
TERRI AGNEW:

Good morning, good afternoon, and good evening. Welcome to the At-Large ad-hoc working group on IANA transition and ICANN accountability, taking place on Friday the 19th of April 2016 at 18:00 UTC.

On the call today we have Cheryl Langdon-Orr, Olivier Crépin-Leblond, Maureen Hilyard, Barrack Otieno, Gordon Chillcott, Kaili Kan, Sebastien Bachollet, Alan Greenberg, and Avri Doria.

Joining us a little bit later in the call Tijani Ben Jemaa is hoping to join.

Apologies listed are from Timothy Denton, Beran Gillen, and Seun Ojedeji.

From we staff we have Heidi Ullrich and myself Terri Agnew.

Our Spanish interpreters today are Sabrina and David.

I would like to remind all participants to please state your name before speaking, not only for transcription purposes but also for our Spanish interpreters. Thank you very much, I'll turn it back over to you Olivier.

OLIVIER CRÉPIN-LEBLOND:

Thank you very much Terri. Olivier Crépin-Leblond speaking. Have we missed anybody in our roll call? Nobody, okay. The roll call is completed then. Our agenda today is going to be providing an update on activities of the IANA coordination group, the cross community working group on IANA stewardship transition, and on the CCWG accountability as well.

Note: The following is the output resulting from transcribing an audio file into a word/text document. Although the transcription is largely accurate, in some cases may be incomplete or inaccurate due to inaudible passages and grammatical corrections. It is posted as an aid to the original audio file, but should not be treated as an authoritative record.

There has been a lot going on. Do we need to add anything to the agenda as it currently is displayed on your screen?

Seeing no hands raised and no one taking the floor, so the agenda is adopted as it is currently on your screen. The action items were to do with staging a call during the Marrakech meeting. In fact, there was, I think, a face to face meeting or discussion at the time. So we can go swiftly into agenda item three, and that's update from the IANA coordination group.

Unfortunately, I don't seem to find anyone from the ICG on the call. We do have apologies from, no we don't have apologies from anyone on the ICG. I thought that. So, as far as the CWG IANA stewardship is concerned, I guess there are two points which need to be pointed out to you. The first one is the version of the ICANN bylaws. This was shared with the working group and as you know, the bylaw changes are all catered to deal with the requirements made by the stewardship transition working group, working with the input from the accountability working group.

And so this draft is, I don't think it was the first draft, but it's one of the latest drafts that I could find. You can see that it's a complete rewrite of the bylaws, from the first page all the way to annex G2. It adds the different points, well there is a few points that are there, but obviously it adds the powers, the community powers.

It provides a full article on the empowered community. Of course, you've got the Board of Directors and Nominating Committee, that is practically unchanged. You've got the description of the different

supporting organizations and advisory committees. Those are, again, mostly unchanged if not completely unchanged. But then you have article 16 that adds some lines about the post-transition IANA entity, PTI.

There is also article 17 about the customer standing committee, the CSC. There is article 18 that looks at the review for the IANA naming functions. Article 19 which looks at the separation process for the IANA naming functions, if that's required. Then we have 20 indemnification directors, officers, employees, and other agents. I think there was some of that already in the previous bylaws.

General provisions, fiscal and strategic matters, and then the members, of course, are added to this. I'm not sure about the offices and CEO amendments. I unfortunately didn't manage to reach that point in the bylaws, so maybe someone else will be able to help us on this. The sale or other disposition of all our substantially all of ICANN's assets is something that I have not seen in the previous bylaws.

I might be wrong. And then finally, the transition article is particularly important. And we've got four annexes that have been added there. The GNSO policy development process is there. The ccNSO policy development process. There is an annex on the scope of the ccNSO, and there is an annex on the EC write, which is... I don't even know what the EC is, empowered community.

Yes, why did I not think about this? The empowered community's rights to approve approval actions. So, unfortunately I haven't reached that

level yet, but as you can see, therefore a significant number of new articles in this set of bylaws, and they currently are under review.

I guess I can open the floor now if there is any point that anybody would like to raise about these. Obviously, Alan Greenberg, the ALAC Chair has asked if he could have a few volunteers to read through these bylaws and point out anything which does not fit the requirements, or the recommendations of the CWG IANA, CCWG stewardship.

As you know, this really is now implementation, and we need to point out anything that doesn't quite fit the intended effect to start with. A couple of points which have been raised already, a few things which were added to the bylaws, which Alan might wish to say a few words about earlier, or later, sorry.

And yeah, that's pretty much it for the time being. That's on the table now. This really is to alert you to the bylaws. You've got a link to them from the agenda so you can read through those. And obviously we now have the time for the public comment to come back and basically say what might need to be changed or amended.

I open the floor for comments, questions, and other interventions.

I see it's going to be one of these calls, isn't it? I've already put everyone to sleep. Alan Greenberg, you've woken up, you have the floor.

ALAN GREENBERG:

Not quite. I haven't looked at in detail. You referenced the section of dissolution. There was previously, and maybe still is, in the revised

articles in incorporation, a section on dissolution. And I suspect someone decided it should be in the bylaws also or instead. So I'm guessing that is what happened there. I haven't looked at the words, but I'm not particularly, I suspect nothing has particularly changed there.

The other... There are a number of things that have changed in the bylaws that are not in the... Now in theory, our job is supposed to be to verify that the bylaw changes reflect the CWG and CCWG report. There are clearly a number of things that we'll put in the bylaws that were not in the report.

As an example, is one that came out a while ago, that because... In our current bylaws, the ACs and SOs and NomCom appoint directors. There is no basis in California law for them doing that. But that is what the bylaws say, and the Board has never said, nah, that's really not specified under California law, so we're not going to accept the directors.

So the directors that are being appointed are not, are being appointed essentially because everyone is agreeing that this is the process we want, not because it's defensible in court. The current bylaws, the new bylaws, are using the designator model, which says designators appoint directors. That means that designators can also remove directors.

We've had lots of discussions on that, but a subtlety that we never discussed was it means only designator can remove directors. Which means the clauses that are in the bylaws right now, the current bylaws, and we presumed will be in the future one, saying the Board itself is allowed to remove directors under certain conditions, but technically

not allowed anymore. So we had to fix it one of two ways, or various people thought one of two ways. Either we essentially say that the designator will approve. And you know, there are legal words that can affect that, or it will actually go to a vote of the designators, and clearly that was adding a condition to the Board removal that was never there before, but some people argued that we should have gone that way.

My recollection is that the wording that is in the final document we're looking at, essentially says the empowered community will approve such rules. They can put the same person back immediately, but that doesn't stop the removal process. That was one thing, and that one essentially was settled and is behind us.

Another one that is not settled at this point is that clauses were added within the mission, that effectively say some classes of contracts, and I believe it also includes the operational and strategic plan, cannot be disputed because of terms in the mission. That can be read as saying the contracts could violate the mission, contract and similar things.

And that has some people worried. There is a belief that if we don't put that in, and I don't know if Leon is on the call or not, Cheryl may have better words than I do. There is a belief that if we do not put that in, that we may be subject to either frivolous actions, or real actions which will impair our ability to perform among other things, the IANA functions.

The counter-argument says it's fine to grandfather thing, if the contracts were written before the revision of the bylaws. In this case, we're talking about documents not only that are being written, either written

in parallel, but potentially some documents which don't exist yet. And we're asked to approve document, approve a clause saying documents that don't exist are protected.

And there are people who will feel somewhat threatened by that, or there is potential for it. Interestingly enough, this is an issue which is not only supported by ICANN legal counsel, but seems to be strongly supported by our own external legal counsel, as being a wise thing to do. And that one is not yet resolved. It's not clear how it's going to be resolved at this point.

Those are the only areas that I am aware of that are discrepancies. There is an interesting one that has come up recently, in that the AOC, the affirmation of commitments reviews are being incorporated into the bylaws. The WHOIS report review was last initiated in the end of 2010. The AOC said, and the report was issued about mid-2012, about a year and a half later.

The AOC said that these reviews have to be repeated every three years. It wasn't exactly clear whether it meant start to start, or from the finish of one to the start of the next, but regardless, that means that the next WHOIS review either should have started in late 2013 or late 2015, I'm sorry, or middle of 2015.

The Board has, without the NTIA complaining, deferred the WHOIS review team because of other activities that are going on. The new bylaws have changed the timing to be precise, to say, no more than five years, from start to start. Since the last one started in October or so 2010, the next one, according to the bylaws, should have started in

October 2015, which means when the bylaws are enacted, we will be in violation. That implies the Board would have no choice but to initiate a WHOIS review or RDS review as it is now called.

There are a number of people, I'm among them, who feel there is a lot of work going on within the RDS WHOIS area. It's confusing because we don't have a single road map to say how they relate to each other, but this is not the time to divert people, and time, and effort, and money from the real work to do a review.

It has been argued that there are aspects which can be reviewed, you know, instead of looking at how the future is going, we can say, did they implement the last WHOIS review properly? I think that kind of statement is overkill, the need to make that kind of statement would be overkill to create a review team, populated by probably the same people who are most knowledgeable on the subject, or at least a subset of those.

But that one is currently unresolved. That's the only differences I'm aware of. There may be others we haven't discovered yet.

OLIVIER CRÉPIN-LEBLOND: Thanks very much Alan. Olivier Crépin-Leblond speaking. So in my haste to go through the list of what there was on the table, I actually missed out three [inaudible], after the empowered mechanism, there was annex E that care taker ICANN budget. There was annex F, the caretaker IANA budget principles. These are two additional parts.

The annex A, GNSO policy development process would be at the scope of the ccNSO are already a good thing, annexes.

ALAN GREENBERG: Olivier, you're fading a bit.

OLIVIER CRÉPIN-LEBLOND: Oh dear. Can you hear me better now?

ALAN GREENBERG: That's better.

OLIVIER CRÉPIN-LEBLOND: The empowered community mechanism, the caretaker ICANN budget, the caretaker IANA budget principles are added annexes. There are also annexes G1 and G2. These are referred to from the first, the first clause in there. Can I speak louder? I'm trying to speak louder. From the first clause, the first paragraph, which is the mission, commitments and core values of ICANN.

Now if you recall, there was a lot of discussion on this, and to me, this is a major, major change that we are experiencing here. We used to have bylaws which gave a broad mission to ICANN saying, well ICANN is an organization that effectively coordinates the allocation and assignment of [inaudible] unique identifiers, and it talks about domain names, IP addresses, and protocol ports and parameters.

It also said that ICANN coordinates the operation and evolution of the DNS root name server system, and thirdly it used to say that ICANN coordinates policy development, reasonably and appropriately related to these technical functions.

That was a very short paragraph. What we now have in replacement is a paragraph which enumerates the mission of ICANN, and basically digs into detail as to what ICANN does. And therefore, digs into detail as to what ICANN does not do. And that's one section which I think we should be really, really very careful about because we certainly want to make sure that whatever is written and drafted there, is not curbing ICANN's mission to a point that we're actually reducing ICANN's mission or ICANN's ability to operate.

I certainly have found further down under section 1.1 some very difficult texts, difficult for non-native speakers, and with double negatives. For example, 1.1D, for the avoidance of doubt, and not withstanding the foregoing, the foregoing prohibitions are not consented to limit ICANN's authority or ability to adopt or implement policies or procedures that take into account the use of domain names as natural language identifiers.

I have no idea what that means. Next, not withstanding any provision of the bylaws to the contrary, the terms and conditions of the documents listed in subsections A through F below and ICANN's performance of its obligations or duties there under, may not be challenged by any party in any proceeding against, or process involving ICANN, including a request for reconsideration or an independent review process, pursuant to article four, and so on and so forth.

And it just is very, very legal language. I'm not quite sure what we can, as a community, do to review this, but it certainly would be quite challenging for someone, and certainly, even with a redline copy of what was then and what is now, the meaning of the changes that we are implementing here is quite significant.

Certainly when one looks at annex G1 and G2, which is particularly important there, you will note that the annex G1, G1 effectively, it doesn't actually have a title. It basically says, just turn to G1 quickly. Sorry for this. Annex G1, the topics issues... Do I have this right? Yes. The topics, issues, policies, procedures, and principles referenced in section 1.1A part I, with respect to gTLD registrars R. And it basically enumerates the different things that it deals with, gTLD registrars.

It gives examples that it says without limitation. And then you've got G2, which speaks about respect to gTLD registry, and enumerates the things it could do with regards to gTLD registry. I do not know whether that restricts ICANN's mission. I don't know where the ALAC's mission stands with regards to these changes, and whether the ALAC still has a mission after that.

I'm not sure. And I think that we need to be either speaking... Well, trying to find out people who are lawyers within our ranks who can let us know that, or put our heads together and try to really work out whether this is going to be making some very deep changes to ICANN's structure. And in a nutshell, I should just say, I'm just concerned the speed of which we have to perform these changes whilst, as we know, bylaws are very difficult things, very complex instruments.

And once these will be agreed, the safeguards we're putting in place are such that it's going to be very, very difficult indeed to change them again. So, we'll see how we can do that. But that's my point from what I have read so far.

I hope I haven't frightened the life out of everyone here, probably not. It is a weekend coming up, or some people are in the weekend already. We have Alan Greenberg.

ALAN GREENBERG::

I'm not nearly as worried as you are about some of these things. The annexes, annex G, and I haven't gone over them with a fine tooth comb. I believe are largely there to make sure that someone cannot interpret the changes and the mission to excluding things that are important to ICANN enforcing its contracts.

And my understanding is that's what the G annexes are. And again, I'm prepared to be enlightened if I'm wrong. The non-fundamental bylaws are no more difficult to change than they were before. The process is identical. So, or is at least identical to the practice if not the requirement, now there is a mandatory comment period, whereas before it was voluntary, but done.

So, I'm not as worried. I have no doubt that there are going to be abundant changes that are made because we didn't quite get it right. Hopefully, none of them will kill us before we fix them. And most of them are probably not even onerous. Is there a possibility that we put something in that has unforeseen consequences? You bet. But that's why we're trying to read these, and some of the language is obtuse at

best, that's always the case for bylaws, just like it is for laws of countries.

And you know, we need to have people who look at it who have some experience in doing that. Certainly that has been done on a global scale outside of At-Large, and we need to try to do our due diligence also. Would it be better if this is being done over a longer timeframe? Of course.

I'm done.

OLIVIER CRÉPIN-LEBLOND: Thanks Alan. It's Olivier speaking. Just a quick question for you, because I can't remember seeing... Where are these...? Which ones are the bylaws that are the, what we used to call the golden bylaws?

ALAN GREENBERG: Fundamental bylaws.

OLIVIER CRÉPIN-LEBLOND: Fundamental bylaws, yeah.

ALAN GREENBERG: They're the ones that were identified in the CCWG report. Essentially it's the mission, the mission sections, which includes mission, and responsibilities, and whatever. The sections that define the empowered community and its powers. And I'm trying to remember what else. It

may include the reconsideration parts, I don't remember that.
[CROSSTALK]

And a number of the ones related to IANA. Yeah.

OLIVIER CRÉPIN-LEBLOND: Thanks. It's Olivier speaking. So in effect, what is in annex G1 and G2 and in the mission is very important, and that would be part of the fundamental bylaws.

ALAN GREENBERG: I don't think G's are.

OLIVIER CRÉPIN-LEBLOND: Well, they're referenced from article one. So I don't know if they are an integral part of article one, or if it would be taken as being changeable whilst article one is not.

ALAN GREENBERG: I'm sure there is a section somewhere on what fundamental, which bylaws are fundamental. I don't remember where that is. Someone is scrolling for me, so I can't look for it right now, but I see whoever is looking knows what they're doing, or someone just moving it around to be annoying.

OLIVIER CRÉPIN-LEBLOND: I'm not touching it.

TERRI AGNEW: It's Terri. And the synch is on so everyone has their own control...

ALAN GREENBERG: Except if hosts move it and everyone is moved. So I suspect the host is moving it, but I don't know for sure.

OLIVIER CRÉPIN-LEBLOND: Okay, it's Olivier speaking. Yes, in section 25.2, amendments to the fundamental bylaws and articles of incorporation mentions that, there is a whole lot of bylaws there, goodness. It's a whole number of them. Various articles, and it doesn't actually speak of the annexes that are referred from the bylaws.

Anyway, we don't have time to go through this in detail, but this is what we have in front of us. Alan, you have asked the ALAC if there were any volunteers to read through these bylaws and point things out. Now I note that the whole document is 213 pages in length, of very legal stuff. Of course, some significant chunks of the bylaws have not been changed.

I mean, how do you want to play this? Do you wish to have a few volunteers to look thorough this independently? Or do you think that we should perhaps share the load, so some people look at the annexes, some people will look at article one, some people will look at post-transition IANA, some... How do you want to play that?

Because obviously, the people who are most aware of the CWG stewardship work, and the CCWG accountability are the people in this working group. I don't expect the, you know, most of the ALAC to be aware of this. So it really lies in your hand how you wish to try this.

Or in fact, has anybody else got a suggestion on how we can tackle this? So as to actually be able to cover these bylaws in the one month that we have. Or is it less than one month that we have?

ALAN GREENBERG:

It's considerably less than one month now, I believe. I asked for volunteers last time. Nobody, although you apparently had been reading them, nobody actually stepped up and said they would. Seun implied he was going over them, and suggested that we should divide it up one section per person, but that implied more than one person.

I don't much care, to be honest. I'm going to try and go through the whole thing. I'm not sure exactly when I'm doing that, but that is my intent. You clearly are trying to go through the whole thing. I don't, at this point, we don't have enough, I'll be blunt, reliable volunteers to make sure the whole thing is covered by simply dividing it up and handling section by section.

So I think any of us who have the stamina should try to do it and identify any sections that are problematic. It's not an optimum way of doing it, but I don't see anything else from a pragmatic point of view.

OLIVIER CRÉPIN-LEBLOND: Thanks Alan. It's Olivier speaking. I'm not going to put anyone on the spot on this call, but I would suggest that, if you can, anybody who is on the call, have a browse through these bylaws, and follow up by email afterwards, and volunteer please. Because it's pretty hard for one, or two, or three people to go through the whole thing, in addition to all of the other work that we have.

If we can do some kind of a... People focusing on specific parts, and coming back with their concerns or their feedback on specific parts of the bylaws, that would be very helpful, even if you don't want to read through the whole thing, just read through specific sections that you might be interested in focusing on.

ALAN GREENBERG: Olivier, if I may suggest. You've raised a couple of things, where you were trying to scare the something out of us, of areas where you have read it and are not sure what it means. Put a comment in the workspace about that. Someone may have an answer, or you may come back and read it when you're more rested, and suddenly understands what it means and you can retract the statement.

We need to start capturing things that are potentially problematic, not having necessarily done a full legal analysis.

OLIVIER CRÉPIN-LEBLOND: Thanks Alan. It's Olivier speaking. Just to be sure, the concerns that I have, it's not that I don't understand the language, but I'm well aware that some of the legal language has a deeper meaning than just what

the actual phrase is. In other words, you might have some specific terms that are used in US law that mean more than what they actually are. And that's where there is a bit of a question mark as to, does this imply something else?

ALAN GREENBERG:

Yeah, I wouldn't worry about US law versus other law. Contract law has a whole set of language of its own, and bylaws tend to be close to contract. You know, I've worked on more sets of bylaws in various organizations, and I can imagine, and yeah, you start developing a way of expressing things that is different from how you would normally speak or write.

But I don't think it's quite as onerous as you're referring to, but you know, it does take a fair amount of experience, and most people never even want to try. That's a reality.

OLIVIER CRÉPIN-LEBLOND:

Okay, thanks very much Alan. Just to let you all know, it provides for fantastic bedtime reading. So let's move on, if we want to do, work on the rest of this call today. Now, we have the response to the community questions for clarification of the draft FY 17 [inaudible]. Now design time O in the CWG stewardship is the design team that deals with all of the financial issues.

And it recently focused specifically on the approval of the budget for post transition IANA. As you know, or as you might not know, but I'll tell you now, the request from the working group was that the post-

transition IANA budget would have to be prepared in advance of the overall ICANN budget. So as for some kind of an either a caretaker budget, or for the operations of post-transition IANA to receive priority over operations of the rest of ICANN.

In other words, if ICANN runs out of cash, PTI will be the last part of ICANN, or the last entity related to ICANN that will continue to be funded, because that's just so important. There are quite a few questions which have then come up with the establishment of the latest budget, and the public comment that is currently on.

Chuck Gomez, who is the moderator and chair of the DTO, did a first draft with a number of questions that he asked from ICANN finance, referring to specific parts of the budget, FY 17 planning documents, which were published over a month ago. So what we have linked to the agenda here is a copy of the questions, with the responses that were received just 24 hours ago from Xavier Calvez and his team.

So it's a bit of a fast track. I know that the budget commenting time, I think, is not closed yet. The ALAC is certainly submitting some questions, but I thought that it was maybe important to point you to this document, that you could look through. I'm not seeing anything that strikes any point that we're particularly concerned about. Most of it is just little details and so on.

There is a bit of a misunderstanding, maybe, or complexity in the question, if ICANN actually went into bankruptcy, what would happen to PTI and how that would be tackled, and how... Would there be some

money in escrow? And so on. But that's not part of the current public comment, so work is ongoing on this.

Is there any other...? Anything that I've missed in here? Cheryl and Alan have been on these calls as well, so if you have anything to add to this.

ALAN GREENBERG:

Nope. There is a lot of work going on. You know, some of the things that we thought were all cut and dry have generated a huge amount of work, translating what was in the report into other documents. You know, the group replacing NTIA as an approval process is one of those that I put more hours into in the last couple of weeks than I care to count.

But I think that's signed, sealed, and delivered right now. So there is lots of stuff going on, not necessarily of interest to everyone but lots and lots of details to be established that were not, either not thought about or worried about at the time we did the reports.

OLIVIER CRÉPIN-LEBLOND:

Thanks Alan. It's Olivier Crépin-Leblond speaking. And I was going to add just that the document that you have on the screen at the moment is, as I've said, filed by Chuck Gomez in his personal capacity. It's not on behalf of DTO, but DTO has had some input into some of the points.

I mean, he has shared this document with members of the DTO and several of us have emailed Chuck back and forth. And so you will note that some of it is related to PTI and the transition. Some of the

comments are totally unrelated to PTI and the transition because these are the points that Chuck wanted to make. And so, don't take this as being an official document from the IANA stewardship transition, or from DTO.

ALAN GREENBERG: Or from VeriSign for the conspiracy theorists among us.

OLIVIER CRÉPIN-LEBLOND: Or from VeriSign, exactly. So these are the two things I just wanted to, I thought was important to let you know about. The CWG IANA has not met this week. The call was cancelled. I believe there might be a call arranged soon. If there are any advances to whatever process is going on, but for the time being, that's all the news in CWG stewardship, IANA stewardship transition.

So we can move, if nobody else is putting their hand up, we can move to CCWG accountability, the wonderful world of ICANN accountability with Leon Sanchez and Alan Greenberg. You have the floor.

ALAN GREENBERG: It's Alan. I think we've already covered most of what I was going to talk about, as we went forward. I've identified the parts, although we were in theory talking about the CWG, we ended up talking about bylaws, and several of those bylaws were not CWG issues but CCWG issues. I don't think there are any that I have not raised that I planned to raise.

So I'm happy to take questions, and Leon may have something to add. I don't know.

OLIVIER CRÉPIN-LEBLOND: Thanks Alan. It's Olivier Crépin-Leblond speaking. I was just going to add that I guess at this point, the two processes going into the bylaw really have a convergence between, with the two processes. It just ends up as a coordinated process between the two CCWGs.

ALAN GREENBERG: There is no formal tracking at this point as to... I mean, there is tracking in terms of how people have done the work, as to what bylaw was referring to what section of the documents, but you know, right now, bylaws are bylaws at this point.

OLIVIER CRÉPIN-LEBLOND: Thanks Alan. So you're running this part of the call now, so over to you.

ALAN GREENBERG: I just said I'm finished.

OLIVIER CRÉPIN-LEBLOND: Okay, thanks Alan. [Inaudible] throwing the ball back to me. I don't know what to do with it.

ALAN GREENBERG: Well, I did ask Leon if he had anything, and he put something in the chat. You may want to read out.

OLIVIER CRÉPIN-LEBLOND: So Leon has added that he has just opened a can of worms, Leon, please, what are you doing? He has decided to open the can of the jurisdiction worms, the ones that never go back and that go around in circles. The jurisdiction is going to be, understandably, a very big thing. And I'll share something with you.

A bit earlier, I had a call with several people regarding the session that the cross community working group on internet governance is going to stage at the WSIS Forum in Geneva next week, on Thursday next week. In fact, I'll send details of the session so you can all watch it remotely, if you are not in Geneva, or if you are in Geneva you can attend the session.

But that will look at IANA stewardship transition and ICANN accountability and provide full updates on what's going on at the moment, where we are, what process was used, etc. And one of the concerns was, of course, the kind of questions that were going to be asked, and whether there was going to be some question on work stream two.

And obviously, we are expecting that there will be questions about the jurisdiction, and seeing that this is so important, we couldn't just tackle in a hurry for work stream one, and that's why it was put over in work stream two.

So that's the thing. Now, has work already started on work stream two? Is the big question. Leon, are you able to speak, by the way, or not? I might just be stealing your show at the moment. No, you're not. Okay. So, Alan Greenberg, are you aware of work starting already in work stream two, as if there was so much time on your hand?

ALAN GREENBERG:

I certainly haven't started any. There is going to be discussions in Helsinki. I don't think there... I think we have our hands full, trying to get what has to be done, done, in the right timeframe. I don't think Helsinki, I don't think work stream, certainly in my mind, is not something I want to focus on. I have suggested, in a number of forums, and I'll do it again here, that there are a bunch of very diverse issues in work stream two.

Some of them are of lesser personal importance to me, and I am less versed on the issues related to them. So, we really want to try to identify people and get them to join the work group, if only to work, or to be able to focus on the specific areas that are of interest. Human rights are clearly one that are of great interest to some people. They may have had little interest in ICANN's involvement among other things, but they may want to focus on that.

People who really like hitting their head against brick walls, can certainly join in on the jurisdiction discussions. It's going to be really interesting. There are people involved in these discussions, who are blissfully unaware of reality in some cases. You know, for instance, I think Leon had the nerve to mention, in some forum, some letter, some email, that

if PTI is to move, PTI or something is to move jurisdiction, then it can't move jurisdiction. It is a California corporation, or it will be, and if it's going to become a Swiss or Rhode Island corporation, that means a new corporation has to be formed, with new bylaws and new articles of incorporation.

And we can transfer the assets and responsibility to this new one, but it's not changing the jurisdiction of under which it's incorporated, it's creating a new one. And someone said then why are we even talking about the subject? Because they sort of didn't understand that when we said changed jurisdiction that maybe change jurisdiction, but more likely, if we're talking about the jurisdiction under which you are incorporated, then it means creating a new one.

Now the word jurisdiction is used in a whole bunch of different ways. ICANN, for instance, typically signs contracts that are subject to Californian law and US law. There is nothing prohibiting ICANN from signing contracts that are written under Swiss law, Canadian law, Kenyan law. But that of course means it needs lawyers who are versed in those, and it has to be prepared to defend its contracts in those venues, and that's a very expensive operation.

There are companies who, you know, take a company like IBM that signs contracts all over the place. And if you sign a contract with, for instance, a government, many governments are prohibited for signing contracts using law anything other than their own. And therefore, as a business, you adapt to those needs and work under different jurisdictions of law under which the contracts operate.

You know, but that's very different from jurisdiction under which the company or organization is incorporated. And so we have a lot of different use of the word jurisdiction. And as far as I can tell, the work stream two one, probably means different things to different people, and it's going to be an interesting experience trying to separate out these pieces and talk about them one by one.

OLIVIER CRÉPIN-LEBLOND: Thanks for this Alan. It's Olivier Crépin-Leblond speaking. And I note that Avri plans on joining, I think it was the, was it the human rights or the jurisdiction part of work stream...

AVRI DORIA: It was the jurisdiction.

OLIVIER CRÉPIN-LEBLOND: Jurisdiction one, okay. I think quite a few people will be...

AVRI DORIA: It was the jurisdiction.

OLIVIER CRÉPIN-LEBLOND: Avri, since you're on the call and so on, can you share also maybe some of your views of the forthcoming...? I mean, you've heard the bylaws on the one side, and the CCWG accountability work on the other, the future work stream two work. Do you have anything to add basically?

AVRI DORIA:

Not much. I've added a couple of comments. I did agree with both of you that I haven't seen any WS2 work beginning. I expect we'll see some soon. On the WS1 work as soon as the bylaws get cut, then we have to go into the independent review, deeper details work to yet be done. I personally didn't have some of the issues that you had with the bylaws, but you know.

It takes about a day to read it. For anybody that wants to, I basically spent, I think it was Sunday, doing that. You know, it's interesting. Eventually you find out that the places that they repeat themselves. That there is a bunch of legal clauses that once you've parsed it once, you see it many times, and you can pretty much just go by it quickly.

But it seems to me a well written document. But, you know, definitely I think worth questioning. And we said we would slow start work stream two stuff. So what I expect to start seeing after the bylaws, I guess, is people starting to get a line to, well what does it mean to start it in Helsinki, and you know, is there going to be any prep done for that?

But other than that, I think it's going along. I keep waiting for the thing that will be the blockage from going forward, but that doesn't seem to be happening yet. So you know, that's about it. Nothing special.

OLIVIER CRÉPIN-LEBLOND:

Okay, well thanks very much Avri for your feedback and your insights on the current process. It's Olivier speaking for the transcript. And we are 50 minutes into this call. I don't think we really need to take the full

amount of time on this. I think, unless anybody has any further questions or comments on the process, or on any of the topics we have on our desk.

No, I don't see any hands up. We can move into the any other business part of this call. Is there any other business?

No other business. We just need to choose, now, when we want to have our next call. That's the last question.

ALAN GREENBERG: June 2018.

OLIVIER CRÉPIN-LEBLOND: Okay, let's take note of this, June 2018. If any of us are still alive by then, we will meet, but prior to that...

ALAN GREENBERG: That was Alan. It was meant to be humorous.

OLIVIER CRÉPIN-LEBLOND: Well, it's good to plan in advance Alan. I'm glad that you're planning for the future. In the meantime, before that, what we probably should do, I guess, for the time being is perhaps to not have another call on the cards and see how we're moving along with the bylaws, the feedback on the bylaws.

Let's try and follow by email. Next week is going to be very busy for me and for others as well. We're at the WSIS Forum. The week after, there is some work going on at CSTD, but I don't think's a significant number of people in this group will be involved with that process. So we might think of having a call in two weeks' time.

Let's first see how we get along with the bylaws. Please, I implore you all, to volunteer on this, goodness, I sound like I'm on my knees at the moment, to read through these. You've heard from Avri, it's only a day. A day, it's not much. Take your Sunday off and spend time reading this. It's great fun, with a barbeque next to you, and this sort of stuff.

Apart from that, I would like to thank you for being on this call. I would like to thank our interpreters, Sabrina and David. And seeing no other hands up, just one last thing. The AI, we have next call will be requested after email exchange. There was another action item which was there, the IANA issues working group to look over ICANN bylaws and report back via email with any concerns.

Is that correct Terri?

TERRI AGNEW: Yes, that's the other one that I have as well.

OLIVIER CRÉPIN-LEBLOND: Excellent. Thanks for this. Fantastic. Thanks to everyone, and have a very good weekend, and enjoy the morning sunshine, or if you are just a few hours away from that. This call is now adjourned.

[END OF TRANSCRIPTION]