ICANN

Moderator: Brenda Brewer
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11:00 am CT

Thomas Rickert: Welcome to the afternoon session of the CCWG Accountability. Welcome to those in particular who've been patiently waiting remotely for us to reconvene. Sorry it took us a little bit longer than anticipated to recap what we had discussed this morning and to suggest to you a way to advance our discussion with the afternoon session.

And we tend to do this in a two-step approach. So the first step Mathieu will reintroduce you an accumulation of the requirements that we think we've heard from the various presenters this morning.

You will remember that we have based all our efforts on requirements. So we thought it would be worthwhile distilling the requirements that you've presented from your statements and put them all in one place.

So as a first step we would like you to confirm whether we have accurately captured what you deem essential as a requirement for the accountability mechanism.

As a second step we would then look at the various models that we have, look at the various models that have been newly introduced this morning and have a discussion about the pros and cons and whether and if so to what extent we think the requirements that we've established are being met by the various models. And hopefully we will be able to rule out some of the options on the table and prioritize or re-prioritize preferred options considered by this group.

So without any further delay and actually I was just doing this long introduction for the group to calm down and be full of attention and anticipation for Mathieu's (unintelligible). Mathieu.

Mathieu Weill: Thank you. Before you lose interest, so what we tried to do over lunch was capture what we've heard in terms of requirements or key concerns in the various presentations. But as a form of summary, which (abstracts) itself from the various scenarios intentionally, we'll come back to that in Step 2.

And we've tried to map this - okay. We've tried to map this on screen so that then we can exchange and see whether we've missed something. So this is very much based on the community model expectations that we have but not to be confused with our overall requirements; sort of a going deeper into the requirement tree.

What we heard is (are) and that this - last word (unintelligible). What we've captured here are requirements we've heard about in the presentations. It does not imply it is a group requirement but it is what we've heard by at least one speaker.

So first requirement in this draft in no order was that there be no single point of failure in the accountability framework. So separate of powers was mentioned.

That providing leverage to the community to avoid a single point of failure and that's where we had different views expressed whether this leverage was sufficient for the removal of the Board of Directors - removal or recall of the Board of Directors. And we mentioned that it should not take three years. That was added. Another view was there needs to be some authority to the community to have this leverage.

Then we had a number of comments expressed on openness; openness to all. The ability to adjust to changing Internet communities in the future, the ability to be open to new participants, the ability to be open to very disparate interests and still bring them in to the ICANN model.

There were requirements expressed on diversity of all the structures internally within ICANN. And there was a word mentioned of having diversity requirements that would be enforceable but - and that's the only time I would find a word - the word enforceable.

There was - there were several who said that the requirement would be that the U.S. legal system would be used as little as possible because otherwise it would send a bad signal for internationalization and especially if the entire governance structure was too far relying on California law. So that was expressed.

And finally the proposal has to meet the IANA stewardship transition timeline. That's a requirement that was also expressed. Meeting the CWG expectations or conditions. Call them as you want. And of course meeting the implementation time needed. So the time to implement is one key consideration in this requirement.

In terms of concerns expressed, we heard concern that the headquarter discussions (were not so foreign). That's a bit of a I would say outlier here. But I feel that was expressed.

The complexity of changes was mentioned several times in terms of concerns. We had a family of concerns around (unintelligible) meaning who watches the watchers. And they have concerns about internal SO/AC capture.

And of course a family of concerns around unintended consequences. Mentions through if it ain't broken, don't fix it kind of argument. Avoiding the creation of new entities; avoiding any unknown territories we would get into; acting outside corporate governance systems was mentioned as one of the concerns.

This is - it's a slightly different view from if it ain't broken, don't fix it because it's been acknowledged that the current model is outside some of the corporate governance standards I'd say. And there was a concern of good will, which might not be sustainable on the long-term. And that's - that was also expressed.

So our first question are we missing any key requirement expressed during the morning and - or concerns. And I see Tijani's hand is up. The - and Alan, are you up in the AC room as well or...

Alan Greenberg: (Unintelligible).

Mathieu Weill: ...all right. So Tijani first and then Steve and Alan.

Tijani Ben Jemaa: Thank you Mathieu. (It is) about the requirements. I don't remember that. It was - I missed it. I don't remember someone speaking about the timeline. It is

not something that was mentioned this morning I think. And especially because it is not the problem. You remember very well the - what the NTIA told us. They asked us what is the time needed for that. So we have not - we don't have anything to make us to hurry up.

Mathieu Weill: Thanks Tijani. Next was Steve.

Steve DelBianco: Tijani, to answer your question, I did hear Alan say we could get this done by the end of the year. Was a couple of people mentioned about time - not enough time to get this done and complexity. So there was certainly an implication that moving quickly was better than moving slowly. I would say that.

And my question is about two or three of the requirements were we called for things like diversity. And my question would be do we want to say an absolute standard of diversity or is it relative to say more diversity than the current, than the status quo.

Are we open to newcomers for instance? Today's structure has ACs and SOs and there seems to be a place where any citizen on the planet at least has a designated place to go; ALAC being probably the most wide open.

And if we say that that's what we have today, is the requirement that we improve upon the status quo? And if so, we would add things like more open than we are today or more diverse than today as opposed to just putting diversity and openness as a absolute achievable.

Mathieu Weill: Thank you Steve. So I'm navigating through the AC room queue. Klaus is not in the AC room so that I'd be - I encourage you to go to the AC room as much as possible. So I have Greg, Alan and then Becky and Kavouss. Greg.

Greg Shatan: Thanks. Greg Shatan for the record. I think maybe the term requirement at least is throwing me. And I agree with Steve that these should be viewed with some - with as relative as opposed to absolute.

Some of these, you know, clearly - some - they're stated as absolutes, which makes them harder to find consensus around. So I would view those perhaps as the starting points, not as end points. Clearly need to discuss them.

And I can see that some of the branches go off in opposite directions so clearly they are starting points. So I think we're a ways away from, you know, adopting requirements much less all of these requirements.

That said, I would add my voice to those saying that we should be making our efforts to sync up with the IANA steward transition timeline, not at the - not to sacrifice the quality of our work but that we can't act as if we're working in a vacuum because we're working in very much the opposite of a vacuum.

And if we decide that we'll take the time it takes, we might be at this forever. So we need to decide what time it will take and try to work toward that in a responsible fashion. Working without haste but with speed. Thank you.

Mathieu Weill: Thanks Greg. Alan.

Alan Greenberg: Thank you. In response to Greg's first point that some of these point in opposite directions, I think you did make quite clear these were the issues raised by individuals, not necessarily beliefs of the CWG at this point.

One thing I think you left off is on your branch and openness to all. You're saying that we need to be open to new participants. I think a mandatory

requirement - mandatory from my point of view is that we are open to all the existing participants within ICANN, all the existing ACs and SOs. And that doesn't mean they can in theory participate. It means that they are willing to under the terms we're specifying. So I think that's really critical.

In terms - and in terms of timeline, I went - I was at a meeting earlier today that you were invited to but couldn't make. And if I understood properly, and I had to leave early, the timeline we're looking at is we really need to have the bylaws passed by pretty much the end of this calendar year if we're to meet the U.S. Congress and issues that ensue and factoring in the U.S. election.

So that's - I believe that's the timeline. That needs to be verified. But I think we're looking at, you know, not much later than December this year, January of next year for actually having the bylaws passed. So that put things on a pretty tight timeline in my mind.

Mathieu Weill: Thanks Alan. Kavouss.

Kavouss Arasteh: Yes. On the timeline. Although the letter of the NTIA needs to be replied and having considered that never we had any deadline but we have an objective. But a deadline - a timeline is an issue and we have to talk about it because sooner or later we have to reply to that letter. This is point Number 1.

Point Number 2 is impact or potential impact on the CWG requirement. Because CWG requirement is directly connected to the ICG activities and they would like to know to what extent that requirement are maintained or need to be modified. Thank you.

Mathieu Weill: Thank you Kavouss. So what I'm hearing in terms of this is first of all a clarification that this is a checklist of what we've heard and in no way

requirements that we're carrying further at this point. It's just to have a global view of the various items that were brought forward at this point and which was actually very valuable.

I am taking onboard and will provide an updated version with the comment about the improvement of diversity and openness. I mean it's an everlasting journey. No organization is ever going to be perfectly diverse or perfectly open.

And as well as the comment on the existing participants, which indeed Alan was clearly referring to this morning in his presentation. So that's definitely for comments.

In terms of timeline, I think we've heard that from some in the room so it does not mean this is the priority or that all our work should circle around the timeline. But certainly it was mentioned as one of the expectations from the group.

And with that, I think we'll now move to Step 2. And I would like to introduce my dear fellow co-Chair, Thomas for that second step of the afternoon. That was the easy part. I will now go and get some coffee.

Thomas Rickert: Okay. So we'll reconvene in 20 minutes.

((Crosstalk))

Thomas Rickert: I just want that to be on the record in case not everybody has heard that.

Woman: (Unintelligible).

Thomas Rickert: Don't we have any policy against discrimination of co-Chair? That's why they come - that's why they come sit from (Erica), right. Now she may do that because as a Board member she's a true community fellow member. I (saw that).

Okay. Can we please have the Excel file in the Adobe room? So we've now refurbished or added to our inventory of requirements for accountability mechanisms. Let's now try to move through a table that we've prepared or that I take full blame for it because I'm not good at Excel. It's truly ugly. But I hope that it will help us structure out discussion a little bit.

So what you find in the column is actually the different models that we've heard or contributed. I have to apologize upfront that we don't have columns for all contributors. We might add some.

But, you know, Greg for example was speaking out in favor of a membership model so we didn't give that an extra column although we could. So certainly we don't want to discriminate Greg, right, as we wouldn't want to discriminate anyone.

But the idea here is that we would look at the various models. The membership model with UAs -- let's just say that's auto correction; so maybe (Alice) you can rectify that -- membership model with unincorporated associations that we should discuss; i.e., the reference model from our report.

And we have the designator model (so) what is the cooperative model, which has been tagged voluntary model so that everybody understands what we're talking about.

Then we have the empowered SO/AC model that has been suggested by Becky. We have the Malcolm model with open membership for the whole global Internet community.

We have my (gift) or the (unintelligible) suggestion made by Sebastien although the way I understood it it's more a list of features and aspirations that we should have when working on a model. And I think that will turn out to be very valuable when we establish features for what might be our new preferred model.

Then we have a point made by Sam ICANN as an organization will not lose its not for profit status. We had Alan offering a variation of the cooperative model with advanced conditional resignation letters from the Directors.

We had the idea of Paul, which was basically the merger of the Becky model with the Alan model with additional diversity requirements. And we had Erica reminding us of the jurisdiction issue and not breaking the work of the system at this stage, which is a reminder that we should actually discuss jurisdiction in this context.

So what we should do now is actually go through the various items that we find in Column A. I suggest we don't call upon them one by one because that will take us too long. But I guess what we should do is identify the core features of the various models on the table, their main weaknesses or strengths and hopefully advance our discussion on that basis.

So the - just opening up my own computer. The features that we should discuss are pros and cons for the various models and to (help) more specifically their complexity, the issue of watch the watchers. Now does

certain model have this issue or is it present with the certain model; is absent with a certain model?

The messaging. How easy is it to explain to the global Internet community what we are doing here, which is also a factor that came out of the public comment.

The perceived implementation challenges. I'm intentionally saying perceived because there are some who say it's easy; others say it's complex; others say others won't understand what we are doing so let's - so let's not discuss whether it's actually (easy) or complex. But let's just acknowledge if there is one model that is perceived to be more complex when it comes to implementation than others.

Let's talk about unintended consequences. Let's talk about openness. The point that Mathieu made and which Alan comment on and I've phrased it slightly differently calling it flexibility. You know, how flexible is the model to let part of the community change the status or their involvement or include new players to the game?

Let's talk about diversity participation, the CWG expectations. Actually expectations is too weak of a word because there is a conditionality. So we need to make sure that the model that we prioritize is actually capable of meeting CWG requirements fully because otherwise the approval from the chartering organizations is going to go away.

We can't afford to have a single point of failure. We need to talk about authority. You know, how much authority does the community have over ICANN?

NTIA criteria. So I think, you know, since the purpose of this exercise is to get a successful transition, we need to make sure that none of the models that we identify to be preferred makes that very condition impossible because it doesn't meet NTIA requirements.

And finally, implementation time/time to adopt because for the U.S. Government it might be good enough for us to adopt recommendations on implementation but we don't have to be fully implemented at that same point in time.

So without any further ado, I would like to ask you, encourage you, everyone both in the room as well as participating remotely to chime in and maybe speak to the points that they find most relevant to them. Speaking in favor or against a certain option.

Okay. Since this community has proven to be very shy, I can take - do we have volunteers in the - Steve is not shy. Okay. Steve. Take a first crack at it.

Steve DelBianco: Okay. Thank you. Steve DelBianco. The column - I believe it's D. No. Sorry. Column B is it empowered AC and SO. So if I understand you properly, you'd like to very quickly speak to the pros, cons, et cetera in that column and point something out.

This is the one that Becky discussed and it's very close to what Robin proposed. The pro is that it gives new powers to the existing structure. Existing structure. New powers. Existing structure.

The cons are that it will take time to learn how to design and use the new powers. The complexity is probably difficult to explain to people and understand it and the complexity of designing the IRP procedures for instance

is going to take some time. I think that once they're implemented they may be easier to use than they were to design and implement.

I don't think the watch the watchers is any worse than today in the sense that if we're just empowering the existing ACs and SOs to the extent that our existing ACs and SOs have internal accountability problems, then this doesn't make it any better or worse. So I don't want to dismiss it as if it's not a concern. But I don't believe it exacerbates in any way the watch the watchers problem.

Unintended consequences would be the kind of things - the staff legal memo we discussed this morning would bring up. The diversity and participation are - again, they're up to each AC and SO since we're not changing any of that in the bylaws.

The CWG requirements are met. We (stalled) the single point of failure, we've given authority and leverage and the NTIA criteria are met. When it - as far as implementation time and adoption, I was asked about this when I testified at the two Congressional hearings in the United States last month. They both wanted to know best case and so on.

And we described this notion that if the community could come together with consensus and approve a proposal for accountability and if CWG could do their proposal by the autumn of this year, that is to say after Dublin, it might still take a couple of months to implement the bylaws changes that are necessary for Workstream 1 powers.

And I explained that that wouldn't mean that every single policy and procedure in IRP would be done. It would take much longer. But that the

bylaws changes could be implemented in a matter of a month or two after the community proposals came in.

And then I turned to Congress and said when they asked what should we do and I said, "Please back the community. Insist that ICANN implement and adopt the bylaws changes necessary to support what the community have asked for." And I said, "That is the best gift you can give to the global multi stakeholder community is to say that you back us and you want NTIA to hold ICANN accountable for that - of implementing the changes."

Good news is as of Wednesday morning in Washington at least one committee in the House of Representatives unanimously reported a bill that says exactly that. So they are trying to back the community. I think we can be grateful for that.

And I'll close by simply saying that Becky Burr's innovation empower SO and AC is that it does not require UAs of any form. I verified this with Holly Gregory at the break.

I said, "If the GNSO where I live adopted a resolution tomorrow morning saying that the GNSO comes together for the purpose of exercising the powers given to the GNSO in the bylaws and we passed that resolution to GNSO and we posted it on the GNSO Web site" I said to Holly, I said, "Would that be sufficient for us to have the ability to exercise those powers and to have them actually being an authority that I can enforce?"

And Holly said, "Yes, absolutely. No UAs needed. No Articles of Incorporation. None of the overhead that we thought was there." And I think is attributable to Becky. I think just coming up with an inspiration on the way

down on the plane - I don't know where it came from. But it solves so many of our problems and almost eliminates the need for the Column B in your table.

So apologies for the long answer but you did ask us to run through the - every row.

Thomas Rickert: So I think we need to ask Becky over a beer when here eureka moment was. Actually Sebastien. Before we move to Sebastien, Steve, I would actually like to challenge your offer for e-fix because to me what you're suggesting has lowest complexity.

Steve DelBianco: Can you tell us what (e-fix) is? Our chart doesn't have - doesn't have letters.

Thomas Rickert: Complexity is difficult to explain to people and complexity to design our (P) procedures. I would think that if it just needs a resolution from the SOs and ACs, that would be the lowest complexity that we could think of compared to the others.

Certainly designing IRP and maybe discussing or explaining the enhanced IRP to the community that might be a challenge but that goes for all models.

Steve DelBianco: It doesn't in fact go for them all. And I thought about that Thomas because the powers like for the recalling Board, one or all. The powers like locking a budget, locking the bylaws, defining super majority requirements with and without the GAC participating; those are the complexities that would be inherent in a model when we avail ourselves of all of the powers.

And I love that Becky has eliminated any complexity at participating. Anyone can participate any time they want. The GAC could decide some day in the

future that they actually really want to get in here and start exercising their votes. That's fine.

The GAC could pass a resolution saying they've come together for the purpose of exercising the powers available to them in the bylaws. They post the resolution on the GAC Web site and they're in. So we want to make it open and available. So I agree that that's simple relative to all the rest.

But the complexity is in articulating these powers and explaining the rules for IRP and the rules for reconsideration. Some of the other proposals we heard before the break didn't involve all of those powers. Some have wanted the simple status quo. Keep the voluntary model. Don't change anything. So that's why I recognize that there is some complexity remaining.

Thomas Rickert: I see that there's some opposition. So without having to listen to all of you, can we agree on - that the complexity is relatively low for that and that the - I would add that the messaging is easier or relatively easy compared to the other models? Because we want to be able to compare. And if we say that, you know, I think every new model has its complexities. But, you know, that's what I'd like to suggest before moving to Sebastien.

Sebastien Bachollet: Thank you. What is interesting here is that I have the impression that we jump to the swimming pool of the membership model because we had this legal advice. And I'm not sure that if we don't have that at the beginning the proposal made by Becky (would have that) been what some can call the status quo.

It's not the status quo. I agree totally because what we are doing is changing a lot of things within the current documentation. But some people name that as status quo. It's a wrong name.

And I think looking to that and what status quo was supposed to be eventually part of my proposal it's all the same. It's to build on top of what we have today. And then I like this way of thinking of doing and I think it's a very good enhancement of the current work of the working group. Thank you.

Thomas Rickert: Thanks Sebastien.

Sebastien Bachollet: And maybe we don't need to spend too much money in the future with bad advice. Sorry.

Thomas Rickert: I think we shouldn't - not every advice that - it's not handy for individuals is necessary bad advice. I think this was extremely helpful to inform our discussion. And I guess we've been reassured that by going - taking the route or if we should do so of what Becky has suggested that still the SOs and ACs could exercise that power. So I think that, you know, legal advice was the basis for exactly doing this.

Next in line is Greg please.

Greg Shatan: Thanks. Greg Shatan. I'm glad you said that the legal advice was the basis for Becky. Indeed legal advice one sort or another has been the basis for all of this. So I don't think we could have gotten where we've gotten without legal advice since we're dealing with on one level a legal problem.

Just to - I'm trying to speak to the second column but they're labeled very differently in the screen and in the Adobe Connect room. In the Adobe Connect it says membership model with (AUS), which I'm not sure what that means. And then it says under here I think membership model without UAs

reference model. So I'm not exactly sure what is being said in either column but...

Thomas Rickert: It should read membership model with UAs.

Greg Shatan: Okay.

Thomas Rickert: And that is a typo in the - because some of the complexity to the membership model as discussed as our reference model in the proposal stems from the fact that people don't seem to like the notion of UAs as separate alter egos or (avatars) or whatever they call it. So that is to characterize the membership model based on unincorporated associations.

Greg Shatan: Well I think there's been a lot of old wives tales read about what the UAs could be. I think they're really intended to be rather similar to what's been proposed under the empowered SO/AC. It's intended to be a paper-thin organization. It's just a final point of execution for the SO/ACs.

It's not intended to be a separate organization that you meet - that meets among a separate group and makes separate decisions. It's intended to be a delivery mechanism for the decisions of the SO/ACs.

But in any case, in terms of the pros of the membership model, first membership model is what is designed by law to meet the needs that we have. You know, it's kind of the right model from an objective point of view.

Secondly, it meets all of the - it authorizes all of the powers that have been discussed, all of the community powers and be executed using the membership model. So we don't have to discard any power.

The cons are that has inspired irrational fear in people. Complexity on the one had we do have a problem to solve with the - how to enact the - or how to, you know, provide the UA or the legal entity for the membership to be the member.

But I think again it's not much more that the statement that has been proposed under the empowered SO/ACs. So I think I wouldn't actually count that as a complexity but I think it's a - still something that needs to be resolved.

As far as watching the watchers go, again, I would say that that's no worse than the, you know, the current situation. It's really - except to the extent that we need to make sure enacting the UA that the UA has no independent authority to do anything other than to act as the delivery point for the SO/AC. So that I guess is the watch the watcher issue is controlling the, you know, proper control of the UA or proper narrow mandate for the UA.

Perceived implementation challenges that seems looking to be rather long in implementing the UA. And then - or maybe that is the only real issue. After that it really isn't terribly different from a number of the other models.

I guess there's also potentially the issue of controlling legal entities so that they don't necessarily go off and do whatever they want to do. But I think that's a perceived issue. I don't perceive that the SO/ACs are going to act any differently once - when they have this narrow extra power key as members.

The rest of it in terms of flexibility and openness since all the work is actually going to be done at the SO and AC level, it's just as open as our current model - what we do today. Same thing for diversity participation.

It certainly meets the CWG's expectations probably better; at least as well as say the empowered SO/AC model and better than others. I don't think there's any single point of failure issue.

As far as authority goes, it's very much a huge pro. This is a model that gives absolute authority power - the most authority possible to the community because members are the ultimate authority in a membership organization.

As for the NTIA criteria, I don't have a judgment on that. Implementation time - again, as long as the UA is not complex and separate, is kept simple and short, could be established with a one paragraph document, I think the time is, you know, similar to the empowered SO/AC model.

Thomas Rickert: Thanks Greg. We have a queue of Alan, Avri and Kavouss.

Alan Greenberg: Thank you.

Thomas Rickert: (Would be your turn). Alan, Avri, Kavouss. Okay.

Alan Greenberg: Thank you. I'm not going to go down the long list and try to categorize everything. In my mind several of the items listed across the top, the different presentations, represent very close to the same thing using somewhat different words.

And in some cases the details may differ but were not necessarily all that important. I for example talked a fair amount about removing Directors. If we empower the ACs and SOs and ultimately don't have the ability to remove the Directors, I personally can live with it. I don't think that stick is necessarily needed. Others I believe though the stick was mandatory and I included it in my option that I presented.

So I think there's a lot of commonality between them. We're using - tend to be using different words and I think we need to get around that. I will comment on one thing Steve said. He said that some of...

Thomas Rickert: (Sorry for) interrupting but that's exactly why we're doing this.

Alan Greenberg: No. I...

Thomas Rickert: To get away from, you know, to boil it down to requirements.

Alan Greenberg: (Okay).

Thomas Rickert: And therefore I think it would be valuable for you to spell out the commonalities or the differences.

Alan Greenberg: I will do that. Let me make the one comment I was going to make and I'll go back to that. Steve said some of the people who presented today did not - you know, when we were talking about the status quo or how we would do things, we did not talk about things like reconsideration or the IRP.

From my point of view I assumed they were given and they weren't - didn't really come into the enforceability issues. They weren't omitted because I didn't want them. They were just - I assumed they were there. They're a common point. And I suspect some of the other people passed over them for a similar reason.

I have - going back to try to identify the exact differences. If you had suggested that a half of a - a half a dozen of us over lunch get together and try to identify where - what we were saying was different from each other or was

the same thing using different words, I suspect we would have been able to come out and be more concise.

When I listed to Becky speaking, I didn't hear a lot that was at odds with what I said. She didn't talk about the Director removal and I've already addressed that.

The rest of it I think I was talking about the empowering and strengthening the power of ACs and SOs without the necessarily the legal right for them to take ICANN to court but putting in the bylaws all of those things. I heard the same words from a number of other people.

So I think we were generally talking about the same thing perhaps with different implementation details. I didn't memorize them well enough to go through them one by one and say where I think there may be small differences.

And I heard a lot of people saying very similar things. I head Becky and Avri and (Roloff) saying things that I thought were - if we're stuck together in a room, we could probably come to a common presentation pretty quickly.

Thomas Rickert: I guess Alan that's an excellent point to capture. You know, that I think in our discussion - and that's my observation as well if I may (unintelligible) to say. That we're using different terminology, different names for different models but actually that there's more common ground than we might have thought. Actually I've lost my Adobe.

Alan Greenberg: If I may add, more common ground other than those who want the formal UAs and designator/members, yes.

Thomas Rickert: Yes. Starting from the cooperative voluntary model. Avri is next.

Avri Doria: Thank you. A couple things. First of all I want to challenge the (facticity) of inspired irrational fear.

Greg Shatan: That was my favorite one.

Avri Doria: Yes I know. And it's a lovely phrase. I have two - perhaps they're irrational fears so that I'd actually like to explicitly list my irrational fears. One of them is that it does turn an American solution now with NTIA as our guardians into an extremely American solution with American courts as an integral part of our policy mechanism, which I think is possibly problematic at least to some folks.

                   And so that's definitely one of the cons I would like to propose on that and I think it goes beyond an irrational fear. Certainly there would be people that would question it.

                   The other one that I keep bringing up on that is as new structures - as new ways of structuring things, they do bring into question new accountability issues. And in a sense what we are doing is solving the accountability at one layer, the global ICANN layer at the next layer down. We're sort of let's move the problem down and it'll therefore be better at the top layer. That may or may not be true. So I think that those are two issues with it.

                   And then with a certain amount of hesitation but still a feeling that needs to be done, a complexity in either - in the membership model or the - I think it would even be in the empowered SO/AC where we're giving all SO/ACs a extra power in a sense that we have never discussed what is the implication on the special bylaws power that the GAC has because at the moment we have

done a sort of equalization of the GAC by giving them special bylaws consideration.

If we put in a system that basically makes them the same as everybody else across the board, equal footing, I would gladly volunteer for (prestis) of equal footing. But at that point, have we actually given GAC a beyond equal footing by saying not only do you have equality everywhere else, you also still have the special bylaw.

So I'm just putting that on the table as a complexity that needs to be dealt with in either empowered or SO/AC. And I do that with a little bit of trepidation because I really don't want to get the governments of the world really pissed off at me. But I really think it's a complexity that we have to look at. Thanks.

Thomas Rickert: Yes. Quickly we're actually to the point of irritating governments - I think that's what (unintelligible). I think that's something that we need to discuss further and in more depth because what you alluded to, the role of the GAC and this whole changed environment also triggered some comments from governments themselves.

And from the questions that we've had from the interventions that we got during our calls, there's certainly the question whether the GAC can take a legal form, whether the GAC can chime in in a voting regime.

And so I think while we offer it the participation on equal footing, not discriminating the GAC with our best intentions, we may have caused some trouble that they otherwise could have avoided, you know, but I think it is for the GAC or for governments that are represented in this room to maybe speak up at this point and say okay, (RSAC) and SSAC have now chosen to stick to

their advisory role and the GAC could easily do the same and thereby avoid some of the complexity that we have landed them with to put it that way.

But I guess that, you know, that's something we should bear in mind and discuss in more depth. But before we do so, let's follow the queue. Kavouss is next.

Kavouss Arasteh: I think you put some element just pros and cons (unintelligible). There should be some (professionality) in the number of (unintelligible) advantage of particular (unintelligible).

We hear that there is a big pressure to a particular case to put many advantages so on. I can do this similarly. I can put a line of disadvantage with particular things but I hesitate to do that. So this is proportionally (it's kept) all issues in a more open and neutral manner and do not push for particular type of distinct as we did in (preparation). Thank you.

Thomas Rickert: Thanks Kavouss. Robin.

Robin Gross: Thank you. This - I just was going to speak to the empowered designator column there and what I saw as being some of the pros and cons of that particular model.

So for the pros I guess we have the lack of complexity that it in fact might be the easiest of the models that we're looking at to actually implement. I also think that the flexibility of it and the openness of it particularly with people outside of the U.S., outside of the ICANN community would be considered a pro for that particular model as well.

Where I would see the negative, and I'm sure people would agree, is that it isn't the tightest level of control that we could have over the Board. And so those who see that tight control as being the primary driver, that wouldn't work for them.

But I think that we could achieve a lot of that - perhaps not controlled but just engagement and mutual alignment of interest just through more productive interactions and processes internal to ICANN before we get to a crisis point where the Board and the community are on different sides of an issue when it's decision time.

So that would be the - really the only negative that I see to it. But I think that the pros of the quick - the ease and the flexibility and the lack of complexity to be particularly helpful especially since we're trying to do this in time for a transition - the IANA transition in the next year or so. I think it would be the easiest. Thanks.

Thomas Rickert: (Robin), sorry. Just a quick follow up question. In terms of the only negative point that you found, what can we populate a cell with? I would like to capture that and populate a cell. Can you provide - offer some language?

Robin Gross: The - on the negativity issue? I think it's not the tightest control of the Board. I think the Board has a little bit more leeway in that model.

Thomas Rickert: The empowered SO/AC model. (Good).

Robin Gross: Designator - empowered designator.

Thomas Rickert: Designator.

Robin Gross: But again, I think we're...

Thomas Rickert: Yes.

Robin Gross: ...talking about the same thing on those two models. So I guess either column.

Thomas Rickert: So Alice, actually that would need to move to the column. Thank you. Next is Tijani.

Tijani Ben Jemaa: Thank you Thomas. I do agree with (Robin). I think we need only two columns here. There is two models that I think - in my point of view. I think the question should be more are you in favor of the UA or not because it is the problem.

Membership and designator needs the stakeholders to be - to constitute an incorporated association. So this is the question. The other model doesn't require that. And I think this is the main problem that we are facing. And if you ask me about the (comment) that they have for the AU - UA, I can give you some.

Thomas Rickert: Thanks Tijani. This is very helpful. And after we've heard Malcolm, I'd like to try to capture some interim results based on the Tijani's proposal. So next in the queue is Paul.

(Paul):   Excellent. I thought I'd first of all apologize to all the members here because the people - things like my name down there is - hasn't got a (unintelligible) presentation behind it so it's just been some thoughts. So, you know, compared to the earlier work where we at least had a chance to read materials is not an apples and pears comparison.

But just to clarify in terms of your criteria there, the sort of thing that I was proposing just so that we've got clarity about it. I think it's basically to Becky's model but (moving) with actually Alan's previous position where there are - where there is the ability for midterm Board member replacement and there a (reality) for the spilling of the whole of the Board where both of those have a high standard.

I agree with - I agree with Jonathan's point of view about leverage. But I do think also we've got a formal representative democracy here. People sort of - it's not a - it's not a - we don't - we're not trying to set up a system whereby the community is sort of riding on every resolution. And therefore, there's go to be some high criteria for where you replace midterm.

I think the additional item also is some wording in this - and the putting of provision of diversity obligations on the ACs and SOs, not just on the At Large. At the moment just the At Large, which picks up the diversity obligations of the Board and I think the other ones probably need to. That needs to be examined in my proposal.

And so in that sense that adds a little more complexity. I think it does allow watch the watchers in the sense that you clearly have the ability for SOs and ACs to move to have the Board replaced or in midterm Board replacement.

I think it's relatively easy to message. I don't think they're going to challenge. I think they're probably moderate. It's still similar to what we have with the possible unintended consequence of people feeling fearful that they're going to get replaced. And so that's why this question of how high is that bar I think is an important question to be resolved. It has diversity participation. So I think it meets some of the other criteria.

Thomas Rickert: Thanks Paul. That's very helpful. So that's also leaning towards variation of the empowered SO/AC model basically. And you're - I think (Alice) we should capture the diversity topic to the empowered SO/AC and then we can delete the power column; not to delete power but to capture his idea; marry it with the empowered SO and AC.

Greg has raised his hand.

Greg Shatan: A couple of points. I think I'll defer to others including (Robin) on this under the empowered designator model. A con would be that we don't have authority over the budget or strategic plan in the same way as we might at least under the membership model or maybe even the empowered SO/AC model.

Secondly, in terms of the cons that Tijani alluded to, I'd like to hear what they are. That some of them may come from a misunderstanding of how flexible and lightweight the UA model actually can be. And in any case, identifying those cons is important because it may be entirely possible for those cons to be avoided while still putting a UA in place as the endpoint or for the (expert) SO/AC to exercise its decisions as a member. Thanks.

Thomas Rickert: Thanks Greg. Malcolm.

Malcolm Hutty: Thank you. I was going to speak to the open membership model, as I believe you hoped. To be clear what we're talking about here, the open membership model is the idea that all the powers and mechanisms that we propose creating go to and remain with the SO/ACs.

That the only thing that it adds is the idea that members of the public at large will be able to join ICANN as a member and then would have the right to enforce the bylaws and ensure that the bylaws have been adhered to.

So the advantage of this - the advantage of this - key advantage is firstly it is as close as possible to the existing situation. It doesn't change any of ICANN's structure at all apart from the ability to create members.

The - it's also - doesn't require any of these entities to change their status in the way that some of these - some of the others' models (would have done) while it's still achieving the key requirements that most - many of us have of enforceability.

It is also, and I think this is going to be important to many people, it is one of the least American of the approaches in the sense that it doesn't depend on the peculiarities of American law or to minimize that. Yes.

So the UAs are a structure that are a concept that is just not known to many of us if you're not American. So there's that as a, you know, a concern there and designators is completely new to me. Yes.

So this is just the idea of well, everyone can be a member. And it also creates the sense that ICANN is a more global organization because people from all around the world can be members and give that sense of global diversity to it. So they're the pros.

And for the cons, I think a principle con is that if you say that everyone will be a member of ICANN, it might give rise to unwarranted expectations as to what the members would be able to do because actually our intent is to leave the powers with the existing SOs and ACs.

And some people might think if we're going to create - allow everyone to become a member of ICANN that that will suddenly mean that they get a whole bunch of additional powers that we're not intending to give them. So there may be a mismatch there.

From a complexity point of view, it's straightforward. It's just allow people to join as a member. So that's straightforward. And from a watches the watchers point of view, it's also simple as well because you're giving the power to enforce with the people whom that is supposed to be for their benefit - the people themselves. So in that - so that one there I'd say a good alignment on the watches the watchers.

On the messaging I think it's a positive message. Everyone in the world can join ICANN. On the implementation challenges, this is a key one. It does depend on correctly structuring the membership agreement so that we don't give members powers that we didn't intend to do.

So that would be a implementation issue for the lawyer to make sure that members did not acquire powers without any intent to give them - to them. And I - essentially that covers the unintended consequences there as well. It's basically work for the lawyers.

As to the flexibility, openness, diversity and participation, I think that we can group these together. Clearly the idea that everyone is entitled to join ICANN if they're willing to apply and to accept the membership agreement has - maximizes all of these. So this model is clearly going to be the leading (conduits) on those criteria.

It provides the mechanisms to support the (unintelligible) expectations because all this is doing is what all the other models have proposed plus a mechanism for enforcement - for anybody to do the enforcement. So it meets that expectation. There's no single point of failure because actually if you've got many members that can join ICANN, then any of them could provide the enforcement function.

And the authority lies with the public at large because there is no problem of lack of authority there because the authority is aligned with who the authorities be exercised on behalf of.

Similarly the NTIA criteria I'd answer in the same way as the CWG expectation. We've decided how we do that. This model doesn't provide any variances. It provides the variances as regards the enforceability question.

The enforceability (time) I will defer to the lawyers on. It's just a question for them to get (writing).

Thomas Rickert: Thanks Malcolm. And I had indicated earlier that I would - based on Tijani's suggestion that I would try to take stock of what we have so far. And then certainly I'll give the floor to the others in the queue.

What I see happening in this room is that we have quite some opposition, quite some critical comments for the membership model for various reasons that we now ought to put into this table. And then we've heard from some that basically we only have one competing and viable option, which would be the SO/AC model that seems to be getting a lot of traction even from (Robin) who (probably) spoke very much in favor of the designator model.

Was my understanding Malcolm that you came up with this idea of unlimited membership because you did want to offer something to overcome the predicaments with the UAs. So I think that maybe even you might be okay with the empowered SO/AC model looking at this because we didn't have it earlier.

So what I'd like to test is whether, you know, we could maybe cut this conversation short. Say that the membership model, which has once been our preferred option or reference model from the previous - from the report is something that we should actually take off our list as the (prioritized) model.

And that we should focus on and further work on, further develop the empowered SO/AC model because that seems to be meeting the features that most of you have asked for. And as we move to Avri, maybe you can also speak to the question that I've just raised.

Avri Doria: Okay. That wasn't why I - this is Avri speaking. That wasn't why I originally put up my hand but I'll certainly say something about it at the end and - actually at the beginning. I'm fine to take the (member's member) off the table. I think, yes, I think you can do that but that's beside the point. I never wanted it on the table. So my saying that doesn't mean a whole lot.

And I'll be honest. What I really put my hand up on was the notion that anyone can join ICANN. Now I have argued quite strongly that anyone can participate in ICANN because our working groups are open, the community comments, the outreach we do.

But in terms of membership, people have to apply. People have to meet criteria. Not everyone does meet criteria. So to say that anyone can join

ICANN as a member at the moment or a different sort of member - as a - the participant's not right either.

But as a constituency or ALS or (rolo) or stakeholder group member is not a true statement I don't believe. Anyone can participate; anywhere in the world can participate in ICANN. But the whole - every single group has criteria. And I know of people that thought they were non-commercials that weren't non-commercial enough.

I know of people that are not At Large enough. I know of people that aren't commercial enough. You know, for every group I know of someone that was rejected for membership at some point. So that isn't a global fact. Participate yes. Be a member no. Thanks.

Thomas Rickert: Thanks Avri. Next is Jordan.

Jordan Carter: Thanks Thomas. I think a con of the Malcolm million member model...

((Crosstalk))

Jordan Carter: ...multi million stakeholder model is - I think, you know, if there was any meaningful power granted to people under this model, lots and lots of them joined, there'd be an administrative cost in actually dealing with them. I mean what are the people going to do, sign up on the Web site and you'd have a database. You'd be sending them updates, blah, blah, blah.

So there's a - there would be actually an organizational burden associated with this that may not be trivial. On the other hand, if there is no power for these members as in the right to take court action if the bylaws aren't followed,

almost no one's going to do it and it doesn't solve the central problem of trying to reallocate power.

And you'd have to change the bylaws in all sorts of complicated ways to create classes of these members so when they're acting - if they choose to act within the SO/AC structure they have the powers that were set in the report. So in all I think it has cons of complexity and administrative burden when you really think through all the implications of it.

And I wanted to respond a little bit - something that Avri said. I think it was - I think it was Avri or someone else said about the - no, it wasn't Avri. It was - no, I'm having a complete mind (brain). Greg said.

We - does the (mere) mention of people understanding or not understanding the thing that's in the first column that - the proposal membership model. And I still think, you know, I've used that language in the past that it isn't right to talk about people understanding or not understanding.

The problem is that we didn't tie it down in enough detail that people were understanding it differently. So all of the fears and stuff that have been raised are perfectly reasonable when you have in mind a way of implementing that membership model. So I think in all I just wanted to say that the empowered SO/AC model looks very sensible from where we're at today. Thanks.

Thomas Rickert: Thanks Jordan. Tijani's next.

Tijani Ben Jemaa: Thank you Thomas. Let me give some cons of the model that need a UA. The first problem is that it would prevent some of the community members to participate in the decision-making since they are not - since they are unable or unwilling to go to it with the UA (association).

Second problem will be that the community will have problem of being sued in any jurisdiction. So they are a legal personality. And they can sue but they can be sued or sue. And this is perhaps a problem that can harm the community.

Another - moment. Okay. Another problem is that at the final step the ICANN affairs would be managed by court since there is possibility of escalation still going to the court. So I personally don't find it appropriate that the ICANN affairs be managed by courts.

And the last point is that we are looking for enhancing the accountability to the community. The UA models will in fact give - make the Board accountable to the community. But not - but not to the members. But what about the accountability of the members to the community? So the single point of failure is still there. Thank you.

Thomas Rickert: Thanks Tijani. Next is (Willie).

Willie Currie: Thanks. (Sure). Just listening to this discussion from a - from slightly from the outside of it strikes me that the test here is will the community pass the (unintelligible) on whichever of these models because there's no use having these powers if they can't be exercised.

And I think that what I see here is the discussion of the very important issue of vertical accountability between the community and the Board in a classic principle agent relationship. And it strikes me that whichever of these models is chose, it must be capable of being exercised. Other words - and otherwise it will not be of value.

So it seems that either the UA or the SO/AC model could work but I would urge that they be looked at very carefully in terms of any possible chinks in that position. Just an observation.

Thomas Rickert: Thanks Willie. And rest assured that it was our plan always to put any proposal that we come up with in front of the lawyers to see whether it's going to be robust in terms of the requirements that we've established and the community powers are an integral part of the set of requirements that our group has come up with.

Next is Greg please.

Greg Shatan: Thanks. This is Greg. Just briefly to respond to the cons that Tijani brought up. I think under the model that I was expressing, which maybe deviates from the reference model somewhat but I don't think so.

Actually the decision-making would still take place in the SOs and ACs. It's only the execution that would take place in the unincorporated association. There'd be no separate decision making capacity within the UA.

In terms of the possibility of being sued, the UAs - at least the California UAs offer limited liability. So it's only the UA that gets sued, not the individuals. Under the current situation that we have here, it's entirely possible for individuals - even individuals in a SO/AC to be sued for the decisions.

And there would be - the only limited liability they would have is if it was decided somehow ICANN's limited liability protected the decision making of the SO and AC because it's all kind of within the bubble. And that may be.

But either way there's, you know, the ability to sue somebody who's made a decision that negatively affects you doesn't disappear. It's only a question of how you sue them. And something that provides limited liability whether it's the UA or conceivably ICANN itself is what you want rather than being exposed and being neither. But I don't think we have a proposal that's neither.

In terms of being managed by courts, I think that is kind of - really without - that's baseless. There's really - the idea that somehow we're going to be in court all the time just because there is an entity that has standing to go to court is - I have the ability to stab myself in the eye with my pen but I don't do it.

((Crosstalk))

Greg Shatan: You'd be surprised. But...

((Crosstalk))

Greg Shatan: ...the - going to court is a hell of an option first especially for an entity that has no council, no war chest. It's - I think it's - the idea that the courts are all of a sudden going to be full of ICANN matters I think is just completely far fetched. I don't see how it would happen.

I think that the - I think that the general activities of the SOs and ACs will remain just as they are now. Again, remembering that the SO/AC would have to decide to go to court to - and send the UA there just as its execution point.

As far as the issue of if you only have some community people in the membership, that is something that is an issue. How do you involve in any of these cases all of the community members? You know, so that's one that is -

there is some issue there. But that may be an issue in some of the other models as well.

You know, so that's one for which I don't think there's a complete answer. Although then we go back I think to the community council idea, which is not one of my favorites but at least it did solve that issue that decisions could be made at that council level and then just executed by the members; again, the members just being an execution point.

You know, and another idea that, you know, it's possible to just have all of the SO/ACs get together and to form a single member and have this just be a one member organization and have all the decisions made, you know, outside the member and just have that single member be the execution point. That's a kind of a new variation (unintelligible) earlier.

But that would solve the problem of who are members and who aren't members and the like. So I don't know if it's too late for that to be a new column. Instead of everybody being - every individual human being being a member that there's only one member and it's just the final execution point for all of the current structures. Thanks.

Thomas Rickert: Thanks Greg. Jonathan, then Kavouss and then Malcolm.

Jonathan Zuck: Thank you. Jonathan Zuck for the record. And I guess I'm going to come back to Tijani's comments (some bit). We actually had an email exchange about some of those same points.

And I guess just to take a step back, I think one thing to remember is that when we - you shed a lot of the extra discussions and things like that that

happen inside ICANN, one of the number one things that ICANN does is create contracts with contracted parties that actually run the DNS, right.

And so at its core everyone's setting policy and ultimately what might end up in those contracts - the contracts is what they do. Those contracts create legal standing that is ultimately enforceable by court.

So and yet all those parties don't spend most of their time in court. They deal with contract compliance and the processes that are internal. So I don't think ICANN is an organization that's been afraid of enforceability historically because the real work of ICANN is these contracts. And every one of those contracts creates legal standing and the potential to end up in court but that's what empowers ICANN over those contracted parties.

And so I mean I think there's a big analogy to be drawn. And there's no reason that only contracted parties should have a formal relationship with the organization. So I mean that's one issue.

And the other issue that I hear a lot of and Greg I think began to mention it as well is this notion that we haven't yet solved the problem of accountability of the community to the - of the ICANN community to the broader Internet community.

And I completely agree that we haven't yet solved that problem. But I don't see that in any way as an argument not to solve the problem of the Board's accountability to the ICANN community.

At the very least we'll be creating an incremental improvement in overall accountability of the institution of ICANN. And a more empowered community may in fact be more attractive for participation by the Internet

community when they see that the community is ultimately the one driving the organization.

So I think that's a problem that needs to continue to be worked on. But I'm not sure that it's the problem with which we were presented here because we're looking at this abstract maternalistic entity of the United States Government and how to replace that role in what hopefully is a more sophisticated framework for accountability than previously exists.

But I don't think anyone assumes that we've solved every problem of the organization with this framework but we've made another increment, another step in the maturation of the organization.

Thomas Rickert: Thanks Jonathan. I'm not sure whether Malcolm or Kavouss was first. Malcolm. Okay. Kavouss please.

Kavouss Arasteh: Thank you Thomas. I think the whole purpose of this exercise of membership was - I think was to empower the community to the maximum level with respect to all aspects of decision making.

Having considered the difficulty and (destruction) of problems to (the member). It may result that not only the achieved empower the membership to exercise its power. But on the other hand, we (ex-power) or empower or (dis-power) the membership because they cannot join to be member. They cannot. Once they cannot join to be member, they do not benefit from exercising those powers.

And above that you also result in an organization with more and more inhomogeneity that some of the constituent have power to do something, some others do not have power to do something. So you end up something that the

inclusiveness, that the demographic and so on so forth would no longer, which is part of the main core value would no longer be achieved.

So I don't see any reason why we push something which acts against its purpose of the end when implemented and if implemented, which has very difficult things to be implemented.

It is quite clear that some of the AC at least or maybe SO have difficulty to join membership because of application or the implementation of UA. Has serious difficulties. I don't want give example but that means that they should be separate themselves from those who are members. So this sort of thing universality and inclusiveness of the community will be totally broken.

So I request those distinguished lawyers who are very capable to talk and talk with this and to kindly understand this disadvantage. It is total disadvantage against many others and you would not achieve what we intended to achieve. Thank you.

Thomas Rickert: Thanks Kavouss. Before we move to the next speaker, I would like to highlight again that this very discussion and this chart that you see in the Adobe room or on the screen is not meant to be a legal analysis. It is meant to help us discuss which features we would like our preferred option to have.

I have specifically put membership model with UAs in there because as you rightly point out Kavouss, the difficulty for many in the community is the creation of the UA being perceived as an alter ego or (avatar) next to the group itself.

And therefore, you know, just to take the legal spin on it is because my guess would also be - would not be a legal term, right, legal description of a model.

Let's call it the (avatar) model. Right. Because I guess that's what we have difficulties with.

I have not heard anybody speak against the membership model because it's a membership model because it empowers the community or can empower the community.

The vehicle to get the membership model is the issue. So let's be very clear that we want to get away from the predicament of creating separate legal entities to - is to go through a formal process of establishing these and what the consequences are. Right.

So I guess that needs to be clear that in terms of features, it's my understanding that this group and the wider community has an issue particularly with the type of UAs, the formalization of UAs, the registration of UAs and the associated questions and difficulty.

With that, we can now move to Malcolm.

Malcolm Hutty: Thank you. And my comment follows on very nicely from that actually. You asked me earlier, and this is my first opportunity to apply, whether since what I was speaking to do with the membership model it also satisfies in many respects by the membership with the UAs or the empowered SO/AC model whether that would mean that the - that the membership model could fall away.

And I would say the answer to that is no for this reason. Yes, they are all seeking to do the same thing by different routes. They're all seeking to ensure that the powers and mechanisms that we have all agreed upon exist and are exercised by the SO/ACs. And they're all seeking to ensure that in the final

analysis there is a duty to abide by that and that there is an ultimate power of enforceability.

Then some people have been, as you were just referring to Thomas, criticizing UAs as a model for achieving that for various (reasons). So the open membership model is an alternative way of achieving the same thing that doesn't have UAs.

So if those that are criticizing UAs - so actually we've been (persuaded) now but this is a - our concerns have been satisfied and we're willing to go with that model. Then we can look at dropping the open membership model because the purpose that it was offered for is no longer - is no longer needed.

But as long as those criticisms stand, then we must also consider well here is an alternative way that doesn't - that answers those criticisms of achieving the things that we're seeking to achieve.

Finally, one final point, which is slightly different. Jonathan raised a good point a moment ago. And that is the accountability of the community for the public at large.

One unique benefit - one benefit that (resides) uniquely with the open membership model is that. If in the circumstance where ICANN has acted in a way that is for example outside the scope or inconsistent with its fundamental commitment, if that is done in defiance (see), then the other models provide mechanisms for doing something about that.

But if that is done in association with or at the behest of the community organizations the SO/ACs, then they don't provide a mechanism for dealing with that.

The open membership model does. The open membership model would allow an individual who is affected by this misbehavior of ICANN to go to the IRP and get the judgment in their favor.

And then if ICANN decides to ignore that judgment, perhaps because the SO/ACs themselves support ICANN in ignoring that judgment, that individual who had won the IRP could still ask for enforcement of that IRP judgment. That is a - that's something that the open membership model offers that none of the other models do. Thank you.

Thomas Rickert: Malcolm, you made a suggestion earlier to drop the open membership model. I'm all okay with that.

Malcolm Hutty: No I did not. I - no, I didn't no. You made the suggestion that I said we should drop that. I said we should not do so.

Thomas Rickert: You outsmarted me. But nonetheless, should you choose to withdraw...

((Crosstalk))

Malcolm Hutty: As I said, when Alan and Avri are content to say that they support UAs and when Chris agrees that enforceability is a key requirement for this organization, come back to me about dropping the open membership model.

Thomas Rickert: I will take very good note of that and I think you will go down in ICANN's history as the one requesting ICANN to be populated by billions and billions of members. So I'll take revenge.

((Crosstalk))

Thomas Rickert: Next is Sebastien please.

Sebastien Bachollet: Yes. It seems that we may need to learn from the past and fall to me give some explanation of what happened in 2000. Maybe we need to have somebody else who was there at that time what's happened and why we end up to change the organization - decide to change from the individual (waters) to an At Large structure like the current At Large structure members as (rolo) and the like.

And I am not sure that the world has changed and the organization has changed dramatically to give us the opportunity to try again this type of multi hundreds or multi million members in the organization.

I just don't want to think about the Whois issue about all those members where the database will be and how we will work with that. Is it a legal requirement from which country and so on and so forth? And maybe we need to find another solution.

The solution of adding today to adding to the current organization new structure on top of what are currently existing is also adding a lot of complexity. And I really think that we need to do as less as complex possible because one thing we didn't have - we didn't do since 2002 is to have a full review of the ICANN organization and with new gTLD registry thousand - with the new registrar hundred and so on and so forth.

We need to rather look to this organization and not silo by silo but overall. But it was not possible to be done before. Now we have the IANA stewardship transition to taking care. Then it's not the right time. But it must be somewhere written in the agenda for the future.

(Now the) question of diversity; I hope that in each and every proposal we will be able to push for more diversity at each level of the organization. And we need to try to find the solution for that.

But I am not - I suggest that we put that issue in the second part of our work and not in the Workstream 1. Even if it's very important for my point of view; it may need some in depth discussions. And we need also to see what we need to do right now and what we can wait for.

My last point is about change of the bylaw. I think it's a very important work we have to do. We have to do in this group but with the other group and with the whole ICANN, and the fact that the Congress asked that the bylaw change must be done prior to the transition, it must be a good incentive for us to do it and to it with less complexity as possible. Thank you.

Thomas Rickert: Sebastien, let me ask a follow-up question. Your point with respect to the overall review, would that be sufficiently covered by the ATRT reviews that we plan to perpetuate? Because they would look at the overall system, right?

Sebastien Bachollet: I am not sure. Read what is on the ATRT. There are specific topics that can take on both. You need to change the ATRT if you want to do all that. It's 9.1, 9.2, 9.3, but there are people who know better than me because they were in ATRT, either one or two. But it's - they can do this overall. It's why they keep some small topic -- not small, sorry -- because important, but narrow, thank you, narrow topics and not the overall recognition. I don't think it's ATRT, it's a missing piece from my point of view.

Thomas Rickert: You know, the difficulty that I have, if you please bear with me, is that our group was charted with looking at the accountability, so it would be out of

scope of us to entirely revisit ICANN. But what we could certainly do is add some additional language requesting additional things during the ATRT reviews that we plan to perpetuate in the bylaws.

And if you have some language that we could put in front of the group, by all means please do liaise with Mathieu, who has drafted the response to public comments with respect to Work Stream 2 items, so that we can maybe have a concrete suggestion from you that we could discuss.

Another question for you with - where I would like to ask you for a very concise answer is looking at the empowered SO/AC model, is that something that you would deem least changed to the existing system? So is that something that you could support? Because I see a lot of traction for this model, right, and I would like to make sure that we take you with us. And if we could do that with some additional language to this model, then I think we would be more than glad to do that.

Sebastien Bachollet: Thank you for your question, then. From my understanding now, I think it's going to the right direction, and I think we can of course the devil's in the details but if we can work and spent time on this proposal to find the best way to go there, I think it's a good way and I don't see any problems to be involved with that with you.

Thomas Rickert: And hadn't I muted my microphone, everybody would have heard my sigh relief. So that's excellent news, Sebastien. Thank you so much, and certainly we would be more than willing to the suggestions that you made into the profile of requirements for that specific model, which I think is a good refinement or amalgamation of all the models that we've previously discussed.

Tijani?

Tijani Ben Jemaa: Thank you, Thomas. Thomas, you were right when you said that the main issue was the UA. That's why I suggested that we have only two columns. One solution with UA, another solution with UA. Now to Jonathan, two points.

The first one, you said that the contracted parties - you made a comparison between the contracted party and the rest - the actual discussion. The contracted parties with ICANN have a contract together and they have - both parties have to respect this, the terms of the contract. And if one of them don't do - there is a cut there.

This is different from making ICANN accountable to the whole community. There is no contract between them. So this absolutely different, and that's why I don't see that there is a comparison here.

The second point, you said that yes the single point failure is still there, but it is not a reason to not accept the membership model. I think that the to make the goal or objective of all this exercise is to make ICANN accountable to the community. So if we still have a part of this ICANN not accountable to the community, we have to review the whole system. We have to see what we can do, unless we have a solution it.

So if we have a solution to it, yes we can continue a discussion about it and we can consider the model. But if we don't have a solution to it, I don't think that we reach the objective of the exercise, so that's why I don't think it's a good model. Thank you.

Thomas Rickert: Thanks, Tijani. Next is Alan.

Alan Greenberg: Thank you very much. I'm going to agree with most everything that Sebastien said. I too think the overall organization, and certainly specific parts of it, need a review. I don't think it's within our mandate to recommend it. I think that's something that's going to have to live and die on a life of its own, and it's political water we don't want to wade into, at least in my humble opinion.

Regarding the ATRT, I - we've yet to see the detailed results of the recommendations. One of the comments I made based on a fair amount of ATRT experience is that we should change the rules so the ATRT is not required to do A, B, C, D, and E and nothing else, that any given ATRT may choose to something very different still within that same area. We'll see whether that makes it into the final document or not. So it's a very relevant area. It's a very important area. I still don't think the reorganization of ICANN is the job of that group, but that's a different issue.

Within the - in terms of the bylaws, I think the way we're going right now is I won't say minimalist but is something that's going to be a lot easier to put in place than what we were talking about before. And the timeline is shortened up. The work is heavy enough that I think that's important. I think it will make a difference.

And the thing I vehemently disagree with Sebastien on is he said he doesn't think much has changed in the dynamics of the world since 2000 and the problems we had with open membership. I think what's changed is the technology has made the kind of abuses we had then a lot more easier, so I would avoid it like the plague.

Thomas Rickert: Thanks, Alan. Willie?

Willie Currie: Well I don't want to put a spin on the words here but it seems to me that this issue perhaps should be explored, the issue of individual membership, even if at the end of the day it is dismissed as unpractical. Because if it's simply dismissed without being taken seriously, which my impression is that Malcolm's suggestion is not being taken seriously, that is not really adequate, particularly because of perceptions that the SO/ACs perhaps constitute an insider community and that even if it is not adopted I would imagine one could look at a hybrid form of membership where you have the organized community and you have individual members.

That certainly seems possible, but there might be legal and other issues. There might be simple things that Sebastien is saying, that is just becomes unmanageable, that it can be gamed, that it can be corrupted. Sure, but perhaps it should be looked at.

Thomas Rickert: Thanks, Willie. Just to respond to that briefly, I think that we have listened to Malcolm's proposal and we've taken his thoughts seriously. I think that this group is sometimes characterized by allowing a little bit of humor into a serious discussion, but even more, at the outset of our work there has been discussions about the possibility of membership by natural persons. And there was some back and forth on that, and ultimately at that early stage our group had decided they did not want to pursue that path.

So it's rather the discussion about whether we should reopen that topic or not. And my impression -- and this is also something that we would usually operate on -- we collect ideas and we look at those ideas that get traction with the group and others that don't get traction and then we would proceed in our way towards consensus to build on those that got substantial traction in the group.

So, you know, all this is recorded, all this is transcribed. We're not going to dismiss anything today, but from a chairing perspective I think that the individual membership model is one that got the least traction amongst the models that we previously discussed. But it's not off the table and actually it's the hybrid model that you're suggesting whereby you can have two layers where a legal entity or, you know, an SO/AC would exercise certain rights and they could themselves constitute themselves of individuals could be a way to actually solve the watch the watchers issue. And that I guess the driving force behind your comment in the first place.

Let's now hear Steve.

Steve DelBianco: Thank you. Steve DelBianco. A few you have mentioned whether the ATRT review number one is sufficiently broad enough to cover the broader accountability. And I wanted to indicate that when we imported it into the bylaws in our proposals, Paragraph 310, we looked at the language in ATRT review number one. It was 9.1; Sebastien, you had it right. And 9.1 is incredibly tough language.

It says that the board shall cause a periodic review of ICANN's execution of its commitment to maintain and improve robust mechanism for public input, accountability and transparency so as to ensure that the outcomes of all - sorry, outcomes of its decision-making with reflect the public interest and be accountable to all stakeholders.

That is an incredibly high bar of review, one that was achievable only through the leverage exerted by frankly the Commerce Department when it replaced the JPA and MOU with the affirmation of commitments in 2009. And that shows what leverage can give you, so we want to use the same leverage here. But I do think that that's a broad statement.

Sebastien then noted that potentially -- and this is Alan Greenberg in the ALAC comment -- they were worried that the list that follows is somehow limiting on what the ATRT can look at. What we imported from the AOC was the language that said that in this review, particular attention should be paid to, colon, and there was a list of several items.

So we took full note during the analysis of comments of the ALAC comment that that might be limiting, and our proposed reply to that would be to change the language to something like issues that may merit attention include. Right, Alan? So instead of implying in any way that it needs to be limiting. But the ATRT, very powerful review.

It took a lot of work to do the reviews, which was one of the reasons we said it should be required no less frequently than every five years, but this community could do it every three years or every two years if we wanted to. Five years it at the outside. You wouldn't want to wait more than five years to do a review. Thank you.

Thomas Rickert: Thanks. Actually I'd like to close the queue after Alan, but let's hear Jonathan first.

Jonathan Zuck: And Jonathan Zuck for the record. And I'm cognizant of the dangers of a tit-for-tat kind of conversation but as someone who, along with Alan, might have favored a debate, at some point I want to let some things not just lie. And so Tijani said that this is not the same as a contract and a contract is something very different. And I have to take issue with that because I believe the bylaws from a legal standpoint actually represent a contract and that the memo that Becky was talking about us writing, which is that we embrace the responsibilities outlined to us through the bylaws, would in fact be our

response to that contract and would in fact create a contracted relationship very similar to the one that exists with contracted parties.

The other issue is that I also don't want cede the notion that we've just still got a single point of favor, because if we disperse power into the SOs and ACs and the various stakeholder groups within them that - or constituencies within them, each of those groups is going to be diligently working on the issue of how to I bring in more diverse membership, how am I - ensuring accountability to the constituencies that I claim to represent, et cetera. And I think that will be an ongoing reform.

So I think that that's something that's going to continue to happen inside ICANN, and once again it's probably too big a thing for us to solve because it's so disperse in the process of this engagement. I think that this will create an incremental amount of accountability to the community as a whole but there will still be and will always be I believe work to be done to improve that accountability.

I mean you look at the ALAC mission to be accountable to all end users, that's probably a mission that we'll never actually accomplish, right? It'll be Steve working on it indefinitely and, you know. I'm part of the IPC and we're working to make sure that we're representing IP interests throughout the world. Geographic diversity is probably one of our biggest issues. So I mean I think that those are things that we continue to work on and they should be embedded in the bylaws as aspirational goals, and that's part of the reforms that we're recommending.

Thomas Rickert: Alan?

Alan Greenberg: Thank you. A few things. The kind of things we're talking about is technically a contract, a memorandum of understanding. I - we were told earlier in this process that since ACs and SOs are not legal people, those contracts are not really binding, but ICANN has a long history of such things. The (RALO) are created by a memorandum of understanding between a (RALO) and ICANN.

The (RALO) doesn't exist as a formal entity. But there is a memorandum of understanding and it does constitute the summary of what that group is doing and what it's allowed to do. So there's a long history and I don't think we need to worry about the legalities of whether it's enforceable or not.

With regard to (Willie)'s comment, I will point out that four of the five At Large regions support individual membership. If anyone wants to do any work to support ICANN, we have a vehicle. And I hope the fifth one will be doing it soon. So you don't have to have membership in ICANN to be able to participate. There's lots of vehicles. And certainly for individuals, at large is a vehicle which we hope is viable to today and will get more viable as we improve it.

And lastly on the ATRT, the statement was submitted by - was written by me and submitted on behalf of the ALAC. I doubt there are many ATRT former participants who would not endorse it. There may be one or two. But the fact that the ATRTs were both constrained to look at those things and constrained to not look at other things is a real - was a really important thing. And one could imagine that we are - we will be mandated to do an ATRT every five years. We could charter targeted ATRTs to look at specific issues on a more frequent basis, even run them in parallel. You know, there's all sorts of flexibility once the rules don't constrain you. Thank you.

Thomas Rickert: Tijani has asked me to briefly reply. Can you keep it very brief?

Tijani Ben Jemaa: Yes, very, very brief. I agree with Jonathan that the bylaw is something that I consider as something important and as a contract between the community and the - ICANN. And that doesn't give a legal entity to the community, to the members of the community. So it doesn't have any problem. It doesn't give or bring any problem. So I do accept what he said if we stop here. But if we go further and make a UA for each community, it will be a problem.

Thomas Rickert: Okay. Let's stop here. Kavouss, you've raised your hand. You don't accept us stopping now? Okay, very briefly, please. Please go ahead.

Kavouss Arasteh: Thank you. Can you or somebody please describe what is membership without UA? What is the status of that? Is it the same? Why do we need UA? If it is not the same, how without UA still a member model could have achieve those two elements that we wanted to have empowerment: budget and financial (unintelligible)?

So from the very beginning we were told that UA is an integral part of membership or member model, but now you could say that you have member model without UA. So what is the situation?

Thomas Rickert: So let me - before I turn to Becky, let me just say that all of those who thought that we would be breaking for coffee now will have to be patient for another two or three minutes. Becky, would you care to respond to that?

Becky Burr: So first of all I just want to repeat what Thomas said about solving the avatar problem, the sort of unincorporated association sitting between the SOs and ACs and the board. That's really what the empowerment model solves. What it does is it says to the SO and AC, to whichever one, it says the bylaws say we give the SOs and ACs the powers that members would have and then the

SOs and ACs agree, if they want to, to work together to exercise those enforceable rights. That's what's going on.

Now we could legally tear this apart and decide - I mean it could, you know, it creates the legal - the structure that makes it legally enforceable and so in a way it creates a legal person, but it doesn't have that separate thing. It's the SO and the AC. If it makes that election to have the enforceable powers.

Thomas Rickert: Well said. And this is why I like the term empowered as oversee. We don't do a legal analysis of this now, right? So I think what's important for us to take away is that we seem to have a lot of common ground for this easy-to-implement one resolution seems to be sufficient to evidence, this joint of will of having enforceable rights, right? And I do remember that (Josh) at one point offered advice speaking exactly to that.

So if that helps us reconcile the differences between those in favor of an enforceable system, an authoritative system empowering the community and those that are severely objecting to incorporating and registering unincorporated associations, I think that that's a good sign. And before we break for lunch, I would just like to - for coffee. Lunch again! It's all on Alan. Let me just try to take stock.

I think what we can convey and what we should convey to the community is that we have presented a reference model with our report, clarifying that this is not a consensus position. We got feedback from inside the group and from outside the group that there were difficulties in understanding as well as difficulties from a legal point of view with the concept of registering unincorporated associations in particular.

We have understood that message, we have reacted to that, we will bury our reference model as officer choice, and if there's any objection to burying the reference model, the avatar model as our preferred choice, please make yourself heard. So we will now or we can - in our communications with the community we can say we've learned that lesson, we've come up with something easier to use, but yet given authority to the community, which we call the empowered SO/AC model.

And so I think we can put all the other models at rest and let's concentrate on the empowered SO/AC model. Let's have it tested, whether it meets our requirements. We shouldn't be doing that in a rush now. We're not doing a consensus call now, and we should then proceed on that basis and further look into all the details, including the diversity question, the question of whether we can keep or maintain non-for-profit status. As (Sam) said, you know, all the niceties need to be evaluated. Kavouss, you can't resist to ask another question?

Kavouss Arasteh: Yes, yes. You have a very strong argument to do that. Moreover, there is a precedent. CWG had the very complex procedures. After the public comment, they tried to totally refute that and have more simpler, which is more acceptable. So you can do that.

Thomas Rickert: And we should be doing that. I think even more so, we've never made a firm promise that we would do the reference model. We always said it was a suggestion up for debate, and we're now readjusting, which I think is a very inclusive and community-embracing process. Alan, you seem - you don't like coffee, do you? There's also orange juice.

Alan Greenberg: Excuse me. I love coffee. I and a few other people have another meeting at 4:30. Could you summarize what you plan to be doing in the last session before we break?

Thomas Rickert: Mathieu will take over for that. But let me take the opportunity before I hand over to Mathieu to thank everybody for what I think is a very constructive session. I think we made huge progress, reconciling what could be called divergence in the group as well with the wider community. I think we now have something tangible that we can use as a starting point for our engagement with the wider community throughout the week.

Mathieu Weill: Thank you. So very quickly, what's left on our agenda is ensuring we have coming views on what the message is going to be we're sharing with the community in the next few days, how we're going to discuss with the board on Sunday, are there any messages that we need to work on or prepare for the ICG, any specific messages for specific communities. There's an idea floating around about a communiqué out of this meeting that would serve as a basis for that. That's also on the agenda. And how - start a discussion about how we would respond to NTIA's letter regarding the timeline. Those are the outstanding items on our agenda. And with that, coffee.

Reconvene in 15 minutes.

Hello, everyone. This is a 60-second notice that we are going to reconvene. Can I ask you to take your - go back to your chairs? Please take your seats. Take your seats, please. Okay ccTLD is the background. Please take your seats.

Man: Yes that's fantastic. Two, two, two. Hello? Two? Are you getting anything now? Two, two, two. Okay, yes.

Mathieu Weill: Okay we are sorely missing our fellow co-chair, Thomas, which I hope -who I hope will join us soon. He appeared to be quite exhausted with the previous session, but I'm sure he'll recover quickly. And I hope so.

A couple - just a quick point that we've received some comments that it can be a little bit noisy and difficult to follow discussions in the background if people have side discussions, so an I please encourage everyone in the room, but including those in the back, to have their conversations if need be maybe outside of the room so that everyone can follow even if their at the back of the room. That would be much appreciated.

And with these very friendly remainders, I can move to the rest of our agenda. So as I was saying before we break, we still have to look at the exchanges we'll have with the ICG and CWG stewardship. One important aspect is probably to score our progress against the conditions set out by the CWG stewardship final proposals. So that's one item we'll go through.

We also need to have an initial discussion about how we would plan to respond to letters we've received from NTIA regarding timeline. Number three is looking at the various sessions that will take place during the week, including the board session, the engagement session. We would like to discuss what you feel our priority topics we should address in this.

And then finally -- or should be finally -- we have two work sessions during this week. We also need to have an initial discussion about what the expected agendas could be. And then finally, we would suggest that based on the progress we are making today, we could public a communiqué out of this face-to-face meeting that would inform SOs, ACs, many observers of our

progress and obviously drive the communication of our progress to inform the
fruitful exchanges that we'll have across the week.

And so we are currently - I mean we ruined our lunch break, now we've
ruined a coffee break for preparing this, and we'll share this in a moment with
the group. (Ian) is currently reviewing a draft so that we can have an initial
discussion on this in this room before we leave tonight.

That's the outstanding issues, and without further ado, I'd just to like initiate
with - maybe we can start with the CWG scoring. So there's an outstanding
prepared by the CWG stewardship for their webinars where they highlight the
conditionality with our work, and I would hate any duplication so let's look at
this slide together.

And so the conditions they're setting are the fact there are community rights
regarding the development and consideration of the ICANN budget. And I
think the feedback we're getting from the public comment as well as the
discussion we've had today shows that this is still very much an achievable
goal. There's no very strong wording on that not being achievable.

Second is the community rights regarding the ICANN board and specifically
the ability and to appoint and remove members and to recall the entire board.
That is very much something we're - where there were some concerns
expressed on implementation. That is still very much on our agenda. Nothing
on the horizon saying that it's not going to be achievable.

The IANA function review incorporated into the ICANN bylaws, no problem
with that. CSC incorporated into the bylaws. We've had a back and forth with
the CWG stewardship. It can easily be a proposal by the CWG plus ICG or us,
but we're very open and have absolutely no objection to that.

Independent review panel made applicable IANA functions and accessible to TLD managers, yes it is with the provision that it does not address the delegations and revocation aspects, but consistent with the CWG as well.

And finally, the - all the mechanisms addresses be provided as fundamental bylaws. And if you look at the public comment we've received, there's no objection to that either.

So we would suggest that the scorecard of our current progress against CWG conditions currently shows that we are on track, that none of the comments we've received would reveal serious concerns about feasibility or achievability of these goals, and that be - should be communicated to the SO/ACs, especially when they are considering the final proposal of the CWG, because that might be useful for them to consider when considering their next steps with these final proposals.

Would there be any objections or comments on this assessment of how we are making progress with regards to the CWG stewardship conditions? And I need to be in the AC room, which I'm not. Thomas, are you? I've lost it.

Thomas Rickert: Sebastien's in the - Sebastien, go ahead.

Sebastien Bachollet: Thank you very much. Yes. I don't want to enter into a loop with the CWG and what we are doing but I am concerned that - with the second column. We are not yet - we are considering, we are discussing, we have different proposals on the table, and I feel that there are a little bit too prescriptive on what we need to do and how we may end up with regarding removing board members. And I don't know how to say that, but it's a topic under discussion.

If not, we have to take it out of our discussion and decide they already have decided. But I hope that is not the case. Thank you.

Mathieu Weill: All we can say at this point on our side is that that was part of the initial requirements we set out in our initial draft proposals, and that's still very much being considered after receiving the first set of public comments. And I think that's - there's no intention to go any further than that, but. Yes, if - there are some implementation details that need further refinement, but in principle there's some form of rough consensus in the public comments on that.

Steve?

Steve DelBianco: Thank you. I just look for a clarification based on your conversations with the CWG -- it has to do with the last bar in gray -- the notion that all of the foregoing mechanisms are in the fundamental bylaws. And I just ask you to clarify that they understand it's not just the label fundamental but it carries with it an entire process that we've proposed, a process for affirmative approval by a certain threshold based on weighted voting of community AC and SOs having a certain representation and structure, right, empowered ACs and SOs, whatever you want to call it. But all that's baked into that line saying make it a fundamental bylaw, because they want all of those other protections to go with it.

Mathieu Weill: We can certainly get back and confirm but that has been made clear in our conversations as well as probably correspondence, and I think within CWG group as well thanks to the outstanding colleagues who are on both sides.

Thomas, will you want to follow up?

Thomas Rickert: If my memory doesn't fail me entirely, even on one of the calls that I attended on behalf of the CCWG, I was explicitly asked whether their request could be made fundamental bylaws. And the CWG is cognizant of the implications of making them fundamental bylaws. So I think we can take that for granted. I'm not against double-checking, but we should assume that the CWG requires these to be fundamental bylaws with all the legal implications that this has.

Mathieu Weill: Thank you, Thomas. Any other comment on that? I think I would also encourage each of you in your discussions -- I'm sure you'll be part of discussion on the CWG final proposal -- to make sure to communicate this to your respective groups because I know there's been some concerns around the ability to consider the CWG stewardship final proposals because of the conditionality. It's very important that this message gets conveyed during this week.

So that's item number one. Item number two is NTIA letter on timeline. So we're going to put it on screen, but if I were to summarize my understanding of the letter, it is about okay how long is that going to take to finalize your work. We are aware that the ICG is also - so the recipients of the correspondence were ICG chairs, CCWG co-chairs.

And I - we are aware of the ICG starting to consider their response and the need to coordinate with the ICG. That is definitely on our plans for in the coming days. And we've received correspondence from Keith asking for some discussions, some details on timeline on our list today on behalf of the ICG. So Keith and Kavouss are acting as ICG liaison. And so there's a need for coordination with the ICG on this.

But what we would like to achieve here is an initial discussion on what the feelings are in this group about the kind of response we can provide, the kind

of timeline we might be countering and basically any directions for us co-chairs to liaise with the ICG or for the group as a whole to further work during this week towards a clear timeline and response to (unintelligible).

So with that I think Kavouss raised his hand to - for a first intervention. So please, Kavouss.

Kavouss Arasteh: Yes, as the liaison of ICG, yesterday then we discussed the NTIA letter to determine the co-chairs of ICG. We reminded ourselves that the same letter more or less came to you, and we consider that although the reply to the NTIA would not be identical but should not be contradiction with each other. Therefore we were assigned to raise the issue to you and whatever reply or framework of the reply or message you prepared with respect to the timeline, we consider that in ICG in order to assist us to formulate our final reply.

Presumably, if I'm not mistaken, we have a short meeting on ICG, on Thursday and perhaps and if by that time there is some sign of the framework of your reply, perhaps we will be able to convey that to the ICG. Thank you.

Mathieu Weill: Thank you, Kavouss. And just to remind you of the specific questions raised by Keith on behalf of the ICG, they were related to at what stage in the work of the accountability group or proposed by the amendments be published by public comments, is that text going to be developed specifically by the accountability group or will that be conducted during a later implementation phase, and should we consider batching or propose bylaws changes into a single process or conduct them separately.

So there's a lot of synchronization to be had. Before I move to the queue, just a reminder that the current timeline we've had in our public comment document was that we are aiming for approval by SO, ACs of a final Work

Stream 1 proposals in Dublin, and implementation was planned to start right at that point or maybe even a bit before and conclude I think about our estimates, which were obviously estimates, were going until July 2016. And we have received comments asking for further details but haven't received any comments saying that was too fast, too slow, whatever at this point. It's just to make sure we have this in the scope.

So I see a queue forming with Steve first. Thank you, Steve. That was quick. And so now we have Thomas.

Thomas Rickert: Thanks, Mathieu. I guess looking at the letter, we need to specify two milestones in our plan, one of which would be the finalization of the transition plan and one for the implementation. Because as you know, our Work Stream 1 requirements need to be committed to but they don't need to be fully implemented.

As you will have seen from our discussion earlier today, we have changed our approach in terms of how we, you know, what the community model is going to be. We have to check with legal counsel what the consequences or the impact on timelines would be. So I would suggest that we roughly stick to what have in our plan and that maybe this group give some discretion to the chairs to liaise with the other group and also to liaise with legal counsel and ICANN Legal to drill down to the level of detail needed in order to make adjustments should they be needed.

But I guess that, you know, the rough pillars of our plan are being specified but in order to come up with a concrete date, I think we would need to do a little bit more outreach to the groups I mentioned. And my recommendation would be that we take this off your shoulders, off the shoulder of the plenary.

We liaise with the groups. We get back with information on you and then we seek agreement with the others that need to get back to NTIA.

Mathieu Weill: And we have working sessions for that later on. One aspect of which I think might be valuable to test, and that's an echo to something we've discussed earlier, is we could relieve some of the pressure on the timeline if some of the - if ICANN were able to assign some resources to preparing the language and the details -- I'm not speaking about implementation because I understand it's a difficult word -- maybe as soon as after this meeting, not waiting until Dublin to start on the type of recommendations that are getting a lot of traction and are not withheld by any further discussion, including the mission and values discussion, including some of the concerns we've received from the board about the consistency of the changes we're proposing to the bylaws with the overall bylaw system.

That's something that probably can be started right away to avoid pushing back the pressuring on timeline down to the end of the year. So that would be - that might be some of the - one of the key messages we would convey to maybe NTIA but also to the board and almost anticipating the next point.

Kavouss, I saw you - your hand was raised.

Kavouss Arasteh: Yes, yes also in the ICG there was some suggestions that ICANN legal department or the legal counsel or together start to draft the partial draft of the bylaw there - after it was mentioned that it is not appropriate to do something. We have to wait until we have the full picture with respect to the drafting of the new bylaw into two parts, fundamental and traditional, and that waiting for the result of the CCWG. And perhaps you mentioned that in your timeline when you expect that this bylaw, new bylaw, would be drafted and ready for implementation.

In that case, ICG for the time being perhaps would not ask for any partial or preliminary draft of some of the part of the bylaw, waiting for the entire picture to be clear and then starting to ask the particular clear concerned group to do that drafting. Thank you.

Mathieu Weill: Thank you, Kavouss. I think that highlights an issue that we need to clarify with the ICG leadership and report to the group, so that's certainly going to be one of the key aspects of our discussions.

I am seeing Sam and then Jordan. Sam? Where are you, Sam, now? Oh, Sam, hi.

Sam Eisner: Hi there. This is Sam Eisner from ICANN, and I just wanted to confirm we've also be thinking about how we can make sure that as we understand where the proposals are how ICANN can be of help to the community in moving towards implementation as quickly as possible. So I think our thoughts are directly in line with what I'm hearing here, so we're on the same page.

Mathieu Weill: Thanks, Sam. That's very good to hear. Jordan.

Jordan Carter: In terms of the timeframe, we have the constraint of having to try and have a report ready for SO/AC signoff in Dublin, right? That's still the kind of central target. And that I think relates to the degree of, you know, if we're going to get into the bylaws drafting stage as part of our next proposal, that means we have to really do that bylaws drafting in the next two or three weeks because we'd need to discuss the bylaw drafting at the face-to-face meeting in Paris in July and then seek public comment on it through our 40-day PC period.

So I think we just have a project management task to do to work out how much we can do between now and when we have Paris and when we have to go to public comment. And so I think we need to keep in place the caveat with any communication we do about timeframe, that we're going to do our best to get to the Dublin meeting but that -- I don't know how to say it right -- we might not. But that if we don't, we'll definitely have it for Marrakech. That sounds a bit blunt. And I believe that we should be able to get everything we need done in time for Dublin, but I guess we'll know more about that by the end of next week.

Mathieu Weill: Just - the plan we've had and communicated so far was not to provide final bylaw word-smithing as part of our final proposals because we know that's too challenging a task to achieve in such limited time. And however, we want to be extremely precise into what these bylaw changes will capture and cover.

The other reason why we were saying this is precisely for the reasons set out by the board. We are not in a position to fully assess the implications of word-smithing changes in the bylaws with regards to the overall bylaw architecture or potentially references to these bylaws in contracts and other things.

And that's ICANN Legal's job obviously, and we need to be very careful about this, that we don't set an expectation that it's going to be perfectly word-smithed when actually it would probably be a risky thing to finalize this too early.

So that's when we say we stick to the plan, it's currently - our plan does not intend to have final wording, word-by-word definition of the bylaws; however, we have highlighted this morning a number of discussion points regarding the mission and core values, like for instance, private sector-led or whatever. Those items need to be clarified in terms of what's our proposal so

that we can then follow up and ensure that the final wording is consistent with our bylaw changes requirement.

I think it's important and that's certainly going to be a discussion we'll have with the ICG to make sure we're on the same page on what we are about to deliver and when.

And I see Kavouss has a follow up.

Kavouss Arasteh: Yes sorry to come back again. You are absolutely right. The actual preparation of the final draft of the bylaws is not CCWG mandate. You indicate what are the changes. These changes will be the fundamental or should be in the traditional, and so on and so forth. You've sent the proposal to the ICANN. It may change.

It may be subject to some comment and so on and so forth, but the final drafting of the bylaws is, in my view, a duty of the ICANN with or without the legal counsel or within on the legal department and put it to the public comment. It's a separate issue from the public comment of the CCWG. I hope that we could be clear on that. Thank you.

Mathieu Weill: Thank you (unintelligible). Okay so that I think what we need to go and liaise with the ICG on that matter. So moving to the next item we need to consider is the various sessions we have over the week, starting with a very promising session of engagement with the ICANN board.

We've started the discussion this morning. I think it's - so this session will be I understand chaired by (Marcus Palmer), who's here, which is very valuable. Thank you, (Marcus), because that enables better preparation. We have

apologies from Bruce Tonkin, our board liaison. He's the - unable to join this meeting in Buenos Aires until Tuesday, but he'll join us for the later sessions.

The suggestions that I would make to start discussing this board meeting, because obviously then we want to hear from you, is that first of all we discuss about how we can communicate between the CCWG and the board in an efficient fashion to explain the proposals, understand the concerns from the board members, and iterate around this I'm tempted to say without exchanging lengthy papers but maybe that's a bit blunt. I don't know. I don't know if it's diplomatic enough.

But I guess there's a topic of discussion that is how we can I mean further the discussion. I understand from the papers that we're receiving that there's a very strong amount of interest within the board for our work, and rightly so, and that there's a little bit of a struggle about how to best communicate this interest to us without interfering with our group. So that's certainly something we need to discuss honestly and with the board.

The second point would be obviously how we move forward with the list of questions we've received and there would - certainly this session would not be the right place to go into each and every question, but maybe if there's interest from board members, there could be other sessions where I think face-to-face sessions would be more - much more useful than answering each and every of these questions in a 120 pages paper that would then be summarized by someone else to the board members and then get back a 10- to 15-page extra questions.

I mean that's definitely not the kind of process we need to have right now. So certainly we'll have to address this second point, which is how we move forward with this legitimate concerns and questions.

And the third aspect would be the question that we started raising about how the board could direct allocate resources to starting the consideration of setting the proposals, at least the proposals that get the most traction, into music, into details, as soon as possible so that we lower the pressure on the timeline for the end of the year and the beginning of next year.

To me that would be the three type of questions I would have with the board, obviously including a short introduction to our proposals and the report about our face-to-face meeting. And I'm open to hearing the group if you see other topics to be discussed or angles you would want to - things you want to prepare for that board meeting.

I like when there's no questions. So we're looking at an agenda that's going to be a report on our face-to-face and progress, a discussion about how to move forward with the questions from the board, a discussion about how to best communicate with each other, and a discussion about allocation of resources within ICANN to support the further stages of work to even before Dublin. That's the kind of agenda we're looking at. Okay?

That's fine. Good. Good, good. So other sessions. During the week we have an engagement session on Monday right after the opening ceremony. I don't remember what's planned but it's basically an engagement session, so we'll have an update about our progress and have as many questions as possible. We're preparing for that tomorrow, right?

Yes, Thomas, please.

Thomas Rickert: Yes, actually there has been some discussions with the CWG on how to best go about with this town hall meeting. So we have liaised with Lise and

Jonathan, and we've agreed that we need to set the scene correctly for the community to understand what we're doing. So basically we're going to have three parts or three segments of the session.

In the first session we're going to introduce the history of our work, of both groups, actually of all the four groups including the two other technical proposals starting with the NTIA's announcement last March. But that's going to be quite brief.

We're then going to discuss where we are and our group will be the host of this meeting if you wish so we will be chairing everything. And after we have presented where we are now, what the outcome of the public comment period was, the update on our deliberations today and over the weekend, we will then hand it over and invite (Jonathan) and (Leeza) to the podium to speak, particularly to the dependencies between the CWG and the CCWG.

So we will not that much dwell on the proposal work done by the CWG because the CWG has its own engagement session in the afternoon that that very day. So, emphasis of the Town Hall meeting in the morning after the opening ceremony is going to be our group and then the focus of the afternoon session is going to be the CWG. I hope that has clarified a little bit but it's not - (Leeza), am I correct? You're nodding? That's excellent, thanks.

Mathieu Weill: Okay so that's the engagement session. We also have Tuesday is a day full of engagement with many constituencies, CCN-ASO session, (unintelligible) is on Tuesday as well, so this - we're going to be all over the place so that's why a formal Communique is going to be very useful because it provides documentation to the progress we've made today and ensures consistency of messages carried across the various communities. Those sessions will probably be very much dedicated on a bit of education for understanding

clarifying. Also, getting more clarity on feedbacks we've received when needed.

On Wednesday we have a GAC session where probably we will raise some of the questions that were mentioned earlier by Thomas about the intentions of the GAC. In the new framework we're setting up to join the community mechanism, stated advisory committee, an advisory capacity, sorry, and that's probably - so we're going to inform. We will have some of the government questions, legal memos, and we'll have the lawyers with us to provide answers when there are questions.

And we are also probably going to ask a couple of questions to the GAC or at least indicate that directions that could be provided after this meeting would certainly help inform our second public comment document very usefully. But obviously the group is still very flexible about adjusting to government, willingness to be part of the community mechanism, and that's going to be the key, I think one of the key discussions although there's the wider set of questions and concerns that can be addressed.

After that one, we have all the sessions and then we get into a second working session. So we have a working session on Thursday afternoon, on Wednesday afternoon, and a second working, a third working session on Thursday morning. The type of the items that will have to be on the agenda are the NTIA letter. That's something where we need to come back to you with more substantial proposals by then. I suppose we would have time by until Wednesday to elaborate a little bit on the empowered ASO-AC model and get back to these discussions based on a written permission.

Other items that I would suggest we start discussing, at least at initial discussions, are some of the new items requested by public comments including ASO-AC accountability, accountability roundtable, sorry (Steve)?

Steve DelBianco: Several additional stress tests.

Mathieu Weill: Stress tests need to be addressed, you're right. Diversity enhancements, I think that's all I've had. Oh, and human rights if there's progress on that and other discussion topics might progress on that, but human rights I think are in a process of work party to refinement which if it's ready could come back to the agenda.

And the other items I think we need to discuss, at least together, broad direction of where the group would like to head is board staff accountability discussions. That's one of the items from the public comments where we haven't really discussed whether we want to take this on in work stream #1, in work stream #2, how far we want to go.

And so, I am prepared to, we are prepared as coaches to prepare sort of a short issue statement at the beginning so that we have an initial discussion and then see whether we need to assign a task to a work party, to refine this until - before public comment #2. The other topics that need to be put on our two agendas on Wednesday and Thursday, I noted stress test. We will try and keep some flexibility there, because obviously feedback from the community is also going to be on the agenda.

Sebastien (unintelligible). Oh, yeah, I'm so sorry. I'm just not looking in the physical room.

Sebastien Bachollet: Thank you. It's not like too much is what we will have to do but - and I know that Thomas already answered at the beginning of the meeting that (unintelligible), but with happened today, I would like very much that we have a clear understanding of how the work party will work during this week and when they will meet to allow this openness of this work party. Thank you.

Mathieu Weill: Thank you Sebastien. I think it's a fair comment that any of the parties working on the documents should make clear where and when their meeting during the week to ensure the highest participation possible. I see no other hand or comment so yes Thomas? Oh yes, there are still some time slots open where we can do the presentation into some constituencies on Tuesday or even some time slot on the Wednesday and we have nine slots free.

Well I know know about you, I thought we have nine slots? Sorry, oh, (unintelligible) there?

Woman: Yes if there are some slots, the ASO has been discussing about being about to meet with the CCWG would appreciate being given a slot. Thank you.

Mathieu Weill: Okay so we're tasking (unintelligible) to get with ASO to find a suitable slot, that would seem very valuable, considering the very thoughtful and useful feedback that we received from the (number in) community to further expand on this. Tijani?

Tijani Ben Jemaa: Thank you (Unintelligible). I would like to ask to inform us, sent an email with the updated schedule with the right rooms, because for example for this meeting the room has changed so if there is any other change, please send a whole schedule with the whole changes that may happen.

Mathieu Weill: Action item taken. There was that, and turning to Sebastien.

Sebastien Bachollet: Thank you. I know that you are open to go where so I see and the others are asking you to go, my suggestion is to limit the reverse. I think it's important that the rule committee get to send information the same presentation and yeah but I hope that you will also reach out to Thomas who I see who have not asked you to come to get to them. I think it's important.

Mathieu Weill: Just for clarification, we have reached out to everyone and the point of having the discussion we're about to have to have about a Communique is to standardize the message that everyone gets. So that is - if there's an ambiguity in the way, this message is conveyed on the podium, the reference document is existing so that everyone can refer to the same kind of - the same information and I hope that will accomplish at least partially what you're expecting. You wanted to add something Thomas?

Thomas Rickert: No just to say that we have reached out to our community leaders. We have offered to come see them, to answer their questions. Some have come back to us asking for us joining them, such as the BC, the IPC and some others. Others have said they have asked their groups and their pending feedback, for example the ISPs have said well, if Communique catered to their constituency, they don't yet know whether our services are required.

Others have remained silent. Right? But, even though you know, I just wanted to illustrate that they have been different levels of feedback so if you have other ideas for us to be more inclusive, by all means please let us know but we think that by having public meetings, the Town Hall meetings, offering to join them on calls or come visit them, there's not much more that I can think of doing in order to rest.

Mathieu Weill: So, Tijani is that a new hand? No, I guess not. Good, so we're coming to the closing remarks, astonishingly, and the closing remarks are about what do we communicate to the overall world about this meeting? And as we speak, I think Leon is circulating a first draft, (unintelligible) arranged, so please bear with us for language and grammar and everything but we've tried to cover the key points for this meeting. And I see a hand raised from Steve?

Steve DelBianco: Thank you Mathieu. While you're waiting to circulate that, I was talking at the break with our legal counsel for the CCWG, and they strongly recommended I make a clarification that would be helpful and it might even be something that sneaks into the Communique that you're drafting now and I'm still phenomenally excited about Becky's breakthrough on empowered ACNSO's and when we discussed that, we said that any ACNSO can adopt a resolution saying that they're coming together in order to exercise the powers given in the bylaws.

And I had said that that resolution alone was sufficient to get that ACNSO you know, the legal personhood it needs. It doesn't have to register as a UA. It doesn't have to create articles. It doesn't have to create voting avatars. And all that is accurate but I should have added this one other requirement, the ICANN bylaws would need a single sentence provision indicating that any ACNSO could get the rights of members if they chose to associate or act together to do so.

So, you create a hook in the bylaws so that the resolution passed by the GAC or the ALAC or the CCNSO, the resolution ties into that. And then the ACNSO can directly exercise the power which resolves all the concerns about registering as UA's which we have heard about from the community. So, (unintelligible) I could put that in the chat or send it to you in case it's something that's appropriate for the Communique.

Mathieu Weill: Thank you (Steve); let's look at the Communique around, along those lines. Leon, can you manage to send it around? I'm not sure I'm getting my emails anyway.

Leon Sanchez: (Unintelligible). Many of us are experiencing difficulties but it says that it's going out so it should be out any second so.

Mathieu Weill: Let me stop and see whether I have something that enables me to read it.

Leon Sanchez: So I think you should have it already.

Mathieu Weill: Let me start reading. Sit back, relax, so members and participants of the cross-community working group on enhancing ICANN's accountability CCWG accountability matching Buenos Aires, Argentina on June 19, 2015. Is there any objection?

Man: No.

Mathieu Weill: The CCWG face to face meeting in Buenos Aires, Argentina was attended in person by - we still have to count the members and participants as well as by a number of participants and observers that joined the meeting remotely using the visual meeting room. We had I think one advisor? So one advisor also participated, that's the easy part.

So the group reviewed the comments received from the community during the first public comment period under initial draft report. We provide a link. And we can report the following: Road support was received for the overall accountability architecture proposed based on the four building blocks, i.e., an empowered community, the board, the bylaws, and the independent review

process. And we will provide the links to the videos where we describe this accountability framework in three languages.

And by the way, if there are any volunteers to do that in more languages, I know (Unintelligible) is very willing to do that so we can do it in Arabic, if we can do it in Chinese, the script in English is available. It's just about reading this in front of a prompter for five or six minutes. It's the reporting size.

Thomas Rickert: He sounded terrible because I did the original version so yes, basically to say what I would say perhaps.

Mathieu Weill: So, most of the comments consider the proposals as improvements to ICANN's current accountability mechanisms. Several commenters recommended that the CCWG take a more detailed look at the accountability of the community itself, yeah so is NAC, and also to ensure that ICANN is accountable to all stakeholders including those outside ICANN. While most commenters expressed support for the recommendations, some expressed concerns regarding implementation details and complexity as well as on the underlying costs and risks advocated.

The CCWG values the input received so far and will continue working to refine its initial draft report. While encouraged by the support received on the overall approach, the group acknowledges the concerns expressed and will give due consideration to suggestions and concerns as it develops further versions of its report. There is a little bit of redundancy here that we'll need to fine tune.

With regards to the community empowerment model, that's our discussion this afternoon, the CCWG revisited the various models being discussed and

acknowledged commonality of views with regards to expectation from such models including the need to setup mutual accountability and enhancements to openness and diversity. A number of commenters have criticized the reference model under which ASOs and ACs were required to setup separate legal entities such as formerly registering and incorporated applications as their legal vehicle to exercise community powers as too complex.

The CCWG has analyzed these comments carefully and now focuses on a refined model. The approach provisionally called the empowered ASO-AC model, gave the community comparable authority while not adding legal entities separate from the ASOs and the (TC)s. That's the kind of wording that we need to be very aware of.

The CCWG also considered public comments related to the dependencies with the CCWG's stewardship's final proposal. As this proposal is under consideration by chartering organization during ICANN 53, that's something I made up right now, the CCWG feels important to report that each of the items related received overall support from the community and none of the comments suggested that CWG requirements could not be met.

The CCWG will share these outcomes and considerations with the various groups and communities during ICANN 53. The group looks forward to continuing the fruitful exchanges that inform further deliberations towards a second round of (unintelligible) comment, which is expected to be published by the end of July. Thank you. It's even worse than a prompter. Let's take discussions. And Kavouss first.

Kavouss Arasteh: Yes three small suggestions. First, we have not reviewed the commons, we have reviewed results of (unintelligible), not review that this meeting be commented is out of the review. The review was done before and we spent a

considerable amount of time on that so we should not give the impression that these two hours will review all those 85 pages. That is point #1.

Point #2, in some way you talked about complexity, you need to add legal implications also, and legal implications. And the third one, you referred to the term or word "criticize," I suggest to replace that by serious concerns. Nobody criticizes us but they express their concerns about the applicability or results of that. These are the three quick things that came to my mind, if I remember correctly what you said. Thank you. I didn't take any notes but I just had this impression of these three small suggestions. Thank you

Mathieu Weill: Thank you. Tijani.

Tijani Ben Jemaa: Either you repeat the last sentence before the mention of the CWG or you send the documents so I can read it better.

Mathieu Weill: So, the document is underway. I don't know if it's arrived.

Tijani Ben Jemaa: Thank you.

Mathieu Weill: (Unintelligible) a time but (unintelligible). Sebastien?

Sebastien Bachollet: Thank you very much. I have just one concern with the word "of role" in the last part, perhaps the first line before the end. Items related received overall support. I would be more comfortable with another word but I don't know which one. It's a question I asked during the discussion about what the CWG asked about recall of the board and so on and so forth. If we don't have any way - if we say we overall support then we will not discuss this issue and that's a done deal. If we are still under review and we will discuss that and I

hope it is a case once again, it's - I would like to find another one, the word and overall. Thank you.

Mathieu Weill: (If you receive) support from the community would (fit in). I see Tijani probably that was an old hand. Process forward, how long do we - when do we want to publish it, my key question. Yeah so - well it might be a little bit of implications for putting this into a nicer frame but I'm also conscious that there might be a need for just (cooling) it down for a few hours. Yeah so we will ask for objections or concerns on the list until what, 23/59 UTC?

((Crosstalk))

Thomas Rickert: I suggest if I may just anyone in this room that needs to further look at the Communique because the only thing that I think we would need to have done and that's one of the sacrifices you have to pay when you are having a linguistically diverse group, you know that you get crappy English. So, we need comments to clean that up. But do you guys need more time to review substance?

And if not, I think we consider this approved and we just submit it as soon as the language is polished, (unintelligible)? Okay, is (Hillary) in the room? So, (unintelligible), how quickly they can turn this around that maybe we could say that --

Mathieu Weill: If they can turn it around fast, then midnight is appropriate but if it - if they turn it around by 11 tonight, then I guess that will be a bit of a tough requirement. But, I mean let's set a target to publish it by tomorrow midday, local Argentinian time.

Thomas Rickert: If you're willing to tidy up the language, that's fine.

Man: I'm just going to say like I don't see what comes with ads to be honest. It's our report of our meeting and if we - if you want someone who's an English language native -

Thomas Rickert: No we don't have that.

Man: -- to look at it, I can see like three reordering the sentences that might help. But we might as well just go through this as quickly as we can, right?

Thomas Rickert: But if you are volunteering to review, (unintelligible) if it's due and then we can circulate earlier, except objections or concerns by midnight and disseminate as soon as we can.

Mathieu Weill: What we can do is we can close the meeting. We could close the meeting. Motivated people can stay and do that in an open and transparent manner and circulate it and we - yes, at least five hours for feedback and then we aim at publishing this early, I mean at least in the first few - oh, we have (unintelligible) coming in. Excellent. How about a Communique? And then we'll publish this very soon on Saturday. All right? Leon would you like to do any other closing remarks? Because I'm totally through.

Leon Sanchez: No. Of course, we would like to thank everyone that's been with us in this room for the day and we have a very packed agenda for the rest of the week and of course a big thank you to my co-chairs who mainly have the complete burden of chairing these sessions today. So, can you join me in an applause?

Mathieu Weill: (Unintelligible) in the background drawing strings.

Thomas Rickert: And I'd like to thank our excellent staff, you know, for managing the AC rooms and sometimes my impression is that they take notes even quicker than we speak, right? Thanks to the technical people in the background and to all of you and last but not least to Miracle (Unintelligible) and Magic Sanchez.

Man: Thanks everyone. Hey, Robin.

Robin Gross: Thank you, I just wanted to - as a quick question, if we could certify that the lawyers can meet with the directing group tomorrow on the (unintelligible).

Mathieu Weill: Oh we'll first need to and we haven't had time to fully consider this is how we want to proceed on the bylaws and others so I'm not in a position right now to say we certify or not because I don't have a view of everything that has to take place tomorrow but we'll certainly consider this quickly so that we can have a productive Saturday and Sunday as well. And we'll turn to Becky for how she would suggest we arrange this.

Thomas Rickert: And with that, thank you very much everyone.

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