

**ICANN**

**Moderator: Brenda Brewer**  
**April 30, 2015**  
**12:00 am CT**

Coordinator: Please go ahead.

León Sanchez: Thank you very much and welcome to the Cross-Community Working on ICANN's Accountability Meeting Number 31 on April the 30th of 2015.

The roll call will be taken as usual with those active in the Adobe Connect room. And if there is anyone at this point that is not in the Adobe Connect room but is joining us via the phone bridge, I would like you to call and state your name at this stage so we can add you to the roll call. Is there anyone in the phone bridge that is not in the Adobe Connect room?

Sharon Flanagan: Hi it's Sharon Flanagan from Sidley just waiting to get into the room.

León Sanchez: Excellent, thank you. Anyone else on the phone bridge that is not in the Adobe Connect room?

Ed McNicholas: Hi it's Ed McNicholas also in the lobby of the Adobe Connect room. No, I got in.

León Sanchez: Excellent. Thank you very much. Anyone else on the phone bridge? Okay. Well then our usual reminder of filling your statement of interest if you haven't done so.

And if you haven't done so by this time we kindly urge you to do so and of course approach staff if you're having problems not being able to do so. Staff will be happy to assist you in filing your SOI.

And well we had our call on Tuesday. And for today, tonight, or whatever the hour is where you are at, we will be reviewing the changes that we're incorporating to the draft proposal.

We had a wonderful drafting team that worked very hard to incorporate the different comments and the different changes suggested in our calls and through the list so we can have a document for public comment.

And with no further delay I would like to turn to my co-chair Thomas Rickert for beginning the review of chapters 0 through 2. So Thomas could you please take the floor?

Thomas Rickert: Sure. Hello everybody again. This is Thomas Rickert speaking and I'm going to take you through the first couple of chapters of the updated report. We have the report in the Adobe room and you have the scroll control.

But this is exactly the wording that has also been circulated by (Adam), both as a PDF as well as a Microsoft Word document. So you can pick whatever option you like to follow our discussion.

We have worked on the document in several areas. So we've taken good note of the outcome of the discussion that we had two days back. And we tried to

incorporate all the changes that have been requested between the last call and the version that you see on your screen.

Nonetheless we would really like to encourage you to double check whether your comments, suggestions have been adequately reflected in this updated report.

There have been a few e-mails on the list over the night in my time zone, which to be quite honest I have not been able to fully digest prior to this call. So even though you went on record with these e-mails, please do make sure that you speak to the relevant sections in the report so that everybody's on the same page as to what finishing touches need to be applied to this report.

So before we go through the updated areas of the report let me just take two or three sentences to speak to the general setup of the report. You will remember that we have - we discussed that we need quite a strong executive summary outlining the essence of what we've been working on over the last couple of months because chances are good that people don't spend the time to go through all the reports, let alone the appendices.

And therefore we try to encapsulate the essence of what we achieved so far in the executive summary. So please do make sure that you go through these roughly three pages of text that set the scene for a conversation with the community. So that's a new part.

Apart from that we have put the former sections 1 to 5 into the appendices but we felt that it was a little bit rough for the reader to go straight into the description of the accountability architecture starting in Chapter Number 6. That's what it was previously called.

So we still kept short versions vis-à-vis the versions of the former Chapters 1 to 5 which are now the Chapter 1 - Introduction and Background. This is just to make sure that we make it easier for the reader to follow where we are than going with the concrete suggestions with the description of the accountability architecture and the powers and mechanisms in what we now call Chapter Number 2.

As we move through the text can I suggest that those who want to comment on specific sections now use the newly introduced numbers of the paragraphs. You know, that was a request - I think it was made by Alan Greenberg. And we've gladly taken that on to make it easier for not only our group but also the wider community to comment on what we have.

So with that I would like to open it up for comments, suggestions on the executive summary. Robin.

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

Thomas Rickert: Yes we can hear you all right.

Robin Gross: Okay. I just noticed that in the executive summary and several times throughout the document we refer to the particular preferred community empowerment mechanism as the reference mechanism.

And I just think that it just would be clearer if we just instead of saying the reference mechanism we actually say the membership model so, you know, people don't need to go get a decoder ring or whatever to figure out what we're talking about. I just think it's clearer and that's all. Thank you.

Thomas Rickert: Robin let's gather some more input from the group and then go back to that point. Alan?

Alan Greenberg: Thank you. Yes I support that. There was a pretty extensive discussion on the legal call today I think -- I've lost track of when it was - on what the term "reference mechanism" means. And we determined that it wasn't defined anywhere and it wasn't likely to be understandable by anyone.

We think it means the preferred solution but we really don't want to call it preferred. But I think we need some clarity on this and not inventing words which will be - just confuse people.

Thomas Rickert: Well certainly it's not added there to confuse people. I guess the starting point for using "reference model" was that we haven't removed any options from the table. And I think that the term "reference model" actually came from Mathieu who has put himself into the queue. Robin, is that an old hand or a new hand? So that was an old hand. So next is Mathieu please.

Mathieu Weill: Thank you Thomas. And thank you Robin for pointing out that reference mechanism was not very easy to understand for an outside reader from our group. And that's certainly something we need to take into account.

Membership model as an alternative I fear might lead to some confusions for some who might not read our report very carefully about who the members would be. And I fear that would raise some memories about the last time there were discussions about whether ICANN should have members and so on and so forth.

As a consequence I would - if we move from reference mechanism to something else, which would describe what this option is about, I would rather

call it ACO AC)membership model or something that would show that the members are of a very particular type.

And it's not you, me, or any organization being able to be a member of ICANN. So that would be my concern.

Thomas Rickert: Thank you Mathieu. Sebastien?

Sebastien Bachollet: Thank you. Sebastien Bachollet. First of all I want to thank you for the document but also express that I didn't read it. It came late yesterday. I know that there are people who are able to do a nine-hour (unintelligible) in a row and read it (unintelligible).

Thomas Rickert: Sebastien, you're breaking up on us. Sebastien are you still there? There seems to be an audio issue with Sebastien. I recommend we go to ~~(Josh)~~Josh and then see whether Sebastien is back on the audio. ~~(Josh)~~Josh?

~~(Josh)~~Josh Hofheimer: Thank you. I was just referring to what emerged in the chat, which I think is a sensible approach. We don't want to have reference mechanism and alternative mechanism.

To call it - was it AC/SO membership model and AC/SO designated model. I think it would be useful to get the word membership and designator in there because it helps orient people sort of clearly to the two kind of fundamental differences. But it doesn't create the individual connotation, so I think this is again was emerging in the chat, and it seems to make sense.

Thomas Rickert: Thanks ~~(Josh)~~Josh. In fact the suggestion of calling it AC/SO membership model gets substantial traction. So in order to begin to move on to other topics in this call with the limited time that we have I suggest we use that.

Nonetheless my recommendation would be that we still put that term into the definition section and clarify up front that no natural person, i.e. individuals, are allowed to be members but that OACs and the nom-comms are the only eligible members under this model.

So this is to take away concerns that ICANN might end up being an association with individuals or companies being members. So unless there's opposition to taking that approach I would try to hear from Sebastien again. So Sebastien can we test your audio?

Sebastien Bachollet: Is it working now?

Thomas Rickert: Yes it's working.

Sebastien Bachollet: Sorry I wasn't talking. I guess I was (unintelligible) on my Internet connection. Sorry about that. Sebastien Bachollet for the record. I just wanted to say first that I - it came late tonight. I know that there are people able to do so, even in the middle of the night. I am not.

But I would like very much that we start to ask at the beginning Thomas to where we are talking about something because I am lost. And my second point is that if we do change any wording on that issue I think it's important to keep in mind that it's not three for one. It's a reference to when we take to discuss during this document.

We may end up to choose another model but this one was taken as a reference one for developing this document. I think it's very important if we don't want to mislead the reader on things that are already a decision on what will be the best model in the future. Thank you.

Thomas Rickert: Thanks Sebastien. To answer to your point - firstly we have not spoken to a specific page. Robin was making a general remark that in several sections of the report reference is made to a reference model. And we were discussing in general how to use terminology with this text towards (unintelligible) is the preferred option of this group.

At the same time I think that you are correct that we need to make sure that there is - that this doesn't prejudice the final outcome of the deliberations of the group. So I would suggest we - maybe I can encourage you to do so as well, Sebastien. Go through the report. We have mentioned on a couple of occasions that there is no consensus call yet and that this is subject to further work by the group.

I hope this is clear enough. We try to be very clear on the status of our work. And if it's not clear enough please let us know whether we need extra clarification. Are there any - ~~(Josh)~~Josh I understand that your hand is an old hand? If not, please...

~~(Josh)~~Josh Hofheimer: No it's a new hand actually.

Thomas Rickert: Okay ~~(Josh)~~Josh. Fire away.

~~(Josh)~~Josh Hofheimer: So one point for clarification. It was mentioned that the nominating committee would be a member. And that's not entirely accurate and this actually is a clause that also comes up in the document. That paragraph was marked as paragraph 16. I'm not sure of the page number, but it's under the heading "Implementation." It appears on perhaps Page 6 on one of my versions.



But in paragraph 16 in subpart 1 there's a sentence that says to give SOs and ACs - no sorry. There's a sentence that says, "As unincorporated associations, the SOs and ACs would exercise the community powers set up as part of the report. Only the SOs and ACs as well as ICANN's nominating committee would become a member or can become a member."

That's not entirely accurate if you recall. And we actually just - (Greg Colvin) just posted a memo to the LISTSERV from the law firms and made it clear that - and we've talked about this before - that the nominating committee would either be a designator, and you can have designators and members together.

And the reason for that was not to reserve all the extra voting powers to the nominating committee. That would be reserved to the members. Or we also put forward in that memo, which people should review, the option around something like a delegate council, which is something we've been investigating offline as well.

The only point here is that I think that that sentence that's in Subpart 1 of Paragraph 16 should be deleted or modified so that it doesn't say that the nominating committee would become a member because that's not accurate.

Thomas Rickert: ~~(Josh)~~Josh that's a fair point. I think we can easily delete the sentence. I think that the decision whether or not the nominating committee would be an unincorporated association is yet to be made.

And I was wondering whether we should keep a sentence that clarifies that only SOs and ACs as well as the nom-comm would be eligible to membership. That would still keep it open. But maybe that's too complex for the executive summary.

So I would suggest for the time being we delete that sentence unless I see opposition from the group. So ~~(Jordan)~~Jordan is supporting the notion of deleting it. So we're going to have it deleted. And during the final proofread we'll make sure that in other places, if any, in the report this is also smoothed (sic) out. Any further comments on the executive summary please? Avri?

Avri Doria: Hi yes just a quick one. I put it in the chat but in Paragraph 11, its IANA function review these days, so it's just an editorial. But I wanted to make sure it got put in.

Thomas Rickert: Okay let's make sure that this is noted as an action item. So I see Paragraph 11 popping up in the notes, so that's being taken care of. Thanks Avri.

~~(Josh)~~Josh is that a new hand?

~~(Josh)~~Josh Hofheimer: Sorry, old hand.

Thomas Rickert: Thank you. Next is ~~(Jordan)~~Jordan.

~~(Jordan)~~Jordan Carter: Quick question, mainly for Avri I think. I've only skim-read the CWG proposal but doesn't it talk about two different reviews? Isn't one the IANA functions review and the other review the separability review or something? And should we be perhaps meaning that here is the question.

Avri Doria: I don't know. This is Avri. It's not definite yet that we're going to separate into two. And if you look at the CWG that's one of the open questions. Does the (IFRT), the (IFR) team continue and actually do that themselves? Or is a separate review started?

But in any case it wouldn't be put in as part of the AOC reviews. It would be a bylaws change in itself. And I don't know that this group could have to do it.

It could be proposed by the CWG in its own because it's not - its part of the separability mechanism. And yes that is ultimate accountability but it isn't specifically an AOC type review. Thanks.

Thomas Rickert: Okay on that point, can I suggest that, you know, should more modifications needed in order to accurately reflect the status of CWG work, you know, we're just reporting what CWG wishes. So I would really like Avri as well as others active in the CWG to double check those parts.

You know, that's nothing that our group needs to make a decision on, let alone the fact that we're not making any decisions now. But I think we do not need to put any changes rectifying references to CWG work in our group.

So can I suggest we take this offline in order to be able to make progress now?

~~(Jordan)~~Jordan I'm not sure whether that's an old or a new hand.

~~(Jordan)~~Jordan? That was an old hand. Avri?

Avri Doria: Yes and I just wanted to respond for sure, will do. In fact, have been doing. Thanks.

Thomas Rickert: Thanks so much Avri. I see no further comments on the executive summary. The request for changes have been noted. So we can now move towards the new - to what's now Section 1, which are the brief overviews of what has now moved in the appendices.

Any comments on that section? I can't call out specific items because these are new overviews and they start on Page 7 of the PDF or with Paragraph 23. I

don't hear or see any requests to comment on that. Should be merely reporting. So I hope that these parts are not contentious.

So we can now move to the new section, Number 2 or Chapter Number 2, the accountability mechanisms that was formerly Chapter Number 6 for those who are looking at old versions in parallel.

And I would suggest that we go through this briefly. As far as I can see we have no changes made to the subsection 2.1 which is the description of the building blocks. We then have some revised language with respect to what's formerly been guarantees.

We're now calling them commitments in order to avoid that term. That is a change that can be found throughout the document. And again ~~(Josh)~~Josh's hand is up. ~~(Josh)~~Josh over to you.

~~(Josh)~~Josh Hofheimer: Just a minor kind of, but we're trying to help with some of the cleanup as well. In some situations where we think either it says recall when you meant remove or perhaps it says recall to mean both. We tried to clarify to help with that clarification.

We are working on changes - both law firms - we're working on sort of line edits and remaining questions that we're going to send through to you all as soon as possible and within the 24 hours we promised, but obviously trying to get them to you sooner than that even if we can.

Thomas Rickert: Thanks ~~(Josh)~~Josh and I think that's an important point to mention as well. We asked the law firms to go through the report and to make sure that we're not using any stupid words that have legal implications.

So whenever we - whenever and wherever we tidy up language based on legal advice we would do so because we assume that this would just clarify and not change the message of what we're trying to convey with this interim report.

~~(Josh)~~Josh I think your hand was down and then up again. So I understand that you want to speak again.

~~(Josh)~~Josh Hofheimer: No.

Thomas Rickert: That's not the case?

~~(Josh)~~Josh Hofheimer: No that was the computer. No that was the computer jumping around, sorry.

Thomas Rickert: Not to worry. So looking at the Section Number 2 let me turn to Becky and ask Becky whether there are any changes that she wants to speak to with respect to the bylaws.

Becky Burr: I don't think that are any changes that are materially - need the clarifications that people talked about, but I don't think that there was anything that was really material in terms of changes.

The one question that I do want to raise - there's a question that came up on the legal sub team call this morning which is that the attorneys asked if in addition to challenges related to violations of the mission core values, commitments and existing policy we wanted the IRP to be available for other claims such as breach of fiduciary duty and the like.

We really had not discussed that at all and I don't have strong feelings about it. So I'm hoping others have a view or a thought on it. Just on the one hand - and I'm not a corporate lawyer really -- but the IRP is meant to be binding.

But the kinds of limits, the kinds of awards and things that come of it are essentially just saying that ICANN did this incorrectly.

There's no, you know, damages, award or anything like that. I guess you could always take it to - you know, somebody could always take it to court as opposed to bringing an IRP. But just wondering if there are views in the room on that issue.

Thomas Rickert: Thanks Becky. Any comments on that? So I suggest Becky that we reflect the points that you've spoken to in the report. So unless there are - oh Sebastien's hand is raised. Sebastien please.

Sebastien Bachollet: Please finish your sentence Thomas before giving me the floor. You start a sentence. Just please finish it.

Thomas Rickert: No, I was just saying that we're going to reflect the proposals made by Becky in an updated version of the report that the group will get to go through and read. Sebastien over to you.

Sebastien Bachollet: Thank you. I tried to catch up with the new document, and I have something to say about Page 17. And I don't know if it's the right time to do so, but if not, tell me.

Thomas Rickert: This is exactly the section that we're discussing now so please fire away.

Sebastien Bachollet: In the Paragraph Number 56 it seems that they are adding sentence in bold character I guess. And I think it's a good addition but I think we need to strike at the end of this new sentence "consensus policy" because we are talking about policies through consensus-wise.

And we talked two times about consensus policy then. And my suggestion is to keep the new sentence and to strike consensus policy.

I have another remark and it's not to change the document but I want to reiterate that I think we are in the Paragraph 16 putting too much constraint on ICANN not to do things, not to do that, not to do - and I don't think that an organization like ours needs to be so strict.

We want to have a multi-stakeholder organization and we will end up a multilateral type of organization with so much constraint that we will be dead. That's on this paragraph. Thank you very much.

Thomas Rickert: Thanks Sebastien. I would like to turn to Becky who as you know as reporter has been working on these sections with her team. So Becky could you speak to both Paragraph 56 as well as 60?

Becky Burr: Okay just scrolling there right now.

Thomas Rickert: So that can be found on Page 17 and 18 in the PDF.

Becky Burr: That consensus policy, that reference should have come out. The reference to specification 1, I thought I had taken it out. It appears to have come back in, so we did agree that we were going to take out the reference to specification 1, and I will do that.

And then Paragraph 60 is - that is a suggestion that enumerated powers provision that this was something that folks in the working group felt quite strongly about in terms of basically saying, you know, ICANN's powers, ICANN's mission is defined and cannot sort of accrete over time without a conscious decision.

Obviously, you know, bylaws can be changed to change ICANN's mission but that is subject to special protection. So Sebastien you I think are the first person that I've heard ask for this provision to be struck. And we should test the waters but all I can say is that within my working group there is very strong support for this provision.

Thomas Rickert: Thanks Becky. Sebastien I understand that would be an old hand from you.

Sebastien Bachollet: Yes except I just want to say that I was not asking to strike it. I just want to remind us that we have to be very careful that we are not creating processes where we will be handing up and not able to move this organization to the right place if we need to do so. That's my point, not to strike the document here in Paragraph 16. Thank you.

Thomas Rickert: Okay. The question then is whether the group wishes us to draw special attention to Paragraph 60 maybe in the question section. Could that be a compromise?

Becky Burr: We can make a note. I think that what Sebastien is saying is that we should just, you know, flag this as an issue for people. And I think that the discussion it does talk about the fact that this is, you know, limits ICANN to being an organization with enumerated powers. So any power that is not specifically authorized, it doesn't have.

Thomas Rickert: Becky can I suggest to mark that as an action item for you to make sure we have a clarifying section in the report drawing specific attention to that point so that the community can bear comment on it. And again...

Becky Burr: Yes.



Thomas Rickert: This is not a final determination but we want to make sure that we have the - have set the T correctly for the dialogue with the community. And with that we can move to Edward.

Ed McNicholas: I just wanted to circle back briefly to the point that Becky made about the question that she raised, about whether or not we want to bring in the law of fiduciary duty.

The suggestion that we would have would be given that a lot of the terms we are using are terms that come out of the California Corporations Code, to pull in the law under the California Corporations Code as well as the cases interpreting that so that we would put some meat on the bones intellectually for the idea of duties of care, duties of loyalty, duties of obedience to the charitable corpus, that these things would be - they're fleshed out.

There's a robust case law there and it would seem to be useful to have that available to arbitrators and such to use in understanding what it meant to be an unbiased member or director or such. So really just meant as a point of clarification.

Thomas Rickert: Mm-hm. Thank you very much. Alan is next and I'm going to close the queue on this point after Tijani. Alan?

Alan Greenberg: Yes thank you very much. A number of points. The thing Sebastien raised about consensus policy, Becky, it looks like you put the new text in but there's some text you didn't take out. And I think there may be a couple of words needed to link the two together. So - because you did change the top part talking about bottom-up policies.

((Crosstalk))

Alan Greenberg: Okay. On the last item on - that Sebastian mentioned on Paragraph 60, I think part of it hinges on the definition of mission. The term "mission" which probably should be capitalized, you know, there are well defined missions at the start of the bylaws. I wouldn't clash ICANN's participating in the IGF as starting a new mission but it's something that is not listed in the bylaws.

So as long as the term mission is interpreted in the strict way that it's used in the bylaws I don't think there's a real problem there. But it is subject to interpretation and therefore maybe we need to be specific.

Thomas Rickert: Thanks, Alan. Tijani.

Tijani Ben Jemaa: Thank you, Thomas.

Thomas Rickert: Tijani, I have not heard more from you than "Thank you, Thomas," which certainly I do appreciate but I would also appreciate hearing the substance of what you wanted to say.

Alan Greenberg: He may have been dropped.

Tijani Ben Jemaa: Thank you, Thomas. I am sorry for - I am sorry for this mess. My comment is support for your proposal, Thomas, about Paragraph 60 (unintelligible) question but the comment, I think it could be useful to do it so thank you.

Thomas Rickert: Thanks, Tijani. So I think we've gathered enough input from this group for Becky to be able to work on. I should say that we plan to issue an updated version of this document reflecting all the changes discussed today as soon as

we possibly can after this call. We will then give the group the opportunity to go through the document for at least 24 hours.

So our plan is to give you the opportunity to comment until 2359 on May 1 UTC that is. So we are striving for rather giving you more than 24 hours then less. But you will have at least 24 hours to go through the document. And after that we're going to freeze the contents of the document again and we will limit ourselves to applying finishing touches such as doing editorial changes, cleaning up, checking for consistency. But we are not going to make any substantive changes to the document before putting it out for public comment.

So with that I see no further comments on this specific section of the report which allows us to move to the community empowerment section that's starting on Page 36 if I'm not mistaken. And that would be Chapter 2.6. And onwards.

And unless there are any urgent remarks from the group I would like to then give Jordan the opportunity to speak to changes that have been made. But I see that - I understand Tijani's hand is an old hand so let's hear Josh and then Sebastian.

Josh Hofheimer: Sorry, this is Josh. Just a quick question for process, Thomas. Can I suggest on behalf of the lawyers that perhaps you all wait to get our comments back before turning as well - before turning one more draft? Because there may be some - a few clarifying questions as well so that the next draft hopefully would be the, you know, near to final that comes out from you all as opposed to another interim before incorporating our comments.

Thomas Rickert: Thanks, Josh. I think that if we do the math this version has been sitting with you for a couple of hours already so I think it could work with the timeframe

that we announced but let's take this offline and double check with you, Josh. The hope would certainly be that we can circulate a version that has been reviewed by you and team.

Next is Sebastian.

Sebastian Bachollet: Yes, thank you very much, Thomas. Sebastian Bachollet. I have two comments on Page 1 and Page 23, Paragraph 95 and one on Page 24, Paragraph 99.

On the 95 even if it was already in the bylaws I would like to see if we can change thinking on supporting broad informed participation reflecting the functional geographic and cultural diversity of the Internet. I am not sure that we are - it's the definition of the Internet, the Internet is one but it's the usage of the Internet or it's what it's on top of the Internet. But the cultural diversity it's not included in the Internet, it's what the user done with and I would like to suggest to change the sentence.

And my second point, because it's almost the same thing on the Page 24, Paragraph 99, at the end it say to the need of the Internet and I would like very much to add "and its users" as a proposal. Thank you.

Thomas Rickert: Thanks, Sebastian. Again, I defer to Becky and team to take a look at these requests for changes. And with that we can move to Section 2.6, Page 37. And I would encourage Jordan to take us through the changes that have been made.

Jordan Carter: Okay, can you hear me?

Thomas Rickert: Yes, we can hear you.

Jordan Carter: Okay. I'll just say at the outset that nobody needs to repeat the comments they've already made about this labeling of the reference mechanisms. I am working on a changes doc version of this (unintelligible) staff and we can change all of those labels to make sure that it's quite clear.

So if you start on Page 36 of this PDF, I'd reiterated Josh's point that input from legal is coming I think through the whole report and I've also got from the legal call the section 2.6.1.1 as it's currently drafted the community's mechanism which will end up saying the SO AC membership model.

In that section so far we've had the additions that Robin suggested. A lot of them are blobbed in yellow. Some of the content she presented has been included, though some hasn't. The lawyers are working through it all. It's all about explaining these models more clearly so I kind of am in the position of suggesting that we wait to discuss that further when we get back the information from the lawyers from their review.

And though it may be helpful from someone who's on the legal call to have a discussion and just to advise were there any things that we do need to deal with came up in that call.

I'd also note for staff that the paragraphs are not numbered in the consistent style in this and probably they need to be so it's just a layout issue to pick up. Do you want me to go through this whole section and introduce it, Thomas? Or do you want me to just go through this part by part?

Thomas Rickert: Jordan, I would suggest that you just take us through material changes content wise so I think we don't have to speak to every...

Jordan Carter: Okay, yeah.

Thomas Rickert: ...minor change but just for people to understand the notion of the report itself.

Jordan Carter: So 6.6. - 2.6.1.2 the influence on the community mechanism, that again the labeling will be updated, don't worry about that, SO AC membership model. And there hasn't been any huge changes though at the top of Page 40 the - keeping ICANN rooted in the private sector part in yellow is something that I think people may want to discuss. Don't particularly have a view myself but I'll just draw attention to that.

A lot of the changes then that flow through on Page 41, 42, 43 are solely some of the bolding and italicizing has been removed. That doesn't need to be buried, that was an old working note.

And I think that we've got the language right now in this part of the report about the difference between removing individual ICANN directors and recalling the entire ICANN board. And I'm just relying on track changes in this PDF to identify the things that have been chosen.

And so on that basis I can't actually see any more running up to 2.7, the incorporating of the AOC. So I think those are the key points to raise. And I guess we should start having a discussion about them.

Thomas Rickert: That sounds like an excellent plan. And we have a queue forming. First it's Alan.

Alan Greenberg: Thank you. I sent a message on the ICANN rooted in the private sector just before the meeting. I object to it quite strongly. ICANN has great involvement by the private sector and it's a core part of ICANN. But from the very

beginning ICANN has also had involvement with governments and users and our roots are just as deep. So I just don't buy what that says at all.

Thomas Rickert: Okay let's try and...

((Crosstalk))

Alan Greenberg: ...why Option A is preferred by some people but claiming it's because ICANN is rooted in the private sector I just don't believe is correct.

Thomas Rickert: I will give Jordan the opportunity to speak to that in a moment. Alan, can you just point us to the paragraph where you found this?

Alan Greenberg: It is the highlighted one. It is 2.6.1.2 subparagraph F now. And it's got yellow highlighting on it. It's the top of Page 40.

Thomas Rickert: And that would be Paragraph Number 169.

Alan Greenberg: It would be if it had numbers perhaps. Yes - the whole big thing is Paragraph 169, correct. Paragraph 169...

Thomas Rickert: Okay let's move...

Alan Greenberg: ...2f.

Thomas Rickert: Okay, let's leave that for the moment. Jordan will comment on that in a moment but let's gather some more input. And first speaker is Greg now.

Greg Shatan: Thank you. It's Greg Shatan for the record. Concerned that we're not clearly perhaps showing the structure that we're proposing in two ways that I think,

you know, could cause a lot of - if we don't clarify it in this document could cause a lot of unnecessary commentary later on or soon.

First, with regard to creating the unincorporated association, it's my understanding, and please correct me if I'm wrong, that the unincorporated association that the SOs and ACs would not become unincorporated associations and lose their current identity but rather the SOs and ACs would create unincorporated associations that would in essence be alter egos of the SOs and ACs and be used for the purpose of acting as members or even designators and exercising those particular functions.

Because I think this is, in terms of implementation practicality, important especially when we get to certain SOs and ACs where, you know, becoming part of an unincorporated association might not be the - might not be viable for certain of the participants in those organizations. So I think we need to clarify that that's what's happening.

And the - so that's the first comment I'll make. And then a second thing that I don't think we've been clear on, if in fact it's what we're doing, is that each SO and AC will be a separate class of member. And this is important in that the - as I understand the California code if all the members are in the same class then the right to spill the board, to use that unfortunate term, is a right of the majority of the members.

But if they're each in a separate class then we can have a higher threshold as we want. And there may be other reasons why we're doing it in a class way but by not exposing kind of the framework that we're using and the structure it may lead people to come to all sorts of unfortunate and incorrect conclusions about how this would work in practice. Thanks.



Thomas Rickert: Greg, I think we're not at a stage where we would need to have concrete suggestions for amending the document. So I understand the concern that you're raising and certainly we should make sure that we don't confuse the target audience for this report. So if you have specific amendments to the report or further language that needs to be included ideally if you could point us to the section where that should go and come up with alternative language or additional language that would be perfect.

Next is Robin.

Robin Gross: Hi, this is Robin. Can you hear me?

Thomas Rickert: Yes, we can hear you.

Robin Gross: Okay great. Thanks. So perhaps if we just move the yellow text to where I should have asked to have it put in the first place which is D there because that talks about the rationale for Alternative A.

So as the person who put Alternative A forward I can tell you what the rationale was. And it was, as I stated the other night, these two different factors first being more closely aligned with the existing structures, and then also keeping ICANN rooted in the private sector.

And I also want to point out that I agree with what Avri had said on the chat about users being included in the private sector. I mean, I can certainly consider the users that I represent in the Non Commercial Stakeholder Group to be part of the private sector, they're just private users of the Internet.

So I just think it's clear that - or we need to be clear about what we mean there. And I think perhaps moving that text in yellow to D can take away

some of the discomfort because the reason why it's being put there is to describe the rationale for why Alternative A was put forward in the first place. So thank you.

Thomas Rickert: Robin, I'm a simple thinking person but it strikes me that what they're trying to achieve here is to ensure that, you know, we're talking about the existing structure of ICANN. Why can't we just delete the second half of that sentence because the confusion seems to come from the private sector but since we are in agreement that we would cover the existing structure that would include everything that is private sector regardless of what definition you use, plus the governments, I think that might do the trick.

Robin Gross: Taking out one of the - the second reason being the private sector rationale you mean, like dropping that reason?

Thomas Rickert: Just stating it is therefore more closely aligned with the existing structure of ICANN period. Because the existing structure does reflect your point, i.e. the private sector.

Robin Gross: I see. I see, yeah, okay. Okay. I surrender.

Thomas Rickert: No, you shouldn't surrender, you should...

((Crosstalk))

Thomas Rickert: It's just a proposal. Maybe you can just think about it and give a signal as the author of that suggestion but it looks like the confusion is coming from the term private sector. And let's move to Josh now. And I would like to announce that after Greg we're closing the queue on this point.

Josh Hofheimer: So just to follow up on a comment - Greg's earlier comment about the lack of - some of the lack of clarity about the fact that participants in the SOs and ACs may not become quote, unquote, participants in those organizations but might still want to be able to act and participate in ICANN in the manner in which they have done so to date.

I think there was language to that effect in 2.6.1.1, trying to see the paragraph number, I don't think it's numbered, but Part 4c. And we've offered a little bit of clarification there which, again, we'll share these kinds of - some clarifying language in our written comments to help make that a little bit more clear. But I do think that's captured there with - and with some addition that we've provided.

I did have one question for the group on this section 2.6 - something - and it's in Paragraph 178. We made a note - and I'll just share it with the group now - we weren't sure if everybody has turned their - Jordan and Robin - if you'll have turned there - we weren't sure what was intended by the phrase, "tabled" in the middle of that paragraph.

And so we were suggesting there might be some clarification. Were you intending to mean that the issues have to be, you know, explicitly raised or presented formally for reconsideration or something else? The word "tabled" was just a little bit vague in that context.

Thomas Rickert: Thanks, Josh. I think the idea is merely to have a finite list of issues that are presented whether you call it "raised" as Steve mentioned in the chat or use another terminology, I think we can rectify that and straighten it out. We just don't want to enter into this ping-pong situation where we have a back and forth between the community and the board adding complexity or adding new issues each time around.

((Crosstalk))

Josh Hofheimer: Very much agreed. Very much agreed, it has to narrow down.

Thomas Rickert: Great. Thanks, Josh. Greg.

Greg Shatan: Thanks. This is Greg. Two points just briefly following up on the earlier ones. I think one of the problems we're having with private sector is the (Tunis) agenda use of private sector versus the use I think it's either in the AOC or the bylaws of...

Thomas Rickert: Greg, we have - Greg, sorry for coming in across you, we're removing the term "private sector." It's gone.

Greg Shatan: Okay.

Thomas Rickert: So we don't need to speak to that.

Greg Shatan: Okay. I think if we're removing the term "tabled" as well we don't have to talk about the fact that in the US procedure tabled means putting it to one side and not discussing it.

Thomas Rickert: The term tabled is going to disappear as well.

Greg Shatan: Great. We have - now we've made things clearer for everyone. Thank you.

Thomas Rickert: Thanks, Greg. And with that I think we can give Jordan the opportunity to make some final remarks on this area of the report.

((Crosstalk))

Thomas Rickert: You don't have to, Jordan...

((Crosstalk))

Jordan Carter: It sounds so formal and procedural. Anyway I've been listening attentively to this. Thank you. You are going to notice some changes to the next version that reflects all these comments. (Unintelligible) difficulties with them, I'm looking forward to seeing the lawyer's points.

I think we do have to clarify in particular what Greg just said because it will be a key - to sort of leave it looking like we're going to fundamentally make all of ICANN SOs and ACs change their basis. And you'll have to join me (unintelligible) association then we're asking to be punched in the face with the public comment period and none of us want that I don't think so we do need to clarify that.

I also really think it's going to be important to just take the release, since I'm speaking, so we're going to have to get a model set of rules out for these things or a more clear specification that goes beyond the Adler and Sidley memo that set out the responses to the questions about this that really gives more of a flavor of what these unincorporated associations look like.

And we do have to put that in the appendix to this report. And if we don't do that, again, we're just asking for confusion and trouble in a way that we don't need. So I've been noting down the discussion.

The other thing I'm not clear about is what we're doing with private sector at this point. My easy proposal would be that we've been keeping ICANN rooted

in the multi-stakeholder community, but that may be too cheap. So I'll stop now.

Thomas Rickert: Thanks, Jordan. I think we can just delete that half sentence and - but with the part where Robin has surrendered which is going to be a famous word in history, maybe we're going to have t-shirts printed with this quote from Robin.

Joking aside, I think with that move to Sections 2.7 and onward so that would be the incorporation of the AOC into the ICANN bylaws. We're talking about the section starting with - starting on Page 45 and onward. But before we do so there's another intervention from Sebastian. Please.

Sebastian Bachollet: Yeah, I am sorry I am really lost and you are going - I don't know what to do to not be lost. But I have comments and I put it on the chat and maybe it's not the right place but I have comments on Paragraph 163, 169, 164 and 174 and 175. May I - can I do them quickly now?

Thomas Rickert: Yes, please do. Please do. I have to apologize for my oversight; I hadn't seen your remark in the chat.

Sebastian Bachollet: Yeah, but that's no worries. I can't do mail and the document and the chat and this thing and I think we are on the same page. Okay in 163 I guess it's Page 36, I just want to flag the issue of we are talking about the current structure and I would like us to put somewhere that it's not meant to be that we will not be able to evolve the structure, all the structures, that's for me very important that we are not stick with the current organization of ICANN because if not would have been better to do a reform of ICANN prior to do that work then please keep that in mind.

In I guess more mathematical things in 169, I need to go there, 169 we are talking about two alternatives approach. I guess an alternative it's two solutions and two alternatives will be four solutions. And I suggest that we discuss alternative approach, not two alternative approach.

On Paragraph 174 I just want to - and 175 also - I want just to remind you that the current planning to set up a budget it's very tight. We will - I was member of the Board Finance Committee and we were always struggling with the fact that when we will be able to have public comments one or two times then how we can deal to have this budget accepted by the board before the end of the fiscal year.

If we add this element we are almost need to give something in - on time - we need to have some flexibility on time. If we add one period when we can do what it's written in the document here we will be in trouble to have the public comments, for example, set up in the right conditions. And we have to be very careful on that.

And my last point is that we talk about level of detail on 175. I just would like to suggest that maybe some people can think about having (unintelligible) on the financials and like that everybody will be happy and will do how they want to sort out the information they want, the level they want and how they want to dig into those details financials.

Thank you very much and sorry for be late to those inputs.

Thomas Rickert: Sebastian, you're not late. Everybody in the group is wholeheartedly invited to speak to the report and make suggestions. I would like to give Jordan the opportunity to briefly respond. So, Jordan, please.

Jordan Carter: Thanks, Thomas, and thanks, Sebastian, for those comments. I've got rid of two alternatives, so that's fine, two other approaches is better because these are not alternatives per se, you don't have to choose between them. On your comment on Paragraph 174, the budget and stuff, I think we've got down as a Work Stream 2 item, I need to look more comprehensively at these (unintelligible).

And I think it's an implementation detail to make sure that we can make the timing work. So if we get lots of feedback that this won't be workable and that'll be a problem, and maybe we should just say in the text that we're going to ask particularly - that we know that we need to do that. So I can make a reference there. Were you really looking for anything more than that?

Sebastian Bachollet: No, but - it's Sebastian Bachollet. No, but if we are - if we have this feedback maybe we will find out that it's unimplementable and that we will be in trouble. It's why I wanted to flag. But if it's - if we put that in our next task it's okay with me. And if I have another moment I would like to suggest one change in the word - I don't know where it is but we talk about bylaws that are created as fundamental. I would like that as we are not always creating bylaw we may change (unintelligible) as fundamental. But I don't know where it is and I am sorry for that. It was in 6.6.4 before but I am lost.

Thomas Rickert: Can I suggest that Jordan and...

((Crosstalk))

Jordan Carter: I found it.

Thomas Rickert: Okay, I think in the essence of time I suggest that Sebastian and Jordan take this offline and should further communication be required to sort this out. So



let's now move to the incorporation of the AOC into the bylaws which can be found in Section 2.7 and starting on Page 45. And for that I'd like to hand over to Steve.

Steve DelBianco: Thanks, Thomas. As you said its Page 45, 2.7. It's the new section heading. The list on Paragraph 219 on Page 46 will be indented so that it's clear that we're talking about a list. And then as you dive into the changes in 2.7.1 there were no changes made since Tuesday in the first set of tables. We did attempt to format them so that when you have a matchup between the text in the left column and the notes in the right that it's a lot easier to understand how they match up.

That is most apparent if you scrolled your way down to Page 48 where we talk about ICANN's commitments in Section 8 from the Affirmation. If you recall Section 8 had an A, B and a C so we've aligned the A, B and the C with exactly what text we're recommending.

Moving beyond that to 2.7.2 of the AOC reviews, the first thing you should note on Paragraph 262 on Page 50, 262 on Page 50. On Tuesday Avri Doria quite correctly identified that in Paragraph 262 we're making the claim here that we would require the board to approve and implement review team recommendations.

And that isn't actually the process that we're recommending below. We suggest the board is required to consider approval and implementation and its decision on whether to approve is subject to challenge from our enhanced reconsideration and IRP procedures. So that's an edit from Tuesday that should have been made in Paragraph 262. I'm taking note of it for staff's purposes. And that was something that Avri pointed out.

As we move on then there hasn't been any material change in the following set of tables that identify the Affirmation reviews. None of that's changed since Tuesday. And that concludes that section.

Thomas, did you want to keep going into the subsequent sections?

Thomas Rickert: Well since there are no hands raised...

((Crosstalk))

Thomas Rickert: Avri has raised her hand so let's give her the opportunity to speak before we move to the next section. Avri.

Avri Doria: Thank you. My reference is to Paragraph - to the - sorry, I've got the wrong paragraph. But it's to the section on periodic review of IANA function. We still have a mismatch here between the call in the CWG for that to be - that review to be fundamental versus the position we've been taking in the CCWG that the AOC type reviews are regular.

And so I just wanted to point out that that difference, as far as I could tell, but, I mean, it's still in the periodic review of IANA functions from the CWG. And the AOC reviews are not listed that way. So we have to deal with that I think some way or other. Thanks.

((Crosstalk))

Steve DelBianco: Sure. Page 55 gets to the periodic review of the IANA functions, Avri, Paragraph 324, 325 and 326. In Paragraph 326 we have verbatim in the IANA function review in the CWG's comments where we say that it's - should be part of a fundamental bylaw.

So we have copied over their request that it be a fundamental bylaw so we'll have to - to your point though we'll have to see whether the section of our recommendations that identify which are the fundamental bylaws whether they'll be able to refer that this request from the IFR, the IANA function review. But to your point we have definitely noted that it's their desire that it be fundamental.

Avri Doria: Yeah, thanks. I saw that. I just wanted to make sure that the fact that that was inconsistent with the rest has been noted so that there would be some solution one way or another. Thanks.

Steve DelBianco: Yeah, that's a great point, Avri.

Thomas Rickert: So we took note of that...

((Crosstalk))

Thomas Rickert: Go ahead, Steve.

Steve DelBianco: Yeah, we'll take note of that and move on to 2.8 which are bylaws change suggested by stress tests. We force the board to respond to advisory committee advice. There's no change in that section and no change in the mutually acceptable solution for GAC advice. This is 2.8.2.

I will note for those who actually had the time to read it, that we must have a copy and paste error because Page 59 contains inaccurate excerpts from the ICANN bylaws in Article 11. So I have fixed all that in the markup copy but your screen is pretty messed up on Page 59. Apologies for that but there is no changes to text with regard to the version we all saw on Tuesday.

Thomas, that concludes that - unless you wanted me to move into stress tests as well.

Thomas Rickert: Thanks, Steve. Let me pause for a second to see whether there are any comments. There don't seem to be any. So that we can now move to the section - to Section 3 in the report. And you will remain reporting about this, Steve, but we are going to change the chairing and for that section I'm going to hand over to Mathieu.

Mathieu Weill: Sorry, everyone. This is Mathieu Weill speaking. So moving to Section 3 which is the stress test section, it starts on Page 60. And there was a stress testing working party group yesterday so I guess the update would be on Cheryl to share with us what has changed in the stress tests since our last review on Tuesday.

Cheryl Langdon-Orr: Mathieu, thank you for that. Cheryl here. Look, I think Steve is on a roll. There are a couple of editorial changes that he will need to bring to everyone's attention so let's just let Steve continue. Thank you.

Steve DelBianco: Thank you, Cheryl. The only changes that begin are at the header of the stress test section, that would be on Page 62, Page 62. We have the stress test work party tried to respond to a co chair's request that we identify a sort of a management conclusion with respect to the stress test results and that we give instructions to readers who might well come up with their own stress test, their own scenarios, and give them some guide as to how they might apply their contingency to the solutions that are here.

Those paragraphs begin on Page 62 with 367, Paragraph 367 where we describe what participants ought to do if they conceive of other scenarios and

risks. And then we say in Paragraph 369, it's kind of a conclusory statement, and in 371 we say that we demonstrate that the stress test exercise shows that Work Stream 1 recommendations do enhance the community's ability to hold the ICANN board and management accountable relative to present measures. So I think that's the first time that we've had sort of a conclusory statement about the stress testing so far.

Then we dive into the stress test table and we have a handful of small edits. These could be rather tedious for people so I'll try to go very quickly. The first one is on Stress Test Number 9 and that shows up on Page 64.

Bottom right hand corner, Paragraph 396, we added a paragraph from Mathieu Weill on the board being involved in corruption adding the power of being able to recall the entire board.

The next change is in Stress Test 11, shows up on Page 66, and a compromise of credentials. And on that one we changed the conclusion to be a little clearer to say that our proposed measures in combination can mitigate the scenario but they would not prevent it and we mentioned the fact that Work Stream 2 suggestions might prevent risk mitigation measures, Work Stream 2. I need to put a Work Stream on that one for Stress Test 11 as well.

Okay, the next is on Stress Test 21. We all know Stress Test 21 is the assessment of whether a ccTLD manager has the opportunity to challenge a revocation or assignment. As you know the CWG explicitly decided not to address that issue until the ccNSO comes up with its policy development process.

We have pasted in direct quotes from the CWG. This appears on Page 68, Paragraph 461, Page 68. So we were able to reflect what the CWG came up

with, included a clean quote from the CWG and changed the conclusion. The conclusion now adds that while things - the proposed measures do not adequately empower the community to address the scenario, but until the appropriate processes develop appropriate mechanisms. We're leaving open the hope that this could be addressed in the future but it's not part of Work Stream 1 or 2.

The next change is on Stress Test Number 10.

Man: What's the paragraph number you're referring to if you could do that each time?

((Crosstalk))

Steve DelBianco: Yeah, so I'm doing it as soon as I scroll to them myself, but thank you. Stress Test Number 10 begins on Page 73 with Paragraph 533. And all that we changed in here is Paragraph 540 on another proposed measure. This is the stress test of the chairman and CEO or an officer acting inconsistent with the organization's mission or doing a strategic review that puts ICANN on a new mission expanding adventure.

What we noted in here is that the independent review panel on reconsideration are based on a standard of review that reflects the amended mission statement. And Becky went through this earlier, that the amended mission statement includes the phrase, "ICANN shall not undertake any other mission not specifically authorized in the bylaws." Quote. So that's a great quote to bring into the stress tests to show that we think we have this one covered.

A couple more, Stress Test Number 13, which first shows up on Page 75. We altered Paragraph 561. Stripped the sentence out of there because - and several

weeks ago we had assumed that there might be a difference in the standard of review that's used when an individual is acting on a reconsideration or IRP or when a community group.

And we understand that there is no difference in the way that those have been developed. We struck that paragraph. We did add the fact that one way to cover people trying to paralyze or impede the process of ICANN - one way to stop that is to note that the reconsideration and IRP include the ability to dismiss frivolous or abusive claims to limit the duration of proceeding.

We then changed the conclusion to reflect that. But this is something that Sam brought up on the Tuesday call is that some of our improvements may actually create additional risks to ICANN so we're trying to acknowledge it and as well as explain the extent to which we've mitigated it.

There is only one other change in the stress tests and its Number 23, scroll to that page for everyone. Number 23 first appears on Page 79 and all we changed was Paragraph 619. And we did so by including that same quote from the mission statement about ICANN shall not undertake any mission that is not specifically authorized in the bylaws, it's about limiting the mission creep.

And with that we've concluded all of the edits to the stress tests that the stress test work party made on Tuesday. Thank you.

Mathieu Weill: Thank you very much, Steve. And I'd like to open for discussion. I have noted a comment from Robin on the chat regarding some text that seems to be cut and pasted incorrectly on Paragraph 349. I guess we can arrange this certainly offline. It's noted so let's put it in the notes. Are there any other aspects of the stress tests we need to discuss now?

I am seeing none and I think that's a statement of the quality of the work that's been done by the group. And it is very important that we have this in our report I think. So seeing no further question at this point on this I think we can thank Cheryl, Steve and the stress test working party for their work and move to the next section which is the items for consideration in Work Stream 2 starting on Page 83.

There haven't been any significant change on this since our discussion on Tuesday. The one aspect we have added was the Item Number 9 on Page 84, the enhancements to the ICANN whistleblower policy as requested during the Tuesday meeting. I - is there any further question on this section?

I'm seeing none so moving on to Section 5 which is implementation plan including timing, starting on Page 85. That is an item where some significant changes have been added. First of all we have edited the overall timeline, the graphics, which you certainly cannot read on the AC room but certainly you can if you have a local copy.

Some of the edits that have been made include shifting a little bit the timeline so that the public comments - second public comment which was initially planned to start right after Buenos Aires was shifted by a short number of weeks so that we have enough time to prepare for that.

And avoiding to put too much pressure on the group during the months of August and July where which traditionally in some parts of the world are a little more difficult to work with because of holidays. But so we have an updated timeline in this.

Next significant update is in the Section 5.3 starting around Paragraph 687. We have worked - incorporated two items that we briefly described on



Tuesday's call. The one aspect is called Step 1 is incorporating input from the legal advisors about how much time it would take to finalize the draft bylaw proposal. And that was an email exchange that was on the legal sub team.

And Step 2 would be of course the posting an improval of bylaws where we relied on very valuable input from Sam on what would be an aggressive timeline for posting an approval of bylaws. And that would take at least around 60 days which is obviously best case scenario but that's including a 40-day public comment.

And Step 3 would be obviously setting up the mechanisms which duration we cannot really ensure at this point because it depends on the SO AC processes because obviously once we have set up to know in the model whether it's designator, membership or others there still needs to be some arrangements to be made that Paragraph 696 on Page 88 to fully participate within the community mechanism just in that one point we're not very clear yet. So that's what we would say on the timeline for implementation.

And I'd like to open the floor for any feedback on this section at this point. I have Robin, please, Robin.

Robin Gross: Hi, this is Robin. Can you hear me?

Mathieu Weill: Yes. Perfectly.

Robin Gross: Okay thank you. I just wanted to raise two points. The first is on Page 86 which is Paragraph 683 on next steps. It says in there, "CCWG prepares its second draft proposal and readies it for a second public consultation note only as required on those accountability mechanisms not committed to or agreed to from the first public consultation."

So my understanding was that we would use the second public comment period much for hammering out many of the details of what we can come to some agreement on in the first public comment period. And then we're going to need that second one. So in a sense we will be not dealing with new issues because these are the same mechanisms but they are the hammering out the details which as we all know the devil is going to be in the details.

And so I just want to make sure that that text there doesn't preclude that - the ability for the second comment period to be used to hammer out details. So that was the first one I wanted to raise on this.

And then the second was on Page 88, Paragraph 695 where it says, "In terms of community powers, each SO AC would additionally need to, according to their processes, select their representatives into the community mechanism described in 2.6.1."

So this seems to presume that we would have a representative sort of use of that - of our - of the mechanism. But I still think it's not entirely clear that we want to do that; we could have the SOs and ACs acting as SOs and ACs using their own existing internal processes to make a decision on some of these issues without needing to select a representative to speak for them on these decisions.

So I think we need to reword that in some way that it doesn't prejudice that decision one way or another as we go on to hammer out the details of this mechanism. Thank you.

Mathieu Weill: Thank you very much, Robin. Just a quick - a quick comment on Paragraph 683 in the second public comment I think the intention you described was ours so we will certainly try and redraft this to take that into account.

And on Paragraph 695 I think there's agreement that we need to be accurate on this. If you have any specific wording that would be certainly helpful but I'm seeing Jordan's hand up so maybe he has. Jordan. Jordan, we cannot hear you. Are you on mute?

Alan Greenberg: Anyone still there?

((Crosstalk))

Mathieu Weill: I thought I was cutoff.

((Crosstalk))

Mathieu Weill: So, Jordan, I think you've lost audio, all right. So we'll give you a little bit of time to regroup. So, Jordan, are you back in? Good, are there any other comments...

Jordan Carter: I certainly am, yeah.

Mathieu Weill: Okay. So, Jordan, you hand your hand raised.

Jordan Carter: Yeah. I did. Yeah, and that's so weird the way this thing just crashes. Anyway, I thought that on Robin's point on Paragraph 695 on Page 88 of the PDF, completely right, I think that 696 is the right way to - 696 replaces 695, just delete 695 would be my recommendation.

And the other thing I just wanted to also say was it was something about the timeline. I think we do need to chunk this up so that you can actually read it in the Word document because some people only get paper copies of this or they won't be able to access the Internet while they're reading it and download it on the plane or something so I think we should (unintelligible).

And the other point, I don't know if you've discussed this already, that (Sabine) had mentioned that on the current version of the timeline we aren't having a meeting on the 19th of June and since we're making travel plans to be in Buenos Aires for that meeting on the 19th of June, I think we (unintelligible).

Mathieu Weill: You're cutting off again, Jordan. But I would say yes we have the meeting on the 19th of June and we will be sure to mention of this meeting in the report. So it is confirmed. If technical difficulties allow and there are no...

((Crosstalk))

Mathieu Weill: Oh, Jordan, you're coming in and out so I suggest that we move on unless you maybe signal on the chat or on the back channel if you have - you can Skype me if you want - if you have anything else to add on Section 5? And, yes, (Sabine), we will put that back in the timeline and in the report, the face to face meeting. And that would be certainly a meeting where we would value the presence of the legal counsel in person just like we had in Istanbul. And the meeting will be in Buenos Aires.

Josh, can we take this - we'll take the discussion on the chat on the meeting details. I think we need to move on now. One point on Section 6 I'd like to draw your attention to is that this is the list of questions we have made sure we

number these questions according to suggestions that were made on Tuesday. I think they were very valuable suggestions.

There are currently 16 questions and there are - were a number of open questions and open issues from the independent review panel section which are now carried on into a specific detailed annex on to carry on the discussion about how to flesh out the details for the IRP in a specific part. And so that's this list of 16 questions is going to be used as a public comment input form which will be provided in a separate document so that it is easier for groups or individuals to prepare their submission for our public comment and easier for us as a group to analyze these inputs.

And I don't - is there any comment on that? I think we've covered what was requested on Tuesday. And seeing no question I would like to draw your attention to the glossary which is once again following a request that was made last week in the intense work days, has been incorporated and some of this wording is still under development by the legal counsel so that we are accurate.

And with that I think we are at the end of our review of the document. And I would now like to turn - I have Sebastian for maybe final comment on the document. Sebastian.

Sebastian Bachollet: I don't know if it's final comment. It's Sebastian Bachollet. Yeah, just I would like to be sure that somewhere in the document we express that we are not using the - for the public comment the 40 days because of time constraint but also because we will have a second comment period. And it's important that I would have prefer that we stick with the process we have set up for the organization.

But as we are not doing it we need to explain a little bit why and I would say apologize for that because it will be really tough for some part of the organization to come back with comments in the so short time period. Thank you very much.

Mathieu Weill: Thank you, Sebastian. I think this is a good point. I'm not sure we had included this so far but we'll certainly do it so the action item will be to insert a paragraph expressing why we are not using the 40-day standard public period and (unintelligible) the reason that it's clear that it was a special exception. Thank you for that.

Cheryl.

Cheryl Langdon-Orr: Thank you.

Mathieu Weill: I see your red cross.

Cheryl Langdon-Orr: Thank you. Yes indeed. Cheryl Langdon-Orr disagreeing or more disagreeable than usual. I don't believe such a paragraph belongs in the document. I believe that such a paragraph and explanation belongs in both the announce that goes out with the public comment and in the preamble part of the public comment page which will be doing an introduction and various other support language that is typical and traditional now in ICANN public comment activities. I do not think it belongs in the document per se, however.

Mathieu Weill: Thank you, Cheryl. Sebastian, I assume that if it's in the announcement it would be meeting your requirement for expressing this but please if it's not the case do react. Robin.

Robin Gross: Hi, this is Robin. Can you hear me?

Mathieu Weill: Yes, Robin.

Robin Gross: Great. I actually think that we do want to have the full 40 day public comment period. And I think that if we look at, you know, the big picture what is 10 days to this overall transition process, it's not very much. But what is 10 days to the public comment period? Well it's 1/3 of it. So in terms of the enormous importance that this issue has for ICANN and really needing to hear from the broader Internet community outside from the more immediate ICANN bubble, I really don't see why we feel we need to ask for a shortened timeframe.

And if we do I would think that we would want pretty good reasons. And it just doesn't seem like we have a lot of - that can be gained by having the shorter time period but a lot that could be lost in terms of input from the public by having the shorter timeframe. Thank you.

Mathieu Weill: Robin, I think this is - there's a (unintelligible) reason for not going to 40 days and it's if we go to 40 days it - the responses will come in by June the 14th. And our meeting is on June the 19th before Buenos Aires so we would not have time to analyze the comments before Buenos Aires, not have time to have a valuable next step discussion once we have taken the comments into account with the community in Buenos Aires. So that would really diminish the value of the Buenos Aires meeting to our group. And I think that's the main reason for going to a 30 days instead of 40 days public comment period.

Sebastian.

Sebastian Bachollet: Yeah, I just want to say that I fully agree with Cheryl and I would like to thank her to have made the good proposal for where to put this part of my intervention. Thank you very much.

Mathieu Weill: Thank you, Sebastian and thank you, Cheryl. Jordan.

Jordan Carter: Sorry I just wanted to say I don't support extending the comment period - Comment Period 1 to 40 days because of the reasons that you outlined, Mathieu. But I think we should consider whether we want to have 40 days for the second comment period when there'll be some further detail which will overlap the Northern (Hemisphere) holiday but so I wouldn't mind us making the second one 40 days. I would strongly object to us making this first one 40 days.

Mathieu Weill: Thank you, Jordan. Tijani.

Tijani Ben Jemaa: Thank you, Mathieu. Tijani speaking. I'd like to support what Robin said about the public comment period. And I understand very well the reasons, Mathieu, but this kind of work will impact the future of ICANN. And I don't think that we have to hurry or to speed up because of such a reason. We may do it after Buenos Aires, we may make another meeting, we may - everything can be done. And the most important thing is to have the point of view of the community (unintelligible) so that everyone can give his input. Thank you.

Mathieu Weill: Thank you, Tijani. You said we may but I think we need to play out what it would look like if we don't get into Buenos Aires meeting with a thorough analysis of the input from the initial public comment. What it would look like is we would not - there would not be any turnaround or amendments to our decisions or discussions that would valuably be able to incorporate public comment input.

And as a consequence, if I was - and as a member of one of the SOs, I know the SOs will request at least two big rounds of discussion because of the



importance of the matters. And I would tend to say that would mean we would not be able to approve anything from our group, not in the Dublin meeting, we would probably not be ready, and could probably push it to another meeting because, I mean, intercessional meetings are very hard to achieve. So that's really why I think there's strong reason for going to 30 days.

And so I don't know if there are any final comments on this. There certainly are agreements but considering there is a second public comment and the duration of this initial public comment is going to have a direct impact on the value of the Buenos Aires meeting not only for us but also for the community I would strongly suggest we stick to this 30 days.

I have noted Robin's and Tijani's suggestion. And Alan maybe needs a last word and then certainly we'll move on.

Alan Greenberg: Yeah, just one comment. There used to be a rule, and maybe it's still in place, that documents had to be published a certain amount of time before a meeting if they were going to be discussed at that meeting. I don't know if that rule is still in force and how it applies.

Mathieu Weill: That rule is still in place but once again consider that what we're discussing is how we can - what kind of discussions we can have in Buenos Aires. And we will not be in a position to send any new updated version of our documents 15 days before Buenos Aires, there is no chance. But at least we could come into the sessions in Buenos Aires with significant - with our initial analysis of the public comments we've received to inform those discussions.

Alan Greenberg: Just for the record I wasn't arguing for or against, I was just pointing out that that might be raised.

Mathieu Weill: Okay I'm closing this item. I think we will now move on to next item of our agenda and for that I will turn to Leon. Leon.

Leon Sanchez: Thank you very much for this, Mathieu. Our next agenda item is to host our friends from (Xplain). We have (Dave King) with us. And I would like to ask staff if we could have the material that (Xplain) has prepared for us so (Dave) can walk us through in a very quick way through the graphics that they have prepared for us.

And I'm mindful that we are almost reaching the top of the hour, we have 10 minutes before the top of the hour. So, (Dave), I would like you to - or I would kindly ask you to take us through these graphics as fast as you can so we can of course get some feedback from the group. And, well, fire away, (Dave), the floor is yours.

(Dave King): Okay very good. This is (Dave King) speaking from (~~Xplain~~XPLANE). We have - we've been working since Monday and so what we have to share with you today is very much in draft form. You'll see some things that are inconsistent certainly with the conversation that you've been having as well as some points it's coming together so quickly that we're not keeping up with all the proofreading we should be doing. So I apologize for that.

But so what we have is in two sections, the first part deals with the empowered community, there's an overview here and then it goes through in some detail about the individual powers. And then the second part is the IRP, the improved IRP process which we'll - I'll take you through that as well.

So being very mindful of the time I'm going to go quickly and I apologize for going so quickly. This represents an overview of the empowered community,

the proposed legal structure which I understand may be renamed to the SO AC membership model.

And it tries to deal with - answer four questions here. What is it? How does it work? Which powers can be exercised? And who gets to vote? And so again I won't go into the detail of this, I know this file will be provided afterwards for feedback and we'll be working on it again immediately in the morning making improvements and iterating it so we'll look forward to your feedback as it comes in.

But again this is intended to provide a very high level overview of the structure and if we could scroll to the next - I guess we all have scroll control at this point. I'm going to scroll to the second page which is the reconsider reject budget or strategy operating plans.

This is a template that describes the - basically the key elements of this community power. And the remaining four community powers follow this same template. There's a description on the left that describes who can initiate a petition, on what grounds they can do so, what is required to initiate and what limits are put in place to prevent abuse.

And at a very high level process diagram at the top describing how does it work. Again, intended to be very high level, not detailed at all. And then describing the quorum required and the voting elements below that.

So again being conscious of time I'm going to rather than read through this one, scroll to the second one and you can see that this is a repeated pattern. The template is filled out again. Same with the third, improved changes to fundamental bylaws.

Into the fourth and fifth, we don't have the details of the process worked out yet but I know we're getting that feedback so we'll be working on that.

And those first six slides deal with the empowered community. Again, the first slide, the overview; slides - the next five slides enumerating each of the individual community powers and providing an overview of those things.

Leon, how would you like to proceed? Should I continue on to the next section or would you like to take any comments at this point? What's your guidance?

Leon Sanchez: I would go with continuing to the next section and then just at the end gather any feedback from the group so please, go ahead.

(Dave King): Okay. Very good. Very good, thank you. So proceeding to Page 6 which is - begins the overview of the IRP calling out on this first page what is new, just identifying surfacing some key elements that are new. Scrolling to Page 7. Getting into some detail about the new panel, what it looks like, what are the characteristics of the panel, culturally diverse, significant experts, compensated, limited or fixed term on the panel. And you can see in the lower left this is how quickly we're moving, we're missing that - an element that describes them being independent of the SOs and ACs, being independent of ICANN.

And then on the left hand side the panel member selection process, the three-step process by which panel members are nominated and approved to sit on the panel.

Scrolling to Page 7, a very high level process flow of filing of an IRP, who can request an IRP and much of the language here we've tried to copy paste

language out of the proposal without any editing as much as possible. And the only editing done is typically in the service of expedience.

So at a very high level the IRP process, right, there's an action that's taken. There's a group that - an individual or a group or an entity is harmed, there's a good faith effort to resolve that. If that is not successful then the IRP panel - there's an application for consideration to the IRP panel. The IRP process is undertaken in Step 5 and of course a decision is rendered. Again, a very high level process overview.

And onto the last page, trying to provide some visibility into the IRP decision process and how this gets put together. So describing the one or three person panel and how those are drawn from the broader IRP panel and how those are put together.

And then down at the bottom the decision characteristics as we're describing them that they are binding on ICANN and not subject to appeal except on a limited basis, detailed the more reasons, precedence should be taken into account, and reached in a timely fashion. And on the right hand side just kind of a side bar on the possible decisions, the possible outcomes that an IRP panel can reach.

That's all I have, Leon, so I'll turn it back to you and thank everyone for their time.

Leon Sanchez: Thank you very much for this quick explanation. And I'm sorry to be so quick. But now the floor is open for comments. And if anyone wants to provide any feedback so far with regards to the slides that (Xplain) prepared for us the link to those slides has already been pasted into the chat by (Adam). So if anyone

wants to of course download these slides for a more detailed review we would welcome any comments.

And we would kindly ask you to provide this feedback before let's say Saturday at 2359 UTC so that'll give you a good 48 hours at least for reviewing the slides and providing feedback. And I have Athina Fragkouli on the queue so, Athina, could you please take the floor?

Athina Fragkouli: Yes, thank you very much. Just, you know, an initial feedback, this looks great. I like it very much. Thanks a lot for this work. It's very helpful - it will help us to explain the mechanisms to our community. Is this - just a question, is this meant to be part of the report?

Leon Sanchez: Thanks, Athina. So far I don't think it's meant to be part of our report but rather a tool to help the larger community understand our work and of course guide them through the different options that are being considered of posting our report. This is a tool to help people understand what's inside the report but not a part of the report or (inhabits) of the report itself.

So anyone else would like to comment or provide any feedback on these slides? Good, so then I'd like to turn it back to Mathieu for next steps. So, Mathieu.

Mathieu Weill: Thank you very much, Leon. I think we have covered very well the whole report as you've just seen. We are also conscious of the need to not only provide the report but also structure communications around the report and facilitate understanding of all the work we've been doing for the last few months.

So in terms of next steps now in the short term, I understand we will get the legal counsel feedback on the current version of the report, the one we've been discussing today, something around say 1800 UTC tonight. So until that time, we're welcoming any editorial comments on the version of the report you have so far.

And we will strive towards providing you an updated version including the updates from this meeting, the updates from the legal counsel and any others that would be provided in time for that, by 2359 UTC on Thursday April 30, in order to give you a 24-hour turnaround for final check, final review of these items.

And the deadline for submitting comments on this latest version would be at 2359 on May 1. And at that point we would turn into a mode of preparing the final version for public comments which will be issued on Monday.

Another aspect of the work plan will be we will - we have - we will circulate these drafts from (Xplain) and I just want to say how great they have been - how greatly they've been working but also how impressed I am about the fast turnaround. They've been very, very efficient at producing this quickly.

So it is going to be circulated on the list. And please provide any comments, fine tunes, that we need to make so that these graphs actually facilitate discussion, reflect our proposals accurately and do not create any misleading perceptions. And so we really need your eyes to provide us feedback on these graphics. And it would be much appreciated if you can circulate the feedback by Saturday so that we can issue a set of graphical explanations approximately at the same time as the public comment.

We are also working on the translation which hopefully we can achieve very soon - rather soon after we publish the public comments report so some of the parts of the report have already been sent to translation but obviously we needed to finalize others.

And as a reminder, we will start planning for webinars on - with the community on our public comment report. And we will turn I think as soon as our meeting on Tuesday to a more detailed engagement plan with the community.

And I think this list is the next steps. And I know we've - we are on the top of the hour so seeing no further questions I would like to ask if there are any other businesses. And (unintelligible) your point about before or after is on our list for the engagement plan. Won't be ready for Monday but certainly something we'll be doing.

So that's well taken. And I think we could put this as an action item for the staff and the co-chairs to start planning - at least for a before or after section presentation because this is going to be very useful.

And with that no any other business I would like to thank everyone for their participation. It's impressive that we've - we're at this point and we're now going to sprint towards the public comment. And the next time we convene on Tuesday the public comment will be open so we'll shift into a listening mode after a drafting mode and to many of us it might be a relief.

But I think I want to thank everyone for their very, very constructive discussions we've had and for your availability in this significant participation that we've had on the reports. So it's great to work with such an dedicated team.



Thank you very much, all. Thank you to my fellow co-chairs and rapporteurs for all their work and for staff who's going to have a hard weekend again, but it's - it's rewarding to work towards such a great goal. Thanks, everyone.

((Crosstalk))

Cheryl Langdon-Orr: And thank you, co-chairs. Thank you very much, co-chairs.

Avri Doria: Thanks, bye-bye.

Cheryl Langdon-Orr: Bye.

Leon Sanchez: Thanks, everyone.

END