ICANN
Transcription
New gTLD Auction Proceeds CCWG Charter Drafting Team
Thursday, 12 May 2016 at 21:00 UTC

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Attendees:

ALAC
Alan Greenberg

ASO
Sylvia Cadena

ccNSO
Will not be participating in the drafting team

GAC
none

GNSO
Jonathan Robinson
Tony Harris

RSSAC
none

SSAC
Russ Mundy

Board
Board Liaisons

Erika Mann
Asha Hemrajani

Board appointed staff advisors
none

Apologies:
none

ICANN staff:
Marika Konings
Lauren Allison
Vinciane Koenigsfeld
Julie Hedlund
Glen de Saint Gery
David Tait
Terri Agnew

Terri Agnew: Good morning, good afternoon and good evening. Welcome to the New gTLD Auction Proceeds CCWG Charter Drafting Team call taking place on Thursday the 12th of May, 2016.

On the call today we have Erika Mann, Russ Mundy, Sylvia Cadena, Tony Harris, Jonathan Robinson and Alan Greenberg. Our Board liaisons are Erika Mann and Asha Hemrajani. Currently at this time I have no listed apologies.

From staff we have David Tait, Julie Hedlund, Marika Konings, Glen de Saint Géry and myself, Terri Agnew.

I would like to remind all participants to please state your name before speaking for transcription purposes. Thank you very much and back over to you, Jonathan.

Jonathan Robinson: Welcome, everyone, to our next New gTLD Auction Proceeds Charter Drafting Team meeting. We had a good meeting previously and we're picking up on a number of points from there. You will have seen the agenda and in fact it's up in the top right of your screen in any case.

So before we move on to that are there any comments or questions relating to the agenda? Okay, let's move straight on with the agenda. And there first major item is this Item Number 2 relating to the briefing note we had previously on fiduciary and legal constraints.

And you'll see within that there are three points that we can deal with there. One is if there's any further comments or questions on the document itself. Two, we asked from an update from Sam Eisner from ICANN Legal as to which elements she felt really ended to be reflected in the charter. And, three, we were going to get an update from our ICANN Board colleagues as to any further constraints from the perspective of the audit committee.

Now, it strikes me – and I revisited that document that I had commented on and Sylvia had commented on and others, as we discussed previously this document has both application for the charter but also application for the group as a whole. And I'm concerned that we don't spend too long focusing on elements of this document that relate to the work of the subsequent working group and home in on those that are specifically and directly relevant to the charter.

So to that extent it strikes me that it makes sense to first look at bullet 2, which is the update we received from Sam on which elements need to be reflected because if you look at that it's a much smaller document. I'm just going to check because that was transmitted to us earlier today by Lauren. I think Lauren is on the call. I don't know whether, Lauren, you're in a position to speak to this document and make any comments or – I think that could be helpful…

((Crosstalk))

Jonathan Robinson: Yeah, hi.

Lauren Allison: Hi, Jonathan. This is Lauren for the record. Can you hear me okay?

Jonathan Robinson: Yes, hear you fine, Lauren.

Lauren Allison: I can very much speak to this document in particular. Sam had sent that she had limited Wi-Fi and wanted me to distribute it on her behalf. But I do know that she worked to distill the essential elements that really should be in the charter from that longer (unintelligible). And I just typed in the chat on the left there I know that Sam and Xavier are going to work with the longer note and sort of distill it down into something a little bit more finalized that could be referenced by the CCWG in its work to get a little bit more information beyond what would be included in the charter.

Jonathan Robinson: Okay thanks, Lauren. So just to try and make sure I understand, this document we see in front of us on the screen now would you expect that to be further expanded by Sam and Xavier or it's likely to be the limit of – is there more to come as far as this is concerned?

Lauren Allison: No, sorry, to clarify Sam and Xavier would be working on the longer note so that they could provide us with a finalized memo that could be referenced during the work of the CCWG but these are the points that she had (unintelligible) from that longer note that should be included in the charter so this is the kind of the bare bones if you will.

Jonathan Robinson: Perfect, that's now 100% clear to me and hopefully to others in the group. So are there any comments or points that anyone, I mean, my take on this therefore is that we should have to thread this into the charter and then consider the major document for which we have a draft and for which we just (unintelligible) Lauren now that there'll be an (up) draft. So our objective should be to thread these points, presuming we agree with them, into the charter and consider whether there's something else in that major document that needs to be included in the charter.

Tony, go ahead.

Tony Harris: Yes, I did read most of the – I think all the long document and then the short one that came in today. And the long document I agree with you, Jonathan, we have to be careful not to confuse what we're doing with things that the working group will be involved in later and not lay that out for them.

But I did get the sense that there was a thread throughout the long document very much emphasizing the need to preserve the fact that, you know, we – I forget the number because I don't have the long document in front of me but inside the 301(c) or 501(c) which is – which defines a tax exempt nonprofit organization and we have to try and let's say lay out to the people who are going to be on the working group that when they make decisions on how to use the funds these decisions do not infringe that – the nature of ICANN's, let's say, status.

In other words, if they go to the wrong type of application or usage then that – the ICANN status as a nonprofit – let's say nonprofit organization – I don't remember the exact – the number was 501(c) I think – that should not be endangered by whatever the working group decides to do with the money. And that was emphasized as well as the fact that certain decisions that the working group may take which are – which keep away from keeping the other funds within the ICANN mission, would require let's say administrative and auditing or checking on exactly what's involved and that would mean cost to ICANN. And the was stressed in several parts of the long document. I'm just throwing this out because it's something I took home last night with me.

Jonathan Robinson: Yeah, thanks Tony. And I agree with that. So it seems that what I think Sam has therefore tried to do is say, look, in order to achieve that point that we make throughout the memo, this is the minimum you should include in the charter, this subset of key points underneath there because these make sure that, you know, for example the third one you see in there, seeks input on the process and discuss the limitations that will support ICANN's tax exempt

status and then the point above that talks about in furtherance of ICANN's mission.

So it strikes me we should just read through these briefly now and make sure that we don't have any concerns with any of them and adding that we do not then we weave these into the charter in the appropriate place and could possibly even ask for staff help to do that to just include them in the relevant additions to the next iteration of the charter.

Alan, go ahead.

Alan Greenberg: Thank you, just wanted to remind you, we did, at the end of the last meeting, ask our Board colleagues to have further discussions within the Board of exactly what they believe the interpretation is furthering ICANN's mission and to what extent things had to be directly related or to what extent the – I think the phrase that was used in the Applicant Guidebook of, you know, do good things for the Internet could be perceived to be within ICANN's mission. So whatever words we put here we may well want to modify slightly based on whatever comes out of that process.

Jonathan Robinson: Okay so, Alan, to be clear is that a different point to the update from Erika on further constraints that may exist from the perspective of the audit committee? Or is that one and the same point?

Alan Greenberg: No, the – well, I worded – I think what we asked them for is to what extent did the Board believe we could have a wider mission, not narrowing it but maybe those are two different ways of expressing the same thing that is we're looking for input from the Board on more clarity as what does it mean to give away money to organizations in furtherance of our mission. So…

Jonathan Robinson: While I see Erika has got her hand up so we'll go Erika in just a moment. But I will also dig out the notes from the previous meeting and see if there's

any record of that or something, you know, well properly worded or at least reflecting what we discussed previously, not to suggest that you…

((Crosstalk))

Alan Greenberg: I may have dreamt it.

((Crosstalk))

Jonathan Robinson: Go ahead, Erika.

Erika Mann: Thank you, Jonathan. I think we have the debate – I don't remember it not really about but it's true what Alan and what you are saying we discussed last time that we – it would be good for some of the topics to be clearer about how the, you know, how the money can be dispersed. And so we have a meeting tomorrow, the Audit Committee, tomorrow at 7:30 in the morning and it's one of the main items on our agenda. And I tasked Xavier to look into this and knowing Xavier I'm pretty sure he will have a quite comprehensive – have had a quite comprehensive discussion with our auditing firm to understand what the limitations – the potential limitations might be.

And so I mean, as soon as the meeting is over I will sit down with Xavier and I'm sure he will send afterwards a note as well to this group. And I think it's right, we need to understand if, you know, how – how narrow our, you know, the space is which we can use. In an ideal world it will be brought but we might be constrained because of certain legal constraints. So we come back to you after the meeting tomorrow.

Jonathan Robinson: Okay thanks, Erika. Well then I suggest we capture it as follows, Marika, if you are taking the notes or if David is, whoever. I mean, it seems to me that based on Alan's point there's really two actions we are relying on you for, Erika, to come back to us from the Board insofar as you're able to do.

One is to best understand, with the advice of (unintelligible) and/or external advisors what the constraints on the use of proceeds might be. And the second is – and I think these are both – there's essentially a financial or legal constraint that's in and around the mission as well as the tax status. So it's really separating out those two – that's the nuance really. It's the one constraint is that (unintelligible) tax status or any other audit-related point and the second is the mission and to the extent that the mission – the way it works.

Okay, thanks Erika.

((Crosstalk))

Jonathan Robinson: Okay thank you. Let's go to Alan again then.

Alan Greenberg: Yeah, thank you. To be clear, we clearly do not want to do anything that will either endanger our tax status or put us in violation of our mission. You know, those are constraints we have. At the other side, there is, in my mind anyway, an aspirational desire to make – to allow as much flexibility as we can in making good use of the money. So we don't want to unreasonably narrow it just, you know, or the sake of it.

So we really want to, you know, within the constraints that we know we have we do want it as wide as possible to give the ultimate group that is going to make the decisions on where the money goes to give them as much flexibility as possible to do really good stuff with it. Thank you.

Jonathan Robinson: I think that's commonly understood now, Alan, thanks. Tony.

Tony Harris: Yes, I just want to come back on the point we were discussing. I think we should think about something that is – ICANN is going to undertake something here which is similar to what donor organizations, as they're known, do which is give out money to worthy causes. And perhaps it might be

useful if a comparison was made as far as the statutory obligations with ICANN's status vis-à-vis, compared, let's say to the Bill and Melinda Gates Foundation or the Ford Foundation.

Because if ICANN is going to perform as a donor organization, which is what this is at the end of the line, does a donor organization have a certain, let's say, guidelines or commitments or things they have to fulfill according to the law, which perhaps are not obligatory to ICANN who is really managing Internet critical resources. This is just a thought I'm throwing out there.

Jonathan Robinson: Thanks, Tony. I'm trying to remind myself both of the conversation we had previously and also – the feeling you may not have been present at the last meeting. We had quite some quite wide-ranging discussions and of course the challenge from a chair's point of view is to make sure that we focus in specifically on the – what's required for this group which is to produce the charter.

We certainly talked about, you know, for example, there was a key point we covered about whether or not this group – the CWG to be derived from this group – would have anything to do with the disbursement of funds to end users, for example. We also talked about when that disbursement might take place, the fact that this could be undertaken by various types of mechanisms.

And it was a helpful seeming discussion and I think some of the points you make are along those similar lines, in fact. And Alan makes a point there that in the chat about the Gates Foundation or a foundation. Sylvia, go ahead.

Sylvia Cadena: Thanks, Jonathan. On that point I – my comments from the last call were exactly on that on how – why it was important for the working group to focus on the process, meaning that to analyze how this – what type of mechanism was chosen that – to manage the (unintelligible) funds is one that matches the tax exempt status and at the same time what are the requirements for those mechanisms.

Let's say (unintelligible) Foundation then if it is a foundation (unintelligible) then you need to structure a board, the board is separate from the ICANN Board or how do you structure all those things. So I think in the text that we have on the screen we are king of losing a lot of the language that was put in the previous discussion where process has clear description that it was talking about the legal mechanisms to actually manage the funds and the due diligence required to make use of those funds.

And in general the language used here is, I understand Alan's point about not being too inflexible. I think that on those couple of aspects it's important that we use language that is a little bit more clear and strong, let's say, because what I – what I confirmed from the last call is that we are not appointing the working group will not be deciding who gets the money. That is if a mechanism is chosen then that mechanism, either a foundation or private foundation, an endowment, they all have different legal requirements and due diligence requirements to be able to (unintelligible) the funds.

So it's important that we go – we have those two things really clearly stated. And I don't think this text is clear or strong enough to clarify that. So I have a couple of suggestions on the language – the proposed – on the text on the screen that I think we need to make a little bit more stronger and provide a little bit more detail to avoid those, you know, any misunderstanding. Because one of the main things we discussed last week was the working group was not a (unintelligible) committee chosen as specific type of organizations or the beneficiaries of the actual funds making – focusing on process and procedures. Thanks.

Jonathan Robinson: Sylvia, good point. So now how do we actually move this forward then? Because actually thinking about your points, there are really two separate things we want to achieve. And bear in mind the critical thing we've got to do is take all this good conversation we have and, picking up on these different points, these have to be threaded into the charter, one.

And, B, that document that Sam has drafted, which is in draft and which sounds like, from what Lauren said earlier, is likely to be worked on – finalized. What I think we need to do is twofold. So here I'm going to capture a key action that we need to achieve, David, is that the document with the comments on it from Sylvia, myself, this is Sam Eisner's draft document, the major draft with the comments from myself, Sylvia and others, needs to be transmitted back to Sam for incorporation into her next draft. Thank you.

So I think that, Sylvia, will deal with the work that we did on Sam's master document which will be used for this group and for the CWG. It'll be a guiding document. But then the other point is that she's stripped out, as you are all aware, this document that we see in front of us, the key 1, 2, 3, 4, 5 points, and the issue there, Sylvia, is I think what I heard you saying is actually you'd like to edit the language in some of these points prior to or at the same time as it goes into the charter.

So the next two actions then are that this group needs to, first of all, agree in principle that it's happy with these five points. And if anyone's got any objection to any of those points or concerns about them, we should hear that. Second, we should modify the language as we see fit. Giving David a chance to make sure he's able to keep up with us. And, David, under your Point 3, it's DT to agree in principle, the recommended terms for inclusion in the charter.

Exactly. And then your Point 4 is good. And then Point 5 is review and modify document to be then included into the charter. Yes, and, Lauren, to your point in the chat I'm sure Marika or – and/or David will help make sure you've got the right document from the list. It's not brilliantly formatted, there's a series of comments and questions on there that we did discuss with Sam to some extent at the last meeting and it's really a matter of integrating them.

Okay, Tony, thanks for waiting. Why don't you come in with your next point now?

Tony Harris: Actually I just wanted to mention – I'm sure probably most of you on the call have seen it but a mail came in just when the call started from David Tait with comments from Russ Mundy and Erika Mann and just to make sure we – maybe we want to look at that before the meeting ends, that's all.

Jonathan Robinson: That's the intent to cover that and we will I think in Item 3, which we'll get to next.

Tony Harris: Okay thank you.

Jonathan Robinson: Thank you. So I think that's it for this. If I could really encourage you all to make sure you do – I'm just wondering if I should just – I don't want to work through, I don't think now, with all of us just on line. I know it's late for anyone in Europe. And I just want to make sure we don't spend the wrong time on the wrong things. Does anyone have any comments they'd like to record on these five points now or shall we just take it offline? It may be better to just review this. Yeah, take off line. Okay so we agree with our set of actions there and we're okay to do that.

So we'll park this now and move on then to Item 3. Let me just check if we covered everything in Item 2. We've got the comments about Sam's memo to be included in the charter. We've dealt with Erika and further constraints. And we've dealt with the further comments on the latest version of the document. So that's all okay. So let's move on to item 3.

And here we seek to finalize the review of public comments and the identification of which items should be considered in relation to the development of the charter. And this, I expect, I haven't had a chance to look at the document that just came in that Tony just referred to. But I expect that it's either – it's an updated version of this.

So perhaps Erika or Russ, either of you might want to comment if there is anything further that's been added or any other points relating to this – I see this is a sort of shorthand version of the document. Okay go ahead, Erika, and I'll just leave the work of that.

Russ Mundy: Actually this is Russ. I'm going to walk through it. So can you hear me satisfactorily?

Sylvia Cadena: Yes.

Russ Mundy: Okay good. The set of inputs that we had just to quick recall for folks, had in our initial review that was subsequently set out – sent out to the full drafting – identified a number of items that were, we felt, spread across the things that should be included in the charter for the CCWG, things that should be actually addressed by the CCWG itself.

And a number of the specifics were related to things that are – that would be stated we felt in the charter as principles for the CCWG to use in their work. And so Erika and I, with the help of Lauren, sent out a summary of an analysis beforehand. David and Erika and I had a call before this one where we walked through all of those items. And since we had not received any feedback disagreeing or, you know, taking issues with what was in the draft that we initially produced, we used that as the starting point for what the – for the drafting – what the drafting team has agreed to for handling those public comments.

And we identified four specifics. We did not try to write words but of the – I think there were 30-some comments – 34 or 37, something like that – out of those comments there were a number that overlapped in different areas. And we grouped those into four areas: transparency and openness, accountability, lean and effective process, and conflict of interest requirements.

And so those are things that we feel from the public comments input, on the initial paper, should be written into the general principles area of the draft for the CCWG. Now there were several areas that were still not fully clear to us whether or not they should go in as a general principle. And that's the next section. There is three bullets there that I think everyone can see.

The first one deals with there were some statements in the public input dealing with diversity and it was quite unclear what kind of type of diversity that was begin discussed and so it's all – so that sort of led to the – our decision to say let's raise this question of whether or not diversity should go in as a general principle or if it should go into the charter elsewhere in some manner and if so how should it be defined.

Or if it's too imprecise or would be too constraining on the work of the CCWG if it should not go in at all. So it really is a question to the larger group. And let me just go through the next two and then we can have discussions if it's okay.

Then the next item was mission statement and values, although it is more clear what that meaning would be whether or not there should be a statement in a general principles section or if that should go into the charter in a different area or just how it should be contained in the charter.

And the third one that was unclear to us how it should be handled or if it should be going into the charter itself, was the principles for disbursement. And the concern there was whether or not this is something that the drafting team should incorporate in the charter and if we did would that be overly constraining on the CCWG itself.

So those are the three items that we're really very much open for discussion and so if I could just pause there and ask for response, thoughts, comments, what our next steps should be here.

Jonathan Robinson: Thank you, Russ. I know, Erika, your hand is up so maybe you want to come in in addition to what Russ has said. I have a quick question for you, and others may have the same question. This principles for disbursement, where does this exist? I'm just not familiar, if you could orient me in where that – where the principles for disbursement comes from or where that exist currently.

Russ Mundy: Well, it was contained in one or two or possibly three, I don't remember the exact number, I think it was two of the public comments where they were talking about the principles for disbursement. And, again, it was not particularly clear what the meaning itself was.

If it – if it was very different from the lean and effective, you know, statement and, you know, do things for whatever group is running this money, don't use more of the money for the group than you actually make use of for doing what it's supposed to do. If it was supposed to be things like that, which – and all of this is really driven by the impreciseness of the input itself. And yet we do want to be responsive to our public input comments.

Jonathan Robinson: That's clear and helpful and, Erika confirmed that. Erika, let me go to you next if you would like to talk.

Erika Mann: I think Russ covered everything. There's no need for me to make a further comment; he covered everything.

Jonathan Robinson: Okay.

Erika Mann: I mean, the only one maybe is the mission statement because we discussed this as well if it shall be a part of the principles or it should have – should maybe have a different status within the charter. Everything else was covered.

And then the last one – all of us who were present and help – I think Alan was in the meeting as well, and we would love to review the ICANN 52 session because we do have the feeling that we might have discussed some principles which were not captured in the comments which are relevant. So we will review the transcripts but if somebody else remembers something in particular would be nice if you would send this to us.

Jonathan Robinson: Okay, thanks. That's helpful and clear. Let me not hold up the queue then, let's go to Alan next.

Alan Greenberg: Thank you. On principles of disbursement, my inclination always is to provide guidelines, not necessarily principles because there may well be exceptions that you want to allow. But, you know, there's a whole bunch of things that were likely – will provide either absolute principles for or guidelines. And I think that's among the things that the working group should be coming out with.

You know, no single grant more than a certain amount, you know, I think one of things that came out of the session at ICANN 52 is the money should not be explicitly used to go back to, you know, registries and things like that. So there's a whole bunch of things that they may be principles, they may be guidelines, maybe we have both.

And I think that's going to be the largest part of the job of the working group in fact is to try to set the parameters under which the final disbursements will be done. Thank you.

Jonathan Robinson: Thank you. Sylvia.

Sylvia Cadena: Hi again. I agree with Alan completely. I think it's (unintelligible) for the drafting team will be (unintelligible) requests that the working group works extensively on those guidelines for disbursement and the guidelines for disbursement should apply with transparency and openness (unintelligible)

conflict of interest, the principles that are up there that should guide how funds are allocated. So I think that might (unintelligible) conductor line between what are the principles that we are trying to incorporate and how the funds are used and also how those actually apply on the actual disbursement. So I agree with that.

The point that I wanted to make about the diversity and the mission so one thing that we discussed last week is that diversity should be very clear that the idea is that the funds will be used for the benefit of, you know, (unintelligible) and that, for example, is the 501(3)(c) or (unintelligible) I mean, that doesn't mean that only (unintelligible) will receive funding just because it is easier to do it that way to keep the tax status.

So I think the diversity should include geographic diversity, diversity among the different kinds of communities that participate at ICANN and maybe leave a little bit of room also around the discussions that have been going on around human rights at ICANN so that the funding is not – the group that works with the fund does not get hammered later saying that funds were not allocated to the detriment of community or something like that.

We have to be very strong and that's one of the reasons why it is so important that the language in the previous document that was on the screen about the limitation for political campaigns and policy influence – it doesn't say limitation but restriction because a lot of the people that work on human rights on the Internet will be looking for funding to do policy advocacy. So it is important that it is clear that funds, for example, have that particular description. And is not a limitation, is a restriction. It can't be used for that because (unintelligible) impact on the tax status.

Plus will be a lot more controversial that (unintelligible) what we try to do here. And in terms of the mission and value because those are under revision at the moment I guess it will be probably better to refer them as the mission and the values and not probably state them as, you know, a set amount just

to make sure that whatever changes come out will not affect or this working group because they are appointed to work on a mission that is not the mission anymore. So hope that's okay. Thank you.

Jonathan Robinson: So here's what I'm grappling with is I find this document to be a helpful and really succinct distillation of the key areas and some of the questions, the points made through the last few interventions. What I'm trying to decide is which of this is applicable to the charter because clearly what – what I'm thinking is that the charter should say that in developing – the working group – along these lines, I'm not prescribing exactly that should be in the charter.

But it feels to me like what the charter should be doing is saying when the working group develops the principles, which is going to be one of its first jobs, it should be mindful of (unintelligible) identified in the public column – in the public comments such as transparency and acting (unintelligible) of conflict of interest. We, for example, don't need to do all of that work, that's what the working group is going to do. So it feels to me that that's really what we've got to try and thread into the charter.

So I guess what I would be asking, notwithstanding the need to do ICANN 52 session notes, but feels to me like what we would or should be asking Russ and Erika to do is to try and map these points in the same way as we were doing – Sam's previous set of four points to try and find ways of mapping these into the charter. And once these are mapped into the charter we can then critique them from that point of view.

Because clearly we're not about to write the principles; that's the first job of the working group. Okay great. And I see some support for that approach from Sylvia and Erika. So I'll pause a moment – Sylvia, I think that's your previous hand, Sylvia. If it isn't then speak up now, if it please withdraw that. And then I'll go to Russ.

Russ Mundy: Hello, am I coming through now? I have my mute confused.

Jonathan Robinson: Yes, Russ, we hear you now.

((Crosstalk))

Russ Mundy: Okay thank you. So the main question that I have – I think the first four points are clear in terms of saying that these are elements that need to go into the charter. And I'm certainly fine with trying to, you know, locate the appropriate place to put them in the, you know, the charter format that we have.

The bigger questions that I have are really the middle three points. It seems that of those three, the last one, the principles for disbursement, is the strongest candidate for our work, the charter drafting team work, to not include at all so it's really part of the CCWG itself. And I think I heard Alan and Sylvia supporting that, I think.

The other two are still not real clear to me. I thought I heard Sylvia say that she thought diversity is something that we should include somewhere somehow in the charter. And not having clear guidance from the mission statement I'd love to have a little more input there as to what, you know, what the group would like from us there.

Jonathan Robinson: Okay. Let me go to Asha. I had a thought on that which I won't come in with now but I just want to make sure the (unintelligible) is captured correctly. So, David, what we want the subteam to do is not (unintelligible) the principles onto the draft charter but to map these points rather, the points they've considered and find ways to do it. Thank you, yeah, because some of those points relate to principles but there are, yeah.

Okay so let's hear then from Asha next.

Asha Hemrajani: Thank you, Jonathan. So I wanted to actually address what Russ just asked about the diversity. So I think, yes, it should be included as a principle on

multiple levels. One is, for instance, diversity it could be, for instance, diversity in terms of the members of the working group. So there should be diversity in terms of which industry they come from, which geographic reason, gender balance, that – there's that level of diversity.

As well as diversity in terms of the recipients and the beneficiaries of the disbursements of funds. So I think we – one of the idea – what I wanted to propose is that we should – we could address diversity on multiple levels when proposing something as a drafting team. Thanks.

Jonathan Robinson: Asha, that's a good point. So I think that you – that felt to me like clear support for the inclusion of diversity into the charter itself.

Asha Hemrajani: Yes.

Jonathan Robinson: And…

Asha Hemrajani: So early on basically this is something that the DT – that the drafting team could include because I don't think it is limiting. I have a separate point about what Alan made earlier about the Bill Gates Foundation but that's separate and I'll come back to that later. I do believe in…

Jonathan Robinson: Okay.

((Crosstalk))

Asha Hemrajani: I do believe there is some justification or some benefits in limitations. But let's park that for now. But in terms of diversity I think it's so important and such a fundamental requirement that from my perspective that is, that I think this is something that the DT can bring into play at this moment. Thanks.

Jonathan Robinson: So here's what I would suggest, and perhaps you can even help with – what – where I think we want to go is we want this group in its different forms,

Russ and Erika on the – on this portion, perhaps myself and others or someone else to try and thread the work that Sam produced. And all we've got to do in the next week or so is plug this all back into the charter.

As far as this is concerned it may be one you even are willing to pick up yourself, Asha, and…

((Crosstalk))

Asha Hemrajani: Sure, yeah, I'd be happy to do that.

Jonathan Robinson: Thank you.

((Crosstalk))

Asha Hemrajani: And put some text around the levels of diversity. And if anyone in this call has any ideas about other – sorry – other types or colors of diversity, we mentioned a few and these are very common; geographical, gender, and organization but there are multiple levels of diversity so if anyone has any ideas please feel free to send them and I'll put something together.

Jonathan Robinson: So, Asha, I've got two thoughts on just structuring this. I think there's one thought I had is to the extent that such definitions already exist in overarching documents of ICANN my feeling is we should refer to those rather than reinvent them. That's…

Asha Hemrajani: Sure.

Jonathan Robinson: …point one.

Asha Hemrajani: Yeah.

Jonathan Robinson: And so it may be that we could just say, for example, and I'm not saying this is comprehensive enough, the working group should pay attention to diversity in all its forms as referenced in the ICANN bylaws or whatever the case is. Something like that, so we keep ourselves neat and tight while still achieving what we want to. And I think the purpose of the charter should be to direct the working group to do what it's got to do properly.

And if and only if it's necessary – and you made a good point – where it might be necessary to include in the charter itself, for example, if it's relevant to include something about diversity of membership of the working group that's where we – so just thinking carefully about what is important for the charter and what we're directing the working group to achieve. And so in framing that input that would be great if you could think from those frames of reference.

Asha Hemrajani: I didn't catch what you said in the last bit, your voice was dropping off. Can you say that again? The distinction you were…

Jonathan Robinson: Okay so really I think – well the first bit it'd make reference to any overarching existing principles, and the second is limiting what goes into the charter to what is absolutely necessary and other than that directing the working group to do what it's got to do.

So for example, the limit might be that the charter really only needs to deal with the membership of the working group and thereafter we direct the working group to respect and deal with diversity in all its forms rather than trying to capture everything in the charter itself.

Asha Hemrajani: Okay, if I can – if I may address what you just said? So the two points, the first one I think you're absolutely right in that we should refer to whatever has already been done instead of – whatever has already been stated or is in our – is in ICANN core mission and values. However, that – and that would make sense in terms of not reinventing the wheel.

However, I think there is very limited stuff in there about diversity, that's why there's a special – diversity is actually one of the streams of work that will come – one of the areas of focus that will come under Work Stream 2 for the CCWG on Accountability because there isn't too much on there. But I take your point.

And on your second point, I couldn't agree more. I think what you're proposing makes a lot of sense. So let me see what I can put together, make something very brief and crisp and concise and we can always add to it if others see fit.

Jonathan Robinson: Asha, and I think the idea there would be to do it directly on editing the charter or posing direct edits to the charter and so we start to make real progress on building that document. And I see Sylvia volunteers in the chat to work with you on that.

Asha Hemrajani: Would you, Jonathan, have any special – specific area in the charter where this should go in? Do you have any preference or suggestions?

Jonathan Robinson: No, Asha, not off the top of my head, no.

Asha Hemrajani: Okay.

Jonathan Robinson: But if it's easier for you and you feel that, yeah, maybe in somewhere like the outreach area. Have a look and see and if you feel it's easier to develop the work outside of the charter and then map it onto the charter by all means, do it that way. But I'm just trying to encourage us all to make real progress on building the charter document which is, of course, ultimately our objective.

Okay I wouldn't mind asking one clarifying question before we move on. And have we said anything anywhere about the – is there anything at this point either in the guidelines from the CWG on diversity anyway on the membership or the makeup of the group, is that already specified or covered?

Maybe Marika, you're familiar enough with that, I'm not sure if anyone knows. Just trying to think it's not, go ahead, Marika because that might help as well with a baseline.

Marika Konings: Yeah, this is Marika. I'm doing this on top of my head. And I don't think that the issue of diversity is specifically addressed, I think it just talks about the ways in which membership or participation can be structured, you know, either appointment by chartering organizations and/or having open participation by anyone interested.

It may talk about, you know, ensuring that there's broad outreach or communication around the effort so that, you know, people are aware that this is happening. But I don't think it goes into the detail of, you know, what diversity requirements need to be met.

I do know it's also something that came up in the context of the GNSO review but of course there's certain challenges around it that, you know, I think Asha already noted as well that there are currently no clear definitions or guidelines around, you know, what diversity actually means or how that can be measured. So that may be something to factor in as well as you discuss this.

Jonathan Robinson: Thanks and thanks, everyone, for the input and willingness to work on this then.

Asha Hemrajani: Sorry, Jonathan, if I may quickly respond to what Marika just said?

Jonathan Robinson: Go ahead, Asha.

Asha Hemrajani: Yeah so I agree with what Marika just said about that and that's my concern here that while it is – would be a good idea to refer that to something that's already been done, unfortunately it's a bit sparse any sort of references on diversity. So on the other hand I'm loathe to write a big thesis on this. So I think we can try to put some text together and try to be as brief and concise

as possible while giving it the weight that it deserves and then we can always add to that as and when the group sees fit.

Jonathan Robinson: Well thank you again. And I see Sylvia is responding. That's great. Right, so I think we – Russ, you may want to pull us back again, but I – and that's not inclined to be critical, it's really the question is have we covered this sufficiently that we can make some good progress together with – now you and Erika trying to thread these elements back into the charter and with specific help from Asha and Sylvia on the diversity question. Russ, go ahead.

Russ Mundy: Thank you, Jonathan. This is Russ. Yeah, I think that we have sufficient guidance here and I thank Asha and Sylvia very much for volunteering to tackle the diversity question because it is a challenging one. And I think is helpful to get other folks looking and thinking at it. So what I believe the tasking for our subgroup here is to map some set of words relating to the first grouping of four. I think everyone was in agreement that those need to go into the charter as principles.

And then figure out how the mission statement and core values should go into the charter. And of course supplemented or additions by Asha and Sylvia for the diversity. And my sense was that the principles for disbursement really are – is something that the CCWG itself ought to deal with. And we don't need to do anything with it in the charter drafting itself. So please correct me if I don't have it right but I think that's what I've heard in this discussion. Thank you.

Jonathan Robinson: Thank you, Russ, no corrections from me and no hands up at present so that sounds good, sounds like we have a way forward there. I'm conscious that it don't want to rush us but it's – many of us in Europe – I suspect the Board colleagues are in Europe. I know I am, Marika is. And it's pretty late now so I think to try and nudge us through the agenda and make some more progress.

So actually the next point is Item 4 is review and consideration of next steps in relation to the charter section questions and example language which in fact is really what we, in many ways, have been working – well at least as a theme is what we've been trying to do as we deal with these other points as well.

So, yeah and that document – I'm trying to remind us, but, Marika, you're going to have to help me here because what documents have we got that we're working with, we've got this charter. Yeah, I mean, this is the one which is effectively starts the draft the charter, yes.

So, I mean, this is the document that I've been referring to throughout now because with the various comments that we've put in here we have indeed started to draft the language that is – will go in to the charter. So I think this is a sufficient document that we can add the other work onto this as we start to – the charter. Marika, go ahead.

Marika Konings: Yeah, this is Marika. You're absolutely correct that the aim of this document was to try and get sufficient input to be able to indeed draft the language or use some of the example language that we've included here that either came from other charters or from the work that the CWG principles have been doing. So I think the main question is, you know, we got comments from Alan as well as Sylvia, whether, you know, others have reviewed this and are, you know, in line with the comments that Alan has provided or whether they need a little bit more additional time to do so.

But following that I think at least from a staff perspective we will be happy to try and take this and, you know, start maybe integrating that into the template charter based on, you know, the feedback that has been provided and the options presented as that may, you know, be the next step in the process to actually start looking at language that aims to reflect where the drafting team seems to be asked. But of course noting that, you know, that can change based on further review and comments.

Jonathan Robinson: Thank you, Marika. So certainly that was my view. In fact I took – where we had the example language from previous charters, I mean, it's certainly my previous criticism and/or review of that and seeing what Alan and Sylvia have done. So it feels to me like it would be – because I've been asking people to now add to create input into that charter. So it feels to me like we do need at this point a working draft of the charter that the input from Sam's high level points, the work of Russ and Erika.

So I would think that the logical next step here is to produce a initial draft of the charter that we can start to (unintelligible) with the other work that we've talked about. Does anyone have any concerns about? Am I rushing us to doing something or is it reasonable to start to – to copy this across into a draft charter? Erika.

Erika Mann: Jonathan, you're right, I think the next step is the draft charter. It will make it easier to see and then we will – I think it will be much easier even to understand what we might have missed. I find it obviously easier to work on a document and a text instead of having, you know, too long a discussion about what shall go into it. It's easier to see – because then you will see as well what is missing and what, you know, you have not included yet. I totally agree, let's do this.

Jonathan Robinson: Thanks, Erika. And there's support from Sylvia in the chat for the same approach so that's encouraging. Alan.

Alan Greenberg: Thank you. Erika said exactly what I was going to say so I won't repeat it. I'm afraid I have to drop off now though, I'm late for another meeting. Bye-bye.

Jonathan Robinson: Thanks for your participation, Alan. And we will try and wrap this up anyway to get Europeans off to bed soon. So I think we're going to ask staff to assist us to pull us now into a draft charter onto which we will then – trying to think of the right word – transplant or locate these other areas of work that

Russ and Erika are doing, that Asha is going to do and those of us trying to incorporate Sam's work and we'll move those across.

So we – just to try and wrap up the meeting then we have scheduled – and actually what I'm going to do is propose to you a new schedule of meetings because there are issues with some of the next set of meetings. So currently I'd like to do that list so please look out for that. I'm going to come back to you with a set of future meetings.

But I would like to highlight with you that we are proposing to have a meeting in Helsinki for an hour and a half. Currently it's tentatively scheduled for Tuesday 28 of June. And I just guess I'd like any feedback if anyone has particular concerns or if you are supportive, I guess, and that would be useful. I mean, I think we can take it that you support it unless you object to holding a meeting in Helsinki. Marika, come in.

Marika Konings: Yeah, this is Marika. Just to mention that this session has actually now been upgraded to what has been labeled the cross community sessions. It was initially included as part of the GNSO schedule but I think there was a slot opened up and it was the clear understanding that, you know, the objection of the drafting team is to have a draft charter available by Helsinki to allow for cross community conversation.

So, you know, just want to make sure that people understand that that is the objective of that meeting and hopefully that will, you know, provide you with some incentive as well to have a draft by Helsinki. But it probably will require some thinking, some discussion on how to best structure that session to make sure, you know, you get the feedback you need and to either, you know, fine tune or – and finalize the charter.

Jonathan Robinson: Good well that's all the more motivation for getting to work on this charter as we've discussed and producing it and then working with that. It also is all

the more – it'll give us all the motivation and the focus so that's great. And I'll circulate, as I promised, very shortly a list of proposed meetings.

Now I want to just check one final thing, not to worry, Asha, I'll send it out with the times. But if – I know one of the reasons for these late meetings was to accommodate anyone in Asia, and right now that's Asha. Sylvia, whereabouts are you just so we can know that in terms of thinking about – so – okay so you're also accommodated by these…

((Crosstalk))

Jonathan Robinson: So this meeting is a good time with respect – is that correct?

Asha Hemrajani: Sorry, Jonathan?

Jonathan Robinson: Is that Asha?

Asha Hemrajani: Yes. Sorry, I just wanted to – I'm jumping the queue. I don't know whether Erika – or Alan has left already – I don't know whether there was a queue but I wanted to correct that because actually this time is very bad for me in Asia. This is the – this is some – let me think for a second. Now I'm in Europe at this moment I'm in Europe. But there is – the calls are – one of the calls – I know the calls are alternating. One of the call time is great; the other one is at 5:00 am for me and that's really bad. So if it can be postponed…

((Crosstalk))

Jonathan Robinson: Okay so that's – yeah, but I think being, yeah, but you can see the – from a European perspective that's the other thing we're up against now because you can see that's – the challenge is these two things. I actually thought this was the good one for you but I understand that…

((Crosstalk))

Asha Hemrajani: No, this is the bad one for me. Lauren just commented on the chat, this is the one that's 5:00 am for me and this is very bad.

Jonathan Robinson: Okay. And Sylvia, it's 7:00 am for you. Yeah, I mean, this is a rock and hard place to try and get this right. Okay but in any event at the moment we are alternating between the two slots. I guess what I was going to say is, you know, if there is ever an exception like this let us know because it may be like this one, for example, is – if you're going to not be in your normal place for the call let us know and it may be that it makes sense to shift the time. But I think it's probably going to be difficult to accommodate everyone.

All right, Alan's gone although his hand is still up. Erika, you wanted to come in with something?

Erika Mann: No, it's fine. I just wanted to say on the timing issue, I don't want to insist on it because of I know how difficult it is and you already mentioned it. But if you – Asha, when you have a five o'clock, you know, or six o'clock, imagine an hour later. This would mean for you all that the calls would start midnight. And then if you have a one hour or a two hour call you can imagine what this means. So we have to find a timing which works for all time zones I think. So let's review it again, Jonathan, and maybe there's something which works for everybody good.

Asha Hemrajani: Yeah, I agree, Erika. I mean, I just wanted to see if there's any option – other options available. For me midnight calls are perfectly fine but, you know, everybody has different body clocks so if there's any other option…

((Crosstalk))

Asha Hemrajani: …that would be great.

Jonathan Robinson: Okay let's see what we can do then. And actually that's already helpful to know. If you have a preference for a late call rather than an early call because as you say, Asha, that's very personal whether it works better for you early or late. I mean, there's plenty of people who would think a 5:00 am call is far preferable to a midnight but it completely depends on – that really is a personal or individual constraint.

All right good, let's – so what I'm going to do is I'm going to send out a series of meetings between now and Helsinki. And in the first instance they will – in all likelihood will be the same 1300 and 2100 acknowledging that these are imperfect. And if we can find some better times for those we'll also do that. But for the moment the idea is to secure the dates and then we can try and tweak the times if possible. Any last points anyone would like to make before we wrap up?

Okay thanks, everyone. I think we've got our plans from the action list and we'll get that out to you shortly as we've got a target and we're going to be under some pressure to have a decent draft of the charter for community discussion in Helsinki; hopefully that focuses all of our minds. Thank you, everyone, and good bye for now.

Russ Mundy: Thanks. Bye all.

Terri Agnew: Once again – once again the meeting has been adjourned. Thank you very much for joining. Please remember to disconnect all remaining lines and have a lovely rest of your day. Operator, (Carrie), if you could please disconnect all recordings?

END