said, you know, as we be looking at both the internal and external

enforcement mechanisms and those that already exist by rule of law or statute as well as those that could be created, you know, just for our purposes.

So probably want to find some way to distinguish those just with a single word, you know, like existing versus potential or something like that in the chart so we can have a full sense of the of them and parse through it relatively easily. Thanks.

Leon Sanchez: Thanks Greg. So the next step would be of course to hand you with the updated version on - of the chart. So if you can continue to review it and provide your input in time for (Jordan)'s call if possible and we will look into it right away. Are there any other comments from counsel or any other questions with regards to this chart? I see Sam has her hand raised.

((Crosstalk))

Holly Gregory: Now the - yes.

Leon Sanchez: Please go ahead Holly.

Holly Gregory: I just wanted to reiterate I think we have a clear understanding we'll put all good efforts. The sooner we get the chart the better. We're working on what we already have. And on the enforcement mechanisms we've got some real work to do.

So I cannot promise that that part of the chart will be slowly built out for the Friday call with (Jordan)'s group but we will do our best and we'll provide what we have at that time.

Leon Sanchez: We have it clear Holly and we appreciate the efforts. Thank you.

Holly Gregory: Sure, thanks.

Leon Sanchez: Next on the queue is Samantha Eisner.

Samantha Eisner: Hi. This is Sam. Just a question and members of the legal subcommittee, you know, feel free to stop me if I'm talking. But I wonder, you know, clearly there is an issue about the judicial enforcement. And one of the things that we had a concern on as we were looking at the ultimate enforcement mechanism that was stated was that it was only the ultimate enforcement mechanism.

And so there is a need to look at what else, what other kinds of internal solutions, what type of escalation paths can be done before the ultimate judicial right needs to be enforced.

And so I don't know if the group sees its necessary getting a lot of detail right now about specifics around this enforcement of the judicial right and rather having the work focused on more of the internal solutions.

But I would think that as part of the internal solutions is also it might be the creation of an internal judiciary or internal arbitration or dispute resolution mechanism that Robin identified.

But also I think this is where we tie into the WP2 stuff too that some of these - there are some accountability mechanisms already in existence, there are some accountability mechanisms that are really under scrutiny right now within the WP2 and seeing how those would be refined and put forward.

I'm wondering if that's a place where we should ask the attorneys to look at first to see if those are actually ways to achieve some of this stuff in terms of

enforcement mechanism instead of asking for the full development of a new internal arbitration mechanism which might also need to be developed but should we look at the work that we already have in place first?

Leon Sanchez: Thanks Sam. And I think this is a perfect link for our next agenda item which is the overview of Working Party 2. And we would go through the different templates that have been worked on Working Party 2. And this would of course clear out some of the points raised at this stage. And I see David McAuley's hand is up so David can you please take the floor.

David McAuley: Thank you Leon. David McAuley here for the record. I hope I didn't put it up too early but I think we did want to mention among the mechanisms that the Work Party 2 is working on is the IRP. And I think Leon you wanted me to go over some of the things I mentioned in the call earlier. Is this a good time or should I wait for a little bit?

Leon Sanchez: This is a perfect time David. I was just about to jump into the next point which is of course the overview of Working Party 2. I have pasted the link to the placeholder for the draft documents of the working party on the chat so we can all have it handy.

And I would of course ask you David if you could take us through a general view of what the Working Party 2 has done and of course with more detailing to the Independent Review Panel.

Leon let me speak to the IRP first because that's the one I'm more knowledgeable on. And I may defer to Robin on reconsideration request just because she's has been more - I've thrown some comments into the bin on reconsideration but I think Robin's been more active.

Let me just say too for back - let me back up to the IRP for a minute just so counsel are aware of where we stand on that. I think we expressed to counsel a very fond wish that the IRP mechanism could result in decisions by an IRP panel that would be binding on ICANN.

And the scope for IRP review would be expanded to be a much more substantive than the process oriented review that's available now. And it's our recollection that the legal advice to date is that that's really the binding part of that statement. It's not really on offer. It's a third-party cannot really give direction to a board.

And so we understand that and understand further that it will be probable to put some kind of teeth into an IRP panel to do it through a contract structure. And that's all well and good.

We simply wanted to note that if there is a contract structure in place it not be a self-executing resignation model on failure to pick up and adhere to an IRP panel decision but to have some middle ground, some wiggle room in the middle where it's possible the board is right and the panel's wrong in the community does not want the decision executed.

And also Avri brought up a good point this morning. And that is there ought to be some kind of a triggering mechanism, you know, to bring - and this is in the case of inaction to bring things to the board to act on where we think that there's action required. So that's really what I would say for now.

The Work Party 2 is also working - that's what I'll say now for IRP. Work Party 2 is also focusing on the core mission and values as you know. I think you've all been involved in those discussions. Reconsideration and ombudsman are also involved in that. And Robin I don't want to put you on

the spot but I think you probably know more than I do about the reconsideration process and where we are.

Robin Gross: No problem at all.

Leon Sanchez: Thank you very much.

Robin Gross: Can you hear me okay? This is Robin.

Leon Sanchez: Yes we do Robin. Please go ahead.

Robin Gross: Okay. I'll just right now post a link to the template, the current template for the reconsideration request so if anybody wants to take a look at that. So basically with respect to standing we're talking about adding standing to - on issues where one or more staff actions or inactions contradict established ICANN policies.

And this is the part we'd be adding its mission core values. So where basically we're adding mission and core values into the actions or inactions that ICANN cannot contradict broaden the types of decisions which can be re-examined to include staff action against ICANN's cores, ICANN's mission or core values.

Okay some transparency fixes like getting committee - the board governance committee summary dismissals documented and promptly posted to the Web site. Have less reliance on the legal department to make the board governance committee's recommendations and more board engagement on the decisions.

So one way to do this is right now request go to ICANN's lawyers for their first substantive evaluation and instead the request would go to ICANN's

ombudsman for the first look who would make an initial recommendation to the Board Governance Committee.

So that would be a change of who takes sort of the first look at a reconsideration request. Instead of it being ICANN's lawyers who have a fiduciary duty to the corporation it would be the ombudsman who would have more of an eye looking for fairness. So that was change.

All the final determinations of requests should be made by the entire board, not only those requests that deal with board actions. What else? Changing the deadlines a little bit so there's some changing - so right now you've got 30 days to file and this would be a change to 90 days.

Excuse me, I'm sorry. I'm looking at the wrong page. Getting decisions, okay so it would be - it would be changed from 15 days to 30 days. Sorry about that. I'm just trying to do this on the fly here.

And getting final decisions back within 120 days of the receipts so we could get decisions back from the board on this a little bit and try to speed the process up a little bit.

And a little bit more transparency about what briefing materials are supplied providing them to the requester so they can know the arguments against them and have an opportunity to respond. So those are the basic, the main changes in there. And if you just want to take a look at that template that can show you what we're working on.

But we need more eyes to look at this and more people to think about it. So and we're running out of time so please spend a few minutes with that and post your thoughts, your comments to the list. Thank you.

Leon Sanchez: Thank you very much Robin. And yes actually we will be tasking the lawyers to have a look at the templates of Working Party 2. We will be sending the documents to the same exercise would be with Working Party 1 templates so we can - we will provide you with the documents so you - the lawyers can turn back to us with their views on legal feasibility and of course different input that they provided with regards to Working Party 1 templates but this time with Working Party 2 with Working Party 2 templates.

And once we do this which would be of course to date this would be something that would be handed to you today I would like to have maybe a tentative time frame from you from the lawyers as to when we could have this work done.

I don't I mean and I am aware that we have already tasked you with a lot of work. And I wouldn't want to interrupt your focus on another task by just an arbitrary time frame.

So I would leave it up to you to define on how much time it would take you keeping of course in mind that the shorter the better. And I see - I don't know if David's hand is an old hand or a new hand.

David McAuley: Leon hi. It's David McCauley. This is a new hand. I just want to add to what you just said that in light of what (Matthew) said yesterday -- I think it was yesterday -- about what we're driving towards now is a high level document I think that - I don't know that we need necessarily detailed advice on the document that Leon's referring to but sort of an overview, a general view if there's viability here and things of that nature. At least that's my opinion.

And one reason I state that is Work Party 2 has been a little bit behind Work Party 1 in the pace of things. I going to take some separate steps to talk with (Becky) just a little bit about this in our schedule. But I say that as a member of Work Party 2.

So I would - my suggestion would be that we drive towards, you know, viability type questions right now for IRP reconsideration -- those kinds of things. That's my personal opinion. Thank you.

Leon Sanchez: Thanks David. And would like now to turn to Holly Gregory.

Holly Gregory: Thank you Leon. So I want - look we absolutely want to make sure that we get you the things as needed that - to help you drive your projects forward. We do need some help with prioritizing and, you know, so we have the chart for Robin. We have a series of questions that you've sent us already that we need to answer and we're working on. There are questions coming in from Sam Eisner that need to be addressed.

I'm sure there's something else that I'm forgetting. I take it that that all takes priority over this. To the extent we can do things in parallel paths we will try to do that. But, you know, it would be helpful to sort of know, you know, your thoughts on when you need this.

Because I don't want to come out and tell you, you know, I can say, you know, next Friday that's not helpful if you need it sooner. But if you don't need it by next Friday that gives - and I'm not meaning two days for now. I'm meaning a week later that gives us some wiggle room.

So I need some sense. We need some sense of when you really need it and also priorities. And, you know, it wouldn't be a weekend if we weren't turning documents for you all.

Thank you very much Holly. Yes I think that this takes priority would be assigned to the chart that you've already have in hand of course with the need of the updates that will be sent to you shortly. That would to my - in my mind priority number one so we can feed Working Party 1 with the comments on the chart for their Friday call if it is possible.

Then next on the priority would be going to the templates of Working Party 2 which would be helpful to have before our call on Tuesday and then rest of the questions and assignments that you are working on. Would that sound reasonable to you?

Holly Gregory: That's very clear. That's very clear and very helpful. So you need the Working Party 2 documents for a call that's happening next did I hear you say Thursday?

Avri Doria: Tuesday.

Holly Gregory: Next Tuesday.

Leon Sanchez: Tuesday.

Holly Gregory: Okay. We will take our best efforts and do what we can. It means that we are going to put down the questions that have been sent to us and we will return to those later.

I do think that some of the questions that have been asked have probably been answered in the intervening time period but we will make sure that we get back to those questions. Is that how we're agreeing?

Leon Sanchez: I think so. I think so and yes I would definitely go in that direction. And I see next...

Holly Gregory: Okay.

Leon Sanchez: ...in the queue is Robin then David and then Rosemary. So Robin could you please take the floor?

Robin Gross: Thank you. Can you hear me? This is Robin.

Leon Sanchez: Yes we do hear you.

Robin Gross: Okay. Well you've pretty much just laid out the priorities as I would have suggested as well. I think this template that we're looking at here, this request for reconsideration I think we're just kind of needing some sort of high level or do you - are we doing something wrong here? Are we doing something that's in contradiction to what we're doing maybe somewhere else?

But basically what the reconsideration request process now is as is it's in ICANN's bylaws. It's Article 4 Section 2 I believe. But it's all laid out there in ICANN's bylaws the - so these are - these would be bylaws changes where you see some strike-throughs and some red text and that sort of thing.

So it is, you know, important that it get the check by our lawyers that it's going to fly with everything else that we're doing.

But I think really priority is the issues that we're struggling with which is trying to come down to some kind of membership or designator model and the community powers.

And I think those are the questions and the issues that overall we've really been grappling with. And frankly this reconsideration stuff is kind of easy legally to figure out compared to that other stuff.

So I would also think that the priority would be on helping us figure out that part but also keeping in mind that we need to make sure we're not doing anything wrong here or contradicting something that we're doing somewhere else. Thanks.

Leon Sanchez: Thank you very much Robin. This is very helpful. And I think that helps the lawyers have more clarity on what we expect from them. And next on the queue is David McAuley. David could you please take the floor?

David McAuley: Thank you Leon, David again. And I was going to say what Robin just said. But can - are we confirming now that this is the high level review that Holly and Josh have described? I believe that that's right and I think that's what we should do and I add my voice to that. Thank you.

Leon Sanchez: I think we're all on the same page. I of course if there's any objection to this now is the time to raise it. If there is no objection then this is definitely the way we should be going.

So no objections so we have an agreement. This is definitely what we would be expecting from counsel. And I think this is clear and it helps the lawyers better do their work.

Are there any questions with regards to this last points on the slide. For counsel I see Rosemary's hand is up. Rosemary could you please take the floor?

Rosemary Fei: Yes. I was just going to suggest that as Holly noted I think that some of the questions that were asked now two weeks ago the ship has sailed or they've been answered.

And so it would make sense to me before you have us go back to the lower priority items based on today's priorities if the legal sub team actually went back through and decided do you really want and need all of the rest of the assigned questions?

Because we were just turning to those and I think my team has started on some of those since we hadn't gotten this new assignment yet. And I want to stop them but I also having looked at some of them think some of them are very repetitive.

Leon Sanchez: Thank you very much Rosemary. You're absolutely right and Holly is absolutely right of course. Yes this is something we need to do at Legal Sub Team.

And one thing that was suggested that hasn't been done already but will be of course a work in progress and will be done is you have a chart of the different questions that have been assigned to counsel and kind of reflect the status of each one.

And of course have compiled a list with maybe removing duplicate or reiterative questions so we can focus on what hasn't been already answered.

And of course we have the status of what's already been taking care of. I think that would be helpful. And I believe staff is working on this.

And as soon as we have this chart we will make it available to everyone so we can of course make the proper follow-up to the different questions that have raised in order to avoid duplicating efforts. Would that work?

Rosemary Fei: Yes.

Holly Gregory: This is Holly. I think that would work.

Leon Sanchez: Excellent, perfect. So we will definitely have this chart ready for all of us to keep track of the different work that's been done. And that will help us of course also prioritize next steps.

One thing that has been raised by my co-chairs and that there is a feeling we need clear confirmation is whether the IRP can be binding.

And I of course this is something that will be dependable on the different templates that you are viewing the charts, et cetera. I mean I know that this is not a one shot question and answer.

But it would be very helpful to have written confirmation by counsel on whether the IRP can be binding and maybe of course the dependencies or the conditions under which this IRP would be binding. So would this be possible?

Holly Gregory: Yes. We're going to look at that. We will add that into the priority list. I think it relates to the chart and so we're going to be working on that again as I said with the understanding that we've got real work to do to make sure to think about processes and mechanisms to try to support a binding IRP.

And we're going back to the drawing board a bit on that. So can't promise that we'll have that part of it settled by Friday but we're putting it that the top of our list.

Leon Sanchez: That is excellent. Thank you very much Holly. Well so next steps would be to send you the templates of Working Party 2 and the updated version of the chart so you can of course carry tasks that you've been assigned.

And at this point I think we've pretty much covered the points of the agenda. And I would like to open the floor for anyone to raise any other business or of course for counsel to request any clarifications or questions on what we discussed on this call.

I see David is typing something in the chat. I don't know if that is something that is going to - okay so I see no one raising their hand for posting any other business into the agenda.

So if we agree we could adjourn this call at this point. And we are finishing ten minutes earlier than top of the hour which is good for us. We have 15 hours - 15 minutes to spare.

So thank you all and we'll make sure you have the documents shortly so you can proceed with the tasks that you have been assigned. I thank you all for attending this call and I look forward to talking to you soon again. Thank you very much.

Woman: Thank you.

Thanks everybody. Bye-bye.

END