ICANN

Moderator: Brenda Brewer
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2:45 pm CT

Jonathan Robinson: Hi everyone. Welcome to this afternoon session. This is a session to give you the opportunity to engage directly with the proposal from the Cross Community Working Group on stewardship.

Here we'll give you a brief overview of the model and the proposal, which contains that model of the post-transition IANA. And there is an opportunity for you to get involved in some of the details to provide questions and hopefully any other input and receive answers to those questions.

Joining - my name is Jonathan Robinson. I'm one of the co-Chairs of this working group together with Lise Fuhr on my left. We have worked as co-Chairs and significantly we are joined up on stage by most but not all of the leads of the various design teams.

When we were in Singapore working on this proposal, we decided to rework the way in which we were working. And a key component of that reworked

approach was to partition the operationally focused components of the work into separate design teams.

So we have a group of the design team heads who worked on various of those. So perhaps I could just ask you from left to right starting with Alan on my left just to introduce yourself by name and affiliation.

Allan MacGillivray: Oh, thank you Jonathan. I'm Allan MacGillivray from CIRA the dotCA ccTLD Domain Manager.

Jonathan Robinson: And also the name of the design team please Allan, sorry.

Allan MacGillivray: Oh, I was the Leader of Design Team B, which looked at the issue of whether ccTLD delegation and re-delegation should be included as part of the CWG proposal.

Alan Greenberg: Thank you. I'm Alan Greenberg. I'm with the At Large Advisory Committee, Chair of the ALAC and I Chaired Design Team F, which looked at how to replace the various functions of the NTIA once they went out of the loop.

James Gannon: I'm James Gannon. I'm from the Non-Commercial Stakeholder Group. I Chaired the Design Team L, which looked at some of the technical framework required to technically transition to a successor IANA functions operator.

Chuck Gomes: I'm Chuck Gomes. I'm from the Registry Stakeholder Group and Verisign. And I took the Lead on Design Team M on escalation mechanisms and Design Team O, which was on the IANA budget.

Lise Fuhr: And I'm Lise Fuhr. I'm one of the co-Chairs of this IANA Stewardship Group. I come from the Danish Registry DK Hostmaster that's the dotDK domain name.

Donna Austin: Donna Austin from the Registry Stakeholder Group. I was the co-Lead for the design team that developed the Customer Standing Committee.

Staffan Jonson: So I'm Staffan Jonson. I'm from the Internet Infrastructure Foundation in Sweden. And I participated in both Design Team C as in Customer Standing Committee and in Design Team M as in escalation processes.

Avri Doria: Hi. I'm Avri Doria. I'm from the Non-Commercial Stakeholder Group. I coordinated the efforts of Design Team N, which worked on the IANA function review and I'm not sure what we called it Design Team SC, which worked on the separation Cross Community Working Group section.

Jonathan Robinson: Okay. So thank you all. Let's start with the first slide. Now I'm conscious from my perspective that I presented this to the GAC. I think that was yesterday morning. We - Lise and I participated in a joint session with the Cross Community Working Group on Accountability today.

I've certainly been involved in presenting this on the GNSO weekend sessions. So I'm A, very familiar with the material, which makes me potentially likely to gloss over details that might be of particular interest. But I'm also conscious that you might be familiar with the material from being in various of those sessions or participating along the way.

So in order to deal with that concern, I think I'm going to go through it reasonably fast. But please if anything is unclear, I'm more than happy together with my colleagues here on the table, co-Chair and design team leads,

to go into any element of detail. So please do feel free to flag that. So with your permission I will go relatively fast through these slides. But expect that you will flag up any concerns.

So the first slide clearly conveys some key statistics and issues in and around the composition, diversity, geographical breakdown and significant efforts that went into the group through the numbers of meetings and numbers of emails and so on. It was clearly a lot of work.

It's a substantial document prepared through a comprehensive process in a way that necessarily requires many hours of work and lots of patience along the way.

This work fits into a much bigger process. As you know, up in the top left hand screen around a year ago the process was kicked off by the NTIA announcement and assessing of criteria for the transition.

That was passed on to ICANN as convener of a process in order to deal with this and the subsequent formation of the Coordination Group, which you see in the center point of that slide.

The Coordination Group put out a request for proposals. And what you're hearing from here is a response to that request for proposals from the names community. We of course work alongside other communities who also are critically dependent on key functions delivered by the IANA service.

I think it's worth stopping to make a point here. These proposals were prepared in parallel but not entirely in sequence. For whatever reason, and I know there are diverse views about even this, the CRISP proposal and the IANA proposal were delivered much earlier on this year.

The names proposal took longer to prepare for a number of reasons. But in any event, both benefited from - there was a benefit from that in that we were able to be aware of the other proposals.

But I'm quite conscious of a sort of subtext and a discussion going on about how effectively these have been coordinated. I guess it was a tremendous amount of work to simply focus on the requirements and needs of the name community - naming community.

We have also focused heavily on coordination with the parallel and related work that you see down on the bottom on accountability. It's possible that we haven't paid as much attention than we should have on coordinating with the other proposals.

In part that's possibly to do with the way in which the structure's set up in that the - we have a Coordinating Group at the top of all of this. But what's become increasingly clear at this meeting is that it's in part incumbent on us to work as closely as possible with the other communities to make sure that we iron out any wrinkles between the proposals.

We tried to do that along the way. And we were acutely sensitive that our scope and remit was names. But in so doing and walking that delicate line, it may be that we may have undercooked the need to talk with those other communities.

I'm not suggesting we haven't at all. We've had some good meetings along the way and discussions communicating I suppose where we - that the progress in the proposal with both the ICG and the CRISP and IANA plan teams.

But what seems to be required now is some careful discussion around how to iron out the wrinkles so they don't all end up with the ICG. And we'll make every effort to do that over the next - over the course of this meeting and the days and weeks ahead.

This slide also speaks very strongly to that linkage; that orange line joins up the work of our group, the CWG Stewardship with the work on accountability. And that's going to be critical to retain that ongoing effort around the linkage over the next few months as the CCWG on Accountability proposals mature.

I've developed a kind of picture in my mind I guess of some - of a railway tracks analogy. And what we need to do now - we've prepared our CWG stewardship proposal for approval by the chartering organization and that's going down a particular track on this diagram.

And for a period it needs to go off on - via this diagram to the ICG to be synthesized and integrated with the other proposals. But of course it comes together again further down the tracks with the CCWG on Accountability because the proposal from our group is expressly conditioned on the work of the CWG on Accountability or the CCWG on Accountability. And so we'll come back to that in a little while.

I hope by now we're all pretty clear on the goals and requirements. But, the overarching goal was to produce a consolidated transition proposal dealing with the functions - the IANA functions relating to the domain name system, the so-called names functions.

And we'll - such that it would require a contract similar to the current functions contract, a recognition of the accountability mechanisms, a recognition of the separation between the operation of policymaking

responsibilities and potentially additional insulation between those; a mechanism to approve changes to the root zone environment and clearly the ability to ensure adequate and future adequate - current and future funding.

And also the ability for the multi stakeholder community to ultimately require the selection of a new operator should that for whatever reason prove necessary in some ultimate scenario in the future.

This is a symbolic representation of the kind of work that was needed to go on referencing both a so-called internal and external model and the iterative bringing down of those into seven models, two models and ultimately one model that exists in the final proposal.

I don't propose to go into all of the detail. But I think it's sufficient to highlight to you the symbolic representation that this talks about, about the requirement to continually whittle down the different proposals and frankly make some fairly substantial compromises and concessions to one another as is natural within a multi stakeholder process such as this.

And I think it's commendable when you see in a sense symbolically how far apart the initial proposals were at the outset and how we've managed to converge those with consistent work and compromise along the way.

So before handing over to Lise to discuss the elements of the structure input, I should say that we were the beneficiaries of substantial and quality legal input as we developed our proposals. And I should probably have covered it on the previous slide. There's a little Q there on the lower right to highlight that.

And in particular that was relevant in the latter stages of the proposal as we refined critical conditions in making those proposals. And we were the - we -

through that process we were the beneficiaries of multiple and comprehensive memos on key elements and subtle points within the proposal.

So those have informed many of our decisions along the way and elements of the structure that you see today. So you should be aware that this was done through hard work, concession and compromise and effective professional input.

So with that, I'll hand over to Lise to talk to you about the outputs of that process and the resulting structure.

Lise Fuhr: Thank you Jonathan. As you see on this slide, we see the pre-transition and post-transition way IANA's supposed to - or how IANA is placed. On the left side you see today where IANA is a part of ICANN and there's a contract between NTIA and ICANN. And NTIA has the oversight.

In the post-transition model we propose a legal separation of IANA - the post-transition of IANA to PTI. That is done. The rationale for doing so is partly by doing this we establish a contracting entity. We also enhance the structural separation between ICANN and IANA as part of the operational part and ICANN as a policy part.

We have a safeguard against future or very unlikely but if ICANN has a bankruptcy and ultimately we have the ring fencing of the IANA function in case of a separation.

The structure is that we suggest a Customer Standing Committee. This Customer Standing Committee will be the direct customers. We have an IANA functions review. And there is - that's the part that we will discuss on

later slides. And all this is encaptured by the accountability mechanisms where we're dependent on the work of the Accountability Team.

If we go into how the post-transition IANA is going to look, it suggests that the composition of the PTI Board is an internal Board. It's a Board where it's designed to take advantage of the current accountability and governance mechanisms of ICANN.

So by keeping this internal to ICANN, we don't need to establish new accountability mechanisms for the Board because it remains within the supervision of ICANN and ICANN has accountability to mechanisms being created now by the Accountability Group.

So there is still a possibility to hold ICANN fully accountable for this subsidiary by creating this internal Board. And you see the composition is that we envision an ICANN executive that's responsible for the PTI to be a part of the Board, the ICANN CTO and the IANA Managing Director. Furthermore, it can have two independent directors. And it could be appointed by mechanisms like the one we have today with NonCom.

The Customer Standing Committee is the committee that's going to monitor the day-to-day performance of IANA. They are to meet on a regular basis. And it's possible to have liaisons from other SOs and ACs than the direct customers.

But as you see, we suggest two gTLD registry operators, two ccTLD registry operators, one addition TLD representative, a liaison from IANA and a liaison from each of the ICANN supporting organizations and advisory committees.

We were asked when we were talking to the GAC if they needed to have a liaison. And this is a gesture to the SOs and ACs, so it's voluntary. This is supposed to be direct customers but it's supposed to be open and transparent to the community in order to see what's going on and to follow the process.

If we go on to the IANA functions review. We suggest that these reviews are going to happen every fifth year with a first review after two years. This is the multi stakeholder component of the actual proposal. This is where we have representations from all the IANA - all the ICANN organizations. And furthermore, there's a suggestion of having a ccTLD that's a non-ccNSO member so you also have broader input from outside the ICANN community.

These reviews are very open in scope. They can review whatever they like if they're not limited. But as I say, they are going to happen every fifth year. They're supposed to be not as the Customer Standing Committee, which is a standing committee. These will be created to the actual review.

But furthermore, there is a possibility to have a special IANA functions review. And this is in case of - if there is a need for anything - if any other escalation procedure seems to have been tried, there is a possibility to escalate an issue and create a special function review. This needs to be agreed by the GNSO and the ccNSO. So it's not something you can do easily. But it's possible to have a special review.

As we talked about earlier, we had a town hall session with the Accountability Team. And Jonathan showed you the processes where we are dependent on having a compilation of our proposal with the ICG. And furthermore, we're linked into the work of the Accountability Team.

Part of this work is the ICANN budget. The ICANN budget is important for us because we need to ensure that there is sufficient and adequate funding for the IANA function.

So for us this is important to have the possibility of reviewing the IANA budget. So this is the part that's dependent on the work of the CCWG Accountability Group.

Furthermore, the ICANN Board is important to us as the PTIs and ICANN Board control subsidiary. It's important that we ensure that there's also a possibility to have community rights and to appoint and remove members.

The IANA functions review is suggested to be incorporated into the bylaws. So is the Customer Standing Committee. And there's a need for appeal mechanisms for the group too. It's that the Independent Review Panel should be applicable to IANA functions and accessible by TLD managers.

So all these things are envisioned to go into the fundamental bylaws. And as our proposal has been made expressly conditioned upon the outcome of the Accountability Group, this is an important part of our proposal.

And this is a way that we ensure that even though that the process with the Accountability Team are not in sync with our process, we have the possibility to actually approve this proposal because it's been made conditional.

So the conditionality enable us to actually approve this even though we don't have the accountability mechanisms and measures in place. But as we said, if those are not going to be - if those requirements are not going to be fulfilled, our proposal doesn't stand.

But as we talked about in the town hall session earlier today, as the proposal stands today from the Accountability Team, every requirement has been met and they have been seen to be non-controversial.

And with that, I will open up for - the floor for questions. And I don't know if you want to add anything before we go on. So we have a good team of DT - design team leads here and we're the co-Chairs and we will open the floor for any questions you have. Please state your name and affiliation before starting questions. Yes.

Jonathan Robinson: Yes. Go to - that's fine - let's go with the remote first and...

Woman: (Unintelligible).

Jonathan Robinson: Okay. So there's been a little bit of a buzz around the IANA trademark issue. Let me be clear what's in the proposal first of all. What we have is - the mention of trademark in the proposal is in Annex S.

And what it says here is what follows below is an initial draft proposed term sheet that could be a precursor to the ICANN PTI contract. This is based on a legal memorandum.

To the extent that this term sheet is inconsistent with the current proposal, the current proposal governs. This term sheet will be the subject of a negotiation between PTI and ICANN with PTI having independent legal advice.

And then it goes on to talk about the proposed key terms. And it says terms - and square brackets are placeholders only. The text that then goes on to talk about the trademark is in square brackets.

So in terms of the proposal, I couldn't imagine a softer reference to that text. It's simply - it doesn't make any strong assertion with respect to the trademark. So in a sense where that leaves us is absent a position on the trademark. And I think it's something which we need to do some work on.

It's quite clear that the existing proposals are not at first blush self-consistent although I understand that on subsequent questioning from the ICG they have become consistent. And we now we need to do some work with the other communities to try and bring all three proposals into line and it's - we have every intention of doing so.

So I think that's where we are on that. The proposal isn't - is not unequivocal by any means. In fact it technically doesn't assert anything with respect to a trademark and we need to do some work to reconcile that therefore with the other two communities' proposals. I hope that's helpful in clarifying the position.

Craig Ng: Good afternoon. Craig Ng from APNIC. My question relates to PTI. Specifically was PTI created or, sorry, designed with the idea that it could be solely the contracting for the names community? Or does it contemplate that PTI could possibly be the vehicle with which the other operational communities can enter into the contract?

Jonathan Robinson: That's a really good question. And again it's...

Craig Ng: (Unintelligible) another community.

Jonathan Robinson: No, that's another good question and it hits on a key point. What PTI is designed to do is to be - to enhance the - I mean there's a slide here that talks

to the qualities that are created - the enhancements that are created by the legally separate entity.

What that does it further separates the function - thanks. Lise's going to - is...

Lise Fuhr: (Unintelligible) - which one?

Jonathan Robinson: Doesn't matter. What it does is it creates a further separation. What - let me gather my thoughts now. Sorry, can I have your question again just to make sure I get that question right?

Craig Ng: That's all right. So the question is really - was PTI designed with the idea that it could be the contracting vehicle solely for the names community or possibly for the other communities as well?

Jonathan Robinson: So the short answer is yes as far as this proposal is concerned. But the PTI does contain all of the operational staff that perform the IANA functions. But as far as contracting vehicle is concerned, it currently only envisages being the contracting vehicle for the names related functions.

Now the other communities whether they have a memorandum of understanding, a contract or any other mechanism of arrangement with ICANN, it contemplates that it's perfectly possible for ICANN to then subcontract those obligations to PTI. But it's not - that's up to those entities.

And to the extent that some at some future point they decided to have appropriate contract with PTI, that's their prerogative. We don't presume that in our proposal. I hope that's helpful.

Craig Ng: So I do understand that PTI will be a separate legal entity that contains all the operational staff - the current IANA staff basically. So it's a current legal - it will be a new legal entity that are at least capable of entering into contracts. And I suppose the other way of putting my question is that if anything relating to the PTI entity that would preclude it from entering into a contract with the other operational communities. Seeing that that's actually the people actually doing the work.

Jonathan Robinson: I can see no reason why it couldn't. I'm sorry. Just one other final sort of addition to that. PTI is an entity. It's a - in colloquial terms it's a subsidiary of ICANN. And so - and it is - it's controlled by ICANN.

So to the extent that ICANN contracts with any other third party, ICANN could reasonably direct its subsidiary to contract with that third party. So there are many ways in which that could work.

Man: Jonathan, I think the number community asked you the question is a different answer you are saying now. The number community is asking can they go on the current contract as it exist direct contract with the ICANN outside of the PTI. They don't want to go to the PTI.

Jonathan Robinson: If they don't want to go to the PTI, there's nothing in our proposal that would require them to do so.

Man: And that would be kind of a separation.

Man: Okay.

Craig Ng: I'm sorry. I'm sorry. Without holding the microphone. I just wanted to be clear that - I'm not suggesting that we have a preference. I'm simply trying to

understand options available to us. One option clearly is signing with ICANN and for ICANN to subcontract with PTI.

And I'm just simply exploring so that I understand whether an option exists for us to sign directly with PTI. I'm not saying that we will.

Jonathan Robinson: So to the limit of my understanding, your options are both possible. Yes.

Avri Doria: Yes. I actually think it is fairly simple in that the original thought was yes, they could contract directly to PTI. The response we got was they were happy contracting with ICANN and therefore they can continue still contracting with ICANN and ICANN can use the PTI.

But at any point at which they wanted to switch that, that would be their prerogative. So we made sure that it was possible but did not in any way determine that it needed to happen and they could remain exactly as they are now.

Craig Ng: Thank you very much. It's perfectly clear to me. Thank you.

Jonathan Robinson: Thank you for the questions and thank you Avri. Steve, go ahead.

Steve Metalitz: Thank you. Good afternoon. I'm Steve Metalitz. I represent the coalition for online accountability, which is a member of the Intellectual Property Constituency but this is not a constituency question.

My concern on reading the proposal is that the -- it appears and I hope to be - please correct me if I'm wrong -- that the possibility of review of ccTLD delegation or re-delegation decisions has been taken out of the proposal with the expectation that some process would be developed by the CC community.

I have no problem at all with the idea that the CC community should develop the proposal. But I'm concerned about two things. One, right now as I read the proposal, there is no review of those decisions, which is, you know, which is a potentially significant gap I think.

There's also no target date for filling that gap. And there's no indication of what process will be used to fill that gap. So I guess our concerns are before this is submitted, is there a possibility of setting a date so that we don't go through the transition still having this gap.

And second, an understanding that the process that will be used to provide this review mechanism will be subject to public input. In other words, we will have the opportunity to understand what the review process is and comment on it.

Lise Fuhr: I think we will pass this on to Allan and (Mike).

Allan MacGillivray: Sure. Thank you Lise. This is Allan MacGillivray for the record. I think your understanding of the situation is essentially accurate, which is to say ccTLD delegation and re-delegations are certainly not part of the CWG proposal. And while I'm not an expert on the CCWG proposal, it is my understanding that that is the same case there.

Part of the rationale behind this is that there was a lack of consensus in the ccTDL community on this issue. And it's a very, very sensitive one. And so I think it falls to our community to determine what if anything it wishes to do going forward. And that would fall to the ccNSO and to - which has not had a discussion of that to this time. So we just can't tell you Steve what may happen or may not happen or what the timeline might be.

Steve Metalitz: Okay. So there's certainly - it certainly is possible then that this proposal would be sent in via the ICG to the U.S. Government without any mechanism for review or - of those decisions.

Allan MacGillivray: That was the recommendation of the so-called Design Team B, which was part of the CWG. And as I said, it's my understanding that that is the current proposal from the CCWG on Accountability.

Steve Metalitz: Okay. Thank you.

Woman: (Unintelligible).

(Murray):   Thank you. (Unintelligible) speaking (unintelligible). The stewardship (unintelligible). At this point there's (unintelligible).

Jonathan Robinson: Thank you (Murray). What - I'll say one thing and then I'll hand over to Alan to my left to give you some input on his view on that.

The proposal is final and it's now put before the chartering organizations to approve its submission to the ICG. So to that extent there is no further scope for input. But of course there is always - no one is silenced from giving an opinion or providing input.

And indeed the ICG will have its combined proposal available for public comment. Alan, would you like to provide further input.

Alan Greenberg: I'm not sure I can comment on how satisfied the rest of the CWG is with our input. I can say we have had significant input into the process. I think we have been significantly influential in the final end result. And yes it is final, so.

We certainly have some issues of things that weren't exactly to our liking. But I'm not sure I can comment anymore on that. The ALAC will be making a determination by Thursday. And I suspect I know how that will go but I'm not going to prejudge the discussion we're going to have.

Certainly we have very actively taken part in the process and do not feel that we were disadvantaged in any way. Thank you.

Jonathan Robinson: Thanks Alan Greenberg. Chuck, you wanted to say something?

Chuck Gomes: Thanks. And I'm going - my comments are going to be related to the multi stakeholder bottom up process. I think that all of us have things that we would have liked if we got our first choice to be different. At the same time, the working group worked very hard to come up with positions that most of us are comfortable with and can support.

If we go down a path in a multi stakeholder process where we - the working group works very hard to reach those positions of common agreement understanding that all of us didn't get everything we wanted or the - what we wanted perfectly, the multi stakeholder model probably won't work because that would require unanimous consent. And that's nice but it's very hard to achieve in our diverse environment.

Jonathan Robinson: Thanks Chuck. Lise.

Lise Fuhr: Well I liked to echo what Chuck said and I think that's a very important point. There's also the public comment for the accountability proposal that's coming up later this summer where everyone will have an indirect chance to comment

on our proposal because that's going to have our accountability measures incorporated. Thank you.

Jonathan Robinson: Thanks Lise. And in case anyone's confused, that'll be winter in Argentina.

Lise Fuhr: Sorry.

Jonathan Robinson: Let's go ahead to the floor mic.

Eduardo Diaz: Thank you. My name is Eduardo Diaz. I am from ALAC (unintelligible). And I just want to say that I'm also a member of the CWG. I just want to point out in this slide that I suggest that, you know, in the special IFR that, you know, if we can add how that's triggered - the process goes to trigger or perhaps something in that graph that would show how that happens.

And also I have a question about this dotted line. I'm not sure what it is, that says review. That goes down to the PTI. I'm not sure what the dotted line means in the graph. Thank you.

Jonathan Robinson: Thanks Eduardo. It's a - I mean first of all on the trigger, you're right. There are numerous escalation and other mechanisms in there including what may or may not trigger an IFR. These slides are necessarily simplistic symbolic representations of that. I don't know if anyone else would like to add something. Go ahead Avri.

Avri Doria: Thank you. Yes. In terms of the trigger, what it is saying is basically after all other options have been exhausted. Now there's a list of them that the CSC has gone through all the possible remediation - all the way through the remediation chain that the CCWG is going to create.

Then after it's done and IANA has gone through all of its remediation procedures as defined, then at that point the CSC would pass the problem over to the two SOs, the GNSO and the ccNSO and say we've got a problem here that we have not been able to remediate. What do we do?

They put the issue out for a public comment. And at the end of that public comment, they can decide that yes, we have to do something further and initiate a special IANA function review.

So it's after everything has been exhausted and everybody has basically tried everything they could think of to remediate, then and only then would a special - and that's only then a super majority of both of those organizations after the comment period saying yes, we really need to do that. So there's every possible path of remediating before that.

Jonathan Robinson: Thank you Avri. And then to the second point Eduardo on the dotted line, to be honest with you, Lise and I did sign off on these slides but I'm not - I think what that means is that the IANA function review will take advantage of - the dotted line - the solid line probably represents that it will take advantage of ICANN related bylaws to deal with the review of the PTI. I think that's probably what it's symbolically representing. But I'm not 100% clear. Anne, go ahead.

Anne Aikman-Scalese: All right. Thank you Jonathan. Anne Aikman-Scalese with the IPC but asking a personal question. And I did want to say before asking my question that very honestly you guys, terrific job. We really appreciate your time, your efforts; huge, huge number of issues, you know, that are involved.

And all of you on the dias, thank you so much for your time as well as the other participants. I know there are many, many participants from all over the world. And really appreciate it.

The question that I have relates to control. And it relates to the composition of the Board of PTI. And I do have to say with the process that I have no stake as far as that's concerned. I don't have a point of view as to which way it goes. But just in trying to understand, you know, corporate governance.

When we say that PTI will be controlled by ICANN and we have a composition of the Board that involves two independent directors, two ICANN staff and then that person that's identified as the IANA Managing Director at present and knowing that presently that person is an employee of ICANN I think - I'm not sure of all the facts here, so.

And the - that staff position then moving into PTI presumably, the norm of course would be for that position to report to the Board of PTI. And so the question surrounds whether with that composition as a Board whether you actually have an ICANN controlled affiliate when the IANA Managing Director at that point in time would report to the Board of the affiliate rather than to the ICANN Board.

And I hope it's not a stupid question. I hope that it's understandable with respect to the element of control.

Jonathan Robinson: I'll make an effort to answer it. And if anyone feels they can do a better job, they should let me know. I think there's a couple of things first of all. Corporate governance and best practice corporate governance is slightly varied in different regimes and in different circumstances.

I'm probably most familiar with public company boards in the U.K. structure. It's typical to have executives on that Board and it's typical to have non-executives on such a Board.

Best practice would dictate that that Board is majority non-executives. But one of those executives is typically what we would call the Managing Director or in modern terms the Chief Executive.

The Board of PTI is deliberately and intentionally controlled by ICANN. It is an ICANN subsidiary and it has on it both ICANN and PTI executives. Again, for me it's relatively familiar to have a subsidiary configured as such.

You would put one or two members of the executive function of the parent and you might have one or two members who were responsible for that subsidiary's function.

I know in the working group some of that might - particularly U.S. colleagues, but some colleagues were less comfortable with the way in which that was organized. You've got someone who would normally as you described report to the Board being on the Board.

It happens that I'm personally comfortable with that, more familiar with that. But it almost doesn't matter. The bottom line is ICANN through the Board is responsible for appointing the majority appointees on that Board and in so doing controlling the Board. And for - I think that's the overarching principle.

It's moderated by the fact that there are two independent directors on there. But not so moderated that they are in the majority because the consequence of them being in the majority would be in effect a form of separation. It would be

creating an independent PTI, which would cause us all sorts of other corporate governance overhead.

And so that I hope is some form of more detailed explanation. I'd be very happy to take it up with you more if necessary. Alan, did you want to add something?

Alan Greenberg: Yes. Just to point out, I happened to look at that paragraph earlier today. And just to point out that our report is not very prescriptive as to the exact details and there is some flexibility as we go further in the detailed implementation if indeed there's a problem with what we're recommending.

Jonathan Robinson: Thank you Alan. Avri.

Avri Doria: Just one quick other point. When we talk about the independent directors, many of us, and I think it's in the document, thought that those independent directors came from the ICANN community.

But by definition you could only be an ICANN director if you came from the staff. And you had to define anyone that came from the ICANN community as independent. So there's the hope that within that mix we really do have a very strong ICANN control on that Board.

Jonathan Robinson: All right. Let's go to the next on the mic. (Yuri).

(Yuri): (Unintelligible). So I wanted to back briefly to the trademark issue. And I wanted to thank you Jonathan for your clarification that the text in Annex S is really a placeholder and that you essentially have no position in this matter.

And like to suggest that maybe that is the first answer that you guys should send to the ICC, that we actually do that like today. And that would take a lot of heat off on this topic. And it would be useful and would put the thing of actual solution more on the implementation timeline. And something you have to do right now because you're sending your proposal forward. So that's one comment.

The other comment is that we of course still need to have, you know, some solution on this matter eventually. And I did want to point out to people in the room that the ITF and RIR community's been through some community processes around the specific arrangements because they are in the - they are in our proposal and the ITF people are wanting to see if that's acceptable for them.

And so depending on what kinds of things you eventually end up wanting to do in your implementation phase may have an impact on the ITF and RIR side in the community process.

So just be mindful of that. It should not override whatever, you know, important requirements you have. But please do not unnecessarily close some extra process on our side because we'd like to be done. Thank you.

Jonathan Robinson: Thank you (Yuri). So two quick remarks. One, we are generally very sensitive to the other communities and I'll need to work alongside them. And moreover having spent the hours we have on all of this is sensitive to both our needs and yours, not to spend unnecessary cycles on dealing with this but that's not to say this isn't an issue that we seem to have to have a need to deal with. Thank you. Nurani.

Nurani Nimpuno: Thank you. Nurani Nimpuno, Vice-Chair of the CRISP Team representing the numbers community. And first of all I'd like to say that I've heard both Lise and Jonathan say in several open sessions that when developing your proposal you've been very conscious of the proposals already on the table by the other operational communities and that when developing your proposal you have tried to do that in a way that respects the other proposals on the table.

And I just wanted to say from the numbers perspective that we very much appreciate that effort. We know that you've had a very challenging task and we appreciate that spirit as well in which you've developed the proposal.

And then I'd like to align myself with (Yuri)'s comments as well. It was incredibly helpful and clear I think from you today to state what the position was on the trademark issue and also to hear that you are looking to find a solution that works for all three communities, which again is very much in line with what you said before. So we're very - that's very constructive and we're very optimistic about that.

And then finally it's a general comment. Since I - I've heard several questions and comments about the review process. And after having read your very comprehensive proposal several times and also had informal discussions with several members of the - your community, I understand that the review process that you're defining is really only for the names function of the IANA operations.

But it's just not necessarily entirely clear in all the parts of your proposal that that is what you're talking about. And I think that's maybe also the root of some of the confusion that we hear through some of the questions.

So we really much - would really appreciate if that is made 100% clear so that - so it is understood that each community will have their own review mechanisms. Thank you very much.

Lise Fuhr: Well thank you Nurani for your comments and thank you for your cooperation. It's very good to have this with you and the protocol community. We're very mindful of what you said about issues not being clear regarding if it's only the naming or also including numbering and protocol and we will work with the ICG to clear this out.

I'd like also to say unfortunately we have to close the queue now. So no - you're the last ones. And...

Jonathan Robinson: (Unintelligible).

Lise Fuhr: Yes. Thank you.

Jonathan Robinson: Go to Martin.

Lise Fuhr: Martin Boyle, next.

Martin Boyle: Thanks so much. Martin Boyle from Nominet. And I've been quite heavily involved in the CWG work. I thought it'd be useful to come in and add a bit to the response to the question by Steve Metalitz.

Essentially the role of appeal the ccTLD read allegations is not one that is currently covered by the NTIA. So in fact directly this is a separate issue. It is one that does need to be addressed. It is quite an important issue for the CC community and we're all well aware of it. But it is not part of the stewardship transition.

And I go back and refer to some principles that U.S. Government published in June 2005 where it made it very clear that the U.S. Government does not get involved in the delegation and re-delegation of other countries' ccTLDs. So I thought I'd just get that one on the record. Thanks.

Lise Fuhr: Thank you Martin for the clarification. And I think that's all in line with what Allan MacGillivray and the DT - design team on this has said. And I know there's a question from the HOP. We're going to take that before we go to the next...

Woman: (Unintelligible).

Jonathan Robinson: There is no last minute change. Perhaps I should - the final proposal was prepared and submitted well in advance of this meeting. It has not changed over the last ten days or so. It is as we submitted previously.

William Manning: Yes. Good evening, afternoon; time zone I don't know. My name is William Manning. I am a member of the community hopefully nearly outside the ICANN orbit as I'm retiring.

The question that I have has been brought up by (Yuri), by Nurani, by (McTim) and others which deals with the question about inconsistencies in the trademark language between the three communities' proposals. And my question to this group is do we have a plan of when and where to meet with the three communities to resolve those differences?

Jonathan Robinson: I think it's less about differences and more about meeting to discuss the possibilities. But yes, we need to meet as soon as possible and start to discuss what the possibilities might be.

William Manning: Does as soon as possible mean in the next minute and 46 seconds? Are we talking this week, are we talking this month, this year, when and where?

Jonathan Robinson: I think you can expect that we'll certainly try and get together this week while we're all in the same place. It makes a lot of sense to do so.

William Manning: Thank you.

Jonathan Robinson: Thank you, (Bill).

Paul Twomey: Paul Twomey. I was involved with IANA operational issues between 1999 and 2009. And one of the things that I would - I'm a little worried about but I'm hoping I can be assured about is when I look at the structural solution to a problem that's been worked here by the community and I am aware that often when posed with problems the first thing people do is go and have structures.

And I'm looking at the accountability things here for Customer Standing Committee, et cetera, et cetera. The biggest issues operationally in the IANA, and this admittedly is in the naming area - it's not necessarily in the numbering area, was actually not to do with TLDs or establish ccTLDs or the things the ccNSO per se cared about.

It was actually to do with dysfunctional or failing state/country ccTLDs. And they - some of those issues literally involve people's lives at threat. It literally involved homes being machine-gunned. There were - this was quite serious stuff, you know, in four of five countries that I'm particularly thinking of.

Where essentially these things had to be managed in a way in terms of who in the community or the Board or whoever had the degree of influence that we

could quietly talk to, to make certain we were looking after people that were being held safe. The thing was being managed.

So there are issues, and it's no longer so much the case in numbering. It may again be the case in gTLDs when they begin to fail in X number of years' time. But there are going to be times in the operation of the IANA where there are issues that have to get resolved where the people who need to get engaged in the resolving them may all be in the ICANN Board.

The ICANN - other people may want to talk to people in the GAC who have the influence to go and make certain that some particular thing is managed in a certain way. I'm not trying to say what they are.

So I just want to - I accept this. I support it. But I want to flag that there needs to be a degree of flexibility in the understanding of the operation of this post-transition IANA PTI that it does link very operationally back to where it needs to, not for most of the situations but for those ones that have been the outliers. Thank you.

Chuck Gomes: Paul, this is Chuck. Just a quick question. Your concern is well taken. And any of us that have been around the IANA for a while understand that issue. Do you see it - do you think it's any different the way that would be handled with PTI versus the IANA Team today?

And what I'm getting at is we did talk about this. And what is the IANA role there? I actually learned some things in that because on the gTLD side we don't deal with that problem.

And what I found was, is that A, if I - hope I get this correct. I don't know if (Elisa)'s here to set me straight. But the - that - the IANA Team does do a lot

of coordination in those situations with the governments, whoever the reps are, wherever the conflict is and so forth. They certainly don't I don't think make any decisions on their own but they coordinate very carefully.

I came to the conclusion -- and I hope this is right, but if I'm not, I welcome correction -- that it would be very similar with PTI because this is a very sensitive issue and one and it probably comes back to the ccTLDs.

We did talk about they're -- I forget what document it's called -- they're working on that's just about finished in terms of dealing with issues like that. And that may come into play there. Allan MacGillivray is probably better qualified to talk about that than I am. But I think it's very similar with PTI or the IANA Team today. I don't know if you see it differently.

Paul Twomey: So I - Fadi can answer better than I can because I can't talk for the last five years. But what I would observe in - if I think about particular operational circumstances, often the ICANN CEO and/or key Board members but often it was the ICANN CEO was engaged in a dialogue in that region or that place more broadly where the CC thing also had emerged that you had a context in which you did that.

I can also tell you three examples where I actually personally engaged foreign governments to have their embassies do a watch list on particular people in particular places to try to, you know. So in other words, those personal linkages become important.

So I - it's not clear to me how clearly the PTI links back to the CEO and Board ongoing interaction. But I can look at that and on the paper, I would say Chuck no, it's probably less than what we've had. But this is where I think

systems and strategy and the way you operate is actually different than what you do in structure.

Jonathan Robinson: (James).

(James):   Just very briefly. I think one of the improvements that actually might have came out of this process is that if issues such as that are actually having an operational impact on the IANA then there is the escalation mechanisms that have been brought about by the CSC and they will have (unintelligible) back to, for example, the ICANN Board or staff or the CEO.

And some solutions may be able to be done through that method because if there is - if we're able to say that okay, there's an issue within the PTI and it is having an impact on the IANA operations, we now have the robust escalation process in order to manage that issue.

Jonathan Robinson: Okay. Thank you very much. Sorry Donna.

Donna Austin: Thanks Jonathan. Donna Austin. To the extent to what Paul's just explained, I think that's the kind of stuff that goes on within IANA that most of us don't know about - will never know about.

PTI structurally will change. It will be legal separation. Our understanding is though that IANA as it functions today will continue to function the same way as the PTI. So those lines of communication that I assume that (unintelligible) IANA currently has now to the CEO, to the Board and the requirements to do the day-to-day jobs that IANA has to do will still be in place.

So while we've got what seems to be some new structures, PTI should operate in the same way that IANA does today. So the CSC that you see is replacing

the monitoring that NTIA currently does and the IFR is a escalation kind of review mechanism.

So the internal working for IANA and the availability to escalate situations like Paul was explaining to the Board or wherever it has to go should still be in place. These new structures should not change that.

Jonathan Robinson: Thank you Donna. I think that's a very, very important point to perhaps end on because for all the appearance of change and really substantial change here, there are many things that stay the same. And to the extent that there is a consistent, reliable and usable operation today, we have every intention of that remaining tomorrow. And so I think that's a very helpful point to end on. So thank you very much. Fadi, did you want to say something?

Fadi Chehade: Yes. On behalf of the staff and this community, I came up to tell you that in some cultures we believe the last shall be first. And you may have come in last to the ICG but your work is remarkable. And I know how hard you worked to get this proposal ready for the charter organizations to look at it here.

So many, many thanks to the great work you have put. And yes, maybe last to the party but I think your work is substantial and substantive. Your leadership Lise and Jonathan has been fantastic. I want to thank you personally for that. We've all watched that. And the staff report to me on how incredible the efforts have been across this table to bring this home.

We're very thankful to you. And now I hope that the organizations that will look at this at this meeting will get their work done and get it to the ICG so we can carry on with the plan. Thank you.

Jonathan Robinson: So thank you very much Fadi. And with that, the closing remarks really just to recognize the broad community participation, the support of - the incredible support of the ICANN staff frankly. And we did say this this morning. But it's quite clear that while it will be very easy to say that's their job, many of them have worked well beyond, over and above and beyond the requirements of their jobs. So that's significantly appreciated.

You are right. We have some very significant realities of a timeline ahead that was highlighted in your opening remarks today. We all recognize that. And so we are now dependent on the chartering organizations to get behind this and we really hope that they will be able to do so. I hope we've highlighted very effectively and thoroughly the linkage and coordination with the work of the CCWG.

And in terms of my analogy of the railway tracks, these will come back together later in the year. So let's - there's more work to be done both at this meeting and the near future. But for now, let's call the session to a close. Thank you everyone up on the table. Thank you everyone in the audience who's participated so.

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